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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning DEC 1, 2011, and ending NOV 30, 2012

Name of foundation THE GARFIELD FOUNDATION C/O RAICH ENDE MALTER & CO. LLP		A Employer identification number 22-2285358
Number and street (or P.O. box number if mail is not delivered to street address) 475 PARK AVENUE SO., 31ST FLOOR	Room/suite	B Telephone number 212-695-7003
City or town, state, and ZIP code NEW YORK, NY 10016		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 32,344,751.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,630.	1,630.		STATEMENT 1
4 Dividends and interest from securities		954,965.	954,963.		STATEMENT 2
5a Gross rents		<23,763.>			STATEMENT 3
b Net rental income or (loss)		<23,763.>			
6a Net gain or (loss) from sale of assets not on line 30		600,277.			STATEMENT 4
b Gross sales price for all assets on line 6a		7,267,171.			
7 Capital gain net income (from Part IV, line 2)			545,454.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		40,839.	8,525.		STATEMENT 5
12 Total. Add lines 1 through 11		1,573,948.	1,510,572.		
13 Compensation of officers, directors, trustees, etc		30,000.	3,000.		27,000.
14 Other employee salaries and wages		281,014.	0.		281,014.
15 Pension plans, employee benefits		67,821.	0.		67,821.
16a Legal fees STMT 6		2,523.	1,892.		631.
b Accounting fees STMT 7		24,535.	18,401.		6,134.
c Other professional fees					
17 Interest					
18 Taxes STMT 8		22,037.	8,437.		0.
19 Depreciation and depletion		403.	0.		
20 Occupancy		10,260.	0.		10,260.
21 Travel, conferences, and meetings		68,287.	0.		68,287.
22 Printing and publications					
23 Other expenses STMT 9		955,003.	391,763.		559,952.
24 Total operating and administrative expenses. Add lines 13 through 23		1,461,883.	423,493.		1,021,099.
25 Contributions, gifts, grants paid		2,202,500.			2,202,500.
26 Total expenses and disbursements. Add lines 24 and 25		3,664,383.	423,493.		3,223,599.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<2,090,435.>			
b Net investment income (if negative, enter -0-)			1,087,079.		
c Adjusted net income (if negative, enter -0-)				N/A	

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THE GARFIELD FOUNDATION

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,535.	44,798.	44,798.
	2 Savings and temporary cash investments	1,033,411.	736,991.	736,991.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 12	858,281.	609,668.	690,327.
	b Investments - corporate stock STMT 13	13,167,298.	15,636,679.	18,583,652.
	c Investments - corporate bonds STMT 14	3,062,461.	2,928,672.	3,412,918.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 15	10,317,642.	6,354,437.	8,872,136.	
14 Land, buildings, and equipment: basis ▶ 35,611.				
Less accumulated depreciation STMT 11 ▶ 31,682.	4,332.	3,929.	3,929.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	28,445,960.	26,315,174.	32,344,751.	
Liabilities	17 Accounts payable and accrued expenses	26,197.	32,601.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	26,197.	32,601.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	28,419,763.	26,282,573.		
30 Total net assets or fund balances	28,419,763.	26,282,573.		
31 Total liabilities and net assets/fund balances	28,445,960.	26,315,174.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	28,419,763.
2 Enter amount from Part I, line 27a	2	<2,090,435.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	26,329,328.
5 Decreases not included in line 2 (itemize) ▶ PARTNERSHIP UNREALIZED APPRECIATION	5	46,755.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,282,573.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 7,212,348.		6,666,894.	545,454.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			545,454.

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	545,454.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	4,179,512.	37,936,547.	.110171
2009	4,666,955.	40,273,787.	.115881
2008	4,985,275.	39,445,223.	.126385
2007	5,082,187.	38,393,257.	.132372
2006	5,086,392.	61,028,886.	.083344

2 Total of line 1, column (d)	2	.568153
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.113631
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	34,180,493.
5 Multiply line 4 by line 3	5	3,883,964.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,871.
7 Add lines 5 and 6	7	3,894,835.
8 Enter qualifying distributions from Part XII, line 4	8	3,223,599.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	21,742.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	21,742.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	21,742.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	12,135.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	14,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	26,635.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	168.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,725.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 4,725. Refunded ☐ 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NJ, MA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.GARFIELDFOUNDATION.ORG	13	X	
14	The books are in care of ► RAICH ENDE MALTER & CO. LLP Telephone no. ► 212-695-7003 Located at ► 475 PARK AVE SO., 31ST FL, NEW YORK, NY ZIP+4 ► 10016			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No ☐ N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRIAN GARFIELD 115 W. CALIFORNIA BLVD #404 PASADENA, CA 91105	TRUSTEE- PRESIDENT 10.00	10,000.	0.	3,782.
RONALD BERMAN 50 MILLSTONE ROAD EAST WINDSAR, NJ 08520	TRUSTEE- VICE PRESIDENT 10.00	10,000.	0.	3,782.
MICHAEL BALDWIN 204 SPRING STREET MARION, MA 02738	TRUSTEE- SEC / TREAS 10.00	10,000.	0.	3,782.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIE CURTIS - 1239 LAKESHORE DRIVE, BOULDER, CO 80302	EXECUTIVE DIRECTOR 40.00	193,430.	5,000.	0.
JENNIFER DOWNING 9 ALMY STREET, FAIRHAVEN, MA 02719	PROGRAM ASSISTANT & ADMINISTRATION 40.00	65,249.	2,600.	0.

Total number of other employees paid over \$50,000 2

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RICHARD R. REED 1411 LINCOLN STREET, BERKELEY, CA 94702	CONSULTING FEES	227,760.
ORSON WATSON PH D 65 ALBAN STREET, DORCHESTER, MA 02124	CONSULTING FEES	150,792.
BALDWIN BROTHERS INC 204 SPRING STREET, MARION, MA 027381570	INVESTMENT MANAGEMENT FEES	147,893.
RUTH ROMINDER 445 KERN AVENUE, MORRO BAY, CA 93442	CONSULTING FEES	53,410.

Total number of others receiving over \$50,000 for professional services **3**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 FUNDS RECEIVED ARE USED TO PAY ADMINISTRATION EXPENSES, AND THE BALANCE IS DISTRIBUTED TO QUALIFIED CHARITABLE ORGANIZATIONS UNDER THE INTERNAL REVENUE CODE.	3,331,122.
2 SEE STATEMENT 10: RE-AMP PROJECT	
	333,261.
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	32,284,304.
b	Average of monthly cash balances	1b	2,416,704.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	34,701,008.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,701,008.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	520,515.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,180,493.
6	Minimum investment return. Enter 5% of line 5	6	1,709,025.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,709,025.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	21,742.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,742.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,687,283.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,687,283.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,687,283.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,223,599.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,223,599.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	3,223,599.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,687,283.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,135,126.			
b From 2007	3,218,265.			
c From 2008	3,041,962.			
d From 2009	2,685,578.			
e From 2010	2,290,060.			
f Total of lines 3a through e	13,370,991.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 3,223,599.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,687,283.
e Remaining amount distributed out of corpus	1,536,316.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	14,907,307.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,135,126.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	12,772,181.			
10 Analysis of line 9:				
a Excess from 2007	3,218,265.			
b Excess from 2008	3,041,962.			
c Excess from 2009	2,685,578.			
d Excess from 2010	2,290,060.			
e Excess from 2011	1,536,316.			

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

1 Information Regarding Foundation Managers:

- NONE**

- NONE**

a The name, address, and telephone number of the person to whom applications should be addressed:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BUDDHAYANA FOUNDATION 204 SPRING STREET MADISON, MA 02738	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
CITY WORKS 122 WEST STATE STREET TRENTON, NJ 08608	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	150,000.
CLEAN WATER FUND 1010 VERMONT AVE NW NO 400 WASHINGTON, DC 20005	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
CLEAN WISCONSIN 634W MAIN ST. NO 300 MADISON, WI 53703	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	100,000.
COALITION FOR BUZZARDS BAY 114 FRONT STREET NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	10,000.
Total			SEE CONTINUATION SHEET(S)	2,202,500.
b Approved for future payment				
BUDDHAYANA FOUNDATION 204 SPRING STREET MADISON, MA 02738	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
CENTER FOR A NEW AMERICAN DREAM 455 SECOND STREET SE CHARLOTTESVILLE, VA 22902	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	40,000.
CITIZENS HOUSING & PLANNING ASSOCIATION 18 TRENTON STREET, STE 401 BOSTON, MA 02108	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
Total			SEE CONTINUATION SHEET(S)	1,386,000.

THE GARFIELD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY ECONOMIC DEVELOPMENT CENTER 1285 ACUSHNET AVE NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	20,000.
CONSUMERS FOR DENTAL CHOICE 316 F ST, N.E., SUITE 212 WASHINGTON, DC 20002	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	50,000.
CROPCIRCLE KITCHEN, INC. 31 GERMANIA STREET JAMAICA PLAIN, MA 02130	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
DANCE RING/ NY THEATER BALLET 30 EAST 31ST STREET NEW YORK, NY 10016	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,750.
ENVIORNMENTAL GROUP OF COAL CREEK CANYON PO BOX 7014 GOLDEN, CO 80403	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	6,000.
EUROPEAN ENVIORNMENTAL BUREAU 34, BD DE WATERLOO BRUSSELS, BELGIUM B-1000	FOREIGN PUB. CHARITY	FOREIGN PUB. CHARITY	GENERAL CHARITABLE	10,000.
FOUNDATION OF MORRIS HALL 2381 LAWRENCEVILLE RD LAWRENCEVILLE, NJ 08648	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,500.
FRESH ENERGY 408 ST. PETER STREET, SUITE 220 SAINT PAUL, MN 55102	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	140,000.
FUNDACION URUNDEI CALLE VICENTE LOPE 477 SALTA, ARGENTINA 4400	FOREIGN PUB. CHARITY	FOREIGN PUB. CHARITY	GENERAL CHARITABLE	70,000.
FUNDACION URUNDEI CALLE VICENTE LOPE 477 SALTA, ARGENTINA 4400	FOREIGN PUB. CHARITY	FOREIGN PUB. CHARITY	GENERAL CHARITABLE	35,000.
Total from continuation sheets				1,916,500.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FUNDACION YANGAREKO AVENIDA CRISTOBAL DE MENDOZA SANTA CRUZ, BOLIVIA	FOREIGN PUB. CHARITY	FOREIGN PUB. CHARITY	GENERAL CHARITABLE	50,000.
FUNDER'S NETWORK FOR SMART GROWTH 1500 SAN REMO AVENUE, SUITE #249 CORAL GABLES, FL 33146	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	40,000.
GEORGIA O'KEEFE MUSEUM 217 JOHNSON STREET SANTA FE, NM 87501	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
GIRAFFE PROJECT P.O. BOX 759 LANGLEY, WA 98260	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
GLOBAL GIVING FOUNDATION 1023 15TH STREET, NW WASHINGTON, DC 20005	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE, SUITE A BOULDER, CO 80301	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	2,000.
GOV'T ACCOUNTABILITY PROJECT 1612 K STREET, NW, SUITE 1100 WASHINGTON, DC 20006	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
GREENPEACE FUND 702 H STREET, NW WASHINGTON, DC 20001	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	2,000.
INITIATIVE FOR COMPETITIVE INNER CITY INC 200 HIGH STREET, 3RD FL BOSTON, MA 02110	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
INTERISE, INC 1 MILK STREET, 2ND FL BOSTON, MA 02109	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	100,000.
Total from continuation sheets				

THE GARFIELD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL HONORS PROGRAM 566 COLUMBUS AVENUE BOSTON, MA 02118	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
IRONBOUND COMMUNITY CORPORATION 179 VAN BUREN STREET NEWARK, NJ 07105	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	100,000.
LA CASA DE DON PEDRO 75 PARK AVENUE NEWARK, NJ 07104	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
LIONHEART FOUNDATION P.O. BOX 170115 BOSTON, MA 02117	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
MICHIGAN ENVIORNMENTAL COUNCIL 119 PERE MARQUETTE DR, SUITE 2A LANSING, MI 48912	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	60,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	130,000.
NEW ECONOMICS INSTITUTE 140 JUG END ROAD GREAT BARRINGTON, MA 01230	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	10,000.
NEW YORK ECONOMIC DEVELOPMENT CORP. 110 WILLIAM STREET NEW YORK, NY 10038	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
NEW YORK UNIVERSITY LANGONE MEDICAL CENTER 550 FIRST AVE NEW YORK, NY 10016	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	20,000.
NEWARK ALLIANCE 744 BROAD STREET NEWARK, NJ 07102	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
Total from continuation sheets				

**THE GARFIELD FOUNDATION
C/O RAICH ENDE MALTER & CO. LLP**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PASSAGE THEATER COMPANY P.O. BOX 967 TRENTON, NJ 08605	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,750.
PLANNED PARENTHOOD, LOS ANGELES 400 WEST 30TH STREET LOS ANGELES, CA 90007	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	3,000.
POPULATION CONNECTION 2120 L STREET, NW, STE 500 WASHINGTON, DC 20037	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
PRINCETON HEALTHCARE SYSTEM FD 253 WITHERSPOON STREET PRINCETON, NJ 08540	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	15,000.
R.W.J. UNIVERSITY HOSPITAL FOUNDATION 10 PLUM STREET, STE 910 NEW BRUNSWICK, NJ 08901	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
RAINFOREST ACTION NETWORK 221 PINE STREET, FL 5 SAN FRANCISCO, CA 94104	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	10,000.
RISING TIDE CAPITAL P.O. BOX 225 COLONIA, NJ 07067	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
ROCKEFELLER FAMILY FUND 475 RIVERSIDE DR, SUITE 900 NEW YORK, NY 10115	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	500,000.
SANT BANI SCHOOL 19 ASHRAM ROAD SANBORNTON, NH 03269	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
SOUTHCOAST HEALTH SYSTEM 101 PAGE STREET NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	7,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHERN CALIFORNIA LIBRARY 6120 S VERMOUNT AVE LOS ANGELES, CA 90044	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
THE BOSTON FOUNDATION INC. 11 ARLINGTON ST. BOSTON, MA 02116	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
THE MARION INSTITUTE 202 SPRING ST MARION, MA 02738	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	24,000.
THE MUSTARD SEED FOUNDATION PO BOX 88 WASHINGTON, VA 22747	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	7,500.
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA 94129	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	170,000.
TREE PEOPLE INC. 12601 MULHOLLAND DRIVE BEVERLY HILLS, CA 90210	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	20,000.
TRENTON AREA SOUP KITCHEN P.O. BOX 872 72 1/2 ESCHER STREET TRENTON, NJ 08605	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
TRUSTEES OF BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
WILDERNESS RESTORATION VOLUNTEERS PO BOX 22292 FLAGSTAFF, AZ 86002	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
WILDLIFE WAYSTATION 14831 LITTLE TUJUNGA CANYON RD SYLMAR, CA 91342	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	35,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

THE GARFIELD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CITY WORKS 122 WEST STATE STREET TRENTON, NJ 08608	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	100,000.
CLEAN WATER FUND 1010 VERMONT AVE NW NO 400 WASHINGTON, DC 20005	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	35,000.
CONSERVATION COLORADO 1551 OGDEN DENVER, CO 80218	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
CONSUMERS FOR DENTAL CHOICE 316 F ST, N.E., SUITE 212 WASHINGTON, DC 20002	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	50,000.
DANCE RING/ NY THEATER BALLET 30 EAST 31ST STREET NEW YORK, NY 10016	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,750.
ENVIORNMENTAL GROUP OF COAL CREEK CANYON PO BOX 7014 GOLDEN, CO 80403	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
FOUNDATION OF MORRIS HALL 2381 LAWRENCEVILLE RD LAWRENCEVILLE, NJ 08648	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,500.
FRESH ENERGY 408 ST. PETER STREET, SUITE 220 SAINT PAUL, MN 55102	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	20,000.
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE, SUITE A BOULDER, CO 80301	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	2,000.
INITIATIVE FOR COMPETITIVE INNER CITY INC 200 HIGH STREET, 3RD FL BOSTON, MA 02110	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
Total from continuation sheets				1,315,000.

