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Form **990**  
 Department of the Treasury  
 Internal Revenue Service

**Return of Organization Exempt From Income Tax**  
**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)**

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047  
**2011**  
**Open to Public Inspection**

**A For the 2011 calendar year, or tax year beginning 09-01-2011 and ending 08-31-2012**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization QUEBEC-LABRADOR FOUNDATION INC  Doing Business As	<b>D</b> Employer identification number 13-6155399
	Number and street (or P O box if mail is not delivered to street address) Room/suite 55 SOUTH MAIN STREET	<b>E</b> Telephone number (978) 356-0038
City or town, state or country, and ZIP + 4 IPSWICH, MA 01938		<b>G</b> Gross receipts \$ 5,329,181
<b>F</b> Name and address of principal officer LAWRENCE B MORRIS 55 SOUTH MAIN ST IPSWICH, MA 019382396		<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)  <b>H(c)</b> Group exemption number ▶
<b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
<b>J</b> Website: ▶ QLF.ORG		
<b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation 1963 <b>M</b> State of legal domicile NY

**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities IMPROVE THE QUALITY OF LIFE AND ENVIRONMENT FOR PEOPLE AND THEIR COMMUNITIES		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	26
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	24
	<b>5</b> Total number of individuals employed in calendar year 2011 (Part V, line 2a)	<b>5</b>	22
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	50
	<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	0
<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>	0	
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	<b>9</b> Program service revenue (Part VIII, line 2g)	1,249,610	1,363,407
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	242,720	227,055
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	123,014	154,393
	<b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,632,888	1,750,813
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	57,731	62,050
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,217,191	925,507
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 124,328		
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	722,522	676,300
	<b>18</b> Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	1,997,444	1,663,857
<b>19</b> Revenue less expenses Subtract line 18 from line 12	-364,556	86,956	
<b>Net Assets or Fund Balances</b>		<b>Beginning of Current Year</b>	<b>End of Year</b>
	<b>20</b> Total assets (Part X, line 16)	6,156,771	6,286,019
	<b>21</b> Total liabilities (Part X, line 26)	684,416	589,032
<b>22</b> Net assets or fund balances Subtract line 21 from line 20	5,472,355	5,696,987	

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	***** Signature of officer	2013-01-14 Date
	LAWRENCE B MORRIS PRESIDENT Type or print name and title	

<b>Paid Preparer's Use Only</b>	Preparer's signature ▶ EDWARD TAYLOR	Date 2013-01-14	Check if self-employed <input checked="" type="checkbox"/>	Preparer's taxpayer identification number (see instructions) P00299025
	Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ NARDELLA & TAYLOR LLP 24 HARTWELL AVE LEXINGTON, MA 02420	EIN ▶ 04-2979611		Phone no ▶ (781) 862-6833

May the IRS discuss this return with the preparer shown above? (see instructions)  Yes  No

**Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response to any question in this Part III

**1** Briefly describe the organization's mission  
 TO SUPPORT THE RURAL COMMUNITIES AND ENVIRONMENT OF EASTERN CANADA AND NEW ENGLAND, AND TO CREATE MODELS FOR STEWARDSHIP OF NATURAL RESOURCES AND CULTURAL HERITAGE THAT CAN BE APPLIED WORLDWIDE

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No  
 If "Yes," describe these new services on Schedule O

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No  
 If "Yes," describe these changes on Schedule O

