

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

2010

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

For calendar year 2010, or tax year beginning 07/01, 2010, and ending 06/30, 2011

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation: THE GLOBAL FOODBANKING NETWORK
 Number and street (or P.O. box number if mail is not delivered to street address): 203 N. LASALLE STREET
 City or town, state, and ZIP code: CHICAGO, IL 60601
 Room/suite: 1900
 A Employer identification number: 20-4268851
 B Telephone number (see page 10 of the instructions): (312) 782-4560
 C 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
 H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
 I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 370,521.
 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 page 11 of the 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 (attach schedule) | 1,550,229. | | | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 2,216. | 0. | 2,216. | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) _____ | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 397. | | | |
| | b Gross sales price for all assets on line 6a | 25,553. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | | 397. | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10 a Gross sales less returns and allowances | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | 2,776. | 0. | 2,776. | ATCH 1 | |
| 12 Total. Add lines 1 through 11 | 1,555,618. | 0. | 5,389. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | 493,725. | | | 493,725. |
| | 14 Other employee salaries and wages | 365,039. | | 5,389. | 359,650. |
| | 15 Pension plans, employee benefits | 55,727. | 0. | 0. | 55,727. |
| | 16 a Legal fees (attach schedule) ATCH 2 | 9,697. | 0. | 0. | 9,697. |
| | b Accounting fees (attach schedule) ATCH 3 | 23,804. | 0. | 0. | 23,804. |
| | c Other professional fees (attach schedule) . * | 150,398. | 0. | 0. | 150,398. |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see page 14 of the instructions) * * | 60,774. | 0. | 0. | 60,774. |
| | 19 Depreciation (attach schedule) and depletion | 5,353. | 0. | 0. | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 250,757. | 0. | 0. | 250,757. |
| | 22 Printing and publications | 37,240. | 0. | 0. | 37,240. |
| | 23 Other expenses (attach schedule) ATCH 6 | 93,777. | 0. | 0. | 93,777. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 1,546,291. | 0. | 5,389. | 1,535,549. |
| | 25 Contributions, gifts, grants paid | 54,693. | | | 185,000. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 1,600,984. | 0. | 5,389. | 1,720,549. | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | -45,366. | | | | |
| b Net investment income (if negative, enter -0-) | | 0. | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

| 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 | 208,766. | 5,394. | 5,394. |
| | 2 | Savings and temporary cash investments | 324,885. | 340,430. | 340,430. |
| | 3 | Accounts receivable | | | |
| | | Less: allowance for doubtful accounts | 1,280. | | |
| | 4 | Pledges receivable | | | |
| | | Less: allowance for doubtful accounts | | | |
| | 5 | Grants receivable | 0. | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) | | | |
| | | Less: allowance for doubtful accounts | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | 0. | 14,789. | 14,789. |
| | 10 a | Investments - U.S. and state government obligations (attach schedule) | | | |
| | b | Investments - corporate stock (attach schedule) | | | |
| | c | Investments - corporate bonds (attach schedule) | | | |
| | 11 | Investments - land, buildings, and equipment: basis | | | |
| | Less: accumulated depreciation (attach schedule) | | | | |
| 12 | Investments - mortgage loans | | | | |
| 13 | Investments - other (attach schedule) | | | | |
| 14 | Land, buildings, and equipment: basis | 19,987. | | | |
| | Less: accumulated depreciation (attach schedule) | 12,435. | 10,546. | 7,552. | |
| 15 | Other assets (describe ATCH 7) | 2,273. | 2,356. | 2,356. | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 547,750. | 370,521. | 370,521. | |
| Liabilities | 17 | Accounts payable and accrued expenses | 82,803. | 81,583. | |
| | 18 | Grants payable | 185,000. | 54,693. | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe) | 0. | 0. | |
| | 23 | Total liabilities (add lines 17 through 22) | 267,803. | 136,276. | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> | | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | | |
| | 24 | Unrestricted | 63,163. | -44,087. | |
| | 25 | Temporarily restricted | 216,784. | 278,332. | |
| | 26 | Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | | |
| 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | | |
| 29 | Retained earnings, accumulated income, endowment, or other funds | | | | |
| 30 | Total net assets or fund balances (see page 17 of the instructions) | 279,947. | 234,245. | | |
| 31 | Total liabilities and net assets/fund balances (see page 17 of the instructions) | 547,750. | 370,521. | | |

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 | 279,947. |
| 2 | Enter amount from Part I, line 27a | 2 | -45,366. |
| 3 | Other increases not included in line 2 (itemize) ATTACHMENT 8 | 3 | 580,740. |
| 4 | Add lines 1, 2, and 3 | 4 | 815,321. |
| 5 | Decreases not included in line 2 (itemize) ATTACHMENT 9 | 5 | 581,076. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 234,245. |

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns (a) through (l) for reporting capital gains and losses. Includes rows for gross sales price, depreciation, cost basis, gain/loss, and net capital gain/loss.