THE GARFIELD FOUNDATION
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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL HONORS PROGRAM 566 COLUMBUS AVENUE BOSTON, MA 02118	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
IRONBOUND COMMUNITY CORPORATION 179 VAN BUREN STREET NEWARK, NJ 07105	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	75,000.
LIONHEART FOUNDATION P.O. BOX 170115 BOSTON, MA 02117	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,500.
THE MARION INSTITUTE 202 SPRING ST MARION, MA 02738	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	21,500.
MERCURY POLICY PROJECT/TIDES P.O. BOX 29907 SAN FRANCISCO, CA 94129	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	90,000.
MICHIGAN ENVIORNMENTAL COUNCIL 119 PERE MARQUETTE DR, SUITE 2A LANSING, MI 48912	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	200,000.
THE MUSTARD SEED FOUNDATION PO BOX 88 WASHINGTON, VA 22747	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	10,000.
NATIVITY PREPATORY SCHOOL 66 SPRING ST NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
NEWARK ALLIANCE 744 BROAD STREET NEWARK, NJ 07102	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	25,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NYU LANGONE MEDICAL CENTERL 550 FIRST AVE NEW YORK, NY 10016	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	20,000.
PASSAGE THEATER COMPANY P.O. BOX 967 TRENTON, NJ 08605	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,750.
PRINCETON HEALTHCARE SYSTEM FD 253 WITHERSPOON STREET PRINCETON, NJ 08540	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	15,000.
R.W.J. UNIVERSITY HOSPITAL FOUNDATION 10 PLUM STREET, STE 910 NEW BRUNSWICK, NJ 08901	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
RIISING TIDE CAPITAL P.O. BOX 225 COLONIA, NJ 07067	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	50,000.
ROCKEFELLER FAMILY FUND 475 RIVERSIDE DR, SUITE 900 NEW YORK, NY 10115	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	350,000.
SANT BANI SCHOOL 19 ASHRAM ROAD SANBORNTON, NH 03269	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
SOUTHCOAST HEALTH SYSTEM 101 PAGE STREET NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
SUSTAINABLE CAPE PO BOX 1004 TRURO, MA 02666	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
TEACH FOR AMERICA 60 CANAL ST, 3RD/4TH/5TH FL BOSTON, MA 02114	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA 94129	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	30,000.
TRENTON AREA SOUP KITCHEN P.O. BOX 872 72 1/2 ESCHER STREET TRENTON, NJ 08605	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
TRUSTEES FOR RESERVATIONS 464 ABBOTT AVENUE LEOMINSTER, MA 01453	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	10,000.
TRUSTEES OF BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	26,000.
WILDERNESS RESTORATION VOLUNTEERS PO BOX 22292 FLAGSTAFF, AZ 86002	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	1,000.
WOMEN'S FUND OF SOUTHEASTERN MASSACHUSETTS 63 UNION STREET NEW BEDFORD, MA 02740	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	5,000.
WOMEN'S WILDERNESS INSTITUTE 5723 ARAPAHOE STE 1B BOULDER, CO 80303	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	2,000.
ONE EARTH INITIATIVE SOCIETY 1755 WEST 14TH AVENUE, #602 BRITISH COLUMBIA, CANADA V6J 2JG	FOREIGN PUB. CHARITY	FOREIGN PUB. CHARITY	GENERAL CHARITABLE	35,000.
JUAN A ZARZYCKI	PUB. CHARITY	PUB. CHARITY	GENERAL CHARITABLE	35,000.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	1,630.		
4 Dividends and interest from securities			14	954,965.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property	531390	<23,763.>				
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income	531390	<2,682.>	15	8,525.		
8 Gain or (loss) from sales of assets other than inventory	531390	54,823.	18	545,454.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a REIMBURSED EXPENSES			01	126.		
b IRS REFUNDS						34,870.
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		28,378.		1,510,700.		34,870.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,573,948.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

2011 DEPRECIATION AND AMORTIZATION REPORT

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990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS	031201	SL	27.50	17	6,323.			6,323.	2,463.		230.
2	FURNITURE & FIXTURES	030801	200DB	7.00	17	1,470.			1,470.	1,470.		0.
3	VIEWSONIC 17".26 SVGA COLOR MONITOR	071601	200DB	5.00	17	394.			394.	394.		0.
4	PENTIUM III 800MHZ COMPUTER	012201	200DB	5.00	17	2,185.			2,185.	2,185.		0.
5	HP DESKJET 1250CSE COLOR PRINTER	012201	200DB	5.00	17	675.			675.	675.		0.
6	PROGRAM EQUIPMENT	100202	200DB	5.00	17	1,872.			1,872.	1,872.		0.
7	SOFTWARE	071502	200DB	3.00	17	6,280.			6,280.	6,280.		0.
8	SOFTWARE	102902	200DB	3.00	17	4,606.			4,606.	4,606.		0.
9	FURNITURE & FIXTURES	033103	200DB	7.00	17	1,729.			1,729.	1,729.		0.
10	FURNITURE & FIXTURES	082903	200DB	7.00	17	1,446.			1,446.	1,446.		0.
11	PROGRAM EQUIPMENT	121302	200DB	5.00	17	895.			895.	895.		0.
12	PROGRAM EQUIPMENT	051804	200DB	5.00	17	1,910.			1,910.	1,910.		0.
13	PROGRAM EQUIPMENT	111170	4200DB	5.00	17	3,512.			3,512.	3,512.		0.
14	PROGRAM EQUIPMENT - LCD PROJECTOR	042407	200DB	5.00	17	1,126.			1,126.	1,072.		54.
15	FURNITURE & FIXTURES	093008	200DB	7.00	17	1,188.			1,188.	770.		119.
	* TOTAL 990-PF PG 1 DEPR					35,611.		0.	35,611.	31,279.	0.	403.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FIDELITY INVESTMENT - STATEMENT ATTACHED A		P	VARIOUS	11/30/12
b FIDELITY INVESTMENT - STATEMENT ATTACHED A		P	VARIOUS	11/30/12
c CAPITAL GAINS DISTRIBUTIONS THRU FIDELITY INVESTM		P		12/30/11
d TYCO LITIGATION SETTLEMENT		P	VARIOUS	VARIOUS
e PERSHING INVESTMENT - STATEMENT ATTACHED B		P	VARIOUS	11/30/12
f PERSHING INVESTMENT - STATEMENT ATTACHED B		P	VARIOUS	11/30/12
g GAINS ON SALE THRU PARTNERSHIPS		P	VARIOUS	12/31/11
h LOSSES ON SALE THRU PARTNERSHIPS		P	VARIOUS	12/31/11
i SECTION 1231 GAINS THRU PARTNERSHIPS		P	VARIOUS	12/31/11
j SECTION 1256 GAINS THRU PARTNERSHIPS		P	VARIOUS	12/31/11
k SECTION 1256 GAINS THRU PARTNERSHIPS		P	VARIOUS	12/31/11
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,471,229.		1,787,195.	<315,966.>
b 3,813,085.		3,521,054.	292,031.
c 31,062.			31,062.
d 38.			38.
e 10,655.		10,383.	272.
f 1,858,292.		1,323,828.	534,464.
g 20,150.			20,150.
h		20,955.	<20,955.>
i 7,837.			7,837.
j		2,087.	<2,087.>
k		1,392.	<1,392.>
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<315,966.>
b			292,031.
c			31,062.
d			38.
e			272.
f			534,464.
g			20,150.
h			<20,955.>
i			7,837.
j			<2,087.>
k			<1,392.>
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	545,454.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTERNAL REVENUE SERVICE	242.
RUDOLF STEINER FOUNDATION INC	1,388.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,630.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	741,378.	0.	741,378.
FIDELITY INVESTMENTS - US INTEREST	35,125.	0.	35,125.
INTEREST & DIVIDENDS THRU PARTNERSHIPS	171,218.	0.	171,218.
PERSHING INVESTMENT	7,114.	0.	7,114.
PINNACOL ASSURANCES	130.	0.	130.
TOTAL TO FM 990-PF, PART I, LN 4	954,965.	0.	954,965.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
UNRELATED INCOME/(LOSS) FROM ROSE SMART GROWTH INVESTMENT FUND	5	<93,773.>
UNRELATED INCOME/(LOSS) FROM ROSE SMART GROWTH INVESTMENT FUND	6	70,010.
TOTAL TO FORM 990-PF, PART I, LINE 5A		<23,763.>

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

4

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIDELITY INVESTMENT - STATEMENT ATTACHED A	1,471,229.	1,787,195.	0.	0.	<315,966.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIDELITY INVESTMENT - STATEMENT ATTACHED A	3,813,085.	3,521,054.	0.	0.	292,031.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CAPITAL GAINS DISTRIBUTIONS THRU FIDELITY INVESTMENTS	31,062.	0.	0.	0.	31,062.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
TYCO LITIGATION SETTLEMENT	PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38.	0.	0.	0.	38.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
PERSHING INVESTMENT - STATEMENT ATTACHED B	PURCHASED		VARIOUS	11/30/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,655.	10,383.	0.	0.	272.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
PERSHING INVESTMENT - STATEMENT ATTACHED B	PURCHASED		VARIOUS	11/30/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,858,292.	1,323,828.	0.	0.	534,464.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GAINS ON SALE THRU PARTNERSHIPS	20,150.	0.	0.	0.	20,150.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOSSES ON SALE THRU PARTNERSHIPS	0.	20,955.	0.	0.	<20,955.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1231 GAINS THRU PARTNERSHIPS	7,837.	0.	0.	0.	7,837.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SHORT TERM GAINS THRU PARTNERSHIPS	PURCHASED		VARIOUS	12/31/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,250.	0.	0.	0.	24,250.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LONG TERM LOSSES THRU PARTNERSHIPS	30,569.	0.	0.	0.	30,569.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 GAINS THRU PARTNERSHIPS	3.	0.	0.	0.	3.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SECTION 1256 GAINS THRU PARTNERSHIPS	1.	0.	0.	0.	1.

NET GAIN OR LOSS FROM SALE OF ASSETS	600,277.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	600,277.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNRELATED INCOME THRU PARTNERSHIPS	<2,682.>	0.	
OTHER INCOME THRU PARTNERSHIPS	30,833.	30,833.	
SECTION 988 GAIN/(LOSS) THRU PARTNERSHIPS	<22,308.>	<22,308.>	
REIMBURSED EXPENSES	126.	0.	
IRS REFUNDS	34,870.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	40,839.	8,525.	

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,523.	1,892.		631.
TO FM 990-PF, PG 1, LN 16A	2,523.	1,892.		631.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	24,535.	18,401.		6,134.
TO FORM 990-PF, PG 1, LN 16B	24,535.	18,401.		6,134.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES WITHHELD	8,437.	8,437.			0.
FOREIGN TAXES WITHHED THRU PARTNERSHIPS REPORTED ON FORM 990-T	105.	0.			0.
EXCISE TAX	13,495.	0.			0.
TO FORM 990-PF, PG 1, LN 18	22,037.	8,437.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	147,903.	147,903.			0.
TELEPHONE	7,468.	0.			7,468.
OFFICE EXPENSES	11,327.	0.			11,327.
RE-AMP PROJECT	333,261.	0.			333,261.
NON-DEDUCTIBLE EXPENSES	42.	0.			0.
FILING FEE	449.	0.			449.
DUES & FEES	8,180.	0.			8,180.
PORTFOLIO DEDUCTIONS THRU PARTNERSHIPS	185,734.	185,734.			0.
INVESTMENT INTEREST EXPENSES THRU PARTNERSHIPS	58,126.	58,126.			0.
INVESTMENT INTEREST EXPENSES THRU PARTNERSHIPS REPORTED ON FORM 990-T	3,246.	0.			0.
CONSULTING FEES	178,319.	0.			178,319.
BOOKKEEPING	10,800.	0.			10,800.
INSURANCE	7,377.	0.			7,377.
BANK CHARGES	2,771.	0.			2,771.
TO FORM 990-PF, PG 1, LN 23	955,003.	391,763.			559,952.

FOOTNOTES	STATEMENT	10
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SUPPLEMENTARY STATEMENTS

PART: XV LINE: 2 SUPPLEMENTARY INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT

BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER 501 (C) (3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS ETC. ARE MADE TO INDIVIDUALS.

SUPPLEMENTARY STATEMENTS

PART: IX-A LINE: 2 SUPPLEMENTARY INFORMATION

RE-AMP IS AN ENGAGED LEARNING COMMUNITY OF FOUNDATIONS & NON-GOVERNMENTAL/NON PROFIT ORGANIZATIONS INITIATED BY THE GARFIELD FOUNDATION TO STRATEGIZE IN A COLLABORATIVE MANNER THROUGH A SERIES OF MEETINGS AND ON-GOING INFORMATION ANALYSIS.

RE-AMP(RENEWABLE ENERGY ALIGNMENT MAPPING PROJECT) HAS LAID THE GROUNDWORK FOR A THREE-PRONGED, MULTI-STAKEHOLDER STRATEGY THAT AIMS TO CREATE A CLEAN, EFFICIENT, SECURE ENERGY SYSTEM FOR THE 21ST CENTURY IN THE UPPER MIDWEST STATES OF ILLINOIS, MINNESOTA, WISCONSIN, IOWA, NORTH DAKOTA & SOUTH DAKOTA.

THIS SYSTEM WILL PRODUCE 80% LESS GLOBAL WARMING POLLUTION WHILE REVITALIZING THE REGION'S ECONOMY OVER THE NEXT TWO DECADES.

RE-AMP ENABLES NON-PROFIT 501(C)3 ORGANIZATIONS TO DESIGN PROGRAMS THAT ARE HIGHLY COORDINATED AND FUNDS TO POOL RESOURCES FOR THE MOST EFFECTIVE GRANT MAKING ON THE ISSUE.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LEASEHOLD IMPROVEMENTS	6,323.	2,693.	3,630.	3,630.
FURNITURE & FIXTURES	1,470.	1,470.	0.	0.
VIEWSONIC17".26 SVGA COLOR MONITOR	394.	394.	0.	0.
PENTIUM III 800MHZ COMPUTER	2,185.	2,185.	0.	0.
HP DESKJET 1250CSE COLOR PRINTER	675.	675.	0.	0.
PROGRAM EQUIPMENT	1,872.	1,872.	0.	0.
SOFTWARE	6,280.	6,280.	0.	0.
SOFTWARE	4,606.	4,606.	0.	0.
FURNITURE & FIXTURES	1,729.	1,729.	0.	0.
FURNITURE & FIXTURES	1,446.	1,446.	0.	0.
PROGRAM EQUIPMENT	895.	895.	0.	0.
PROGRAM EQUIPMENT	1,910.	1,910.	0.	0.
PROGRAM EQUIPMENT	3,512.	3,512.	0.	0.
PROGRAM EQUIPMENT - LCD PROJECTOR	1,126.	1,126.	0.	0.
FURNITURE & FIXTURES	1,188.	889.	299.	299.
TO 990-PF, PART II, LN 14	35,611.	31,682.	3,929.	3,929.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 12

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS - SEE STMT B X			609,668.	690,327.
TOTAL U.S. GOVERNMENT OBLIGATIONS			609,668.	690,327.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			609,668.	690,327.