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

**4a** (Code ) (Expenses \$ 552,788 including grants of \$ 59,050 ) (Revenue \$ 483,677 )  
 ATLANTIC REGION THE LEADERSHIP PROGRAM INTERNS AND VOLUNTEERS QLF'S MODEL OF LEADERSHIP DEVELOPMENT INTEGRATES COMMUNITY SERVICE, CONSERVATION, AND CULTURE THIS REMAINS THE HIGHEST PRIORITY FOR QLF NOW AS IT HAS FOR MORE THAN FIVE DECADES THIS PAST YEAR, AND AS PART OF THE LEADERSHIP PROGRAM, QLF INTERNS AND A VOLUNTEER WORKED ON SEVERAL PROGRAMS BASED AT THE ORGANIZATION'S HEADQUARTERS IN IPSWICH, MASSACHUSETTS, AND A QLF OFFICE IN FARMINGTON, MAINE AS AN EXAMPLE, ONE INTERN WORKED ON THREE PROGRAMS AN ECO-TOUR TO A COUNTRY IN CENTRAL AMERICA, A MIDDLE EAST PROGRAM REGIONAL MEETING, AND THE SOUNDS CONSERVANCY, A MARINE CONSERVATION PROGRAM ALONG THE COASTAL WATERS AND SOUNDS OF SOUTHERN NEW ENGLAND AND NEW YORK FROM LONG ISLAND SOUND AND NORTH TO NANTUCKET SOUND BASED AT QLF HEADQUARTERS, THE INTERN SERVED AS THE COORDINATOR OF THE ECO-TOUR (TO CENTRAL AMERICA), WHICH CONVENED MEMBERS OF QLF'S GOVERNING BOARDS, ALUMNI, AND FRIENDS FROM THE UNITED STATES AND CANADA TO VISIT PROGRAM SITES AND PROTECTED LANDS ESTABLISHED BY QLF ALUMNI FROM THE AREA IN THE WINTER OF 2012, THE INTERN SERVED AS THE COORDINATOR OF MIDDLE EAST PROGRAM REGIONAL MEETING FOR ALUMNI AND PARTNER ORGANIZATIONS THAT WAS HELD IN THE GULF STATES THE MEETING CONVENED THIRTY-FIVE ALUMNI AND PARTNER ORGANIZATIONS FROM THE UNITED STATES, THE MIDDLE EAST, AND GULF STATES TO SET A STRATEGIC PLAN FOR THE DIRECTION OF THE PROGRAM FOR THE YEARS AHEAD LASTLY, THE SAME INTERN AND THE VOLUNTEER ALSO WORKED ON AN ELECTRONIC PUBLICATION OF THE SOUNDS CONSERVANCY, WHICH DOCUMENTS NEARLY TWO DECADES OF THE PROGRAM'S ACCOMPLISHMENTS LAST WINTER, A COLLEGE STUDENT WORKED AS AN INTERN WITH QLF'S COMMUNITY MAPPING AND GEOGRAPHIC INFORMATION SYSTEMS (GIS) PROGRAM BASED IN FARMINGTON, MAINE THE INTERN PROVIDED IN-FIELD MAPPING AND CONTENT DEVELOPMENT SUPPORT TO THE MAINE TRAIL FINDER PROJECT RESULTING IN 40 NEW TRAIL POSTINGS ON THE PROJECT'S PUBLICLY ACCESSIBLE WEBSITE LAST SUMMER, A BROOKS SCHOOL VOLUNTEER, BASED AT THE QLF HEADQUARTERS, SERVED AS THE COORDINATOR OF A QLF TOUR IN EASTERN CANADA (NEWFOUNDLAND AND LABRADOR, AND THE QUEBEC NORTH SHORE) FOR MEMBERS OF THE GOVERNING BOARDS, ALUMNI, AND FRIENDS (FROM THE UNITED STATES) TO VISIT QLF'S HISTORIC PROGRAM SITES THE VOLUNTEER ALSO WORKED TO UPDATE THE WEBSITE PAGES OF THE QLF SOUNDS CONSERVANCY PROGRAM (AS PREVIOUSLY DESCRIBED) IN ADDITION, LAST SUMMER A PRINCETON UNIVERSITY INTERN, FUNDED BY THE PRINCETON CLASS OF 1969 INTERNSHIPS IN CIVIC SERVICE AND QLF, WORKED AT QLF HEADQUARTERS AND THE SCHOODIC RESEARCH AND EDUCATION CENTER INSTITUTE OF ACADIA NATIONAL PARK TO COORDINATE THE ACADIAN INTERNSHIP IN REGIONAL CONSERVATION AND STEWARDSHIP THE SIX-WEEK PROGRAM CONSISTED OF ACADEMIC STUDIES AND FIELD RESEARCH IN LARGE LANDSCAPE CONSERVATION IN THE ACADIAN REGION OF DOWNEAST MAINE AND SOUTHWESTERN NEW BRUNSWICK PARTNERS IN THIS 2012 SUMMER PROGRAM WERE THE QUEBEC-LABRADOR FOUNDATION, THE SCHOODIC EDUCATION AND RESEARCH CENTER INSTITUTE, ACADIA NATIONAL PARK, AND THE UNIVERSITY OF MAINE, ORONO THE ACADIAN INTERNSHIP IN REGIONAL CONSERVATION AND STEWARDSHIP WORKING IN PARTNERSHIP WITH THREE CONSERVATION ORGANIZATIONS - THE SCHOODIC EDUCATION AND RESEARCH CENTER INSTITUTE, ACADIA NATIONAL PARK, AND THE UNIVERSITY OF MAINE, ORONO - QLF IMPLEMENTED THE SECOND YEAR OF THE ACADIAN INTERNSHIP IN REGIONAL CONSERVATION AND STEWARDSHIP THE SIX-WEEK SUMMER PROGRAM PROVIDED ACADEMIC TRAINING AND FIELD RESEARCH IN THE EMERGING STUDY OF LARGE LANDSCAPE CONSERVATION IN THE ACADIAN REGION OF DOWNEAST MAINE AND SOUTHWESTERN MAINE PARTICIPANTS STUDIED COOPERATIVE CONSERVATION PROGRAMS THAT CONNECT LANDOWNERS WITH MANAGERS FROM THE PUBLIC, PRIVATE, NON-PROFIT AND ACADEMIC/RESEARCH SECTORS TO ACHIEVE MEASURABLY EFFECTIVE, DURABLE CONSERVATION OUTCOMES PARTICIPANTS FOCUSED THEIR FIELD CASE STUDIES ON WATER AND NATURAL RESOURCES, LAND CONSERVATION, SUSTAINABLE FOREST MANAGEMENT, WILDLIFE HABITAT, AND ECOTOURISM IN THE ACADIAN REGION THE 2012 PROGRAM WAS ATTENDED BY FOURTEEN ACADIAN INTERNS PRIMARILY FROM THE UNITED STATES, AS WELL AS AFRICA, CENTRAL EUROPE, EUROPE, THE GULF STATES, THE MIDDLE EAST, AND SOUTH AMERICA THE SOUNDS CONSERVANCY THE SOUNDS CONSERVANCY IS A MARINE RESEARCH AND EDUCATION PROGRAM ALONG THE SIX SOUNDS, ESTUARIES, AND COASTAL WATERS OF SOUTHERN NEW ENGLAND AND NEW YORK FROM LONG ISLAND SOUND (SOUTH) TO NANTUCKET SOUND (NORTH) THE PROGRAM IS DESIGNED TO SECURE THE CONSERVATION AND PRESERVATION OF THE MARINE RESOURCES OF THE SOUNDS THROUGH A SMALL GRANTS PROGRAM, REPORTS AND PUBLICATIONS THAT ADVANCE AND DOCUMENT MARINE RESEARCH, CONSERVATION, AND EDUCATION IN 2012, AS IN PREVIOUS YEARS, THE SOUNDS CONSERVANCY PROVIDED NUMEROUS SMALL GRANTS IN SUPPORT OF MARINE RESEARCH, CONSERVATION, AND EDUCATION TO MARINE RESEARCHERS AND EDUCATORS AFFILIATED WITH SOME OF THE LEADING UNIVERSITIES AND ORGANIZATIONS ALONG THE SOUNDS OF SOUTHERN NEW ENGLAND AND NEW YORK

**4b** (Code ) (Expenses \$ 172,660 including grants of \$ 0 ) (Revenue \$ 170,527 )  
 CHAIRMAN'S PROJECTS FOR MORE THAN FIVE DECADES, THE QUEBEC-LABRADOR FOUNDATION HAS WORKED IN THE RURAL, COASTAL COMMUNITIES OF THE QUEBEC NORTH SHORE (ON THE GULF OF ST LAWRENCE OF EASTERN CANADA), NEWFOUNDLAND AND LABRADOR, AND THE MARITIMES SINCE QLF FOUNDING CHAIRMAN, BOB BRYAN, FIRST FLEW TO EASTERN CANADA A BUSH PILOT AND ANGLICAN MINISTER, BOB BRYAN BROUGHT THE FIRST QLF VOLUNTEERS TO THE COAST BY FLOATPLANE THE HISTORIC COMMUNITY SERVICE PROGRAMS THAT HE BEGAN STILL CONTINUE TODAY AND THE GEOGRAPHIC REACH HAS EXTENDED INTO NEW ENGLAND COMMUNITY SERVICE PROGRAMS ARE MANAGED FROM QLF HEADQUARTERS IN IPSWICH, MASSACHUSETTS

**4c** (Code ) (Expenses \$ 342,697 including grants of \$ 0 ) (Revenue \$ 330,403 )  
 COMMUNITY DEVELOPMENT THE COMMUNITY-BASED MAPPING AND GEOGRAPHIC INFORMATION SYSTEMS PROGRAM OPERATING UNDER THE CENTER FOR COMMUNITY GIS (CCGIS) IN FARMINGTON, MAINE, THE COMMUNITY-BASED MAPPING AND GEOGRAPHIC INFORMATION SYSTEMS PROGRAM PROVIDES MAPPING SERVICES FOR QLF STAFF AND A WIDE RANGE OF NON-PROFITS AND PUBLIC INTEREST GROUPS IN NEW ENGLAND DEMAND FOR COMMUNITY AND GIS MAPPING IS FOCUSED ON NATURAL RESOURCES MANAGEMENT, CONSERVATION PLANNING, TOURISM AND ECONOMIC DEVELOPMENT AS AN EXAMPLE, CCGIS'S MAINE TRAIL FINDER INITIATIVE AND WEBSITE CONTINUES TO BE A SIGNIFICANT GRANTS-DRIVEN INITIATIVE ON-GOING FOUNDATION SUPPORT HAS PROVIDED CRITICAL RESOURCES THAT HAVE FUELED TRAIL CONTENT EXPANSION WITHIN THE WEBSITE (OVER 200 NEW TRAILS UPLOADED IN RECENT MONTHS) THE WEBSITE RECEIVES 20,000 UNIQUE VIEWS ON A MONTHLY BASIS, REPRESENTING A 400% INCREASE IN VISITATION FROM THE PREVIOUS YEAR

