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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

Conservation Food and Health Foundation
Inc
c/o GMA Foundations, 77 Summer St
Boston, MA 02110-1006A Employer identification number
22-2625024B Telephone number (see the instructions)
608 257-4690C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 15,995,635.
J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)				
	2	Ch <input checked="" type="checkbox"/> if the found is not req to att Sch B				
	3	Interest on savings and temporary cash investments	472.	472.	472.	
	4	Dividends and interest from securities	40,580.	40,580.	40,580.	
	5a	Gross rents	1,505,715.	1,505,715.	1,505,715.	
	b	Net rental income or (loss)	574,634.			
	6a	Net gain/(loss) from sale of assets not on line 10	163,098.			
	b	Gross sales price for all assets on line 6a	980,032.			
	7	Capital gain net income (from Part IV, line 2)		163,098.		
	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/(loss) (att sch)					
11	Other income (attach schedule)					
	See Statement 1	275,073.	275,073.	275,073.		
12	Total. Add lines 1 through 11	1,984,938.	1,984,938.	1,821,840.		
ADMINISTRATIVE AND OPERATING EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages	124,861.	124,861.	124,861.	
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	8,650.	8,650.	8,650.	
	b	Accounting fees (attach sch)	12,326.	12,326.	12,326.	
	c	Other prof fees (attach sch)	37,264.			37,264.
	17	Interest				
	18	Taxes (attach schedule)(see instrs)	146,724.	146,724.	146,724.	
	19	Depreciation (attach sch) and depletion	127,709.	127,709.	127,709.	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
		See Statement 6	549,826.	549,826.	549,826.	565.
24	Total operating and administrative expenses. Add lines 13 through 23	1,007,360.	970,096.	970,096.	37,829.	
25	Contributions, gifts, grants paid. Part XV	976,787.			976,787.	
26	Total expenses and disbursements. Add lines 24 and 25	1,984,147.	970,096.	970,096.	1,014,616.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	791.				
b	Net investment income (if negative, enter -0-)		1,014,842.			
c	Adjusted net income (if negative, enter -0-)			851,744.		

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

ASSETS	1	Cash – non-interest-bearing	202,375.	260,750.	260,750.
	2	Savings and temporary cash investments	512,723.	461,375.	461,375.
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	18,809.	19,166.	19,166.
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	2,216,445.	2,464,168.	2,534,244.
	c	Investments – corporate bonds (attach schedule)			
LIABILITIES	11	Investments – land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	1,377,218.	1,331,277.	1,850,100.
	14	Land, buildings, and equipment: basis	3,839,958.		
		Less: accumulated depreciation (attach schedule) See Stmt 7	2,654,210.		
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I.)	5,629,656.	5,722,484.	15,995,635.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
NET ASSET BALANCES	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
FUND ASSETS	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	3,264,098.	3,264,098.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,365,558.	2,458,386.	
	30	Total net assets or fund balances (see instructions)	5,629,656.	5,722,484.	
	31	Total liabilities and net assets/fund balances (see instructions)	5,629,656.	5,722,484.	

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	5,629,656.
2	Enter amount from Part I, line 27a	2	791.
3	Other increases not included in line 2 (itemize) See Statement 8	3	107,301.
4	Add lines 1, 2, and 3	4	5,737,748.
5	Decreases not included in line 2 (itemize) See Statement 9	5	15,264.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,722,484.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 10				
b				
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			

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	163,098.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	-3,258.