FORM 990-PF	CORPORATE STOCK	STATEMENT	13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE STMT B	10,744,287.	13,502,524.
MUTUAL FUNDS - SEE STMT B	3,219,338.	3,241,828.
PREFERRED STOCKS - SEE STMT B	1,673,054.	1,839,300.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,636,679.	18,583,652.

FORM 990-PF	CORPORATE BONDS	STATEMENT	14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STMT B	2,928,672.	3,412,918.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,928,672.	3,412,918.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	15
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RUDOLF STEINER FOUNDATION	COST	0.	0.
FIR TREE RECOVERY FUND	COST	1,375,566.	1,664,309.
LIBRA OFFSHORE LIMITED	COST	581,874.	2,705,781.
EXCALIBUR PARTNERS LLP	COST	2,101,460.	2,102,044.
NOTHUNG PARTNERS LLP	COST	390,983.	360,818.
HIGHWATER GLOBAL FUND LLC	COST	1,440,065.	1,559,585.
MONSOON INDIA INFLECTION FUND	COST	6,743.	18,765.
WALNUT STREET ABSOLUTE RETURN FUND	COST	16,311.	16,311.
WARRANTS & RIGHTS	COST	460.	0.
WHAT IF FUND LLC	COST	0.	0.
ROSE SMART GROWTH INVESTMENT I LP	COST	408,192.	408,192.
LONGACRE (LCP) SPV IV, LLC	COST	32,783.	36,331.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,354,437.	8,872,136.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JENNIFER DOWNING / PROGRAM ASSISTANT
89 NORTH WATER STREET
NEW BEDFORD, MA 02740

TELEPHONE NUMBER

508-997-3199

FORM AND CONTENT OF APPLICATIONS

QUALIFYING NON-PROFIT ORGANIZATIONS WISHING TO INQUIRE ABOUT APPLYING FOR A GRANT MUST SEND A BRIEF E-MAIL SUMMARIZING THE PROJECT CONCEPT TO INQUIRY@GARFIELDFOUNDATION.ORG. IF THE ORGANIZATION IS INVITED TO APPLY FOR A GRANT, THE FOUNDATION WILL PROVIDE SPECIFIC PROPOSAL GUIDELINES.

ANY SUBMISSION DEADLINES

PROPOSAL SUBMISSION DEADLINES VARY PER APPLICANT.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATIONS AWARDS GRANTS IN TWO KEY AREAS: ENVIRONMENTAL SUSTAINABILITY AND COMMUNITY REVITALIZATION, AND SUPPORTS PROJECTS PRIMARILY WITHIN THE UNITED STATES, WITH THE EXCEPTION OF ITS BIODIVERSITY CONSERVATION PROGRAMS.

STATEMENT A

Baldwin Brothers Inc.
Realized Gains and Losses
Garfield Foundation
674-931780
22-2285358

December 1, 2011 - November 30, 2012

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
10/27/11	12/16/11	12,223.000	Elster Group ADS	186,485.09	155,939.25	(30,545.84)	
10/27/11	12/16/11	2,277.000	Elster Group ADS	34,739.96	29,049.63	(5,690.33)	
11/05/10	12/20/11	3,673.276	Harding Loevner Emerging Mkt	191,157.28	154,204.13		(36,953.15)
12/17/10	12/20/11	103.619	Harding Loevner Emerging Mkt	5,206.85	4,349.93		(856.92)
12/18/09	12/20/11	48.643	Harding Loevner Emerging Mkt	2,026.97	2,042.03		15.06
12/19/11	12/20/11	167.418	Harding Loevner Emerging Mkt	6,862.47	7,028.21	165.74	
03/08/05	12/20/11	15,454.882	Harding Loevner Emerging Mkt	415,118.13	648,795.94		233,677.81
12/18/08	12/20/11	426.560	Harding Loevner Emerging Mkt	11,406.22	17,906.99		6,500.77
03/02/10	12/20/11	2,700.000	Capital Source, Inc.	15,660.00	17,325.02		1,665.02
03/02/10	12/20/11	3,200.000	Capital Source, Inc.	18,560.00	20,533.36		1,973.36
03/02/10	12/20/11	500.000	Capital Source, Inc.	2,899.90	3,208.34		308.44
03/02/10	12/20/11	100.000	Capital Source, Inc.	579.96	641.67		61.71
03/02/10	12/20/11	100.000	Capital Source, Inc.	579.99	641.67		61.68
03/02/10	12/20/11	8,900.000	Capital Source, Inc.	51,603.98	57,108.41		5,504.43
03/02/10	12/20/11	300.000	Capital Source, Inc.	1,737.50	1,925.00		187.50
03/02/10	12/20/11	2,500.000	Capital Source, Inc.	14,475.00	16,041.69		1,566.69
03/02/10	12/20/11	2,500.000	Capital Source, Inc.	14,475.00	16,041.69		1,566.69
03/02/10	12/20/11	200.000	Capital Source, Inc.	1,157.96	1,283.34		125.38
03/02/10	12/20/11	300.000	Capital Source, Inc.	1,736.97	1,925.00		188.03
03/02/10	12/20/11	7,600.000	Capital Source, Inc.	43,928.00	48,766.74		4,838.74
03/02/10	12/20/11	400.000	Capital Source, Inc.	2,311.92	2,566.67		254.75
03/02/10	12/20/11	200.000	Capital Source, Inc.	1,155.84	1,283.34		127.50
03/02/10	12/20/11	100.000	Capital Source, Inc.	577.96	641.67		63.71
03/02/10	12/20/11	1,400.000	Capital Source, Inc.	8,087.00	8,983.35		896.35
07/20/09	12/20/11	16,500.000	Capital Source, Inc.	72,270.00	105,875.15		33,605.15
07/20/09	12/20/11	3,500.000	Capital Source, Inc.	15,260.00	22,458.36		7,198.36
05/11/09	12/20/11	24,000.000	Capital Source, Inc.	100,567.20	154,000.21		53,433.01
03/15/11	12/20/11	3,000.000	Broadcom Corp Cl A	118,150.80	87,180.12	(30,970.68)	
07/26/11	12/20/11	5,000.000	Broadcom Corp Cl A	192,739.50	145,300.20	(47,439.30)	
05/12/11	12/20/11	7,000.000	Broadcom Corp Cl A	242,079.60	203,420.29	(38,659.31)	
05/11/11	12/20/11	3,000.000	Berkshire Hathaway Del Cl B New	240,404.40	228,167.51	(12,236.89)	
03/03/10	12/20/11	10,000.000	Wells Fargo & Company	284,525.00	265,120.89		(19,404.11)
03/02/10	12/20/11	400.000	Synovus Financial	1,135.72	528.27		(607.45)
03/02/10	12/20/11	19,600.000	Synovus Financial	55,664.00	25,885.20		(29,778.80)
03/02/10	12/20/11	5,000.000	Synovus Financial	14,000.00	6,603.37		(7,396.63)
03/09/10	12/20/11	25,000.000	Synovus Financial	69,500.00	33,016.84		(36,483.16)
03/09/10	12/20/11	25,000.000	Synovus Financial	68,916.27	33,016.84		(35,899.43)
12/24/09	12/20/11	25,000.000	Synovus Financial	53,370.00	33,016.84		(20,353.16)
01/12/11	12/20/11	2,000.000	The Mosaic Company	155,874.40	99,895.48	(55,978.92)	
01/21/11	12/20/11	2,875.000	The Mosaic Company	215,471.48	143,599.75	(71,871.73)	
06/23/11	12/20/11	560.733	Matthews Asian Growth Income Fund	9,913.76	8,366.14	(1,547.62)	
12/08/11	12/20/11	42.054	Matthews Asian Growth Income Fund	635.43	627.45	(7.98)	
12/08/11	12/20/11	516.872	Matthews Asian Growth Income Fund	7,809.94	7,711.73	(98.21)	
12/08/11	12/20/11	1,473.684	Matthews Asian Growth Income Fund	22,267.37	21,987.36	(280.01)	
01/13/03	12/20/11	37,082.954	Matthews Asian Growth Income Fund	390,483.50	553,277.67		162,794.17
12/09/10	12/20/11	477.550	Matthews Asia Pacific Equity Income	6,690.48	5,907.29		(783.19)
12/09/10	12/20/11	111.572	Matthews Asia Pacific Equity Income	1,563.13	1,380.15		(182.98)
03/24/11	12/20/11	298.681	Matthews Asia Pacific Equity Income	4,172.58	3,694.68	(477.90)	
06/23/11	12/20/11	331.609	Matthews Asia Pacific Equity Income	4,616.00	4,102.00	(514.00)	
09/23/10	12/20/11	321.896	Matthews Asia Pacific Equity Income	4,400.32	3,981.85		(418.47)
03/25/10	12/20/11	163.365	Matthews Asia Pacific Equity Income	2,113.94	2,020.83		(93.11)
03/08/10	12/20/11	39,154.268	Matthews Asia Pacific Equity Income	500,000.00	484,338.30		(15,661.70)
06/24/10	12/20/11	246.494	Matthews Asia Pacific Equity Income	3,130.47	3,049.13		(81.34)
09/22/11	12/20/11	390.287	Matthews Asia Pacific Equity Income	4,866.88	4,827.85	(39.03)	
12/08/11	12/20/11	214.284	Matthews Asia Pacific Equity Income	2,665.69	2,650.69	(15.00)	
12/08/11	12/20/11	109.110	Matthews Asia Pacific Equity Income	1,357.33	1,349.69	(7.64)	
09/17/09	01/27/12	250,000.000	National Australia Bank (AUD) 4.760% Due 01-27-12	217,003.12	265,125.00		48,121.88
02/11/08	03/30/12	15,000.000	Annaly Capital Management	311,619.00	237,248.17		(74,370.83)
11/01/11	03/30/12	10,000.000	Annaly Capital Management	168,504.00	158,165.45	(10,338.55)	
02/08/12	03/30/12	10,000.000	Annaly Capital Management	167,577.88	158,165.44	(9,412.44)	
03/30/12	03/30/12	576.000	csus604675991	-	18.60		18.60
09/27/07	11/15/12	300,000.000	Bottling Group LLC 4.625% Due 11-15-12	294,786.00	300,000.00		5,214.00
08/30/04	11/15/12	250,000.000	United States Treasury Nts 4% 11/15/2012 4.000% Due 11-15-12	248,613.25	250,000.00		1,386.75
				5,307,248.39	5,283,313.86	(315,965.64)	292,031.11
Total Long				3,520,053.83	3,812,084.94		292,031.11
Total Short				1,787,194.56	1,471,228.92	(315,965.64)	

STATEMENT B

Baldwin Brothers Inc.
Realized Gains and Losses
Garfield Foundation
ARE001029
22-2285358

December 1, 2011 - November 30, 2012

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
03/31/97	11/27/12	1,000.000	Int'l Business Machines	36,977.75	192,360.48		155,382.73
01/19/11	11/29/12	10,000.000	Orocobre Ltd	39,267.00	14,878.00		(24,389.00)
03/31/97	11/29/12	500.000	Int'l Business Machines	18,488.87	95,686.85		77,197.98
10/31/12	11/29/12	79.624	TCW Core Fixed Income I	902.94	906.05	3.11	
09/28/12	11/29/12	79.701	TCW Core Fixed Income I	901.42	906.92	5.50	
08/31/12	11/29/12	80.062	TCW Core Fixed Income I	899.90	911.03	11.13	
07/31/12	11/29/12	88.640	TCW Core Fixed Income I	992.77	1,008.64	15.87	
06/29/12	11/29/12	95.892	TCW Core Fixed Income I	1,061.52	1,091.16	29.64	
05/31/12	11/29/12	95.784	TCW Core Fixed Income I	1,059.37	1,089.93	30.56	
04/30/12	11/29/12	96.022	TCW Core Fixed Income I	1,057.20	1,092.64	35.44	
02/29/12	11/29/12	106.787	TCW Core Fixed Income I	1,169.32	1,215.14	45.82	
01/31/12	11/29/12	106.642	TCW Core Fixed Income I	1,166.66	1,213.49	46.83	
11/01/11	11/29/12	126.021	TCW Core Fixed Income I	1,377.41	1,434.00		56.59
03/30/12	11/29/12	107.227	TCW Core Fixed Income I	1,171.99	1,220.15	48.16	
10/25/11	11/29/12	20,905.964	TCW Core Fixed Income I	227,681.89	237,890.85		10,208.96
12/05/08	11/29/12	87,796.313	Vanguard Inflation Protected Secs	1,000,035.00	1,316,041.73		316,006.73
				1,334,211.01	1,868,947.06	272.06	534,463.99
			Total Long	1,323,827.92	1,858,291.91		534,463.99
			Total Short	10,383.09	10,655.15	272.06	
				0.00	(0.00)	0.00	(0.00)

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
Cash and Equivalents						
	Fidelity Fund		28.34	28.34	-	0.15
	General Mny Mkt CL B		736,962.69	736,962.69	-	-
Cash and Equivalents TOTAL			736,991.03	736,991.03	-	0.15
Government Obligations						
	300,000 US Treasury Note dtd 2/15/2006 4.5% Due 2/15/2016	05/05/08	317,871.09	339,492.00	21,620.91	13,500.00
	300,000 US Treasury Note dtd 5/15/2008 3.875% Due 5/15/2018	06/19/08	291,796.88	350,835.00	59,038.12	11,625.00
Government Obligations TOTAL			609,667.97	690,327.00	80,659.03	25,125.00
Corporate Bonds						
Bonds						
	100,000 CBB 8.75% Due 3/15/2018	05/03/11	97,250.00	101,500.00	4,250.00	8,750.00
	400,000 CBB 8.75% Due 3/15/2018	01/04/12	378,000.00	406,000.00	28,000.00	35,000.00
	250,000 HSBC Bank USA 4.625% Due 04/01/2014	03/31/06	233,980.00	261,702.50	27,722.50	11,562.50
	500,000 Goldman Sachs Group Notes 5.5% Due 11/15/2014	12/31/08	471,965.00	539,185.00	67,220.00	27,500.00
	250,000 Credit Suisse First Boston USA Inc. 4.875% Due 01/15/2015	05/15/06	231,982.50	270,172.50	38,190.00	12,187.50
	300,000 JP Morgan Chase & Co.	01/01/60	301,404.00	329,685.00	28,281.00	15,450.00

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
	5.15% Due 10/01/2015					
250,000	Goldman Sachs Grp Inc.	04/27/06	240,915.25	277,507.50	36,592.25	13,375.00
	5.35% Due 01/15/2016					
300,000	Verizon Communications inc	02/05/08	308,001.00	354,270.00	46,269.00	16,500.00
	5.5% Due 04/01/2017					
500,000	British Telecom PLC Notes	01/14/09	444,325.00	601,070.00	156,745.00	29,750.00
	5.95% Due 01/15/2018					
Corporate Bonds TOTAL			2,707,822.75	3,141,092.50	433,269.75	170,075.00

Foreign Bonds

250,000 New South Wales Treasury Bond AUD
5.5% Due 08/01/2014

09/17/09	220,848.75	271,825.00	50,976.25	13,750.00
	2,928,671.50	3,412,917.50	484,246.00	183,825.00

Common Stock

Consumer Discretion

10,000	Gannett Co. Inc.	11/27/12	176,857.00	179,000.00	2,143.00	8,000.00
15,000	Gannett Co. Inc.	11/29/12	272,982.00	268,500.00	(4,482.00)	12,000.00
25,000	Gannett Co. Inc.		449,839.00	447,500.00	(2,339.00)	20,000.00

Consumer Staples

6,000 Procter & Gamble Co.