(Code ) (Expenses \$ 249,865 including grants of \$ 3,000 ) (Revenue \$ 216,620 )  
 OTHER THE MIDDLE EAST PROGRAM FOR TWO DECADES, QLF HAS DIRECTED FELLOWSHIPS AND EXCHANGE PROGRAMS FOR CONSERVATION LEADERS FROM THE MIDDLE EAST, NORTH AMERICA, AND MOST RECENTLY, THE GULF STATES FELLOWSHIPS AND EXCHANGES ARE DESIGNED FOR CONSERVATION LEADERS TO SHARE EXPERIENCE AND CONSERVATION INNOVATION WITH THOSE FACING SIMILAR CHALLENGES IN THEIR OWN COMMUNITY AND REGION TODAY, QLF INTERNATIONAL FELLOWS ARE NOW AFFILIATED WITH LEADING ENVIRONMENTAL ORGANIZATIONS AND ACADEMIC INSTITUTIONS IN 70 COUNTRIES IN EUROPE, CENTRAL AND SOUTHEAST EUROPE, LATIN AMERICA AND THE CARIBBEAN, THE MIDDLE EAST AND THE GULF IN LATE JANUARY/EARLY FEBRUARY 2012, QLF STAFF (BASED AT QLF HEADQUARTERS) DIRECTED A MIDDLE EAST PROGRAM REGIONAL MEETING FOR PROGRAM ALUMNI AND PARTNER ORGANIZATIONS IN THE GULF STATES THE MEETING WAS ATTENDED BY 35 ALUMNI AND PARTNER ORGANIZATIONS FROM EIGHT COUNTRIES TO INCLUDE THE UNITED STATES, THE MIDDLE EAST AND THE GULF THE MEETING CONSISTED OF CULTURAL AND CONSERVATION SITE VISITS AND PRESENTATIONS BY ALUMNI AND PARTNER ORGANIZATIONS AND RESULTED IN A NEW STRATEGIC PLAN FOR THE PROGRAM AND, IN 2012, QLF STAFF AND ALUMNI CONTINUED WITH THE RESEARCH AND WRITING OF A BOOK ABOUT MIDDLE EAST PROGRAM ALUMNI AND CONSERVATION LEADERS IN THE REGION

**4d** Other program services (Describe in Schedule O )  
 (Expenses \$ 249,865 including grants of \$ 3,000 ) (Revenue \$ 216,620 )

**4e** Total program service expenses \$ 1,318,010

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A.</i> <input checked="" type="checkbox"/>	Yes	
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? <input checked="" type="checkbox"/>	Yes	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i>		No
<b>4 Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i>		No
<b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>		No
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I.</i> <input checked="" type="checkbox"/>		No
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II.</i> <input checked="" type="checkbox"/>		No
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i> <input checked="" type="checkbox"/>		No
<b>9</b> Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV.</i> <input checked="" type="checkbox"/>		No
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i> <input checked="" type="checkbox"/>	Yes	
<b>11</b> If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i> <input checked="" type="checkbox"/>	Yes	
<b>b</b> Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i> <input checked="" type="checkbox"/>	Yes	
<b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i> <input checked="" type="checkbox"/>		No
<b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i> <input checked="" type="checkbox"/>		No
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i> <input checked="" type="checkbox"/>		No
<b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i> <input checked="" type="checkbox"/>	Yes	
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i> <input checked="" type="checkbox"/>	Yes	
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i> <input checked="" type="checkbox"/>	Yes	
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>		No
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States?	Yes	
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Part I.</i> <input checked="" type="checkbox"/>	Yes	
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? <i>If "Yes," complete Schedule F, Part II and IV.</i> <input checked="" type="checkbox"/>		No
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S? <i>If "Yes," complete Schedule F, Part III and IV.</i> <input checked="" type="checkbox"/>		No
<b>17</b> Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I.</i>		No
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i>		No
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i>		No
<b>20a</b> Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H.</i>		No
<b>b</b> If "Yes" to line 20a, did the organization attach its audited financial statement to this return? <b>Note.</b> All Form 990 filers that operated one or more hospitals must attach audited financial statements.		

**Part IV Checklist of Required Schedules** (continued)

<b>21</b>	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> . . . . .	<b>21</b>		No
<b>22</b>	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> . . . . .	<b>22</b>	Yes	
<b>23</b>	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> . . . . .	<b>23</b>	Yes	
<b>24a</b>	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25</i> . . . . .	<b>24a</b>		No
<b>b</b>	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .	<b>24b</b>		
<b>c</b>	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .	<b>24c</b>		
<b>d</b>	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .	<b>24d</b>		
<b>25a</b>	<b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> . . . . .	<b>25a</b>		No
<b>b</b>	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> . . . . .	<b>25b</b>		No
<b>26</b>	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i> . . . . .	<b>26</b>		No
<b>27</b>	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i> . . . . .	<b>27</b>		No
<b>28</b>	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
<b>a</b>	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	<b>28a</b>		No
<b>b</b>	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	<b>28b</b>		No
<b>c</b>	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .	<b>28c</b>		No
<b>29</b>	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . . . .	<b>29</b>	Yes	
<b>30</b>	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> . . . . .	<b>30</b>		No
<b>31</b>	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> . . . . .	<b>31</b>		No
<b>32</b>	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> . . . . .	<b>32</b>		No
<b>33</b>	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> . . . . .	<b>33</b>		No
<b>34</b>	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i> . . . . .	<b>34</b>	Yes	
<b>35a</b>	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	<b>35a</b>		No
<b>b</b>	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .	<b>35b</b>		No
<b>36</b>	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .	<b>36</b>		No
<b>37</b>	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> . . . . .	<b>37</b>		No
<b>38</b>	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .	<b>38</b>	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Table with columns for question number, question text, and Yes/No columns. Rows include questions 1a-1b, 2a-2b, 3a-3b, 4a-4b, 5a-5c, 6a-6b, 7a-7h, 8, 9a-9b, 10a-10b, 11a-11b, 12a-12b, 13a-13c, and 14a-14b.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI . . . . .

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (26), 1b (24), 2 (Yes), 3 (No), 4 (No), 5 (No), 6 (No), 7a (No), 7b (No), 8a (Yes), 8b (Yes), 9 (No).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a (No), 10b, 11a (Yes), 11b, 12a (Yes), 12b (Yes), 12c (Yes), 13 (Yes), 14 (Yes), 15a (Yes), 15b (Yes), 16a (No), 16b.