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 the 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 (column (b) divided by column (c))
2011	1,029,409.	15,732,221.	0.065433
2010	928,003.	15,662,045.	0.059252
2009	813,603.	15,371,858.	0.052928
2008	853,627.	15,660,793.	0.054507
2007	888,891.	16,192,123.	0.054897

2 Total of line 1, column (d)	2	0.287017
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	0.057403
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,686,880.
5 Multiply line 4 by line 3	5	900,474.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,148.
7 Add lines 5 and 6	7	910,622.
8 Enter qualifying distributions from Part XII, line 4	8	1,014,616.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	10,148.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	10,148.
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	10,148.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	28,888.	
b Exempt foreign organizations – tax withheld at source.	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	33,888.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	23,740.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 11,000. Refunded	11	12,740.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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?....	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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? <i>If 'No,' attach explanation</i>	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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 <u>http://cfhfoundationgrantsmanagement10.com</u>	13	X	
14	The books are in care of <u>Wendy Fearnside</u> Telephone no <u>608-257-4690</u> Located at <u>912 Van Buren Street Madison WI</u> ZIP + 4 <u>53711</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2012, 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country			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
1 a 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> <u>1 b</u> <u>N/A</u>		
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2012? <u>1 c</u> <u>X</u>		
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
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.) <u>2 b</u> <u>N/A</u>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2012 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 2012.) <u>3 b</u> <u>N/A</u>		
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4 a</u> <u>X</u>		
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 2012? <u>4 b</u> <u>X</u>		

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

5 a 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)? (see instructions) ☐ 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 ☐ **5 b** N/A

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) N/A

6 a 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 **6 b** X

7 a 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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A **7 b**

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 (see instructions).

(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
Philip M Fearnside c/o GMA Foundtns, 77 Summer St Boston, MA 02110-1006	President 2.00	0.	0.	0.
Wendy Fearnside 912 Van Buren Street Madison, WI 53711	Treasurer 3.50	0.	0.	0.
Tracy Fearnside 1112 Greenwood Avenue Palo Alto, CA 94301	Secretary 2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). 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
None				

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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	2,468,067.
b Average of monthly cash balances	1b	718,612.
c Fair market value of all other assets (see instructions)	1c	12,739,088.
d Total (add lines 1a, b, and c)	1d	15,925,767.
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	15,925,767.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	238,887.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,686,880.
6 Minimum investment return. Enter 5% of line 5	6	784,344.

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	784,344.
2a Tax on investment income for 2012 from Part VI, line 5	2a	10,148.
b Income tax for 2012. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	10,148.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	774,196.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	774,196.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	774,196.

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	1,014,616.
b Program-related investments — total from Part IX-B	1b	
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	1,014,616.
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 (see instructions)	5	10,148.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,004,468.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				774,196.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	366,652.			
b From 2008	853,627.			
c From 2009	813,603.			
d From 2010	938,664.			
e From 2011	1,038,470.			
f Total of lines 3a through e.	4,011,016.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,014,616.				
a Applied to 2011, 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)	1,014,616.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	774,196.			774,196.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	4,251,436.			
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 2011 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,251,436.			
10 Analysis of line 9:				
a Excess from 2008	446,083.			
b Excess from 2009	813,603.			
c Excess from 2010	938,664.			
d Excess from 2011	1,038,470.			
e Excess from 2012	1,014,616.			

BAA

Form 990-PF (2012)

N/A

- (4) Gross investment income.**

[illegible]

See Statement for Line 2a

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 See Statement 12				
Total			3 a	976,787.
b Approved for future payment				
Total			3 b	

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 (See instructions)
		(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	472.	
4	Dividends and interest from securities			14	40,580.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property			14	574,634.	
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			1	163,098.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	See Statement 13				275,073.	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)				1,053,857.	
13	Total. Add line 12, columns (b), (d), and (e)					13 1,053,857.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|--|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X | |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee Wendy A. Neawide		Date 3-4-14	Title Treasurer			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	J. Thomas Price		<i>J. Thomas Price</i>		3-11-14		P00612910
	Firm's name Chu, Ring & Hazel LLP					Firm's EIN 04-3258409	
	Firm's address 241 A Street, Suite 300 Boston, MA 02210					Phone no. 617-443-9800	