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

Table for Part V qualification with columns (a) through (d) and rows 1 through 8 for calculating the 1% tax rate.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and unrelated business income. Includes 'Yes' and 'No' columns.

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 page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.FOODBANKING.ORG
14 The books are in care of BETH SAKS Telephone no. (312) 782-4560 Located at 203 N. LASALLE STREET, STE 1900 CHICAGO, IL ZIP + 4 60601
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2010, 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 page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here
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 2010?
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? 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 page 22 of the instructions.)
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?
b If "Yes," did it have excess business holdings in 2010 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 2010.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2010?

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 page 22 of the 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 page 22 of the instructions)? **5b**

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? ATTACHMENT 11 Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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? **6b**
If "Yes" to 6b, file Form 8870.

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? **7b**

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 page 22 of the 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 |
|----------------------|---|---|---|---------------------------------------|
| ATTACHMENT 12 | | 387,454. | 106,271. | 0. |
| | | | | |
| | | | | |
| | | | | |

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 |
|---|---|------------------|---|---------------------------------------|
| ATTACHMENT 13 | | 87,781. | 16,135. | 0. |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000 **1**

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 page 23 of the 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 **▶** NONE

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 BUILDING NEW & SUPPORTING EXISTING FOOD BANKS AND FOOD BANK NETWORKS. SEE FEDERAL FOOTNOTE #2 | 737,757. |
| 2 FOOD SOURCING CAPACITY DEVELOPMENT & TRAINING SEE FEDERAL FOOTNOTE #3 | 65,557. |
| 3 NEWSLETTERS AND OTHER PRINTED MATERIAL TO EDUCATE THE PUBLIC | 160,893. |
| 4 FOODBANK LEADERSHIP INSTITUTE AND LATIN AMERICAN FOOD BANK CONFERENCE. SEE FEDERAL FOOTNOTE #4 | 225,204. |

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 NONE | |
| 2 | |
| All other program-related investments. See page 24 of the instructions. | |
| 3 NONE | |
| Total. Add lines 1 through 3 ▶ | |

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 | 0. |
| b | Average of monthly cash balances | 1b | 463,027. |
| c | Fair market value of all other assets (see page 25 of the instructions) | 1c | 0. |
| d | Total (add lines 1a, b, and c) | 1d | 463,027. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 463,027. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 6,945. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 456,082. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 22,804. |

Part XI Distributable Amount (see page 25 of the 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 | |
| 2a | Tax on investment income for 2010 from Part VI, line 5 | 2a | |
| b | Income tax for 2010. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | |

Part XII Qualifying Distributions(see page 25 of the 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 | 1,720,549. |
| 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 | 0. |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | 0. |
| b | Cash distribution test (attach the required schedule) | 3b | 0. |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 1,720,549. |
| 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 page 26 of the instructions) | 5 | N/A |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 1,720,549. |

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 page 26 of the instructions)

| | (a) Corpus | (b) Years prior to 2009 | (c) 2009 | (d) 2010 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7 | | | | 0. |
| 2 Undistributed income, if any, as of the end of 2010: | | | | |
| a Enter amount for 2009 only | | | 0. | |
| b Total for prior years: 20 08, 20 07, 20 06 | | 0. | | |
| 3 Excess distributions carryover, if any, to 2010: | | | | |
| a From 2005 | | | | |
| b From 2006 | | | | |
| c From 2007 | | | | |
| d From 2008 | | | | |
| e From 2009 | | | | 0. |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 1,720,549. | | | | |
| a Applied to 2009, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see page 26 of the instructions) | | | | |
| d Applied to 2010 distributable amount | | | | |
| e Remaining amount distributed out of corpus | | | | |
| 5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 0. | | | |
| 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. | | | | |
| d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions | | 0. | | |
| e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions | | | 0. | |
| f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | |
| 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) | | | | |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2006 | | | | |
| b Excess from 2007 | | | | |
| c Excess from 2008 | | | | |
| d Excess from 2009 | | | | |
| e Excess from 2010 | | | | |