Section C. Disclosure

- 17 List the States with which a copy of this Form 990 is required to be filed MA, NY
18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization.

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response to any question in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) LAWRENCE B MORRIS PRESIDENT	40 00	X		X		X		183,722	0	38,034
(2) ROBERT A BRYAN FOUNDING CHAIRMAN	30 00	X		X				63,394	0	6,442
(3) CLARE TWEEDY MCMORRIS DIRECTOR	1 00	X						0	0	0
(4) JOHN H BUCK III DIRECTOR	1 00	X						0	0	0
(5) JAMES CARPENTER DIRECTOR	1 00	X						0	0	0
(6) DONALD K CLIFFORD JR CHAIRMAN	3 00	X		X				0	0	0
(7) JONATHAN T DAWSON DIRECTOR	1 00	X						0	0	0
(8) JAMESON S FRENCH DIRECTOR	3 00	X						0	0	0
(9) ROSEMARY N FURFEY DIRECTOR	1 00	X						0	0	0
(10) JAMES LEVITT CHAIRMAN, EXECUTIVE COMMIT	3 00	X		X				0	0	0
(11) FREDERICK S MOSELEY IV DIRECTOR	1 00	X						0	0	0
(12) KATHRYN J OLMSTEAD DIRECTOR	1 00	X						0	0	0
(13) SUSAN W PECK DIRECTOR	1 00	X						0	0	0
(14) BANCROFT R POOR TREASURER	3 00	X		X				0	0	0
(15) FREDERICK GP THORNE DIRECTOR	1 00	X						0	0	0
(16) ERNEST B TRACY DIRECTOR	1 00	X						0	0	0
(17) JO-ANN WATSON DIRECTOR	1 00	X						0	0	0

**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** (continued)

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(18) DAVID J WIMBERLY DIRECTOR	1 00	X						0	0	0
(19) BAYARD BROKAW DIRECTOR	1 00	X						0	0	0
(20) CONSTANCE DE BRUN DIRECTOR	1 00	X						0	0	0
(21) ELIZABETH CABOT DIRECTOR	1 00	X						0	0	0
(22) HALLIDAY E HART DIRECTOR	1 00	X						0	0	0
(23) ALFRED D CHANDLER III DIRECTOR	1 00	X						0	0	0
(24) CHARLES H COLLINS DIRECTOR	1 00	X						0	0	0
(25) DAWN A LEANESS DIRECTOR	1 00	X						0	0	0
(26) JAMES J POHLMAN DIRECTOR	1 00	X						0	0	0
(27) MARCUS EDWARD DIR FINANCE AND ADMIN	40 00			X				55,116	0	25,192
(28) ELIZABETH ALLING EXECUTIVE VICE PRESIDENT	40 00			X				111,593	0	32,086
<b>1b Sub-Total</b>										
<b>c Total from continuation sheets to Part VII, Section A</b>										
<b>d Total (add lines 1b and 1c)</b>								413,825	0	101,754

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **2**

	Yes	No
<b>3</b> Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		No
<b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	Yes	
<b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		No

**Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

**Part VIII Statement of Revenue**

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
<b>Contributions, gifts, grants and other similar amounts</b>	<b>1a</b>	Federated campaigns . . . . . <b>1a</b>					
	<b>b</b>	Membership dues . . . . . <b>1b</b>					
	<b>c</b>	Fundraising events . . . . . <b>1c</b>					
	<b>d</b>	Related organizations . . . . . <b>1d</b>					
	<b>e</b>	Government grants (contributions) <b>1e</b>	190,945				
	<b>f</b>	All other contributions, gifts, grants, and similar amounts not included above <b>1f</b>	1,172,462				
	<b>g</b>	Noncash contributions included in lines 1a-1f \$ <u>25,710</u>					
	<b>h</b>	<b>Total.</b> Add lines 1a-1f . . . . . <b>▶</b>	1,363,407				
<b>Program Service Revenue</b>			Business Code				
	<b>2a</b>	GIS MAPPING SERVICES	541900	185,166	185,166		
	<b>b</b>	ENVIRONMENTAL TOURS	561520	32,250	32,250		
	<b>c</b>	INTERN SPONSORS	611430	9,639	9,639		
	<b>d</b>						
	<b>e</b>						
	<b>f</b>	All other program service revenue					
<b>g</b>	<b>Total.</b> Add lines 2a-2f . . . . . <b>▶</b>		227,055				
<b>Other Revenue</b>	<b>3</b>	Investment income (including dividends, interest and other similar amounts) . . . . . <b>▶</b>		171,141		171,141	
	<b>4</b>	Income from investment of tax-exempt bond proceeds . . . . . <b>▶</b>					
	<b>5</b>	Royalties . . . . . <b>▶</b>					
	<b>6a</b>	(i) Real		(ii) Personal			
			Gross rents	2,809			
		<b>b</b>	Less rental expenses	0			
		<b>c</b>	Rental income or (loss)	2,809			
	<b>d</b>	<b>Net rental income or (loss)</b> . . . . . <b>▶</b>		2,809	2,809		
	<b>7a</b>	(i) Securities		(ii) Other			
			Gross amount from sales of assets other than inventory	3,561,620			
		<b>b</b>	Less cost or other basis and sales expenses	3,558,868	19,500		
		<b>c</b>	Gain or (loss)	2,752	-19,500		
	<b>d</b>	<b>Net gain or (loss)</b> . . . . . <b>▶</b>		-16,748	-16,748		
	<b>8a</b>	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . . . . <b>a</b>					
	<b>b</b>	Less direct expenses . . . . . <b>b</b>					
<b>c</b>	<b>Net income or (loss) from fundraising events</b> . . . . . <b>▶</b>						
<b>9a</b>	Gross income from gaming activities See Part IV, line 19 . . . . . <b>a</b>						
	<b>b</b>	Less direct expenses . . . . . <b>b</b>					
	<b>c</b>	<b>Net income or (loss) from gaming activities</b> . . . . . <b>▶</b>					
<b>10a</b>	Gross sales of inventory, less returns and allowances . . . . . <b>a</b>						
	<b>b</b>	Less cost of goods sold . . . . . <b>b</b>					
	<b>c</b>	<b>Net income or (loss) from sales of inventory</b> . . . . . <b>▶</b>					
Miscellaneous Revenue		Business Code					
<b>11a</b>	MISCELLANEOUS	611710	3,149	3,149			
<b>b</b>							
<b>c</b>							
<b>d</b>	All other revenue . . . . .						
<b>e</b>	<b>Total.</b> Add lines 11a-11d . . . . . <b>▶</b>		3,149				
<b>12</b>	<b>Total revenue.</b> See Instructions . . . . . <b>▶</b>		1,750,813	216,265	0	171,141	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>		<b>(A)</b> Total expenses	<b>(B)</b> Program service expenses	<b>(C)</b> Management and general expenses	<b>(D)</b> Fundraising expenses
<b>1</b>	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	42,850	42,850		
<b>2</b>	Grants and other assistance to individuals in the United States See Part IV, line 22	14,200	14,200		
<b>3</b>	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	5,000	5,000		
<b>4</b>	Benefits paid to or for members				
<b>5</b>	Compensation of current officers, directors, trustees, and key employees . . . . .	395,281	300,521	35,365	59,395
<b>6</b>	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .				
<b>7</b>	Other salaries and wages	370,524	288,904	65,101	16,519
<b>8</b>	Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .	20,650	12,639	6,576	1,435
<b>9</b>	Other employee benefits . . . . .	82,217	50,323	26,181	5,713
<b>10</b>	Payroll taxes . . . . .	56,835	34,787	18,099	3,949
<b>11</b>	Fees for services (non-employees)				
<b>a</b>	Management . . . . .	186,937	175,233	9,654	2,050
<b>b</b>	Legal . . . . .	3,204	2,634	570	
<b>c</b>	Accounting . . . . .	23,989	16,067	7,922	
<b>d</b>	Lobbying . . . . .				
<b>e</b>	Professional fundraising See Part IV, line 17 . . . . .				
<b>f</b>	Investment management fees . . . . .	10,690	7,160	3,530	
<b>g</b>	Other . . . . .				
<b>12</b>	Advertising and promotion . . . . .	311	209	102	
<b>13</b>	Office expenses . . . . .	26,431	23,366	1,090	1,975
<b>14</b>	Information technology . . . . .	21,557	14,286	4,564	2,707
<b>15</b>	Royalties . . . . .				
<b>16</b>	Occupancy . . . . .	48,974	41,132	4,017	3,825
<b>17</b>	Travel . . . . .	160,115	144,021	5,925	10,169
<b>18</b>	Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .				
<b>19</b>	Conferences, conventions, and meetings . . . . .				
<b>20</b>	Interest . . . . .	20,010	16,374	3,636	
<b>21</b>	Payments to affiliates . . . . .				
<b>22</b>	Depreciation, depletion, and amortization . . . . .	17,209	13,729	3,480	
<b>23</b>	Insurance . . . . .	44,289	30,625	13,664	
<b>24</b>	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
<b>a</b>	STIPENDS	20,900	20,900		
<b>b</b>	POSTAGE AND SHIPPING	13,185	7,135	2,149	3,901
<b>c</b>	LEASE PAYMENTS	4,276	3,356	518	402
<b>d</b>	SUBSCRIPTIONS BOOKS AND	3,781	2,776	404	601
<b>e</b>					
<b>f</b>	All other expenses	70,442	49,783	8,972	11,687
<b>25</b>	<b>Total functional expenses.</b> Add lines 1 through 24f	1,663,857	1,318,010	221,519	124,328
<b>26</b>	<b>Joint costs.</b> Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