06/13/97	209,749.16	418,980.00	209,230.84	13,962.00
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Energy

10,000 Seadrill Limited

11/29/12	387,133.00	385,300.00	(1,833.00)	34,200.00
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Financials

10/15/13

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
10,000	American Capital Agency Corp	01/06/12	284,075.00	315,500.00	31,425.00	48,000.00
10,000	American Capital Agency Corp	01/12/12	282,445.00	315,500.00	33,055.00	48,000.00
20,000	American Capital Agency Corp		566,520.00	631,000.00	64,480.00	96,000.00
5,000	Berkshire Hathaway B New Class B	05/11/11	400,674.00	440,400.00	39,726.00	-
5,000	Equity Residential Properties	11/28/12	273,750.00	277,550.00	3,800.00	9,525.00
20,000	Home Loan Servicing Solutions	04/09/12	276,452.00	391,000.00	114,548.00	32,000.00
10,000	Home Loan Servicing Solutions	05/03/12	139,500.00	195,500.00	56,000.00	16,000.00
30,000	Home Loan Servicing Solutions		415,952.00	586,500.00	170,548.00	48,000.00
7,500	JPMorgan Chase & Co	03/03/10	314,866.50	308,100.00	(6,766.50)	9,600.00
15,000	Retail Properties of America	04/05/12	115,150.48	184,200.00	69,049.52	9,937.50
15,000	Stag Industrial Inc.	08/24/12	231,223.50	282,750.00	51,526.50	17,100.00
10,000	Stag Industrial Inc.	11/29/12	186,343.00	188,500.00	2,157.00	11,400.00
25,000	Stag Industrial Inc.		417,566.50	471,250.00	53,683.50	28,500.00
			2,504,479.48	2,899,000.00	394,520.52	201,562.50
Health Care						
4,300	Johnson & Johnson	07/11/97	147,732.19	299,839.00	152,106.81	10,922.00
Industrials						
10,000	ABB Ltd	03/08/10	212,120.00	194,200.00	(17,920.00)	7,241.00
10,000	ABB Ltd	11/29/12	193,973.00	194,200.00	227.00	7,241.00
20,000	ABB Ltd		406,093.00	388,400.00	(17,693.00)	14,482.00

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
2,000	General Electric Company	06/13/97	44,218.76	42,260.00	(1,958.76)	1,480.00
13,500	General Electric Company	03/08/10	221,265.00	285,255.00	63,990.00	9,990.00
4,500	General Electric Company	03/08/10	73,526.23	95,085.00	21,558.77	3,330.00
20,000	General Electric Company		339,009.99	422,600.00	83,590.01	14,800.00
10,000	Golar LNG Ltd	11/29/12	389,358.00	390,800.00	1,442.00	17,000.00
			1,134,460.99	1,201,800.00	67,339.01	46,282.00
Information tech						
500	Apple Inc.	07/27/12	289,286.85	292,640.00	3,353.15	5,700.00
6,400	Check Point Software	04/20/10	227,911.24	295,488.00	67,576.76	-
1,600	Check Point Software	04/20/10	56,967.95	73,872.00	16,904.05	-
8,000	Check Point Software		284,879.19	369,360.00	84,480.81	-
500	Google Inc	10/09/09	260,164.45	349,185.00	89,020.55	-
500	Google Inc	09/22/10	257,196.00	349,185.00	91,989.00	-
1,000	Google Inc		517,360.45	698,370.00	181,009.55	-
2,000	IBM Corp	03/31/97	73,955.50	380,140.00	306,184.50	7,200.00
15,000	Microsoft Corporation	09/28/09	390,447.00	399,225.00	8,778.00	13,800.00
3,750	Microsoft Corporation	11/05/09	107,780.62	99,806.25	(7,974.37)	3,450.00
1,250	Microsoft Corporation	12/28/10	35,138.25	33,268.75	(1,869.50)	1,150.00
20,000	Microsoft Corporation		533,365.87	532,300.00	(1,065.87)	18,400.00
			1,698,847.86	1,610,810.00	486,128.18	25,600.00
Materials						

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
3,000 Airgas Inc.		12/22/10	183,366.36	265,710.00	82,343.64	5,040.00
1,600 Airgas Inc.		12/30/10	100,116.96	141,712.00	41,595.04	2,688.00
400 Airgas Inc.		12/30/10	25,032.00	35,428.00	10,396.00	672.00
3,000 Airgas Inc.		03/15/11	187,409.40	265,710.00	78,300.60	5,040.00
8,000 Airgas Inc.			495,924.72	708,560.00	212,635.28	13,440.00
7,500 Newmont Mining Corp		08/10/12	357,672.75	353,175.00	(4,497.75)	10,312.50
200 Praxair, Inc.		04/20/10	17,535.35	21,442.00	3,906.65	470.00
200 Praxair, Inc.		04/20/10	17,531.40	21,442.00	3,910.60	470.00
200 Praxair, Inc.		04/20/10	17,529.60	21,442.00	3,912.40	470.00
3,214 Praxair, Inc.		04/20/10	281,758.52	344,572.94	62,814.42	7,552.90
700 Praxair, Inc.		04/20/10	61,367.60	75,047.00	13,679.40	1,645.00
486 Praxair, Inc.		04/20/10	42,592.07	52,104.06	9,511.99	1,142.10
5,000 Praxair, Inc.			438,314.54	536,050.00	97,735.46	11,750.00
5,000 SPDR Gold Trust		01/29/09	441,639.50	830,250.00	388,610.50	250.00
4,950 iShares Silver Trust		07/25/08	85,177.62	160,182.00	75,004.38	-
15,000 iShares Silver Trust		02/04/09	186,592.50	485,400.00	298,807.50	-
19,950 iShares Silver Trust			271,770.12	645,582.00	373,811.88	-
			2,005,321.63	3,073,617.00	1,068,295.37	35,752.50
Telecommunication						
32,650 Telenor ASA		02/11/11	511,955.18	662,977.84	151,022.66	28,079.00
10,000 Verizon Communications, Inc.		03/14/11	351,574.00	441,200.00	89,626.00	20,600.00
5,000 iShares S&P Global Telecom ETF		11/01/11	283,915.00	291,250.00	7,335.00	12,426.00
5,000 iShares S&P Global Telecom ETF		11/29/12	292,097.00	291,250.00	(847.00)	12,426.00

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
10,000	iShares S&P Global Telecom ETF		576,012.00	582,500.00	6,488.00	24,852.00
			1,439,541.18	1,686,677.84	247,136.66	73,531.00
15,000	Alerian	10/26/11	225,616.01	245,100.00	19,483.99	15,495.00
35,000	Alerian	12/23/11	541,566.15	571,900.00	30,333.85	36,155.00
50,000	Alerian		767,182.16	817,000.00	49,817.84	51,650.00
Common Stock TOTAL			10,744,286.65	13,502,523.84	2,758,237.19	519,162.00

Preferred Stock

18,000	Cohen & Steers Ltd Dur Pfd Fd	07/26/12	450,000.00	451,800.00	1,800.00	34,650.00
7,000	Cohen & Steers Ltd Dur Pfd Fd	11/27/12	173,714.10	175,700.00	1,985.90	13,475.00
25,000	Cohen & Steers Ltd Dur Pfd Fd		623,714.10	627,500.00	3,785.90	48,125.00
5,000	Cohen & Steers Pfd & Incm Fd	11/01/11	114,694.00	134,400.00	19,706.00	10,645.00
10,000	Cohen & Steers Pfd & Incm Fd	12/02/11	219,094.00	268,800.00	49,706.00	21,290.00
5,000	Cohen & Steers Pfd & Incm Fd	12/23/11	107,508.00	134,400.00	26,892.00	10,645.00
971	Cohen & Steers Pfd & Incm Fd	12/29/11	20,973.60	26,100.48	5,126.88	2,067.26
3,800	Cohen & Steers Pfd & Incm Fd	12/29/11	82,308.00	102,144.00	19,836.00	8,090.20
229	Cohen & Steers Pfd & Incm Fd	12/29/11	4,962.43	6,155.52	1,193.09	487.54
25,000	Cohen & Steers Pfd & Incm Fd		549,540.03	672,000.00	122,459.97	53,225.00
10,000	First Republic Bank Ser A 6.7%	01/17/12	250,000.00	269,900.00	19,900.00	16,750.00
10,000	First Republic Bank Ser A 6.7%	01/25/12	249,800.00	269,900.00	20,100.00	16,750.00
20,000	First Republic Bank Ser A 6.7%		499,800.00	539,800.00	40,000.00	33,500.00

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
Preferred Stock TOTAL						
			1,673,054.13	1,839,300.00	166,245.87	134,850.00
Warrants and Rights						
526	Mirant Shares In Escrow	02/22/06	460.23	-	(460.23)	
50	Mirant Shares In Escrow	09/11/08	-	-	-	
576	Mirant Shares In Escrow		460.23	-	(460.23)	-
Mutual Funds						
167	Harding, Loevner Funds, Inc. Emerging Mark	12/18/08	4,476.76	8,302.26	3,825.50	60.27
Mutual Bond Funds						
44,869	Community Reinvestment Act Qual	08/08/12	505,605.27	505,673.75	68.48	13,112.74
95,520	Doubleline Total Return Bond Fund	12/23/11	1,061,852.35	1,085,103.71	23,251.36	56,514.80
50,402	Pimco Emerging Local Bond Fund	10/19/10	560,614.70	549,385.48	(11,229.22)	24,479.61
25,634	TCW Core Fixed Income I	10/25/11	279,135.84	291,204.92	12,069.08	5,639.53
46,972	Vanguard GNMA	10/25/11	521,805.70	517,157.60	(4,648.10)	12,259.27
25,000	Pimco Income Strategy Fd II	11/27/12	285,847.50	285,000.00	(847.50)	24,000.00
Mutual Bond Funds TOTAL			3,214,861.36	3,233,525.46	18,664.10	136,005.95
Grand Total of Mutual Funds						
			3,219,338.12	3,241,827.72	22,489.60	136,066.22
TOTAL						
			19,912,469.63	25,263,187.09	3,677,663.33	1,133,878.37

STATEMENT C

Portfolio Evaluation for
Garfield Foundation
November 30, 2012 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/(-Loss)	Annual Income
SPECIAL HOLDINGS						
Fund of Funds						
2,098,175	Excalibur Partners	01/01/05	2,101,460.30	2,102,044.22	583.92	-
554,600	Nothing Partners, LLP	01/01/05	390,983.18	360,817.85	(30,165.33)	-
			2,492,443.48	2,462,862.07	(29,581.41)	-
Equity Funds						
4,418,338	Highwater Global Fund, LLC	08/31/05	1,440,065.00	1,559,585.10	119,520.10	-
Partnerships						
843,475	Fir Tree Recovery Fund	06/30/03	1,375,565.50	1,664,308.60	288,743.10	-
2,095	Libra Offshore Limited	06/30/03	581,873.72	2,705,781.46	2,123,907.74	-
74,833	Longacre Capital Partners L.P.	06/30/03	32,783.47	36,331.35	3,547.88	-
8,684	Monsoon India Inflection Fund 2	12/30/03	6,743.21	18,765.31	12,022.10	-
100,000	Walnut Street Absolute Return Fund	01/01/06	16,311.00	16,311.00	-	-
1,000	Rose Smart Growth Fund	09/01/07	408,192.00	408,192.00	-	-
Partnerships TOTAL			2,421,468.90	4,849,689.72	2,428,220.82	-
GRAND TOTAL			26,266,447.01	34,135,323.98	6,195,822.84	1,133,878.37

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2012

Part VII-B: Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) The name and address of the grantee:

The European Environmental Bureau
Project: Zero Mercury Working Group Treaty Negotiations Strategy Meeting
34, Bd. De Waterloo, B-100
Brussels, Belgium

(II) The date and the amount of the grant:

April 9, 2012 \$10,000.00

(III) The purpose of the grant

See statement attached

(IV) The amounts expended by the grantee(based upon the most recent report received from the grantee).

April 26, 2012 \$10,000.00

(V) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).

No

(VI) The dates of any reports received from the grantee.

July 24, 2012

(VII) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.

September 19, 2012 reviewed

GARFIELD FOUNDATION

Dear Jeremy Wates:

The Garfield Foundation (the "Foundation") has approved a grant to the European Environmental Bureau (EEB) for its *Zero Mercury Working Group Mercury Treaty Negotiations Strategy Meeting*. The grant will support EEB to work in coordination with the Mercury Policy Project and Natural Resources Defense Council to organize a Zero Mercury Working Group (ZMWG) strategy meeting to be held in Brussels, Belgium in April 2012.

EEB has been designated the recipient of the U.S. \$10,000 award to be utilized for the designated purpose between March 1, 2012-July 15, 2012.

Reporting Requirements & Schedule:

- *Final* narrative and project expenditure reports, submitted by July 31, 2012

The narrative report will describe how grant funds have been spent and the progress and/or challenges associated with the grant activities & deliverables outlined in Section I. The narrative report will also include reflective evaluation and describe how the grant's outcomes are affecting beneficiaries.

The expenditure report will detail all project costs occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported.

Because EEB is a registered non-profit, non-governmental organization in Belgium but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. EEB was created in 1974, and is operated exclusively for charitable [or educational] purposes. The activities of EEB as relevant to this grant include:
 - In collaboration with the Mercury Policy Project and Natural Resources Defense Council, organize a ZMWG strategy meeting in April 2012 in Brussels, Belgium to:
 - Revisit the position taken at the Intergovernmental Negotiating Committee's third meeting (INC3) and determine if it requires adjusting or reframing.
 - Determine key decision makers and allies to engage, as well as the materials and resources necessary, to reach INC3 objectives.
 - Discuss and finalize the ZMWG position for INC4 and begin discussions and preparations for INC5.
 - Prepare NGOs for the upcoming regional and INC4 meetings to enhance NGO effectiveness in the mercury treaty negotiations.
 - Enhance and strengthen cooperation among the ZMWG member organizations.
 - Update ZMWG members on internal developments and planning, such as governance and fundraising, and develop a plan of work for the Lumex and Communications Task Forces.

Please refer to the 2012 proposal for details on 2012 project activities and budget.

2. EEB has no shareholders or members who have a proprietary interest in its income and assets. In the event that EEB were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. EEB is not controlled by or operated in connection with any other organization.
3. The laws and customs applicable to EEB:
 - a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.
 - b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.
 - c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of EEB's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which EEB has purchased.
4. The entire grant funds will be used for the charitable purpose of enabling EEB to complete the activities described in detail in the attached proposal. EEB will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.
5. EEB will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.
6. EEB will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.
7. EEB agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.
8. Termination:
 - a) For Cause. If the Foundation determines at any time that EEB has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to EEB. Such notice shall become effective upon receipt or as indicated in the termination notice.
 - b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to EEB. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

The Foundation shall not be obligated to pay for any expenses incurred by EEB after the effective date of any notice of termination. Upon its effective date, EEB shall stop work and take all reasonable steps to preserve and protect all work products

produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, EEB shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. EEB agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.
10. A written instrument executed by both the Foundation and EEB may modify this agreement.
11. EEB agrees not to use any portion of the grant
 - a. To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);
 - b. To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);
 - c. To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or
 - d. To undertake any activity for any purpose other than one specified in section 17(c)(2)(B).