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶ 12/22/2006

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

| | Tax year | | | | (e) Total |
|--|------------|------------|------------|----------|------------|
| | (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | 0. | 0. | 0. | 0. | 0. |
| b 85% of line 2a | 0. | 0. | 0. | 0. | 0. |
| c Qualifying distributions from Part XII, line 4 for each year listed | 1,720,549. | 1,926,260. | 2,269,379. | 70,090. | 5,986,278. |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | 1,720,549. | 1,926,260. | 2,269,379. | 70,090. | 5,986,278. |
| 3 Complete 3a, b, or c for the alternative test relied upon: | | | | | |
| a "Assets" alternative test - enter: | | | | | |
| (1) Value of all assets | 370,521. | 547,750. | 745,867. | 574,926. | 2,239,064. |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i). | 370,521. | 547,750. | 745,867. | 574,926. | 2,239,064. |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | 15,203. | 22,942. | 21,417. | 13,028. | 72,590. |
| c "Support" alternative test - enter: | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | 0. |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). | | | | | 0. |
| (3) Largest amount of support from an exempt organization | | | | | 0. |
| (4) Gross investment income | | | | | 0. |

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

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 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 |
|---|--|--------------------------------------|-------------------------------------|--------------------|
| <i>a Paid during the year</i> ATTACHMENT 14 | | | | |
| Total | | | | 3a 185,000. |
| <i>b Approved for future payment</i> ATTACHMENT 15 | | | | |
| Total | | | | 3b 54,693. |

FORM 990PF, PART I - OTHER INCOME

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> |
|--------------------|---|--------------------------------------|------------------------------------|
| OTHER REVENUE | 2,776. | 0. | 2,776. |
| TOTALS | <u>2,776.</u> | <u>0.</u> | <u>2,776.</u> |

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| LEGAL FEES | 9,697. | 0. | 0. | 9,697. |
| TOTALS | <u>9,697.</u> | <u>0.</u> | <u>0.</u> | <u>9,697.</u> |

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| ACCOUNTING FEES | 23,804. | 0. | 0. | 23,804. |
| TOTALS | <u>23,804.</u> | <u>0.</u> | <u>0.</u> | <u>23,804.</u> |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| PROFESSIONAL CONSULTANTS | 123,840. | 0. | 0. | 123,840. |
| TEMPORARY HELP/INTERNS | 2,458. | 0. | 0. | 2,458. |
| TRANSLATIONS | 10,936. | 0. | 0. | 10,936. |
| GRAPHIC DESIGN | 13,164. | 0. | 0. | 13,164. |
| TOTALS | <u>150,398.</u> | <u>0.</u> | <u>0.</u> | <u>150,398.</u> |

FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| PAYROLL TAXES | 60,774. | 0. | 0. | 60,774. |
| TOTALS | <u>60,774.</u> | <u>0.</u> | <u>0.</u> | <u>60,774.</u> |

FORM 990PF, PART I - OTHER EXPENSES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|----------------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| TELECOMMUNICATIONS | 31,755. | 0. | 0. | 31,755. |
| FEEES | 10,264. | 0. | 0. | 10,264. |
| INSURANCE | 14,351. | 0. | 0. | 14,351. |
| SUPPLIES | 17,233. | 0. | 0. | 17,233. |
| BOOKS, DUES, SUBSCRIPTIONS | 7,722. | 0. | 0. | 7,722. |
| POSTAGE | 2,911. | 0. | 0. | 2,911. |
| EQUIPMENT RENTAL | 4,695. | 0. | 0. | 4,695. |
| MISCELLANEOUS | 1,909. | 0. | 0. | 1,909. |
| STAFF DEVELOPMENT | 2,937. | 0. | 0. | 2,937. |
| TOTALS | <u>93,777.</u> | <u>0.</u> | <u>0.</u> | <u>93,777.</u> |

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|--------------------|---------------------------------|------------------------------|-----------------------|
| OTHER ASSETS | 2,273. | 2,356. | 2,356. |
| TOTALS | <u>2,273.</u> | <u>2,356.</u> | <u>2,356.</u> |

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|---------------------------|-----------------|
| IN-KIND PROFESSIONAL FEES | 495,492. |
| IN-KIND RENT | 85,248. |
| TOTAL | <u>580,740.</u> |