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Atl Dracut K-1	\$ 28,514.	\$ 28,514.	\$ 28,514.
Atl Gladstone K-1	7,370.	7,370.	7,370.
Atl Holliston K-1	2,353.	2,353.	2,353.
Atl Mansfield K-1	82,662.	82,662.	82,662.
Atl Peabody K-1	2,955.	2,955.	2,955.
Atl Quincy K-1	18,201.	18,201.	18,201.
Atl Southborough K-1	44,157.	44,157.	44,157.
Atl Stetson K-1	14,781.	14,781.	14,781.
Atl Waltham K-1	47,617.	47,617.	47,617.
Laundry Income	12,899.	12,899.	12,899.
Lazard Ltd	31.	31.	31.
Pamlico Cap Ptrs K-1	1,369.	1,369.	1,369.
Powershares K-1's	-11.	-11.	-11.
Singular Guff K-1	1,522.	1,522.	1,522.
State Tax Refund	485.	485.	485.
Tri-Net Realty K-1	10,593.	10,593.	10,593.
U S Natural Gas fund K-1	-425.	-425.	-425.
Total	\$ 275,073.	\$ 275,073.	\$ 275,073.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 8,650.	\$ 8,650.	\$ 8,650.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 12,326.	\$ 12,326.	\$ 12,326.	\$ 0.

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Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Grants Management Services	\$ 37,264.			\$ 37,264.
Total	<u>\$ 37,264.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 37,264.</u>

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other	\$ 1,612.	\$ 1,612.	\$ 1,612.	
Payroll taxes	10,704.	10,704.	10,704.	
Personal property taxes	43.	43.	43.	
Real estate taxes	134,365.	134,365.	134,365.	
Total	<u>\$ 146,724.</u>	<u>\$ 146,724.</u>	<u>\$ 146,724.</u>	<u>\$ 0.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Annual Report and Filing Fees	\$ 565.	\$ 565.	\$ 565.	\$ 565.
Carpentry & floors	19,065.	19,065.	19,065.	
Credit reports	287.	287.	287.	
Heat & electric	98,763.	98,763.	98,763.	
Insurance- general	28,201.	28,201.	28,201.	
Insurance- medical	38,265.	38,265.	38,265.	
Investment Fees	30,761.	30,761.	30,761.	
Management fees	92,378.	92,378.	92,378.	
Miscellaneous expense	1,082.	1,082.	1,082.	
Office expense	3,428.	3,428.	3,428.	
Payroll service	2,372.	2,372.	2,372.	
Pest control	2,180.	2,180.	2,180.	
Repairs	178,279.	178,279.	178,279.	
Snow removal	80.	80.	80.	
Telephone	4,266.	4,266.	4,266.	
Vehicle expense	1,680.	1,680.	1,680.	
Water & sewer	48,174.	48,174.	48,174.	
Total	<u>\$ 549,826.</u>	<u>\$ 549,826.</u>	<u>\$ 549,826.</u>	<u>\$ 565.</u>

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Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Auto./Transportation Equip.	\$ 12,050.	\$ 12,050.	\$ 0.	\$ 0.
Machinery and Equipment	12,738.	2,992.	9,746.	0.
Buildings	3,481,711.	2,639,168.	842,543.	10,870,000.
Land	333,459.		333,459.	0.
Total	\$ 3,839,958.	\$ 2,654,210.	\$ 1,185,748.	\$ 10,870,000.

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Capital Gains on Securities	Total	\$ 107,301.
		\$ 107,301.

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

Contributions via K-1's	\$ 281.
Federal Excise Tax	9,643.
Foreign taxes paid via K-1's	86.
Investment expenses via K-1's	64.
Portfolio expenses via K-1's	5,190.
Total	\$ 15,264.