On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis



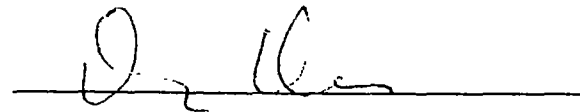
Date: 4/9/12

EEB hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

European Environmental Bureau
34, Boulevard de Waterloo
B-1000 Brussels
Belgium

Secretary General, Jeremy Wates



Date: 11/4/12

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2012

Part VII-B: Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) The name and address of the grantee:

City Works
Project: General Operations
122 W. State Street
Trenton, NJ 08608

(II) The date and the amount of the grant:

April 9, 2012 \$150,000.00

(III) The purpose of the grant

See statement attached

(IV) The amounts expended by the grantee(based upon the most recent report received from the grantee).

April 12, 2012 \$150,000.00

(V) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).

No

(VI) The dates of any reports received from the grantee.

December 28, 2012

(VII) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.

None prior to 11/30/2012

GARFIELD FOUNDATION

Grant Agreement

Organization: CityWorks, Inc.
Grant Purpose: General Operations
Organizational Representative: Thomas Clark, Executive Director
Email: rcclark@cityworks.com
Address: 122 West State Street, Trenton, NJ 08608
Phone: (609) 984-8333

Grant Description:

CityWorks will continue to provide expertise and guidance to local nonprofit community development organizations and civil authorities on economic development opportunities in New Jersey's underserved communities including land planning, mixed use, retail and commercial facility development.

Grant Activities & Deliverables:

- Devise strategies that will insure effective management of the CityWorks Inc./City National Bank (CNB) partnership and strengthen connections between the two organizations.
- Assume developer responsibilities for select Newark-based projects in CNB's distressed loan portfolio.
- Move the CNB Newark area and Bank of America New Jersey City branch renovation projects toward groundbreaking.
- Continue work on Phase II of the Midtown Commons in Neptune.
- Continue to provide multifaceted services to the Stockton Street redevelopment project, the East Trenton Collaborative, and the Carteret Neighborhood Stabilization Program.

Please refer to the proposal for details on 2012-13 grant activities and budget.

Grant Period: May 1, 2012 – April 30, 2013

Approved Grant: \$150,000

Grant Conditions & Contingencies:

This grant is intended for operation expenses and will not be used to supplement expenses that should be covered by consulting income. Further, Garfield Foundation grants will not be used to pay for any existing or future debt payments.

Reporting Requirements & Schedule:

Narrative Progress Reports

- *Semi-Annual* report, submitted by **November 30, 2012**
- *Final* report, submitted by **May 31, 2013**

Narrative progress reports will describe how grant funds have been spent and the progress and/or challenges associated with the 'Grant Activities & Deliverables' noted above. Narrative reports will

89 NORTH WATER STREET • NEW BEDFORD, MA 02740 • TEL: 508-997-3199 • FAX: 508-997-3122

www.garfieldfoundation.org

also include reflective evaluation and describe how the grant's outcomes are affecting beneficiaries. The final narrative report will additionally reflect on the full grant cycle articulating cumulative progress and challenges, impact, and future outlook.

Financial Documentation

- FY 2012 organizational expenditure report (covering October 1, 2011-September 30, 2012), submitted by November 30, 2012
- FY 2013 operating budget (covering October 1, 2012-September 30, 2013), submitted by November 30, 2012
- Year-to-date organizational expenditure report (covering October 1, 2012-April 30, 2013) due by May 31, 2013

Organizational expenditure reports will detail all expenses incurred by CityWorks, Inc. during FY 2012 and FY 2013 (specifically for the period October 1, 2012-April 30, 2013) in accordance with the associated operations budget for each fiscal year. All income (i.e., private, government and in-kind contributions) generated for the organization during each fiscal year will also be reported.

On behalf of the **Garfield Foundation**
Executive Director, Jennie Curtis

Date: 4/9/12

Jennie Curtis

CityWorks Inc. hereby agrees to the terms and conditions of the grant as recited above.

On behalf of **CityWorks Inc.**
Executive Director, Thomas Clark

Date: 4/13/12

Thomas Clark

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2012

Part VII-B: Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) The name and address of the grantee:

Fundacion Yangareko
Project: Strengthening institutional actions for successful transition
from Garfield Foundation funding
Avenida Cristobal De Mendoza, oficina 142
Santa Cruz, Bolivia

(II) The date and the amount of the grant:

June 7, 2011 \$90,000.00

(III) The purpose of the grant

See statement attached

(IV) The amounts expended by the grantee(based upon the most recent report received from the grantee).

March 23, 2012 \$50,000.00

(V) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).

No

(VI) The dates of any reports received from the grantee.

February 21, 2012
March 20, 2012
April 13, 2012

(VII) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.

March 10, 2012	reviewed
March 20, 2012	reviewed
April 13, 2012	reviewed

GARFIELD FOUNDATION

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundación Yangareko for its project, *Strengthening Institutional Actions for a Successful Transition from Garfield Foundation Funding*. This final grant will conclude the institutional relationship with Garfield Foundation by attending to administrative necessities, transitioning management, and data storage, ensuring organizational capacity is strong; and continued mentoring of local organizations through 2012. This grant also supports activities of the Upriver (Pilcomayo)-Downriver (Parapetí) Project.

Fundación Yangareko has been designated the recipient of the U.S. \$90,000 award to be utilized for the designated purpose between **June 1, 2011 – December 31, 2012**.

Payment & Report Schedule:

Payments

- \$40,000 – June 2011
- \$50,000 - March 2012

** The second grant installment is contingent on receipt and favorable review of required progress reports.*

Reports

- FY 2012 projected operating budget due by **15 February 2012**
- FY 2011 organizational expenditure report due by **15 February 2012**
- *Interim* narrative & project expenditure reports due by **15 March 2012** (covering eight months, June 1, 2011 – February 28, 2012)
- *Final* narrative & project expenditure reports due by **15 February 2013** (covering the full grant period June 1, 2011 – December 31, 2012)
- FY 2012 organizational expenditure report due by **15 February 2013**

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

Organizational expenditure reports will detail all expenses incurred by Fundación Yangareko during the associated fiscal year in accordance with the operations budget. All income (i.e., private, government and in-kind contributions) generated for the organization during the fiscal year will also be reported.

Project expenditure reports will detail all expenses occurring during the grant period in accordance with the approved project budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported.

The final report should confirm that the capital equipment purchased with grant funds has not been used for any purpose proscribed by the terms of the agreement and make reference to the ultimate disposition of such equipment for specific charitable, scientific, literary or educational purposes.

Because Fundación Yangareko is a registered non-profit, non-governmental organization in Bolivia but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal

Handwritten initials: JC and AF

Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. Fundación Yangareko was created in 2001, and is operated exclusively for charitable [or educational] purposes. The activities of Fundación Yangareko as relevant to this grant include:
 - Thru the end of 2012, continue work to replicate its local watershed management planning and grassroots organization processes in the Upriver-Downriver Project;
 - In an effort to help strengthen their biodiversity conservation and sustainable development efforts and fundraising capacity, continue to advise and provide technical assistance to ally organizations especially CABI, Yaporaka, and CGRB;
 - Facilitate internal (for Yangareko staff) workshops and strategic planning to determine steps for the short and medium-term management and programming;
 - With the Yangareko board and technical team, analyze past accomplishments, body of data collected and lessons learned during the first decade of Yangareko's existence and articulate a mission and work plan that will frame Yangareko's future;
 - Develop a plan for the practical use of data collected during the last eight years and put it into action no later than mid-year 2012;
 - Establish a new board and staff structure that will most efficiently take advantage of the new opportunities for indigenous collaboration; and,
 - Attend to administrative details that will allow Yangareko to meet obligations as mandated under new Bolivian laws.
- * Please refer to the proposal for the details of activities and budget associated with this grant.
2. Fundación Yangareko has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundación Yangareko were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundación Yangareko is not controlled by or operated in connection with any other organization.
3. The laws and customs applicable to Fundación Yangareko:
 - a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.
 - b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.
 - c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundación Yangareko's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundación Yangareko has purchased.
4. The entire grant funds will be used for the charitable purpose of enabling Fundación Yangareko to complete the activities described in detail in the attached proposal. Fundación Yangareko will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

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5. Fundación Yangareko will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.
 6. Fundación Yangareko will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.
 7. Fundación Yangareko agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.
 8. Termination:
 - a) For Cause. If the Foundation determines at any time that Fundación Yangareko has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundación Yangareko. Such notice shall become effective upon receipt or as indicated in the termination notice.
 - b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundación Yangareko. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

The Foundation shall not be obligated to pay for any expenses incurred by Fundación Yangareko after the effective date of any notice of termination. Upon its effective date, Fundación Yangareko shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundación Yangareko shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.
 9. Fundación Yangareko agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.
 10. A written instrument executed by both the Foundation and Fundación Yangareko may modify this agreement.
 11. Fundación Yangareko agrees not to use any portion of the grant
 - a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);
 - b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);
 - c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or
 - d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B).

On behalf of the

Garfield Foundation

89 N. Water Street

New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 6/7/11

Jennie Curtis

Fundación Yangareko hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Casilla de Correos No. 3455

Avenida Cristobal de Mendoza No. 246

Edificio La Casona Oficina No. 142

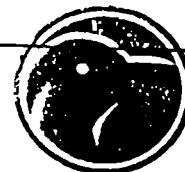
Santa Cruz

Bolivia

Executive Director, Juan Alejo Zarzycki

Date: June 09/2011

Juan Alejo Zarzycki



Fundación
Yangareko

Depreciation and Amortization 990-PF
(Including Information on Listed Property)**2011**Attachment
Sequence No 179

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

THE GARFIELD FOUNDATION
C/O RAICH ENDE MALTER & CO. LLP

FORM 990-PF PAGE 1

22-2285358

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	403.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	403.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

THE GARFIELD FOUNDATION

Form 4562 (2011)

C/O RAICH ENDE MALTER & CO. LLP

22-2285358 Page 2

Part V**Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use**25****26** Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%			S/L -		
		%			S/L -		
		%			S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1**28****29** Add amounts in column (i), line 26. Enter here and on line 7, page 1**29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2011 tax year.

43 Amortization of costs that began before your 2011 tax year**43****44** Total. Add amounts in column (f). See the instructions for where to report**44**

**PROPOSAL TO
THE GARFIELD FOUNDATION**

**Strengthening Institutional Actions for Successful Conclusion of Activities With Support
from Biodiversity Program of Garfield Foundation**

*FUNDACIÓN YANGAREKO
Santa Cruz – Bolivia
April 2011*

Cover Sheet with General Information

Project: Strengthening Institutional Actions for Successful Conclusion of Activities With Support from Biodiversity Program of Garfield Foundation

Organización: Fundación Yangareko

Office: Avenida Cristóbal de Mendoza 246 - Oficina 142- Santa Cruz, Bolivia. Telefax: (591) (3) 3454032. Mail: yangareko@yahoo.com

Location of activities: Chaco

Amount: \$ 90,000 (\$40,000 first payment; \$50,000 second payment)

Duration: June 2011 - December 2012

Executive Summary

This proposal emerges as Yangareko's long partnership with Garfield Foundation is coming to an end after building many strong grassroots-based alliances with local county governments in the Bolivian Gran Chaco. It also emerges at a point where Yangareko must adapt itself as an institution to the new Bolivian Constitution and the new laws that have changed the environment in which NGOs and local communities engage in Bolivia. In short, Yangareko is having to re-organize itself away from the consultant team model by which it worked efficiently in the past toward a standard employee with benefits model and meeting the Bolivian government's across the board mandate to raise all salaries by 10% as of January 2011. Yangareko is also re-organizing itself to reflect the indigenous assumption of roles that had been discouraged in the past - including the possibility of executive director and board membership. The challenges are to re-organize, adapt to the continuing inflation of costs, and at the same time respond to the opportunity to upscale the Parapeti watershed work to involve all six counties along the Parapeti (expanding from the four where Yangareko worked in the past). This opportunity vastly expands the outcomes that can be hoped to be achieved by the Upriver-Downriver project which only assumed it would be possible to start at the level of one TCO downriver in one or two additional counties. The upriver-downriver project had low funding for the first year to enable approach to the different actors and explore the possible outcomes to be targeted in the second year. This exploratory phase opened up the possibility of the eight county alliance, the ideal coordinating structure for managing the entire Parapeti watershed, and an excellent final result from Garfield's ten years of support in the Gran Chaco.

Since the initiation of its work, supported by Garfield Foundation, Yangareko has focused on territorial planning, first in the Parapeti river watershed and later in the Pilcomayo river watershed.

In Huacareta Yangareko assisted the consolidation of the Protected Area Natural de Manejo Integrado Municipal - Cordillera de los Milagros in its entire extension, spanning from the Parapeti basin to the Pilcomayo basin, to enforce and attend with efficiency the issues related to conservation of biodiversity, accompanying the environmental recovery in degraded areas involving communities, and using the technical tools of zonification and basic management plans for planning and trainings in surrounding areas.

The project focused on the municipio of Huacareta (788,000 acres, largely forested, with a population of 12,000 people), where work was begun in the Parapeti basin as a geographic area, ecologically and

biologically rich containing contrasting elements and ecotonal transitional zone in between the two watersheds. As the Cordillera de los Milagros Municipal Protected Area is the mountain ridge point of linkage between the two watersheds/basins, there were important biodiversity reasons to continue to work moving down Parapetí area, and also to the Pilcomayo in order to increase protection and management of the biodiverse areas.

Highlights of the results of those projects include: Land Use Management Plan for the Bañado River Watershed in Monteagudo municipio; Land Use Zonification of the Area of Influence of the Parapetí River in Municipio Villa Vaca Guzmán (Muyupampa); Land Use Zonification of the Area of Influence of the Parapetí River in the Municipio San Pablo de Huacareta; Land Use Zonification of the Area of Influence of the Ñacamiri – Añimbo Watershed (Pilcomayo Basin); and Land Use Zonification in Rosario del Ingre in the Pilcomayo Watershed Area.

At organizational level, Yangareko worked in the constitution and strengthening of the Bañado Watershed Committee (Comité de Gestión Intercomunal de la Cuenca del río Bañado- CGRB), and supported the creation of the Area Natural de Manejo Integrado de la Subcuenca del río Bañado in Monteagudo municipio; strengthening of the Environmental and Natural Resources Projects Unit of the municipal government focusing on protection of the Reserva Municipal Cordillera de los Milagros of San Pablo de Huacareta, and strengthening of the Parapetí Watershed Committee (Comité de Seguimiento Intercomunal de la Cuenca del río Parapetí - Huacareta).

The projects also achieved: strengthening of the Environmental Unit of the Mancomunidad of Municipios of the Chaco de Chuquisaca (MMCH); enhanced interest of the Monteagudo municipio government to strengthen the Interinstitutional Commission of the Environment (CIMA) to encourage better collaboration among projects and institutions and the Integrated Management Project of the Saucés-Zapallar Micro-watershed, to develop pilot experiences; and the realization of studies on the Perception of Communities in relation to Environmental Risks, diagnostic on industrial forestry, and a study on the relations between projects and communities, as well as other many other activities and results at specific locations for the 37 communities of the Bañado Watershed, as detailed in project reports to the Garfield Foundation.