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|---------------------------|-----------------|
| IN-KIND PROFESSIONAL FEES | 495,492. |
| IN-KIND RENT | 85,248. |
| UNREALIZED LOSS | 336. |
| TOTAL | <u>581,076.</u> |

FORM 990PF, PART VII-A, LINE 8A - STATES

AL, AK, AZ, AR, CA, CO, CT, DE, DC, FL, GA, HI, ID, IL,
IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY,
NC, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY,

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: ASOCIACION MEXICANA DE BANCOS DE ALIMENT
GRANTEE'S ADDRESS: A.C. CALLE 1 NO. 1379, ZONA INDUST 44530
CITY, STATE & ZIP:
FOREIGN PROVINCE: GUADALAJARA, JALISCO
FOREIGN COUNTRY: MEXICO
GRANT DATE: 07/07/2011
GRANT AMOUNT: 22,917.
GRANT PURPOSE: BACKPACK FUNDING
AMOUNT EXPENDED: 0.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 02/15/2012
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FOOD BANKS CANADA
GRANTEE'S ADDRESS: 2968 DUNDAS STREET WEST, SUITE 303 M6P 1
CITY, STATE & ZIP: TORONTO
FOREIGN PROVINCE: ONTARIO
FOREIGN COUNTRY: CANADA
GRANT DATE: 01/27/2011
GRANT AMOUNT: 50,000.
GRANT PURPOSE: SUPPORT FOR FOODBANK FOODSOURCING INFRASTRUCTURE
AMOUNT EXPENDED: 50,000.
ANY DIVERSION? NO
DATES OF REPORTS: 5/31/2011
VERIFICATION DATE: 05/31/2011
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FORA COMMUNITY DEVELOPMENT FOUNDATION
GRANTEE'S ADDRESS: 33 "DOBRI HRISTOV" STR.,
CITY, STATE & ZIP: 1467 SOFIA
FOREIGN COUNTRY: BULGARIA
GRANT DATE: 08/03/2010
GRANT AMOUNT: 30,000.
GRANT PURPOSE: NATIONWIDE FOODBANK SYSTEM IN BULGARIA
AMOUNT EXPENDED: 27,431.
ANY DIVERSION? NO
DATES OF REPORTS: 8/30/2011
VERIFICATION DATE: 08/30/2011
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: EUROPEAN FEDERATION OF FOOD BANKS
GRANTEE'S ADDRESS: 53, AVENUE DU GENERAL LECLERC F 92340
CITY, STATE & ZIP: BOURG-LA-REINE

CONT'D ON NEXT PAGE

ATTACHMENT 11

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

FOREIGN COUNTRY: FRANCE
GRANT DATE: 09/02/2010
GRANT AMOUNT: 50,000.
GRANT PURPOSE: FOODBANK DEVELOPMENT AND EQUIPMENT PURCHASES FOR THREE COUNTRIES IN ITS NETWORK
AMOUNT EXPENDED: 0.
ANY DIVERSION? NO
DATES OF REPORTS: REPORT DUE: 2/15/2012
VERIFICATION DATE: 02/15/2011
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: TURKIYE ISRAFI ONLEME VAKFI
GRANTEE'S ADDRESS: KARACA SOKAK 17/2 GOP 06700
CITY, STATE & ZIP: ANKARA
FOREIGN COUNTRY: TURKEY
GRANT DATE: 07/27/2010
GRANT AMOUNT: 15,000.
GRANT PURPOSE: SUPPORT FOR NATIONAL FOODBANK DEVELOPMENT
AMOUNT EXPENDED: 7,804.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 2/14/2012
VERIFICATION DATE: 02/14/2011
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: RED ARGENTINA DE BANCOS DE ALIMENTOS
GRANTEE'S ADDRESS: CALLE SUIPACHA 1.404, CP 1110
CITY, STATE & ZIP: CIUDAD AUTONOMA DE BS. AS.
FOREIGN COUNTRY: ARGENTINA
GRANT DATE: 07/08/2010
GRANT AMOUNT: 40,000.
GRANT PURPOSE: TRAINING, ESTABLISHMENT OF NEW FOODBANK AND EQUIPMENT
AMOUNT EXPENDED: 39,363.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 2/14/2012
VERIFICATION DATE: 02/14/2011
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: SECOND HARVEST JAPAN
GRANTEE'S ADDRESS: MIZUTA BUILDING 1F
CITY, STATE & ZIP: 4-5-1 ASAKUSABASHI
FOREIGN PROVINCE: TAITO-KU, TOKYO
FOREIGN COUNTRY: JAPAN
GRANT DATE: 10/24/2011
GRANT AMOUNT: 31,776.