**Part X Balance Sheet**

		(A)		(B)
		Beginning of year		End of year
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	12,651	<b>1</b>	28,495
	<b>2</b> Savings and temporary cash investments . . . . .		<b>2</b>	
	<b>3</b> Pledges and grants receivable, net . . . . .	144,659	<b>3</b>	327,250
	<b>4</b> Accounts receivable, net . . . . .	53,864	<b>4</b>	76,254
	<b>5</b> Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .		<b>5</b>	
	<b>6</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L . . . . .		<b>6</b>	
	<b>7</b> Notes and loans receivable, net . . . . .		<b>7</b>	
	<b>8</b> Inventories for sale or use . . . . .		<b>8</b>	
	<b>9</b> Prepaid expenses and deferred charges . . . . .	8,683	<b>9</b>	15,280
	<b>10a</b> Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D . . . . .	100,105		
	<b>b</b> Less accumulated depreciation . . . . .	42,412	<b>10c</b>	57,693
	<b>11</b> Investments—publicly traded securities . . . . .	4,592,552	<b>11</b>	4,482,199
	<b>12</b> Investments—other securities See Part IV, line 11 . . . . .	1,099,214	<b>12</b>	1,156,780
	<b>13</b> Investments—program-related See Part IV, line 11 . . . . .		<b>13</b>	
	<b>14</b> Intangible assets . . . . .		<b>14</b>	
	<b>15</b> Other assets See Part IV, line 11 . . . . .	158,424	<b>15</b>	142,068
<b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	6,156,771	<b>16</b>	6,286,019	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	103,334	<b>17</b>	42,755
	<b>18</b> Grants payable . . . . .		<b>18</b>	
	<b>19</b> Deferred revenue . . . . .		<b>19</b>	
	<b>20</b> Tax-exempt bond liabilities . . . . .		<b>20</b>	
	<b>21</b> Escrow or custodial account liability Complete Part IV of Schedule D . . . . .		<b>21</b>	
	<b>22</b> Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .	581,082	<b>23</b>	546,277
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .		<b>24</b>	
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D . . . . .		<b>25</b>	
	<b>26</b> <b>Total liabilities.</b> Add lines 17 through 25 . . . . .	684,416	<b>26</b>	589,032
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets . . . . .	-414,629	<b>27</b>	-365,041
	<b>28</b> Temporarily restricted net assets . . . . .	1,332,055	<b>28</b>	1,539,624
	<b>29</b> Permanently restricted net assets . . . . .	4,554,929	<b>29</b>	4,522,404
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds . . . . .		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building or equipment fund . . . . .		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds . . . . .		<b>32</b>	
<b>33</b> Total net assets or fund balances . . . . .	5,472,355	<b>33</b>	5,696,987	
<b>34</b> Total liabilities and net assets/fund balances . . . . .	6,156,771	<b>34</b>	6,286,019	

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response to any question in this Part XI

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	1,750,813
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	1,663,857
<b>3</b>	Revenue less expenses Subtract line 2 from line 1	<b>3</b>	86,956
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	5,472,355
<b>5</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>5</b>	137,676
<b>6</b>	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	<b>6</b>	5,696,987

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
<b>1</b>	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
<b>2a</b>	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
<b>b</b>	Were the organization's financial statements audited by an independent accountant?	Yes	
<b>c</b>	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
<b>d</b>	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
<b>3a</b>	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
<b>b</b>	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

**SCHEDULE A**  
(Form 990 or 990EZ)

**Public Charity Status and Public Support**

**2011**

**Open to Public Inspection**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury  
Internal Revenue Service

Name of the organization  
QUEBEC-LABRADOR FOUNDATION INC

Employer identification number

13-6155399

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box )

- 1  A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**
- 2  A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state
  
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 8  A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 9  An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III )
- 10  An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h  
 a  Type I      b  Type II      c  Type III - Functionally integrated      d  Type III - Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f  If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?  
 (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?  
 (ii) a family member of a person described in (i) above?  
 (iii) a 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
<b>11g(i)</b>		
<b>11g(ii)</b>		
<b>11g(iii)</b>		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

**Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	2,063,500	1,371,974	1,406,834	1,249,610	1,363,407	7,455,325
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4 Total.</b> Add lines 1 through 3	2,063,500	1,371,974	1,406,834	1,249,610	1,363,407	7,455,325
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
<b>6 Public Support.</b> Subtract line 5 from line 4						7,455,325