The activities were within several components, beginning with studies to understand and document the situations in which are living the indigenous and campesino communities, including the relations with the haciendas of the area of Parapetí and the Pilcomayo, focused in strengthen organizational initiatives of civil society, strengthen the sub-alcaldías (sub-county district governments), work with communities on reforestation and recuperation of degraded areas, among others.

For the Pilcomayo Watershed, were included neighboring municipios and provinces, in order to support the indigenous people whose lives are linked to the Pilcomayo (Weenhayek in Bolivia and Wichi in Argentina) to support a Weenhayek initiative to establish relationships via specific families of the Weenhayek, who live downriver from the Huacareta municipio, near to Villa Montes, to support their initiatives and work of a cultural and intra-cultural natural with their Argentine counterparts and with other peoples who are concerned about the Pilcomayo, in order to strengthen the trinational Chaco indigenous movement.

In relation to monitoring work, Yangareko has mapped and periodically monitored the Bolivian Chaco for threats and impacts, as well as entered into bordering provinces of Bolivia and Paraguay. To achieve a base map, derived from ground-truthing permanently is almost impossible, but nonetheless the monitoring information that has been distributed to the county government was in turn used as statistics regarding environmental changes in their own official county documents.

Yangareko also contributed to scientific research through an agreement with the Universidad San Francisco Xavier de Chuquisaca, to collect botanical specimens in the counties of Huacareta, Entre Ríos, Villa Montes and Charagua. The specimens are being identified at the Herbarium in Sucre, but a large number could not be identified there; some of those were identified at the National Herbarium in La Paz.

Two projects focused on institutional networking. Collaboration with the Comité del Gran Chaco enabled that trinational network to meet and share insights. And the regional Coloquios project enabled Yangareko to facilitate the exchange of experiences and diverse discussions around important topics related to environmental wellbeing, protected areas, indigenous territories, and other diverse topics of interest to academics, indigenous representatives, and wildlife specialists.

Yangareko is currently focusing on institutional strengthening of local governments and grassroots organizations in the Middle and Lower Parapetí in Charagua in Santa Cruz department (state) and in the Pilcomayo River watershed in Tarija Department (state). Additional effort is critically needed to establish a relationship between the counties of Azurduy, Huacareta, Monteagudo y Villa Vaca Guzmán in Chuquisaca department (state) and Camiri, Charagua, Pailón y San José de Chiquitos in Santa Cruz department (state), all eight counties have interests in good watershed management of the Parapetí. The efforts in this watershed are directed principally toward the survival of Kaa Iya National Park of the Gran Chaco, which depends on the Parapetí River for water.

In relation to the current situation in the country, those private institutions with classic orientations toward social development and which have worked long to prevent disequilibrium in the past, are now waiting to see the direction that the country is going to take, as the current direction is inconsistent and contradictory in its discourse regarding conservation, development and economic growth. Indigenous organizations are trying to see how they can relate to government in new ways (as identified in the Local Initiatives 3 project). Grassroots organizations are also vacillating and waiting to see where and how/where to present their needs/demands although they are identified with the representativity of the government.

This situation positions Yangareko to take positive action in accord with the strategy determined some years ago, to maintain a direct relationship with county governments and from there with grassroots and indigenous organizations. Yangareko founders made the decision to step down and renew the board membership after these first ten years, and to renew it in relation to the new Bolivian context.

The amount requested is \$90,000 (\$40,000 first year; \$50,000 second year) for the period from June 2011 to December 2012.

The proposal

Introduction. The principal objective of this proposal is to achieve a level of institutional strengthening that will permit Yangareko to take action within the current situation of the country while at the same time broadening the international relations of Yangareko, to bring in other sources of funding and thereby maintain a sustained rhythm of coordinated county and watershed planning.

During this period, Yangareko will make a significant effort to prepare and circulate attractive proposals, and will also need to be explaining why Garfield has discontinued its assistance after ten years because that is a question that will be asked.

The specific objectives of the proposal are:

- Conclude the institutional relationship with Garfield and the personnel who were dependent on Yangareko since 2001, as required under new Bolivian law within the new Constitution. This will put Yangareko in compliance with the new law and position Yangareko to seek funding from other donors.
- As framed within the new directions of the country, orient Yangareko into a position to be able to increase assistance in the counties of the Chaco to increase the environmental consciousness of the population at community level, at the level of community organizations, as well as in the local government for promoting conservation, helping to constructing the power they need to take decisions for the long-term.

During this project period, Yangareko will focus on finding new resources for executing projects and sustaining itself so that the important conservation work can be continued.

In preparation for this transition, Yangareko has achieved a solid, dedicated core technical team linked to a solid team of administration and accounting and fully capable of executing actions in different counties and areas as needed. The structure with which Yangareko worked initially was the efficient modality of consultants working in rural areas with no employee "benefits". In the past two years, the government has developed new laws and demanded that all receive adequate compensation for their years of service.

With this final support from Garfield, Yangareko will be positioned to take on new work under the new frameworks in Bolivia.

Issues Remaining to be Addressed by Yangareko in future years (2012-2017), in collaboration with new donors

- Still weak or wrong civil participation for decisions taking in conservation of biodiversity at watersheds.
- Contradictions between what are saying and what really happens in the field.
- Weak international institutional and inter-institutional relation.
- Loss of diversity in the Parapeti and Pilcomayo watershed influence areas.
- Difficulties to understand the political vision of the government.

Expected Outcomes for new proposals that will be developed for the oncoming years (2012-2015)

- New institutional cooperation for Yangareko to continue his work in the Parapeti and Pilcomayo watersheds influences areas.
- Support for plans and projects for conservation and sustainable use in the Chaco.
- Strengthening Municipio government, in terms of integration of the communities in Environmental and Natural Resources Projects, and organizational decisions.
- Continuity zoning of indigenous area, to continue involving the population in biodiversity conservation activities.
- Continuity in implement nurseries and reforestation in the riverbanks and in the steep deforested areas.
- Strengthening alliances with governmental and other nongovernmental agencies for preparation of specific management plans, permitting specific planning for determined areas and resources.

Background: Describe your organization history and accomplishments and, if funding is being sought for an ongoing project, describe the project's history and accomplishments).

The experiences and learning developed in Yangareko as a result of the support of The Garfield Foundation in the themes of watershed-basins, particularly in the Upper Parapeti, and upper-middle Pilcomayo watershed, with the purpose of focusing on the issues of biodiversity conservation via the involvement and active participation of civil society and related government agencies (i.e., good governance) brings with it new challenges and themes that was necessary to document and socialize in new areas, and in this way, in response to the demand and interest.

This proposals has been developed as a need to close the wide circle of broad collaboration between the Garfield Foundation and Fundacion Yangareko and other institutional and inter institutional initiatives.

The work of Fundacion Yangareko under the Parapeti 1, Parapeti 2 and Pilcomayo-Parapeti II agreements from The Garfield Foundation has been related to the Parapeti river basin as a natural corridor contributing to the protection of the Kaa Iya del Gran Chaco National Park and its associated

ANMI buffer areas, focusing on the completion of the work proposed for those projects, and a additional project in the middle lower basin area known as Charagua municipality.

Highlights of the results of that work include: Zoning for Land Use Management Plans for the Bañado River Watershed in Monteagudo municipio, Land Use Zonification of the Area of Influence of the Parapeti River in Municipio Villa Vaca Guzmán (Muyupampa); Land Use Zonification of the Area of Influence of the Parapeti River in the Municipio San Pablo de Huacareta; the constitution and strengthening of the Bañado Watershed Committee (Comité de Gestión Intercomunal de la Cuenca del río Bañado- CGRB); support to the creation and strengthening of the Environmental and Natural Resources Projects Unit of the municipio government of San Pablo de Huacareta Environmental and Natural Resources Projects Unit of the municipio government of San Pablo de Huacareta focusing on protection of the Reserva Municipal Cordillera de los Milagros.

In addition, other activities included: strengthening of the Environmental Unit of the Mancomunidad of Municipios of the Chaco (MMCH, joining five municipios); enhanced interest of the Monteagudo municipio government to strengthen the Interinstitutional Commission of the Environment (CIMA) to encourage better collaboration among projects and institutions and the Integrated Management Project of the Sauces-Zapallar Micro-watershed, to develop pilot experiences; and the realization of studies on the Perception of Communities in relation to Environmental Risks, diagnostic on industrial forestry, and a study on the relations between projects and communities, as well as other many activities and results at specific locations in the 37 communities of the Bañado Watershed (e.g., advancing reforestation activities in 30 communities), as detailed in project reports to the Garfield Foundation.

As an added value, the existing relations and knowledge from the past work in the Parapeti River basin permitted to build a natural relationship between the two river basins, which are joined by the Cordillera de los Milagros nature reserve which straddles the ridge between the two that runs the length of the Huacareta municipio, separating it into two ecologically different parts.

The Municipio San Pablo de Huacareta (county), as a geographic area, has a natural benefit of containing the contrasts of the two watersheds – on the one hand its territory touches the source of the Parapeti River and on the other side it is bounded by the Pilcomayo River. This gives the area special characteristics that make the area significantly different from other municipios-counties in the Chaco.

At the same time, the Cordillera de los Milagros establishes a point of linkage between the two watersheds-basins, which meet via the mediation of this mountain range ridge, which was an important reason to continue the work begun in Parapeti 2 with the municipal protected area of "Reserva Cordillera de los Milagros" Huacareta, from the Parapeti to the Pilcomayo.

All proposals supported by Garfield Foundation pointed to realize diverse activities to increase the knowledge of Parapeti and Pilcomayo watersheds, based basically in the territorial space of the Chaco municipios in Chuquisaca (Huacareta, Monteagudo and Villa Vaca Guzman) and in Santa Cruz department (Camin, Charagua, Pailón and San Jose municipal areas) and in Tarija department (Villa Montes municipal area).

The Local Initiatives 3 project provided Yangareko and Garfield with a better understanding of how indigenous communities are adjusting to the new Bolivia, and what kinds of assistance they may seek from donor agencies and other collaborators.

This proposal is marked by the central theme of continuity adapted to changes, under a new board, in the changing political contest; a continuity based on strengthening and building on achievements to date but with new strategic lines in keeping with the new operating structure under Bolivian law, with with new leadership and within the constraints of growing inflation.

Mission & Strategy (what is the mission of your organization? Describe your organization's strategy for achieving its mission and how the proposed project fits into the strategy).

Fundacion Yangareko is a nonprofit organization, constituted to fill an urgent need for an effective, grassroots-driven NGO working in and around protected areas, indigenous territories, and associated watersheds in the Gran Chaco and Amazonian regions where biodiversity and livelihoods are threatened by inappropriate development and land use. Yangareko facilitates dialogue and interchanges of knowledge, perspectives and experiences to build consensus for seeking common way forward. Yangareko works through teams that include technical specialists and community members seeking to develop new solutions based on traditional and scientific knowledge and implemented by local institutions.

Yangareko's working theory of change is that, given that local people manage biodiversity on a day to day basis, if they share their knowledge and are joined in local organizations and interactive discussion forums, then a critical mass of people will change their own behavior and take advantage of opportunities to influence key decision-makers, and in turn decision-makers will respond by taking action to support solutions that are good for society and nature. Yangareko has proven its ability to follow this strategy to deliver results in collaboration with others, ranging from work with the indigenous organization CPI-Chaco to the trinational Comité del Gran Chaco.

The area of Yangareko's work as an institution is focused on the conservation of biodiversity and preservation of the environment, and it is based on on-the-ground work in selected areas where effort is made to help people find a sustainable balance between the wellbeing of the population in harmony with their natural environment.

To achieve its institutional goals, Yangareko works in strengthening local governments (county level) with civil society organizations of the communities and peoples of indigenous peoples, campesinos, who are seeking to create and consolidate consciousness about sustainable conservation of the natural environment based on use of natural resources in accord with their potential for sustainable use, orienting the local population's decisions toward management of the ecosystem they occupy or in which they intervene. In those meanings all the activities planned by Yangareko had relation to the Monitoring Project funded by Garfield Foundation, which also contributes to development of institutional strategies.

This proposal comes at a time of a slowdown in the continuation of actions, taking time for the basic immediate necessity to adapt and strengthen Yangareko vision and mission at this time of transition.

Project Significance: Describe the problem being addressed. What are the project's short-term and long-term goals? Why is the project important? What are the potential challenges?

The project is oriented toward: strengthening the institutional issues needed to take decisions for short, medium and long-term to construct and consolidate a healthy institution with new team with additional resources to complete the current Upriver-Downriver project, taking advantage of the unexpected interest (arisen since the time that project began its planning phase last year) of the county governments in coordinating watershed management up and down the Parapeti

Yangareko team has traveled to meet with the county executives all along the Parapeti; and all the county executives want to set up a coordinated Watershed and River management District for managing the Parapeti river, from its source down to Kaa Iya, all the way to the Concepcion Lake in San Jose de Chiquitos. This would be a crowning achievement culminating the Garfield and Yangareko work along the Parapeti for the past ten years, to protect Kaa Iya biodiversity as well as the waters of the river that nourishes people, animals, birds and wetlands. The vision is to achieve a Parapeti River/Watershed Management District in place and drawing funding from the different county & autonomous government budgets as well as from national and foreign donors. This would consolidate the grassroots-linked governance structure between local communities watershed committees (modeled after the Monteagudo and Huacareta community watershed committees) and their eight local governments coordinating along the entire river (Azurduy, Huacareta, Monteagudo, Villa Vaca Guzman -aka Muyupampa, Camiri, Charagua, Pailon, and San Jose de Chiquitos counties)

Under other projects, Yangareko has done the groundwork in four of these eight counties (Huacareta, Monteagudo, Muyumpampa, and recently Charagua), so this would upscale to the other four.

This as the most viable way to engage the Charagua government (in the current Upriver-Downriver project) as they have been slow to sign the collaboration agreement and are most interested in engaging with upriver counties whose activities affect downriver Charagua. The new team brings the credibility of increased indigeneity to this table which is being created in the "new" Bolivian context, and will strengthen the Lowland Chaco indigenous position within the national and subregional context.

GF began its support to the Chaco with a grant to Yangareko to do initial studies of how to support watershed management along the entire Parapeti, to contribute to protection of critical water for Kaa Iya. Hence this project brings GF to the end of its support of what was envisioned as a longterm goal in its initial support.

Work Plan (describe the project including objectives, activities, and implementation schedule. List any deliverables you expect the project to produce and the anticipated completion date).

The two main objective of the proposal, is to:

- Assist the consolidation of the institutional structure, to attend with efficiency the issues related to legal changes and changing strategies for conservation of biodiversity.
- Wrap up the Garfield relationship with final achievement of an multi-county Parapeti river watershed institution.

The specific objectives are:

- Assist Yangareko to re-organize itself under its new board, with a new executive director, and with new relations to allied institutions (Yeporaka, CABI, Charagua county, and other organizations and institutions).
- Technical support to define a new workplan for Yangareko for a short and medium term (next five years).
- Support the activities related to closing projects with Garfield's Foundation support.
- Advise organizations and institutions related to Yangareko (Yeporaka, CABI, CGRB, Charagua, Huacareta, Villa Montes municipalities, etc.) in seeking funding in relation to biodiversity conservation.

Activities

Yangareko will support the following activities.