CONT'D ON NEXT PAGE

ATTACHMENT 11

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANT PURPOSE: DISASTER RESPONSE FUNDING, FUNDING TO START A NATIONAL NETWORK OF FOOD BANKS

AMOUNT EXPENDED: 0.

ANY DIVERSION? NO

DATES OF REPORTS: REPORT DUE: 2/14/2012

VERIFICATION DATE:

RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| WILLIAM RUDNICK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | CHAIRMAN 10.00 | 0. | 0. | 0. |
| RICARDO BON ECHAVARRIA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| ROBERT FORNEY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | PRESIDENT & CEO (PARTIAL YR) 40.00 | 85,222. | 19,988. | 0. |
| JEFFREY D. KLEIN 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 JEFFREY KLEIN DID NOT START RECEIVING COMPENSATION UNTIL CALENDAR YEAR 2011 | PRESIDENT & CEO (PARTIAL YR) 40.00 | 0. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| BETH E. SAKS 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | CFO & TREASURER 32.00 | 93,182. | 27,356. | 0. |
| CHRISTOPHER REBSTOCK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | SECRETARY, SR VP NETWORK DEVEL 40.00 | 129,095. | 26,034. | 0. |
| MAURICE WEAVER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | ASSISTANT SECRETARY 40.00 | 79,955. | 32,893. | 0. |
| LUCIANO AIMAR REYES 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| ADOLFO BRENNAN 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|---|---|---------------------|--|--|
| THE HONORABLE EVA CLAYTON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| JAYNEE DAY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| ARNOLD DONALD 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| MAHMUD AYED DUWAYRI 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| CHERI FOX 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|---|---|---------------------|--|--|
| CLAUDIO MARCELO GIOMI 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| WAYNE HELLQUIST 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| CARLOS ENRIQUE CAVELIER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| TIMOTHY KNOWLTON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| WILLIAM MZIMBA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|---|---|---------------------|--|--|
| JEAN DELMELLE 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| TERRY SHANNON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| PAT TRACY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | VICE CHAIRMAN 10.00 | 0. | 0. | 0. |
| KAREN KUREK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| SAM PITRODA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| ESTHER SILVER-PARKER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| MATTHEW KNOTT 203 N. LASALLE STREET 1900 CHICAGO, IL 60601 | DIRECTOR 1.00 | 0. | 0. | 0. |
| | GRAND TOTALS | <u>387,454.</u> | <u>106,271.</u> | <u>0.</u> |

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 13

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| CATHERINE WOOD 203 N. LASALLE STREET, 1900 CHICAGO, IL 60601 | DIRECTOR OF DEVELOP. 40.00 | 87,781. | 16,135. | 0. |
| | TOTAL COMPENSATION | <u>87,781.</u> | <u>16,135.</u> | <u>0.</u> |

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

| <u>RECIPIENT NAME AND ADDRESS</u> | <u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u> | <u>PURPOSE OF GRANT OR CONTRIBUTION</u> | <u>AMOUNT</u> |
|---|---|--|-----------------|
| EUROPEAN FEDERATION OF FOOD BANKS 53, AVENUE DU GENERAL LECLERC F 92340 BOURG-LA-REINE FRANCE | N/A EXPEND. RESPONSIBILITY | FOODBANK DEVELOPMENT AND EQUIPMENT PURCHASES FOR THREE COUNTRIES IN ITS NETWORK | 50,000. |
| FOODBANK CANADA 2968 DUNDAS STREET WEST, STE 303 M6P 1Y8 TORONTO ONTARIO CANADA | N/A EXPEND. RESPONSIBILITY | SUPPORT FOR FOODBANK FOODSOURCING INFRASTRUCTURE | 50,000. |
| RED ARGENTINA DE BANCOS DE AILMENTOS CALLE SUIPACHA 1.404 CP 1110 CUIDAD AUTONOMA DE BS. AS. ARGENTINA | N/A EXPEND. RESPONSIBILITY | TRAINING, ESTABLISHMENT OF NEW FOODBANK AND EQUIPMENT | 40,000. |
| FORA COMMUNITY DEVELOPMENT FOUNDATION 33 "DOBRI HRISTOV" STR. 1467 SOFIA BULGARIA BULGARIA | N/A EXPEND. RESPONSIBILITY | NATIONWIDE FOODBANK SYSTEM IN BULGARIA | 30,000. |
| TURKIYE ISRAFI ONLEME VAKFI KARACA SOKAK 17/2 GOP ANKARA, 06700 TURKEY | N/A EXPEND. RESPONSIBILITY | SUPPORT FOR NATIONAL FOODBANK DEVELOPMENT | 15,000. |
| TOTAL CONTRIBUTIONS PAID | | | <u>185,000.</u> |