Statement 10
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	Securities via Wells Fargo a/c#4967-5973	Purchased	Various	Various
2	Securities via Wells Fargo a/c#4967-5973	Purchased	Various	Various
3	Securities via Wells Fargo a/c#4967-5973	Purchased	Various	Various
4	Securities via Wells Fargo a/c#4967-5973	Purchased	7/26/2011	12/27/2012
5	Securities via Wells Fargo a/c#4967-5973	Purchased	Various	Various
6	Net Section 1231 Gain via K-1's	Purchased	Various	Various
7	Capital Gains via K-1's	Purchased	Various	Various

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	413,369.		416,627.	-3,258.				\$ -3,258.
2	383,854.		280,774.	103,080.				103,080.
3	126,628.		119,447.	7,181.				7,181.
4	292.		0.	292.				292.
5	92.		86.	6.				6.

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Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
6	54,950.		0.	54,950.				\$ 54,950.
7	847.		0.	847.				847.
							Total	\$ 163,098.

Statement 11
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: Grants Management Assoc
 Name: Prentiss Zinn
 Care Of:
 Street Address: 77 Summer Street
 City, State, Zip Code: Boston, MA 02110
 Telephone: 617-426-7080
 E-Mail Address:
 Form and Content: Written
 Submission Deadlines: March 1 and September 1 each year
 Restrictions on Awards: Conservation Food and Health Foundation seeks to promote the conservation of natural resources, improve the production and distribution of food and improve health in the developing world. The foundation helps build capacity within developing countries in its three areas of interest with grants that support research or projects that solve specific problems.

The foundation supports projects that demonstrate strong local leadership, promote professional development in the conservation, agricultural and health sciences, develop the capacity of local organizations and address a particular problem in the field. It prefers to support projects addressing under-funded issues and geographic areas.

The foundation's geographic focus is the developing world. It prefers to support organizations located in developing countries or developed country organizations whose activities are of direct and immediate benefit to developing countries. The foundation does not consider the states of the former Soviet Union or former Eastern Bloc countries as within its geographic focus.

The Conservation Food and Health Foundation supports special projects and programs of non governmental organizations in three primary fields of interest: conservation, food and health.

The foundation does not provide general operating support. It favors research, training and technical assistance projects that: 1. employ or train personnel from developing countries; 2. are led by organizations with strong records of accomplishments in a particular field and have potential for replication; 3. focus on regional or

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Statement 11 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

cross-boundary issues and opportunities; 4. feature collaborative partnerships embedded in strong networks; 5. strengthen local leadership and scientific capacity; 6. influence public discourse and policy; 7. focus on prevention rather than remediation; or 8. attract additional support and hold promise for continuation or impact beyond the period of foundation support. Conservation Food & Health Foundation does not provide support for: 1. buildings, land purchase or vehicles; 2. quantity purchases of durable medical equipment; 3. endowments or fund raising activities; 4. famine or emergency relief; 5. direct medical care or treatment; 6. feeding or food distribution programs; 7. films, videos or web-site production; 8. scholarships, fellowships or travel grants; 9. conferences; 10. re-granting through intermediaries; 11. general operating support or 12. individuals.

Ordinarily, the foundation limits its support to those organizations that have received a letter of determination of tax exemption under Section 501(c)(3) of the United States Internal Revenue Code and are "not a private foundation" under Section 509(a). However, the directors wish to remain open to the possibility of supporting certain equivalents, such as a domestic or foreign governmental unit or agency or nongovernmental foreign organization determined to be the equivalent of a 501(c)(3) organization, which can provide secure evidence of its nongovernmental status and charitable purpose.

Most grants are made on a one time basis; There is no policy concerning a minimum or maximum grant size. The average grant is approximately \$25,000. Grants exceeding \$30,000 are rarely awarded; The foundation will not consider more than one proposal from an organization in any calendar year and will not fund an organization more than once a year; The foundation will not fund overhead or indirect costs of projects; The foundation is very willing to cooperate with other funding sources with comparable interests to support a joint project or to provide matching funds. From time to time the political beliefs of the applicants or the political relations of any state with the United States shall not be taken into account in making or not making any grant, except that the foundation will comply with any requirements of law. Grantees are expected to meet the foundation's reporting requirements within one year of the previous proposal application. Returning applicants should submit an interim report with all copies of the proposals.