- Analyze with the Board and technical team past accomplishments and lessons learned during the first decade of Yangareko's existence, and position that past work as a basis to go forward within the new governmental context.

[For this, is necessary to work with the new team and other allied institutions (Yeporaka, CABI, etc) within the new Constitution and labor laws in Bolivia.]

- Financial adjustment for compensating the long-term personnel.
- Internal planning to define a work plan for Yangareko for a short and medium term for the next five years

- Periodic internal workshops for planning new steps for the short and medium term, and reviewing advances.
- Complete activities and close the UpRiver - DownRiver and Local Initiatives projects.
- Provide advice and technical assistance to the institutions allied with Yangareko (CABI, Yeporaka, CGRB, etc) to seek funding in relation to biodiversity conservation and sustainable development.
- Prepare and submit final reports, audit, and other documentation to Garfield Foundation.

Work plan & Timetable-- (shown in two month periods)

Objective: Organize Yangareko under its new Board, and a new team and in its relations with other near related institutions (Yeporaka, CABI, Charagua municipality and other organizations and institutions).									
Activities	1	2	3	4	5	6	7	8	9
Analyze with the Board and technical team what was accomplished in the time of Yangareko's existence, and how it is now understood within the new governmental context.	x								
Financial adjustment for the long-term personnel.		x	x						
Objective: Technical and financial support to define a work plan for Yangareko for a short and medium term.									
Activities	1	2	3	4	5	6	7	8	9
Internal planning to define a work plan for Yangareko for a short and medium term.		x							
Periodic internal workshops for planning new steps for the short and medium term, and review advances.			x		x		x		x
Objective: Strengthen the institutional activities related to closing projects with Garfield's Foundation support.									
Activities	1	2	3	4	5	6	7	8	9
Complete activities and close Up River and Down River and Local Initiatives projects.	x	x	x	x	x	x	x	x	
Objective: Advise organizations and institutions allied to Yangareko (Yeporaka, CABI, CGRB, Charagua, Huacareta, Villa Montes municipalities, etc.) to seek funding in relation to biodiversity conservation.									
Internal and municipal meetings for planning and decisions making.	x	x		x		x		x	
Provide advice and technical assistance to the institutions allied with Yangareko (CABI, Yeporaka, CGRB, etc) to seek funding in relation to biodiversity conservation and sustainable development.	x	x		x		x		x	
Objective: Closing biodiversity conservation activities with Garfield's Foundation support.									
Activities	1	2	3	4	5	6	7	8	9
Prepare and send final reports, audits and other documentation to Garfield Foundation.									x
Comments: Reports will be sent as usual every six months periods.									

Monitoring & Evaluation: Describe how you will track progress and gauge the project's effectiveness. What, if any, base-line data are you using to understand the problem?

For this proposal Yangareko will implement concrete actions for an adequate process to adapt the institutional actuation under the new country context. The goal is to have good outcomes of this transition in terms of achieving a good "close" to GF's association with Yangareko leaving Yangareko re-organized and positioned to act in the new Bolivian context while still committed to the same long-term goals as in 2001 when it was founded. The outgoing Executive Director/GF regional advisor will closely monitor Yangarekos progress in transition to new structure and recommends adjustments if necessary.

Collaboration & Coordination: Describe how your organization is collaborating or coordinating with others with regards to the project. How are stakeholders involved in the project's design and implementation? Is the project part of a coordinated strategy involving other organizations, individuals or agencies? If so, please describe.

The renewed Yangareko will seek to continue to build municipal and intermunicipal strong relations, to coordinate with government agencies at Santa Cruz, Chuquisaca and Tarija departments level (Gobernaciones, Gobiernos Municipales/counties) and with community organizations.

Diversity: Describe how issues of diversity (gender, socio-economic status, ethnicity, etc.) have been considered and integrated into the project.

The central commitment of Yangareko is a strong relation to biodiversity and the environment issues. All the activities that are planned and implemented until now, all those will be planned have unwavering commitment to this principle. This commitment is closely linked to the cultural themes of communities and indigenous peoples and the relation to the first principle is obvious and natural.

In relation to gender, there is no particular focus on this in the project framework, which is devised to address particular environment and governance issues. Nonetheless, the theme of gender is considered within Yangareko's projects, as are concerns with incorporating the perspectives and involvement of youth and the elderly.

Staff: Describe the experience and qualifications of any staff or volunteers expected to play significant roles in implementing the project.

- The new institutional Board members - planning and following the implementation of the institutional designed activities.
- A new Executive Director - taking responsibilities under a new institutional structure as GF funded activities are ending.
- A trained administration team - taking responsibilities under a new institutional structure.
- Technicians - closing the Garfield projects in execution.
- An accountant under the new institutional structure -- knowing all the necessary steps for reports to Garfield Foundation and learning the reporting requirements of other donors.

Budget (1 to 2 pages)

Attach a project budget that includes start and end dates; general categorizing of expenses (i.e. Personnel, Travel, Supplies, Communications, etc.); and, a list of other income, indicating confirmed and pending contributions.

Note-

- * the only item to be expended in FY2011 is the compensation for longterm employees for completion of their service, as required in compliance with new labor law.
- ** Under Bolivian law, an annual "memory" document describing the years activities is required.

Start date: 1 June 2011 - End date: December 2012

Salaries & Honoraria	Total
Coordination & Management (Jan-Dec 2012)	11 200
Administrative (Jan-Dec 2012)	9 200
Accountant (Jan-Dec 2012)	5 600
GIS and Field technician (Jan-Dec 2012)	9 800
Required benefit compensations for long time personnel (2011*)	25.000
Subtotal Salaries	60.700
Field trips	
Gasoline & oil (Jan-Dec 2012)	4 000
Parts and maintenance (Jan-Dec 2012)	4 000
Transport, food, & lodging (Jan-Dec 2012)	2.000
Subtotal field trips	10.000
Other Direct Expenses	
Communications & office expenses (+ rent) (January-May 2012)	3 600
Communications & office expenses (+ rent) (June-December 2012)	3 600
Final Audit & Annual Institutional "Memory" document** (due Dec 2012)	4 000
Charagua -Parapeti support (2012)	9000
Subtotal	19.200
TOTAL	90.000

ANNEXES – information in files in Garfield's Foundation office.

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STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2012

Part VII-B: Part VII-B: Statements Regarding Activities for Which Form 4720 May Be Required

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) The name and address of the grantee:

Fundacion Urunde
Project: Strengthening institutional capacity for a successful
transition from Garfield Foundation funding
Calle Vicente Lope 477
quinto piso - oficina B
Salta 4400, Argentina

(II) The date and the amount of the grant:

June 11, 2011	\$190,000 00
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(III) The purpose of the grant

See statement attached

(IV) The amounts expended by the grantee(based upon the most recent report received from the grantee).

August 15, 2012	\$70,000 00
October 12, 2012	\$35,000.00

(V) Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).

No

(VI) The dates of any reports received from the grantee.

March 10, 2012
March 21, 2012
May 21, 2012
November 25, 2012

(VII) The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.

March 10, 2012	reviewed
November 25, 2012	reviewed

GARFIELD FOUNDATION

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundación Urundei for its project, *Strengthening Institutional Capacity for a Successful Transition from Garfield Foundation Funding*. This final grant will conclude the institutional relationship with Garfield Foundation by ensuring that Urundei has the organizational capacity to carry on its conservation and advocacy work in the Gran Chaco region of Argentina (and beyond). This grant also supports Urundei to consolidate itself as an organization with a strong track record of results and an information base that attracts new donors.

Fundación Urundei has been designated the recipient of the U.S. \$190,000 award to be utilized for the designated purpose between **June 1, 2011–December 31, 2012**.

Payment & Report Schedule:

Payments

- \$85,000 – June 2011
- \$105,000 – March 2012

* The second grant installment is contingent on receipt and favorable review of required progress reports.

Reports

- FY 2012 projected operating budget due by **15 July 2011**
- FY 2011 organizational expenditure report due by **15 September 2011**
- *Interim* narrative & project expenditure reports due by **15 March 2012** (covering eight months, June 1, 2011 – February 28, 2012)
- FY 2012 organizational expenditure report due by **15 September 2012**
- *Final* narrative & project expenditure reports due by **15 February 2013** (covering the full grant period June 1, 2011 – December 31, 2012)
- *Year-to-date* organizational expenditure report due by **15 February 2013** (covering August 1, 2012–December 31, 2012)

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

Organizational expenditure reports will detail all expenses incurred by Fundación Urundei during the associated fiscal year in accordance with the operations budget. All income (i.e., private, government and in-kind contributions) generated for the organization during the fiscal year will also be reported.

Project expenditure reports will detail all expenses occurring during the grant period in accordance with the approved project budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported.

The final report should confirm that the capital equipment purchased with grant funds has not been used for any purpose proscribed by the terms of the agreement and make reference to the ultimate disposition of such equipment for specific charitable, scientific, literary or educational purposes.

89 NORTH WATER STREET • NEW BEDFORD, MA 02740 • TEL: 508-997-3199 • FAX: 508-997-3122

www.garfieldfoundation.org

gfc
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Because Fundación Urundeí is a registered non-profit, non-governmental organization in Argentina but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. Fundación Urundeí was created in 2008, and is operated exclusively for charitable [or educational] purposes. The activities of Fundación Urundeí as relevant to this grant include:

- Establish a technical team of professionals to gather and analyze ground-trusted information from the key zones identified in satellite imagery from the Chaco-Yungas project and working to bolster the human resources necessary to achieve the projected outcomes of Chaco-Yungas project;
- Complete core activities in the Chaco-Yungas corridor related to the 2009 Garfield Foundation grant and consolidating Urundeí's programmatic reputation in Argentina;
- Design and distribute questionnaires to gather socio-economic information from the population in select areas important for conservation and ecosystem integrity to help understand attitudes toward conservation and the barriers for applying the existing environmental laws;
- Gather information about the environmental services, and public attitudes about them, from different ecological zones in order to design interventions that will conserve important biodiversity;
- Disseminate information regarding the benefits of conservation actions and natural environmental services via workshops and other events that engage the public, relevant agencies, collaborators, and potential donors; and,
- Reach out to promising donors identified by a fundraising advisor, and using the information base constructed by Urundeí's projects to demonstrate a convincing rationale for conservation and sustainable development projects in key areas of the Gran Chaco.

** Please refer to the proposal for the details of activities and budget associated with this grant.*

2. Fundación Urundeí has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundación Urundeí were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundación Urundeí is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundación Urundeí:

- a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.
- b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.
- c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundación Urundeí's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundación Urundeí has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling Fundación Urundei to complete the activities described in detail in the attached proposal. Fundación Urundei will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.
5. Fundación Urundei will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.
6. Fundación Urundei will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.
7. Fundación Urundei agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.
8. Termination:
- a) For Cause. If the Foundation determines at any time that Fundación Urundei has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundación Urundei. Such notice shall become effective upon receipt or as indicated in the termination notice.
 - b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundación Urundei. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.
- The Foundation shall not be obligated to pay for any expenses incurred by Fundación Urundei after the effective date of any notice of termination. Upon its effective date, Fundación Urundei shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundación Urundei shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.
9. Fundación Urundei agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.
10. A written instrument executed by both the Foundation and Fundación Urundei may modify this agreement.
11. Fundación Urundei agrees not to use any portion of the grant
- a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);
 - b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);
 - c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or
 - d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B).

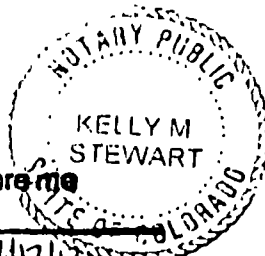
State of Colorado
County of Boulder

Subscribed & Sworn to before me

this June 11, 2011

My Commission Expires 2/12/12

Kelly M Stewart
Notary Public



On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: June 11, 2011

Jennie Curtis

Fundación Urundei hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Fundación Urundei
Calle Vicente Lopez No. 407
Edificio Mercedes Work Center
QUINTO piso - Oficina "B"
Salta, Argentina

President, Juan Alejo Zarzycki

Date: 30/June/2011

J. Zarzycki

PROPOSAL TO
THE GARFIELD FOUNDATION

Institutional Strengthening and Support to Conclude Successfully
the Biodiversity Program Activities with Garfield Foundation

FUNDACIÓN URUNDEI

Salta - Argentina

Abril 2011

Cover page

Proposal: Name in English: Institutional Strengthening and Support to Conclude Successfully the Biodiversity Program Activities with Garfield Foundation. Name in Spanish: 'Fortalecimiento Institucional y Apoyo para Concluir Satisfactoriamente las Actividades del Programa de Biodiversidad con la Fundación Garfield'.

Organization: Fundación Urundeí.

Main Office: Calle Vicente López 477 - Quinto piso - Oficina B - Salta (4400) - Argentina. Telefax: (54) 387-421-1727. Mail: urundeí@yahoo.com

Geographical Areas: Chaco Sudamericano - Corredor Yungas Chaco - Parque Nacional El Rey. Comunidades Indígenas y criollas.

Amount requested: \$ 190,000 (first payment \$85,000; \$105,000 second final payment).

Duration: June 2011 - December 2012.

Executive Summary

Urundeí's transitional proposal will enable Urundeí to complement the skeleton budget in the Yungas-Chaco grant to contract the technical consultants essential to develop land use/ resource management plans requested by landowners in the Chaco-Yungas corridor, and cover gaps in core costs through the end of 2012. This 2011-2012 work is key to consolidating Urundeí's relationships and upscaling processes for significant results. The envisioned 2011 and 2012 budgets incorporate the continuing 30% inflation rate in Argentina, and the nationally-mandated increase in salaries and benefits. This grant will enable Urundeí to complete its commitment for GF project activities and bridge counterpart for expected new donors. Urundeí will reach out to donors selected as promising by a fundraising consultant, and use results of the monitoring work as the researched basis for new projects. During 2011 and 2012, Urundeí will consolidate itself as a mature institution that can gain support from Argentine sources in addition to finding new US/European funding.

This investment will enable Garfield Foundation to fulfill its ten-year biodiversity strategy commitment with the goal of leaving strong local institutions that support conservation and sustainable development in the Gran Chaco of Argentina and Bolivia.

The conception of this proposal is based in the consideration of institutional strengthening of Urundeí, accompanying a final phase of actions projected by the Garfield Foundation's Biodiversity Program. This strengthening and final phase is occurring as the Garfield Program is approaching ten years of existence, during which time it has attended to diverse institutional and inter institutional initiatives over this decade, principally with a focus on actions for the conservation of the biodiversity in the region of the Gran Chaco of South America.

The fight for the needs of conservation is an unequal struggle against the forces of development that are capable of destroying rapidly while the renewal force of nature is slow although sure. The forests that remain are linked to protected areas and private conservation areas under control of indigenous peoples and private property holders, areas that one way or another have achieved maintenance of forest patches including those

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in inaccessible areas or nonproductive areas. These are the areas where it is viable to regulate the pressures over natural resources now. Unless these areas are integrated into the larger landscape of the neighboring ecosystems, there is little probability for long-term survival of biodiversity. Undoubtedly these adaptive and growing impact of conservation actions at the same time seem small confronting the accelerating impact of development, which, despite the good will and strength of private cooperation (donors) has entered into a weakened phase, and of this Garfield was not exempt. The global economy and the fall of the stock market caused changes in relation to the possibilities of continuing the same dynamic actions toward more sustainable development and the hope of small growth.