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>7</b> Amounts from line 4	2,063,500	1,371,974	1,406,834	1,249,610	1,363,407	7,455,325
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	382,609	171,805	150,041	105,515	171,141	981,111
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income (Explain in Part IV.) Do not include gain or loss from the sale of capital assets						
<b>11 Total support</b> (Add lines 7 through 10)						8,436,436
<b>12</b> Gross receipts from related activities, etc. (See instructions)					<b>12</b>	702,728

**13 First Five Years** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here** **Section C. Computation of Public Support Percentage**

<b>14</b> Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	<b>14</b>	88.370%
<b>15</b> Public Support Percentage for 2010 Schedule A, Part II, line 14	<b>15</b>	87.060%

**16a 33 1/3% support test—2011.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization **b 33 1/3% support test—2010.** If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization **17a 10%-facts-and-circumstances test—2011.** If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization **b 10%-facts-and-circumstances test—2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test. The organization qualifies as a publicly supported organization **18 Private Foundation** If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

**Part III Support Schedule for Organizations Described in IRC 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public Support</b> (Subtract line 7c from line 6 )						

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support</b> (Add lines 9, 10c, 11 and 12.)						
<b>14 First Five Years</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and <b>stop here</b> <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	<b>15</b>	
<b>16</b> Public support percentage from 2010 Schedule A, Part III, line 15	<b>16</b>	

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for <b>2011</b> (line 10c column (f) divided by line 13 column (f))	<b>17</b>	
<b>18</b> Investment income percentage from <b>2010</b> Schedule A, Part III, line 17	<b>18</b>	

- 19a 33 1/3% support tests—2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization
- b 33 1/3% support tests—2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization
- 20 Private Foundation** If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions

**Part IV** **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

<b>Facts And Circumstances Test</b>
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<b>Explanation</b>
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## Additional Data

**Software ID:**

**Software Version:**

**EIN:** 13-6155399

**Name:** QUEBEC-LABRADOR FOUNDATION INC

### Form 990, Special Condition Description:

#### Special Condition Description

### Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

#### 4d. Other program services

(Code ) (Expenses \$ 249,865 including grants of \$ 3,000 ) (Revenue \$ 216,620 )

OTHER THE MIDDLE EAST PROGRAM FOR TWO DECADES, QLF HAS DIRECTED FELLOWSHIPS AND EXCHANGE PROGRAMS FOR CONSERVATION LEADERS FROM THE MIDDLE EAST, NORTH AMERICA, AND MOST RECENTLY, THE GULF STATES FELLOWSHIPS AND EXCHANGES ARE DESIGNED FOR CONSERVATION LEADERS TO SHARE EXPERIENCE AND CONSERVATION INNOVATION WITH THOSE FACING SIMILAR CHALLENGES IN THEIR OWN COMMUNITY AND REGION TODAY, QLF INTERNATIONAL FELLOWS ARE NOW AFFILIATED WITH LEADING ENVIRONMENTAL ORGANIZATIONS AND ACADEMIC INSTITUTIONS IN 70 COUNTRIES IN EUROPE, CENTRAL AND SOUTHEAST EUROPE, LATIN AMERICA AND THE CARIBBEAN, THE MIDDLE EAST AND THE GULF IN LATE JANUARY/EARLY FEBRUARY 2012, QLF STAFF (BASED AT QLF HEADQUARTERS) DIRECTED A MIDDLE EAST PROGRAM REGIONAL MEETING FOR PROGRAM ALUMNI AND PARTNER ORGANIZATIONS IN THE GULF STATES THE MEETING WAS ATTENDED BY 35 ALUMNI AND PARTNER ORGANIZATIONS FROM EIGHT COUNTRIES TO INCLUDE THE UNITED STATES, THE MIDDLE EAST AND THE GULF THE MEETING CONSISTED OF CULTURAL AND CONSERVATION SITE VISITS AND PRESENTATIONS BY ALUMNI AND PARTNER ORGANIZATIONS AND RESULTED IN A NEW STRATEGIC PLAN FOR THE PROGRAM AND, IN 2012, QLF STAFF AND ALUMNI CONTINUED WITH THE RESEARCH AND WRITING OF A BOOK ABOUT MIDDLE EAST PROGRAM ALUMNI AND CONSERVATION LEADERS IN THE REGION

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2011

Open to Public Inspection

Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990. See separate instructions.

Department of the Treasury Internal Revenue Service

Name of the organization QUEBEC-LABRADOR FOUNDATION INC

Employer identification number 13-6155399

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4: Total number at end of year, Aggregate contributions to (during year), Aggregate grants from (during year), Aggregate value at end of year.

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply): Preservation of land for public use, Protection of natural habitat, Preservation of open space, Preservation of an historically importantly land area, Preservation of a certified historic structure.

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

Table with 2 columns: Description, Held at the End of the Year. Rows 2a-2d: Total number of conservation easements, Total acreage restricted by conservation easements, Number of conservation easements on a certified historic structure included in (a), Number of conservation easements included in (c) acquired after 8/17/06.

- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year
4 Number of states where property subject to conservation easement is located
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?
9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenues included in Form 990, Part VIII, line 1; (ii) Assets included in Form 990, Part X
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items: a Revenues included in Form 990, Part VIII, line 1; b Assets included in Form 990, Part X

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

**3** Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a**  Public exhibition
- b**  Scholarly research
- c**  Preservation for future generations
- d**  Loan or exchange programs
- e**  Other

**4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

**5** During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

**1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

**b** If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
<b>1c</b> Beginning balance	
<b>1d</b> Additions during the year	
<b>1e</b> Distributions during the year	
<b>1f</b> Ending balance	

**2a** Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

**b** If "Yes," explain the arrangement in Part XIV

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
<b>1a</b> Beginning of year balance . . . . .	5,691,822	5,566,323	5,721,575	6,616,395	
<b>b</b> Contributions . . . . .	12,475	23,350	25,938	111,525	
<b>c</b> Investment earnings or losses . . . . .	311,569	496,383	405,206	-483,065	
<b>d</b> Grants or scholarships . . . . .					
<b>e</b> Other expenditures for facilities and programs . . . . .	376,730	394,234	584,829	523,280	
<b>f</b> Administrative expenses . . . . .			1,612		
<b>g</b> End of year balance . . . . .	5,639,036	5,691,822	5,566,323	5,721,575	

**2** Provide the estimated percentage of the year end balance held as

- a** Board designated or quasi-endowment ▶ 0 440 %
- b** Permanent endowment ▶ 80 200 %
- c** Term endowment ▶ 19 360 %

**3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
<b>(i)</b> unrelated organizations . . . . .	<b>3a(i)</b>	No
<b>(ii)</b> related organizations . . . . .	<b>3a(ii)</b>	No
<b>b</b> If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .	<b>3b</b>	