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 15

| <u>RECIPIENT NAME AND ADDRESS</u> | <u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u> | <u>PURPOSE OF GRANT OR CONTRIBUTION</u> | <u>AMOUNT</u> |
|--|---|---|----------------|
| ASOCIACIÓN MEXICANA DE BANCOS DE ALIMENTOS A.C. CALLE 1 NO. 1379, ZONA INDUST 44940 GUADALAJARA JALISCO MEXICO | N/A EXPEND. RESPONSIBILITY | BACKPACK FUNDING | 22,917. |
| SECOND HARVEST JAPAN MIZUTA BUILDING 1F 4-5-1 ASAKUSABASHI TAITO-KU, TOKYO JAPAN | N/A EXPEND. RESPONSIBILITY | DISASTER RESPONSE FUNDING, FUNDING TO START A NATIONAL NETWORK OF FOOD BANKS | 31,776. |
| TOTAL CONTRIBUTIONS APPROVED | | | <u>54,693.</u> |

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

| <u>DESCRIPTION</u> | <u>BUSINESS CODE</u> | <u>AMOUNT</u> | <u>EXCLUSION CODE</u> | <u>AMOUNT</u> | <u>RELATED OR EXEMPT FUNCTION INCOME</u> |
|---|--------------------------|---------------|---------------------------|---------------|--|
| OTHER EXEMPT PURPOSE REVENUE | | | | | 976. |
| REGISTRATION FEES-FOOD BANK LEADERSHIP CONFERENCE | | | | | 1,800. |
| TOTALS | | | | | <u>2,776.</u> |

FEDERAL FOOTNOTES

FOOTNOTE #1 60 MONTH TERMINATION UNDER 507(B)(1)(B) FORM 990-PF, PAGE 1, LINE F THE GLOBAL FOODBANKING NETWORK IS A PRIVATE OPERATING FOUNDATION AS DESCRIBED IN SECTION 4942(J)(3) OF THE INTERNAL REVENUE CODE (CODE) AND IS EXEMPT FROM FEDERAL INCOME TAXES ON RELATED INCOME PURSUANT TO SECTION 501(A) OF THE CODE. THE NETWORK APPLIED WITH THE INTERNAL REVENUE SERVICE (IRS) FOR STATUS AS A CHARITABLE ORGANIZATION UNDER SECTION 501(C)(3). ON DECEMBER 22, 2006, THE NETWORK RECEIVED A LETTER OF DETERMINATION RECOGNIZING THE ORGANIZATION AS A 501 (C)(3) EXEMPT ORGANIZATION EFFECTIVE JANUARY 6, 2006. ON SEPTEMBER 21, 2007 THE NETWORK RECEIVED A LETTER FROM THE IRS ACKNOWLEDGING RECEIPT OF THE NETWORK'S NOTICE OF INTENT TO TERMINATE PRIVATE FOUNDATION STATUS AND INFORMING THE NETWORK THAT IT WOULD BE TREATED AS A 509(A)(1), (2) OR (3) PUBLIC CHARITY FOLLOWING THE 60-MONTH ADVANCE RULING PERIOD, PROVIDED THAT IT ESTABLISHES THAT IT MET THE REQUIREMENTS OF PUBLIC CHARITY STATUS UNDER SECTION 509(A)(1), (2) OR (3) FOR THE 60-MONTH PERIOD FROM JULY 1, 2007 THROUGH JUNE 30, 2012.

FEDERAL FOOTNOTES

FOOTNOTE #2

PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES #1

BUILDING NEW & SUPPORTING EXISTING FOOD BANKS AND FOOD BANK NETWORKS.

- ARGENTINA: GFN CONTINUES TO PLAY A KEY ROLE IN MENTORING THE ARGENTINE SYSTEM ON FOOD SOURCING, FOOD BANK OPERATIONS, AND OTHER AREAS AS NEEDED. THIS ORGANIZATION IS ALSO A FOUNDING PARTNER OF GFN.