The work being done by Fundación Urundei in Argentina is new. For two years, Urundei has focused on research/learning and looking for interinstitutional collaboration with private entities and universities in both Argentina and Bolivia. In Argentina, Urundei has focused on building its foundation around the "neighborhood" of El Rey National Park (60 years old) and assisting private landowners there to establish a more formal buffer zone with economic benefits from not cutting the forest -- especially oriented to ecotourism and rural tourism as appropriate and viable for the zone. In the area of communication, the diffusion of information and transmission of the reality via images has an impact but enters into a competition over who produces the best propaganda. Hence, Urundei has entered into alternative tools such as YouTube.

An additional aspect where Urundei has built on actions and lessons from Bolivia, is the monitoring of threats and impacts, with news contributing to the frustration seeing how far humans go in destroying forest in order to establish other land uses. Viewing the extensive changes from satellite images, one sees the lack of controls. One wonders to what extent knowledge can ever lead to knowledge-based political decisions when they are decisions taken by the current government in power at any moment, and also in light of the fact that it seems impossible to stop the current rapid economic growth process. Undoubtedly scarce resources grow in their value, and it seems that the human efforts follow the ebb of the resources also increasing their value. This happened with wood of diverse tree species that have now gone extinct, as well as is happening with oil, with minerals, with wildlife, etc.

In the midst of this changing panorama, one has to be innovative, seeking alternatives that may influence the population that is causing the ecological damage so they stop thinking only of the advantage to themselves in their short lives on this Earth. In consequence, this Urundei proposal focuses on the situations where assistance, despite being short-term and in a process of closing the Garfield program, without promising to change the world, serves to construct a solid base on which to reach results in achieving new strategic alliances for the longterm. Deepening and documenting the experience accumulated by an institution so young as Urundei is a first step, so in the dynamic context, it is possible to adapt to the evolving situation, to work from viable platforms, and give satisfaction to have completed a process that was linked to good intentions that translated into all that Garfield has assisted.

Therefore, this proposal includes strengthening alliances with institutions that have experience and are linked to decision makers, that have experience working in private conservation, indigenous and criollo communities, with an eye to other potential allies. In sum the proposal strengthens strategic relationships and planning.

The geographic area of action is ample, considering that ecosystems do not exist in isolation, but are affected by their neighboring ecosystems. As such, in the Chaco, the Yungas (ecotonal cloud forests), the "valleys" and the higher puna are all areas to be explored for potential allies.

The conservation corridors that include protected areas and development of proposals to expand/recognize these is also a component linked to alliance building.

Taking into account the stage of Urundi's institutional consolidation and its context within Argentina and the world, having established agreements to collaborate with public and academic institutions, having carried out work in Bolivia with Bolivian technical teams that were trained under Yangareko, and having gathered and analyzed existing information about the focal geographic areas of interest, Urundi has achieved the point where it is essential to incorporate the necessary human resources to complete the fieldwork in the El Rey project and startup intensive field work in Yungas-Chaco corridor (as soon as 2nd tranche is received in August). In February 2011, Urundi put out a call for interest from junior-level professionals in Salta in order to identify the best candidates that can contribute to Urundi now and into the future, to complete the projects at hand, and demonstrate the capacity required to negotiate new projects with new sources of funding. The second key aspect of this period 2011-2012 is the need to cover the core institutional costs while completing the ongoing projects and identifying new proposals that meet the interests of collaborating institutions and potential donors.

The period of the proposal is June 2011-December 2012. The amount sought is \$190,000

C. Proposal

1. Introduction

The lifetime and actions of Fundación Urundi in Argentina are quite new; it was registered as an NGO at the end of July in 2008 and opened its office in 2009. In this short period, Urundi has sought to gain spaces in relating to public institutions and with academic and private institutions abroad and nationally, to work in relation to protected areas, private properties, buffer zones, corridors and communities. Urundi has also begun to create a track record of actions that define its institutional as it meets the challenges along the way. The monitoring and registering of threats, and creating base maps over which to build maps of this information over this extensive area in which rapid impacts are occurring faster and faster, creates challenges in terms of updating and ground uniting of changes visible in satellite images constantly. Monitoring the area has required prolonged and frequent travel to keep up with the changes. Communication efforts that show the reality of the situation via video testimonies and images has certainly had impact, despite the difficulties encountered in opening space for others to share their video testimonies.

The vision and mission of work to gain the participation of local people, in generate awareness among them, is very important for conservation although until now there has been limited impact due to lack of involvement of the institutions that are related to natural resources management and environment. In other words, in the difficult conditions in Argentina, it is still necessary to work hard to improve governance - "the sum of the multiple ways as individuals and public and private institutions manage or can manage common issues, in a continuing process by means of which diverse and conflicted interests can find an common way forward, to adopt cooperative action."

The proposal covers institutional strengthening so that each member of the team maintains the province of Salta as the core area and from there works to identify the key transition areas between ecosystems -- the forest transitions, the transition between ecotonal mountain forest and lowland Chaco forest, and the puna and intermixed "valleys" with long histories of agriculture (since pre Hispanic times). The work will focus on the biodiversity and the provision of ecological services flowing across this landscape.

This work requires bringing Argentine technical specialists into the Urundi team, both social and biological/environmental. It also requires updated equipment to better manage the information in forms that are appreciated by government agencies and those who take decisions. And it requires covering core institutional costs during this period of completing ongoing projects while seeking new donors.

2. Mission and Strategy

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The mission of Urundei is to promote the conservation of biological diversity and natural resources in collaboration with private and public sectors in the Gran Chaco of South America, to help people find a sustainable balance between people and the environment.

The objectives of Fundacion Urundei are:

- Conserve biodiversity through: sustainable production and protected areas at trinationa, binational, provincial, community and private levels; watershed management; training, audiovisual and other communication outreach; workshops, colloquia, roundtables, and meetings
- Promote and finance projects implemented directly or through third parties to support sustainable development; strengthen the rights of populations affected by environmental problems in urban and rural areas by means of conferences, forums, and other similar activities; promote the sustainable development through research, studies and voluntary works; promote the education and general public interest in environmental themes to strengthen conservation action by private citizens; encourage environmental responsibility of private business, associations of private businesses, or any other productive sector;
- Carry out studies about environmental issues and spread information about the studies and knowledge so they are accessible to affected populations by urban and rural environmental problems who can in turn deliberate among themselves to propose legal reforms and new technical regulations;
- Join in agreements for cooperation, collaboration and interchanges with public and private entities, governmental and nongovernmental, in relation to socio-environmental and sustainable development studies and projects.

Urundei's working theory of change is that change can be generated by the people who live on the lands, with the rivers, and near the forests if they are given the opportunity to be involved in dialogue, assessments and efforts to understand how to better manage ecosystems for conservation and wellbeing of all. Urundei seeks to involve private agricultural producers who have major impacts on the environment. Urundei works through teams that include technical specialists who will seek to develop collaborate in generating solutions based on traditional and scientific knowledge and implemented by local landowners and their workers. To achieve its institutional goals, Urundei works in alliances with others to create and consolidate consciousness about sustainable conservation of the natural environment based on use of natural resources in accord with their potential for sustainable use, orienting the decisions toward management of the ecosystem they occupy or in which they intervene.

The project fits Urundei's strategy to develop alliances with others through working with teams that have technical specialists to contribute information that will lead to better ecosystem management in the Gran Chaco.

3. Significance of the project

This proposal contributes additional funding to strengthen Urundei and the outcomes of the Garfield support by complementing the other Garfield projects that are in the process of termination during the 18 month period proposed. The proposal is aimed toward the following objectives:

General Objective

Strengthen Urundei at the national and international levels, so that it becomes known to major institutions for its capacity and trackrecord of work oriented to conservation and sustainable development, and receives new support for building its trajectory.

Specific Objectives

- i) Consolidate relations with institutions and specialized professionals

- b) Build a technical competent technical team capable of achieving conservation project activities
- c) Renovate and acquire equipment according to the needs for supporting this technical team.
- d) Consolidate institutional relations at private and public, national and international levels.
- e) Provide consistent and scientifically-valid information related to environmental services as necessary to sustain conservation.
- f) Make use of/leverage the existing public and private institutions to support and further Urunde's actions in the area of technical and financial cooperation.
- g) Encourage the development and adoption of policies related to the conservation of ecosystems, environmental services, sustainable management of natural resources, and the environment.
- h) Articulate inter institutional strategies for conservation and sustainability, spreading successful experiences.

4. Work plan and timetable

Summary of Activities:

- Build a competent technical team to gather and analyze ground-trusted information from the key zones identified in satellite imagery, and bolster the human resources to achieve the projected outcomes of Chaco-Yungas project.
- Design and apply questionnaires to gather socio-economic information from the population in selected areas important for conservation and ecosystem integrity, to understand the populations attitudes toward conservation and the constraints for applying the existing environmental laws despite the "appearance" that all is going fine officially.
- Gather information about the environmental services from the different ecological zones and the understanding of the populations regarding these environmental services.
- Disseminate information regarding the benefits of conservation actions and natural environmental services to public, relevant agencies, collaborators, and potential donors.
- Map key areas for environmental services, areas that should receive conservation attention - both private and public.
- Socialize and discuss this information in workshops and other events.
- Open and build communication with other strategic donors and fundraise for continued activities.

Period June 2011 - December 2012

2 mo periods									
Timetable	1	2	3	4	5	6	7	8	9
Objective: Consolidate relations with institutions and specialized professionals									
Activities									
Develop agreements with relevant institutions and professionals			x	x	x	x			
Document the opportunities for conservation with private entities and communities.	x	x	x	x	x	x			
Objective: Support a competent technical team capable of achieving the programmed landscape conservation project activities.									
Activities									

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Design TORs in defined areas	x								
Call for CVs and applications in Natural Resources areas, social sciences, environment and communication.	x	x							
Define time & products, and sign contacts.	x	x	x						
Objective: Renovate and acquire equipment according to the needs for supporting this technical team.									
Activities									
Evaluate, get bids and acquire the equipment determined to be necessary to fill existing gaps.			x	x	x				
Objective: Consolidate institutional relations at private and public, national and international levels									
Activities									
Establish relations and develop the necessary agreements with scientific, academic and research institutions.			x	x	x	x			
Objective: Provide consistent and scientifically valid information related to environmental services as necessary to sustain conservation.									
Activities									
Obtain information about relevant competent institutions consistent with the objective.			x	x	x	x			
Distribute information in appropriate mechanisms/media to reach the population.			x	x	x	x	x	x	
Objective: Make use of/leverage the existing public and private institutions to support and further Urundei's actions in the area of technical and financial cooperation									
Activities									
Prepare via participatory means proposals oriented toward achieving Urundei's institutional objectives.	x	x	x	x	x	x	x	x	x
Carry out trips to meet with potential collaborators/donors and seek funding for these proposals.			x	x	x	x	x	x	
Objective: Encourage the development and adoption of policies related to the conservation of ecosystems, environmental services, sustainable management of natural resources, and the environment.									
Activities									
Carry out five workshops and seminars for sharing information that forms the basis for improved policies.				x	x	x	x	x	
Strengthen the relations with provincial and national agencies.				x	x	x	x	x	
Objective: Articulate inter institutional strategies for conservation and sustainability, spreading successful experiences.									
Activities:									

for 12

Document, systematize and share successful experiences.				x	x	x	x	x	
Carry out three workshops and seminars to share this information.					x	x	x		

Challenges to the project

This institutional strengthening of Urundei, as the final phase of Garfield support, will face the challenges of all young institutions in finding support and alliances amongst institutions that have already established lines of collaborating, as well as the restrictions that many such as IUCN put on recognizing organizations only after having three years of existence (which Urundei will achieve at the end of July 2011). Urundei fills a gap in Gran Chaco conservation that needs to be filled, and Urundei is committed to filling that gap, and has made good progress in the first two years, particularly in relation to working with private conservation.

The main challenge is to gain sufficient long-term alliances with international cooperation to be able to do the necessary and urgent conservation work in the Gran Chaco. Lack of information is a challenge, but this project aims to fill that gap, particularly in relation to environmental services and sustainability based on alternative production patterns. Another challenge is the rapid economic growth and high inflation rate (30% last year, and expected to run at similar rate this year into the foreseeable future), because it undermines budgets from existing projects whose budgets were based on lower expectations of costs to be incurred.

5. Monitoring and evaluation

Urundei will monitor and report progress by reviewing progress internally within the team at six month intervals and report progress to Garfield.

6. Collaboration and coordination

A key objective is to achieve collaborators and coordinate with the relevant institutions in order to achieve greater attention to conservation across the landscape corridors emanating from/within Salta province. Urundei will build on existing agreements signed with the Environment ministry of Salta, the Catholic University of Salta, the National University at Salta, and the park authorities for El Rey National Park. Urundei is also a member of the Chaco Network, which includes some 40 institutions working in Paraguayan, Bolivian and Argentine Chaco. The expectation is that in addition there will soon be an agreement with Rural Society of Salta, a key representative organization of private landowners. During the progress of this project, additional collaboration will be achieved with other donors and allies who are identified in the course of this project.

7. Diversity

The area includes diverse local ecosystems and ecotones, as well as diverse populations of indigenous and peasant communities as well as ranches and agro industrial holdings. The team includes women who have experience involving men and women in projects.

8. Team

The professional team of Urundei will be expanded to meet the needs of the work on part-time or fulltime basis. The existing equipment of Urundei will be used although it will be necessary to replace/upgrade some equipment. This budget will (over the period of this project) effectively increase the lines available for the team in the budgets of existing projects, necessary in light of the inflation and new national regulations

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Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions THE GARFIELD FOUNDATION C/O BEHAN LING & RUTA CPA'S, P.C.	Employer identification number (EIN) or ☒ 22-2285358
	Number, street, and room or suite no. If a P.O. box, see instructions C/O RAICH ENDE MALTER & CO. LLP - 475 PARK AVE SO	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10016	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

RAICH ENDE MALTER & CO. LLP

- The books are in the care of ► **475 PARK AVE SO., 31ST FL - NEW YORK, NY 10016**
Telephone No ► **212-695-7003** FAX No. ► **212-695-3031**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3 month (6 months for a corporation required to file Form 990-T) extension of time until **JULY 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☐ calendar year _____ or
► ☒ tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	26,635.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	12,135.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	14,500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE GARFIELD FOUNDATION C/O BEHAN LING & RUTA CPA'S, P.C.	☒ 22-2285358
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O RAICH ENDE MALTER & CO. LLP - 475 PARK AVE SO.	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10016	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

RAICH ENDE MALTER & CO. LLP

• The books are in the care of **475 PARK AVE SO., 31ST FL - NEW YORK, NY 10016**

Telephone No. **212-695-7003**

FAX No. **212-695-3031**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **OCTOBER 15, 2013.**

5 For calendar year _____, or other tax year beginning **DEC 1, 2011**, and ending **NOV 30, 2012**.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

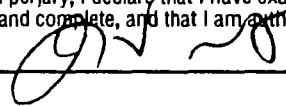
7 State in detail why you need the extension

SEE STATEMENT ATTACHED

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	26,635.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	26,635.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature 

Title **CPA**

Date **07/12/13**

Form 8868 (Rev. 1-2012)

STATEMENT ATTACHED TO
APPLICATION FOR EXTENSION OF TIME TO FILE

Complete information relating to the taxpayer's income has not yet been provided to taxpayer by a third party responsible for compiling the data.

It is expected that this information will be available so as to permit filing by the extended due date.