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Statement 12
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Amazon Watch 221 Pine Street, Fourth Floor San Francisco, CA 94104	N/A	N/A	Aid the Peruvian Amazon environment	\$ 25,000.
Earthrights International 1612 K Street, NW, Suite 401 Washington, DC 20006	N/A	N/A	Aid in Human Rights and Environment in the Mekong Region of Asia	20,000.
Gunang Palung Orangutan Conservat'n Prg P O Box 15680 Boston, MA 02215	N/A	N/A	To support orangutan conservation in Borneo	25,000.
Internation Rivers Network 2150 Allston Way, Suite 300 Berkeley, CA 94704	N/A	N/A	To help civil population with regard to large dam projects	25,000.
Save America's Forests Fund Inc 4 Library Court, SE Washington, DC 20003	N/A	N/A	To aid in monitoring potential threats to the environment from oil exploration and development	11,000.
Gardens for Health 9 Avon Street Cambridge, MA 02138	N/A	N/A	Nutrition for agriculture program for Rwanda	24,974.
Puente a la Salud Comunitaria 109 Colonia Reforma Oaxaca, Oaxaca 68050 Mexico	N/A	N/A	To train rural subsistence farmers to be self sustaining in Mexico	25,000.
Concern America 2015 N Broadway, P O Box 1790 Santa Ana, CA 92702	N/A	N/A	Improve drinking water in villages in Latin American countries	15,000.
Marie Stopes International USA P O Box 35528 Washington, DC 20033	N/A	N/A	To teach reproductive health and family planning in Afghanistan	28,620.

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Wugu' Kawoq P O Box 91 Bethel, VT 05032	N/A	N/A	Training of midwives in Guatemala	\$ 15,750.
American Friends Service Comm 1501 Cherry Street Philadelphia, PA 19102	N/A	N/A	Introduce sustainable farming to North Korea	25,000.
Azafady Studio 7, 1a Beethoven Street London, W10 4LG United Kingdom	N/A	N/A	Improve nutrition and reduce deforestation in Madagascar	6,678.
Ecology Action of the Midpininsula 5798 Ridgewood Road Willis, CA 95490	N/A	N/A	Workshops for agricultural organizations in Latin America	25,000.
Mali Health Organizing Project P O Box 426081 Cambridge, MA 02142	N/A	N/A	To improve treatment of malaria in Mali	26,586.
Fronteras Comunes Yacatas 483 Colonia Narvarte Mexico City, Distrito Federal 03020 Mexico	N/A	N/A	project to develop geographic atlas of industrial contamination in Mexico	30,000.
Save the Golden Lion Tamarin 1044 Hepner Road Mt Jackson, VA 22842	N/A	N/A	Conserving Golden Lion Tamarins in Brazil	30,919.
University of Bristol Foundation, Inc 1000 N West Str, Suite 1200 Wilmington, DE 19801	N/A	N/A	Contribution of fruit bats to forest regeneration in Madagascar	17,519.
GRAIN 25 Girona Barcelona, 08010 Spain	N/A	N/A	Strengthen large-scale land acquisitions	15,000.
Lambi Fund of Haiti P O Box 18955 Washington, DC 20036	N/A	N/A	For the center of Plantain propagation training	15,000.