- AUSTRALIA: GFN HAS BEEN ASSISTING THE NETWORK WITH ACCESS TO VARIOUS GLOBAL FOOD AND GROCERY COMPANIES, HAS PROVIDED GENERAL TRAINING AND TECHNICAL SUPPORT, AND IS WORKING ON TARGETED PROGRAMS TO EXPAND IMPACT. JOHN WEBSTER, CEO OF FOODBANK AUSTRALIA ATTENDED THE 2011 FOOD BANK LEADERSHIP INSTITUTE IN SAN ANTONIO, TX.

- BAHRAIN: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

- BRAZIL: GFN IS IN THE PROCESS OF ACTIVELY LEARNING HOW BEST TO EXPAND THE EFFECTIVENESS OF FOOD BANKING IN BRAZIL AND HOPES TO SOON BE ENGAGED MORE DIRECTLY IN THIS EFFORT.

- BULGARIA: GFN HAS PROVIDED FORMAL TRAINING FOR KEY PROJECT LEADERS THROUGH OUR FOOD BANK LEADERSHIP INSTITUTE AND HAS SPENT CONSIDERABLE TIME IN-COUNTRY HELPING FACILITATE THE EFFORT. PLANS ARE BEING FINALIZED FOR CAPITALIZING THE INITIATIVE WITH THE GOAL OF REGISTERING THE FOOD BANK IN SOFIA BY YEAR-END AND LAUNCHING OPERATIONS BY END OF THE 1ST QTR 2012.

- CHILE: GFN IS WORKING NOW TO BRING SCALE AND ADDITIONAL RESOURCES TO THE RECENTLY LAUNCHED FOOD BANK IN SANTAGO

- COLOMBIA: GFN IS PARTICIPATING IN THE PLANNING PROCESS WITH ABACO THE NATIONAL NETWORK OF FOOD BANKS, TO DEFINE ITS ROLE RELATIVE TO THE NEEDS OF ITS MEMBER FOOD BANKS THROUGHOUT COLOMBIA. GFN ALSO CO-HOSTED THE FIRST LATIN AMERICAN FOOD BANK CONFERENCE WITH ABACO IN BOGOTÁ, COLOMBIA. THE CONFERENCE WAS ATTENDED BY APPROXIMATELY 75 INDIVIDUALS INCLUDING 45 FOOD BANKERS FROM 6 DIFFERENT COUNTRIES.

- ECUADOR: THE BANK'S LEADERSHIP ATTENDED THE FIRST LATIN AMERICAN FOOD BANK CONFERENCE THAT GFN CO-SPONSORED IN MAY IN BOGOTÁ, AND GFN IS WORKING NOW TO ASSESS HOW BEST TO BRING SCALE AND RESOURCES TO THIS NEW FOOD BANK.

FEDERAL FOOTNOTES

- EGYPT: THE FOOD BANK IS BEGINNING WORK WITH GFN TO COLLABORATE ON PROMOTING THE FOOD BANKING MODEL THROUGHOUT THE MIDDLE EAST AND NORTHERN AFRICA.

- GUATEMALA CITY: PROVIDED ONGOING TECHNICAL ASSISTANCE IN THE EXPANSION OF THE GUATEMALA FOOD BANK'S CAPACITY. HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. ALSO THIS PAST YEAR BANCO DE ALIMENTOS DE GUATEMALA BECAME A MEMBER OF THE GLOBAL FOODBANKING NETWORK.

- HONG KONG: FOLLOWING THE OPENING OF FEEDING HONG KONG, GFN HAS BEEN HELPING THE NEW ORGANIZATION EXPAND ITS SCALE AND REACH.

- INDIA: GFN HAS PROVIDED ADVICE IN THE DEVELOPMENT OF A NEW FOOD BANK IN DELHI AND THE CREATION OF AN INDIAN FOOD BANKING NETWORK, INCLUDING INFRASTRUCTURE ADVICE AND HAS ASSISTED IN SECURING FUNDING AND IDENTIFYING ADDITIONAL POTENTIAL SOURCES OF FUNDING. GFN HAS HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

- ISRAEL: HOSTED ONE DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. PROVIDED ONGOING TECHNICAL ASSISTANCE AND DIRECT PROJECT ASSISTANCE RELATED TO EXPANSION OF FOOD BANK CAPACITY AND ACCESS TO US FUNDING RESOURCES. ALSO THIS PAST YEAR LEKET ISRAEL BECAME A MEMBER OF THE GLOBAL FOODBANKING NETWORK.