**4** Describe in Part XIV the intended uses of the organization's endowment funds

**Part VI Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
<b>1a</b> Land . . . . .				
<b>b</b> Buildings . . . . .				
<b>c</b> Leasehold improvements . . . . .				
<b>d</b> Equipment . . . . .		45,826	24,355	21,471
<b>e</b> Other . . . . .		54,279	18,057	36,222
<b>Total.</b> Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) . . . . .				57,693



**Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

<b>1</b>	Total revenue (Form 990, Part VIII, column (A), line 12)	<b>1</b>	1,750,813
<b>2</b>	Total expenses (Form 990, Part IX, column (A), line 25)	<b>2</b>	1,663,857
<b>3</b>	Excess or (deficit) for the year Subtract line 2 from line 1	<b>3</b>	86,956
<b>4</b>	Net unrealized gains (losses) on investments	<b>4</b>	137,676
<b>5</b>	Donated services and use of facilities	<b>5</b>	
<b>6</b>	Investment expenses	<b>6</b>	
<b>7</b>	Prior period adjustments	<b>7</b>	
<b>8</b>	Other (Describe in Part XIV)	<b>8</b>	
<b>9</b>	Total adjustments (net) Add lines 4 - 8	<b>9</b>	137,676
<b>10</b>	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	<b>10</b>	224,632

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

<b>1</b>	Total revenue, gains, and other support per audited financial statements . . . . .	<b>1</b>	1,888,489
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
<b>a</b>	Net unrealized gains on investments . . . . .	<b>2a</b>	137,676
<b>b</b>	Donated services and use of facilities . . . . .	<b>2b</b>	
<b>c</b>	Recoveries of prior year grants . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIV) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	137,676
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	1,750,813
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIV) . . . . .	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	0
<b>5</b>	Total Revenue Add lines <b>3</b> and <b>4c</b> . (This should equal Form 990, Part I, line 12 ) . . . . .	<b>5</b>	1,750,813

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

<b>1</b>	Total expenses and losses per audited financial statements . . . . .	<b>1</b>	1,663,857
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25		
<b>a</b>	Donated services and use of facilities . . . . .	<b>2a</b>	
<b>b</b>	Prior year adjustments . . . . .	<b>2b</b>	
<b>c</b>	Other losses . . . . .	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIV) . . . . .	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> . . . . .	<b>2e</b>	0
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> . . . . .	<b>3</b>	1,663,857
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b . . . . .	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIV) . . . . .	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> . . . . .	<b>4c</b>	0
<b>5</b>	Total expenses Add lines <b>3</b> and <b>4c</b> . (This should equal Form 990, Part I, line 18 ) . . . . .	<b>5</b>	1,663,857

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
DESCRIPTION OF INTENDED USE OF ENDOWMENT FUNDS	PART V, LINE 4	ENDOWMENT INCOME SHALL BE USED TO FUND OPERATIONS AND PROGRAMS IN ACCORDANCE WITH DONOR STIPULATIONS
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	U S GENERALLY ACCEPTED ACCOUNTING PRINCIPLES PROVIDES DETAILED GUIDANCE FOR THE FINANCIAL STATEMENT RECOGNITION, MEASUREMENT AND DISCLOSURE OF UNCERTAIN TAX POSITIONS RECOGNIZED IN AN ENTERPRISE'S FINANCIAL STATEMENTS U S GENERALLY ACCEPTED ACCOUNTING PRINCIPLES REQUIRE AN ENTITY TO RECOGNIZE THE FINANCIAL STATEMENT IMPACT OF A TAX POSITION WHEN IT IS MORE LIKELY THAN NOT THAT THE POSITION WILL BE SUSTAINED UPON EXAMINATION BY A TAX AUTHORITY THESE DETERMINATIONS HAVE BEEN REVIEWED ACCORDING TO THE GUIDANCE IN U S GENERALLY ACCEPTED ACCOUNTING PRINCIPLES RELATED TO ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES WHICH WAS ADOPTED BY THE FOUNDATIONS ON SEPTEMBER 1, 2009 AS OF AUGUST 31, 2012 THE FOUNDATIONS HAVE NO UNCERTAIN TAX POSITIONS THAT QUALIFY FOR EITHER RECOGNITION OR DISCLOSURE IN THE FINANCIAL STATEMENTS THE FOUNDATIONS ARE NO LONGER SUBJECT TO EXAMINATION BY FEDERAL OR STATE TAX AUTHORITIES FOR YEARS PRIOR TO FISCAL 2008







**Part IV Foreign Forms**

- 1 Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926 (see instructions for Form 926)*  Yes  No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)*  Yes  No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)*  Yes  No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)*  Yes  No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)*  Yes  No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713).*  Yes  No





**Part III Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22.  
Use Schedule I-1 (Form 990) if additional space is needed.

<b>(a)</b> Type of grant or assistance	<b>(b)</b> Number of recipients	<b>(c)</b> Amount of cash grant	<b>(d)</b> Amount of non-cash assistance	<b>(e)</b> Method of valuation (book, FMV, appraisal, other)	<b>(f)</b> Description of non-cash assistance
(1) THE SOUNDS CONSERVANCY AWARD	19	11,500			

**Part IV Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
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**Schedule J**  
(Form 990)

**Compensation Information**

OMB No 1545-0047

**2011**

**Open to Public Inspection**

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury  
Internal Revenue Service

**Name of the organization**  
QUEBEC-LABRADOR FOUNDATION INC

**Employer identification number**  
13-6155399

**Part I Questions Regarding Compensation**

Yes No

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items
- First-class or charter travel
  - Travel for companions
  - Tax idemnification and gross-up payments
  - Discretionary spending account
  - Housing allowance or residence for personal use
  - Payments for business use of personal residence
  - Health or social club dues or initiation fees
  - Personal services (e g , maid, chauffeur, chef)

**b** If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

**3** Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply

- Compensation committee
- Independent compensation consultant
- Form 990 of other organizations
- Written employment contract
- Compensation survey or study
- Approval by the board or compensation committee

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

**a** Receive a severance payment or change-of-control payment?

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

**c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

**Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.**

**5** For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

**a** The organization?

**b** Any related organization?

If "Yes," to line 5a or 5b, describe in Part III

**6** For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

**a** The organization?

**b** Any related organization?

If "Yes," to line 6a or 6b, describe in Part III

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?