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
One Acre Fund 1742 Tatum Street Falcon Heights, MN 55113	N/A	N/A	Training and capacity building in Rwanda	\$ 25,000.
Project Muso 1380 Monroe St, NW, Box 309 Washington, DC 20110	N/A	N/A	Test a community based rapid response program	25,000.
Proximity Designs 1107 Fair Oaks Avenue, # 802 South Pasadena, CA 91030	N/A	N/A	Increase the ability of rice farmers in Bolivia	24,614.
Women and Children First United House, North Road London, N7 9DP United Kingdom	N/A	N/A	Family planning services for women in Mumbai	24,941.
Instituto de Pesquisas Ecologicas C.P. 31 Rua Ricardo Fogaroli Teodore Sampaio, SP CEP 19.280-000 Brazil	N/A	N/A	Study of Jaguar ecology for conservation in Brazil's Atlantic Forest	50,000.
Instituto de Ecologia UNAM c.p. 04510 Ciudad Univeritaria Mexico City, UNAM 70-275 Mexico	N/A	N/A	Track Jaguars and identify the most suitable habitat between Guatemala and Chipas, Mexico	15,000.
Arava Inst for Environmental Studies Kibbutz Ketura Hevel Eilot, Eilot 88840 Israel	N/A	N/A	Test prototypes of a desalinization methodology for irrigation in arid areas	24,000.
Esperanca 1911 W Earll Drive Phoenix, AZ 85015	N/A	N/A	Support a farming and marketing project in Bolivia	20,000.
Hohenheim University Garbenstr. 13 Stuttgart, Baden-Wurttemberg 70599 Germany	N/A	N/A	Study of Jaguar ecology for conservation in Brazil's Atlantic Forest	23,813.

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
University of Florida 155 Research Road Quincy, FL 32351	N/A	N/A	Development of a plant diagnostic facility and train for vegetable disease management health	\$ 24,500.
Venture Strategies 2115 Milivvia Street, Suite 4 A Berkeley, CA 94704	N/A	N/A	To provide women with aid to control postpartum and post-abortion hemorrhaging	31,520.
Fundacion Natura Bolivia Av. Roque y Aguilera Santa Cruz, Santa Cruz Bolivia	N/A	N/A	Program to help municipal watershed authorities to protect forests	29,242.
Sustainable Rural Agriculture and Dev. P O Box 19 Nkroful, Westen Region Ghana	N/A	N/A	To find non-chemical and lower-cost methods for banana farmers in Ghana	15,900.
Operation Asha D-156, First Floor New Delhi, Sarita Vihar 110019 India	N/A	N/A	Pilot a tuberculosis treatment and prevention program in Vietnam	25,000.
Fiscalia del Medio Ambiente La Concepcion 141, of. 901 Santiago, Region Metropolitana 75000110 Chile	N/A	N/A	Aid the environmental impact assessment of the construction of hydroelectric dams	20,000.
Blacksmith Institute Inc 475 Riverside Drive New York, NY 10015	N/A	N/A	Research project in Kanpur, India to cope with contamination of soil and water	24,900.

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Statement 12 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
San Miguel CASA Inc 220 N. Zapta Highway, # 11A Laredo, TX 78043	N/A	N/A	To increase family planning access among young people in Mexico	\$ 25,000.
Community Conservation 50542 One Quiet Lane Gay Mills, WI 54631	N/A	N/A	Promotion of agroforestry among farmers in San Martin, Peru	21,000.
EcoLogic Development Fund 25 Mount Auburn Street, Suite 203 Cambridge, MA 02138	N/A	N/A	Expand the use of alley cropping in Guatemala	15,000.
Hesperian Health Guides 1919 Addison, Suite 304 Berkeley, CA 94704	N/A	N/A	Develop materials and methods supporting responses to local disasters	15,000.
Louisiana State University 156 T Boyd Hall, LSU Baton Rouge, LA 70803	N/A	N/A	Study of regeneration of rainforests in Costa Rica	21,240.
Omaha's Henry Doorly Zoo 3701 South 10th Street Omaha, NE 68107	N/A	N/A	To support an agroforestry project in Madagascar	18,171.
Pacific Environment 251 Kearny, Suite 201 San Francisco, CA 94108	N/A	N/A	Strengthen Chinese advocacy organizations to fight water pollution	25,000.
Saint Louis Zoo One Government Drive Saint Louis, MO 63110	N/A	N/A	Support a study to detect carnivores in Argentina	25,900.
Total				\$ 976,787.