- JAPAN: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. GFN IS WORKING WITH THE FOOD BANK IN TOKYO ON THE DEVELOPMENT OF A BACKPACK PROGRAM TO EXTEND SERVICE TO SCHOOL CHILDREN.

- KENYA: HOSTED A DELEGATE AT THE H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

- MEXICO: GFN HAS SUCCESSFULLY CO-DEVELOPED SPECIAL BACKPACK FEEDING PROGRAMS WITH VARIOUS AMBA FOOD BANKS TO INCREASE THE DISTRIBUTION OF NUTRITIOUS FOOD TO NEEDY CHILDREN. GFN IS ALSO HELPING AMBA WITH EXPANSION OF ITS FOOD SOURCING CAPACITY AND A VARIETY OF PROGRAM DEVELOPMENT AND IMPLEMENTATION MATTERS. AMBA IS ALSO A FOUNDING PARTNER OF GFN.

FEDERAL FOOTNOTES

- NAMIBIA: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. GFN HAS ALSO BEEN PROVIDING REMOTE SUPPORT FOR THE ESTABLISHMENT OF A FOOD BANK PLANNING FORUM IN NAMIBIA.
- PHILIPPINES: GFN IS IN THE EARLY STAGES OF FOOD BANK DEVELOPMENT IN THE PHILIPPINES, WORKING DILIGENTLY WITH APPROPRIATE GOVERNMENT, PRIVATE SECTOR, AND NGO REPRESENTATIVES TO ESTABLISH FOOD BANKING OPERATIONS IN MANILA. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- SIERRA LEONE: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- SOUTH AFRICA: PROVIDED ONGOING TECHNICAL ASSISTANCE IN EXPANSION OF NETWORK AND DEVELOPMENT OF VARIOUS FOOD BANK PROGRAMS. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. RECERTIFIED FOOD BANK SOUTH AFRICA.
- TAIWAN: GFN IS WORKING TO ASSESS HOW BEST TO BRING SCALE AND RESOURCES TO THIS NEW FOOD BANK.
- TURKEY: HOSTED ONE DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. HOSTED ONE DELEGATE FOR SUPPLEMENTAL TRAINING IN CHICAGO. GFN IS WORKING WITH THE TURKISH FOOD BANK ASSOCIATION AND MAJOR FOOD AND GROCERY COMPANIES TO PROVIDE SUPPORT FOR THE DEVELOPMENT OF THIS IMPORTANT INITIATIVE.

FEDERAL FOOTNOTES

FOOTNOTE #3 PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES #2

FOOD SOURCING CAPACITY DEVELOPMENT & TRAINING

- CONFERENCED WITH, ASSISTED WITH INQUIRIES, SUPPORTED, AND GATHERED DATA FROM ALL THE COUNTRIES/FOOD BANKS/NETWORKS THAT GFN SUPPORTS.
- CREATED FOOD BANK FEEDBACK PRESENTATIONS FROM FOOD BANK SURVEYS FOR EACH OF OUR KEY DONOR MEETINGS.
- DEVELOPING RELATIONSHIPS WITH POTENTIAL SOURCES OF SUPPORT SUCH AS FEED MY STARVING CHILDREN, PRODUCE MARKETING ASSOCIATION (PMA), AND THE GROCERY MANUFACTURERS ASSOCIATION (GMA).
- RESEARCHED AND IDENTIFIED 25+ DONOR COMPANIES, BOTH NEW AND CURRENT, THAT WILL BE THE TARGET COMPANIES OF THE PROGRAM'S WORK IN FY13. CREATED STRATEGIC WORK PLANS FOR EACH TARGETED COMPANY IN COOPERATION WITH FUND DEVELOPMENT.

FEDERAL FOOTNOTES

FOOTNOTE #4 PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES #4

FOODBANK LEADERSHIP INSTITUTE AND LATIN AMERICAN FOOD BANK
CONFERENCE

-CONDUCTED 5TH ANNUAL INSTITUTE. HOSTED 27 DELEGATES FROM 18
COUNTRIES. PROVIDED TRAINING ON STARTING AND SUSTAINING FOOD BANKS,
ALL OF WHICH ENHANCES GFN'S ABILITY TO DEVELOP, EXPAND AND IMPROVE
THE EFFECTIVENESS OF FOODBANKS AROUND THE WORLD.