	Yes	No
<b>1b</b>		
<b>2</b>		
<b>4a</b>		No
<b>4b</b>		No
<b>4c</b>		No
<b>5a</b>		No
<b>5b</b>		No
<b>6a</b>		No
<b>6b</b>		No
<b>7</b>		No
<b>8</b>		No
<b>9</b>		



**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
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**SCHEDULE M  
(Form 990)**  
  
Department of the Treasury  
Internal Revenue Service

# NonCash Contributions

OMB No 1545-0047  
  
**2011**  
**Open to Public Inspection**

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, lines 29 or 30.**  
▶ **Attach to Form 990.**

Name of the organization  
QUEBEC-LABRADOR FOUNDATION INC

**Employer identification number**  
13-6155399

**Part I Types of Property**

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining contribution amounts
1 Art—Works of art . . . . .				
2 Art—Historical treasures . . . . .				
3 Art—Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities—Publicly traded . . . . .	X	8	25,710	SALE PRICE OF STOCKS
10 Securities—Closely held stock . . . . .				
11 Securities—Partnership, LLC, or trust interests . . . . .				
12 Securities—Miscellaneous . . . . .				
13 Qualified conservation contribution—Historic structures . . . . .				
14 Qualified conservation contribution—Other . . . . .				
15 Real estate—Residential . . . . .				
16 Real estate—Commercial . . . . .				
17 Real estate—Other . . . . .				
18 Collectibles . . . . .				
19 Food inventory . . . . .				
20 Drugs and medical supplies . . . . .				
21 Taxidermy . . . . .				
22 Historical artifacts . . . . .				
23 Scientific specimens . . . . .				
24 Archeological artifacts . . . . .				
25 Other ▶ ( _____ )				
26 Other ▶ ( _____ )				
27 Other ▶ ( _____ )				
28 Other ▶ ( _____ )				

**29** Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . . . **29** 0

		Yes	No
<b>30a</b> During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? . . . . .	<b>30a</b>		No
<b>b</b> If "Yes," describe the arrangement in Part II			
<b>31</b> Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	<b>31</b>		No
<b>32a</b> Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions? . . . . .	<b>32a</b>	Yes	
<b>b</b> If "Yes," describe in Part II			
<b>33</b> If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II			

**Part II**

**Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
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**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

**Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.**  
▶ **Attach to Form 990 or 990-EZ.**

OMB No 1545-0047

**2011**

**Open to Public Inspection**

Name of the organization  
QUEBEC-LABRADOR FOUNDATION INC

**Employer identification number**

13-6155399

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 2	BAYARD BROKAW, A BOARD MEMBER, IS THE SON-IN-LAW OF THE FOUNDING CHAIRMAN, ROBERT BRYAN ERNEST B TRACY, A BOARD MEMBER, IS THE BROTHER-IN-LAW OF THE FOUNDING CHAIRMAN, ROBERT BRYAN
	FORM 990, PART VI, SECTION B, LINE 11	AUDIT COMMITTEE REVIEWS THE FORM 990 BEFORE IT IS FILED IT IS THEN POSTED ON THE BOARD WEBSITE AND OTHER BOARD MEMBERS ARE INFORMED THAT IT IS AVAILABLE FOR REVIEW
	FORM 990, PART VI, SECTION B, LINE 12C	COMPLIANCE IS DISCUSSED AT BOARD MEETINGS AND POLICIES ARE ENFORCED BY THE BOARD OF DIRECTORS
	FORM 990, PART VI, SECTION B, LINE 15	COMPENSATION IS REVIEWED BY THE MEMBERS OF THE EXECUTIVE COMPENSATION COMMITTEE WITH A PERIODIC REVIEW DONE BY AN EXTERNAL THIRD PARTY THE COMPENSATION OF THE PRESIDENT AND EXECUTIVE VICE PRESIDENT ARE REVIEWED AND APPROVED BY THE FULL BOARD OF DIRECTORS, AND PERIODICALLY COMPARED TO COMPARABLE DATA AT SIMILAR ORGANIZATIONS
	FORM 990, PART VI, SECTION C, LINE 19	FORM 990, PART VI, SECTION B, LINE 19 GOVERNING DOCUMENTS, GOVERNANCE REFERENCE MANUAL, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE POSTED ON THE QLF WEBSITE THE 2011 GOVERNANCE REFERENCE MANUAL INCLUDES BY-LAWS (U S AND CANADA), MEMBERS OF THE GOVERNING BOARDS, BOARD COMMITTEES AND CORRESPONDING BOARD CHARTERS, STAFF, AND POLICIES OF THE QUEBEC-LABRADOR FOUNDATION TO INCLUDE CONFLICT OF INTEREST, WHISTLEBLOWER POLICY, DOCUMENT RETENTION AND DESTRUCTION POLICY, COMPENSATION SETTING POLICY, AND THE JOINT VENTURE POLICY
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED GAINS ON INVESTMENTS 137,676

**SCHEDULE R  
(Form 990)**

**Related Organizations and Unrelated Partnerships**

OMB No 1545-0047

**2011**

**Open to Public Inspection**

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.**  
▶ **Attach to Form 990.** ▶ **See separate instructions.**

Department of the Treasury  
Internal Revenue Service

**Name of the organization**  
QUEBEC-LABRADOR FOUNDATION INC

**Employer identification number**

13-6155399

**Part I Identification of Disregarded Entities** (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

**Part II Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) QUEBEC-LABRADOR FOUNDATION (CANADA) INC 505 RENE LEVESQUE BOULEVARD WEST SU MONTREAL, QUEBEC H2Z 1Y7 CA	SUPPORTING THE RURAL COMMUNITIES AND ENVIRONMENT OF EASTERN CANADA	CA	CANADIAN REGISTERED				No

**Part III Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

**Part V Transactions With Related Organizations** (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

**Note.** Complete line 1 if any entity is listed in Parts II, III or IV

**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity
- b** Gift, grant, or capital contribution to related organization(s)
- c** Gift, grant, or capital contribution from related organization(s)
- d** Loans or loan guarantees to or for related organization(s)
- e** Loans or loan guarantees by related organization(s)

- f** Sale of assets to related organization(s)
- g** Purchase of assets from related organization(s)
- h** Exchange of assets with related organization(s)
- i** Lease of facilities, equipment, or other assets to related organization(s)
- j** Lease of facilities, equipment, or other assets from related organization(s)
- k** Performance of services or membership or fundraising solicitations for related organization(s)
- l** Performance of services or membership or fundraising solicitations by related organization(s)
- m** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- n** Sharing of paid employees with related organization(s)

- o** Reimbursement paid to related organization(s) for expenses
- p** Reimbursement paid by related organization(s) for expenses
- q** Other transfer of cash or property to related organization(s)
- r** Other transfer of cash or property from related organization(s)

	Yes	No
<b>1a</b>		No
<b>1b</b>		No
<b>1c</b>		No
<b>1d</b>		No
<b>1e</b>	Yes	
<b>1f</b>		No
<b>1g</b>		No
<b>1h</b>		No
<b>1i</b>		No
<b>1j</b>		No
<b>1k</b>	Yes	
<b>1l</b>		No
<b>1m</b>	Yes	
<b>1n</b>	Yes	
<b>1o</b>		No
<b>1p</b>		No
<b>1q</b>		No
<b>1r</b>		No

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
<b>(1)</b> QUEBEC-LABRADOR FOUNDATION (CANADA) INC	N	179,265	CASH
<b>(2)</b> QUEBEC-LABRADOR FOUNDATION (CANADA) INC	E	-149,799	CASH
<b>(3)</b>			
<b>(4)</b>			
<b>(5)</b>			
<b>(6)</b>			



**Part VII Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

**Identifier****Return Reference****Explanation****Schedule R (Form 990) 2011**