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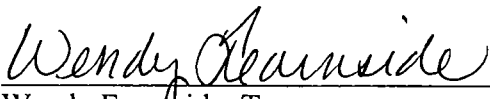
Statement 13
Form 990-PF, Part XVI-A, Line 11
Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
Atl Dracut K-1			16	\$ 28,514.	
Atl Gladstone K-1			16	7,370.	
Atl Holliston K-1			16	2,353.	
Atl Mansfield K-1			16	82,662.	
Atl Peabody K-1			16	2,955.	
Atl Quincy K-1			16	18,201.	
Atl Southborough K-1			16	44,157.	
Atl Stetson K-1			16	14,781.	
Atl Waltham K-1			16	47,617.	
Laundry Income			16	12,899.	
Lazard Ltd			16	31.	
Pamlico Cap Ptrs K-1			16	1,369.	
Powershares K-1's			16	-11.	
Sigular Guff K-1			16	1,522.	
State Tax Refund			16	485.	
Tri-Net Realty K-1			16	10,593.	
U S Natural Gas fund K-1			16	-425.	
Total		\$ 0.		\$ 275,073.	\$ 0.

Conservation Food and Health Foundation
EIN: 22-2625024
2012 Form 990-PF

**Election to Treat Qualifying Distributions
As a Distribution out of Corpus**

The Conservation Food and Health Foundation hereby elects, pursuant to IRC § 4942(h)(2) and Regulation § 53.4942(a)-3(d)(2), to treat current year qualifying distributions of \$1,014,616 as being made out of corpus.


Wendy Fearnside, Treasurer

Client CONSERV1

Conservation Food and Health Foundation
Inc

22-2625024

3/07/14

09 40PM

Statement - Note 1

Request for an Extension Beyond the Second Extension Deadline of November 15, 2013

This letter was sent to the IRS on November 15, 2013:

November 15, 2013

Department of the Treasury
Internal Revenue Service Center
Ogden, UT 84201-0027Re: Conservation Food and Health Foundation Inc
EIN: 22-2625024
Form 990-PF for 2012

Dear Sir/Madam:

I represent the above captioned organization and the Fearnside family that established it and manage its operations with the professional help of Grants Management Association, 77 Summer Street, Boston, MA 02210. I have learned that the person who has prepared the Form 990-PF for many years, Howard L Steinberg (PTIN P01248677) recently underwent surgery at the Beth Israel Deaconess Medical Center in Boston. Then he was transferred to the Whittier Rehabilitation Hospital in Westborough, Massachusetts. He has been told that he will remain as an in-patient for "months".

The Form 990-PF is due today (on extension) and so it will be late. The Foundation is proud of its record of timely compliance and regrets the delay. Mr Steinberg now says he will be able to offer some assistance, from his hospital room, and at the earliest opportunity we will bring to his room the records that are in his office, and the new preparer will review them with him and endeavor to file the return as soon as possible.

Once again, the Fearnside family and its professional advisors regret this delay.

Best regards,

J. Thomas Price

cc: Howard L. Steinberg
Wendy A. Fearnside

3/07/14

09 40PM

Statement - Note 2

Reason for Late Filing of Form 990-PF and Request for Waiver of Penalties for Reasonable Cause

We, hereby, request that potential penalties for late filing be waived due to reasonable cause. The established preparer of the return, Mr. Howard L Steinberg, was unable to perform his duties in a timely manner, due to the following circumstances:

Mr Steinberg has prepared the Form 990-PF for more than fifteen years. With the 2012 return on extension, he fell ill in August of 2013. After receiving medical opinions from several doctors, he agreed to have surgery on his spine. After several postponements, the surgery was performed at the Brigham and Women's Hospital in Boston, MA on October 30, 2013. Complications from the surgery arose in recovery that kept him in the hospital for several days and necessitated his transfer to Whittier Rehabilitation Hospital in Westborough, MA. After several weeks there with no change, he was transferred to the Holden Rehabilitation and Nursing Facility in Holden, MA. At that time, he began to re-learn how to walk and use his right arm. Finally, about a week before Christmas, he discharged to his home with care then provided by Overlook Visiting Nurses of Worcester, MA. During his recovery, there had also been problems with his medication. At home and finally progressing, he was allowed to stop taking strong pain medication and his mental acuity improved.

Throughout this period, Mr. Steinberg told the Foundation's Treasurer, and its legal counsel that he was optimistic about his recovery and that, once home, he had access to his records and was able to work. Delays continued but it was decided that it would be faster to allow him to progress, rather than start from scratch with a new accountant.

In January, 2014, it was determined that another person would direct the completion of the Form 990-PF and sign as preparer. This person was J. Thomas Price (PTIN P00612910), an attorney who advised the Fearnside family and the Foundation since it was organized in 1985. Mr. Price prepares that form for other private foundations; for Conservation Food and Health Foundation, Inc. he had, in the past, relied on Mr. Steinberg to be the preparer and then reviewed his work. For 2012, as stated, Mr. Price now has become the preparer. However, Mr. Steinberg has maintained the general ledger of the Foundation for many years and Mr. Price relied upon Mr. Steinberg to organize and analyze that information to determine the income, expenses and the like and input the data into his computer. Finally, at the end of February, 2014, the 2012 Form 990-PF was completed and it was reviewed and signed by Mr. Price early in March, 2014.

We ask that "reasonable cause" be found to eliminate any penalties under IRC Section 6651(a) or Section 6652(c) regarding the late filing of the return. The Foundation has always operated in good faith and this late filing was due to the unique circumstances of Mr. Steinberg's stated medical problems.

We note that none of the complications and delays in the preparation of the tax return affected operation of the Foundation in its grant making activities. The officers of the Foundation continued their regular work in reviewing applications (with the help of the professional GMA Foundations, Inc.). As in past years, the Foundation made a large number of grants after careful review of numerous applications. The Foundation has a large excess distributions carryforward, reflecting the policy of making more grants than strictly required under IRC Section 4942. We also note that the Fearnside family, which established the Foundation and serve as its officers and directors, take no compensation or any other payment for their work in reviewing applications and approving grants, and for tending to other Foundation tasks.

2012

Federal Supplemental Information

Page 3

Client CONSERV1

Conservation Food and Health Foundation
Inc

22-2625024

3/07/14

09 40PM

Statement - Note 2 (continued)

We believe that the Foundation paid its tax timely for 2012. If any delay in payment was caused by this late filing of the return, we ask that reasonable cause be found for the same reasons as discussed above. The Foundation endeavors to keep current in the payment of its estimated taxes as well.

The Foundation and Mr. Steinberg are prepared to submit documentary evidence of Mr. Steinberg's medical treatment, if requested, and to respond to any other inquiries.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **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***Enter filer's identifying number, see instructions**

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Conservation Food and Health Foundation Inc	22-2625024
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	c/o GMA Foundations, 77 Summer St City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Boston, MA 02110-1006	

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 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Wendy Fearnside

Telephone No. ► 608-257-4690 FAX No ► 508-786-1985

- 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 8/15, 20 13, to file the exempt organization return for the organization named above.

The extension is for the organization's return for

- ☒ calendar year 20 12 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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	\$	25,000.
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	\$	20,000.
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	\$	5,000.

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.

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Conservation Food and Health Foundation Inc	22-2625024
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	STEINBERG BUSINESS SERVICES PO BOX 797	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SUDBURY, MA 01776-0797	

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 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 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.

- The books are in care of ▶ Wendy Fearnside
Telephone No. ▶ 608-257-4690 FAX No ▶ 508-786-1985
- 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 11/15, 20 13.
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____.
- 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 Additional time is required to file a complete and accurate tax return.

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	\$	25,000.
8b 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	\$	25,000.
8c 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 ▶ Treasurer

Date ▶

BAA

FIF20502L 01/21/13

Form 8868 (Rev 1-2013)