

Return of Organization Exempt From Income Tax

2009

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

For the 2009 calendar year, or tax year beginning 10/01, 2009, and ending 9/30, 2010

Part I Summary: B Check if applicable: Address change, Name change, Initial return, Termination, Amended return, Application pending. C PACIFICA FOUNDATION, 1925 MARTIN LUTHTER KING JR. WAY, BERKELEY, CA 94704. D Employer Identification Number 94-1347046. E Telephone number 510-849-2590. G Gross receipts \$ 13,444,903. F Name and address of principal officer: SAME AS C ABOVE. H(a) Is this a group return for affiliates? Yes No. H(b) Are all affiliates included? Yes No. I Tax-exempt status [X] 501(c) (3) (insert no.) 4947(a)(1) or 527. J Website: PACIFICA.ORG. K Form of organization: Corporation Trust Association Other. L Year of Formation. M State of legal domicile.

Part I Summary table with columns: Activities & Governance, Revenue, Expenses, Net Assets or Fund Balances. Rows include: 1 Briefly describe the organization's mission or most significant activities: NON-COMMERCIAL, LISTENER SUPPORTED EDUCATIONAL AND COMMUNITY PUBLIC RADIO. 2-7a Activities & Governance. 7b Net unrelated business taxable income from Form 990-T, line 34. 8-12 Revenue. 13-19 Expenses. 20-22 Net Assets or Fund Balances.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge. Signature of officer: LAVARN WILLIAMS, Date: 5/16/11, Title: CFO.

Paid Preparer's Use Only: Preparer's signature: ROSS WISDOM CPA, Date: 5/13/11, Preparer's identifying number: P00163343. Firm's name (or yours if self-employed), address, and ZIP + 4: KIMERLING & WISDOM, LLC, 29 BROADWAY #1412, NEW YORK, NY 10006-3267. EIN: 76-0717994, Phone no.: (212) 986-0892.

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

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:

NON-COMMERCIAL, LISTENER SUPPORTED EDUCATIONAL AND COMMUNITY PUBLIC RADIO.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ...

Yes No

If 'Yes,' describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ...

Yes No

If 'Yes,' describe these changes on Schedule O.

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

4a (Code:) (Expenses \$ 7,799,410. including grants of \$) (Revenue \$ 300,095.)

OWNS AND OPERTATES FIVE NON-COMMERICAL RADIO STATIONS, A NEWS SERVICE, AND PROVIDES COPIES OF RADIO PROGRAMS TO OTHER NON-COMMERCIAL RADIO STATIONS, SCHOOLS, COLLEGES, UNIVERSITIES AND INDIVIDUALS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 7,799,410.

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II		X
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If 'Yes,' complete Schedule C, Part III		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V	X	
11	Is the organization's answer to any of the following questions 'Yes'? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.	X	
	• Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI		
	• Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		
	• Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		
	• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		
	• Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		
	• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If 'Yes,' complete Schedule D, Part X		
12	Did the organization obtain separate, independent audited financial statement for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII	X	
12 A	Was the organization included in consolidated, independent audited financial statement for the tax year? If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14 a	Did the organization maintain an office, employees, or agents outside of the United States?		X
14 b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If 'Yes,' complete Schedule F, Part I		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Part II		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Part III		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II	X	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20	Did the organization operate one or more hospitals? If 'Yes,' complete Schedule H		X

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1 a	Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable.		
1 a	97		
1 b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1 b	0		
1 c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		X
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2 a	283		
2 b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		X
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to <i>e-file</i> this return. (see instructions)			
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
3 b	If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule Q		
4 a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4 b	If 'Yes,' enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5 b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5 c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6 b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7 a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7 b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
7 c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7 d	If 'Yes,' indicate the number of Forms 8282 filed during the year.		
7 d			
7 e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7 f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7 g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
7 h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
8			
9	Sponsoring organizations maintaining donor advised funds.		
9 a	Did the organization make any taxable distributions under section 4966?		
9 b	Did the organization make any distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10 a	Initiation fees and capital contributions included on Part VIII, line 12.		
10 a			
10 b	Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
10 b			
11	Section 501(c)(12) organizations. Enter:		
11 a	Gross income from other members or shareholders.		
11 a			
11 b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
11 b			
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12 a			
12 b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.		
12 b			

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

Section A. Governing Body and Management

		Yes	No
1 a	Enter the number of voting members of the governing body.....		
1 b	Enter the number of voting members that are independent.....		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?.....		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?.....		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?.....		X
5	Did the organization become aware during the year of a material diversion of the organization's assets?.....		X
6	Does the organization have members or stockholders?.....		X
7 a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?.....		X
7 b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?.....		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8 a	The governing body?.....	X	
8 b	Each committee with authority to act on behalf of the governing body?.....	X	
9	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O.....		X

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

	Yes	No
10 a	X	
10 b	X	
11	X	
11 A	Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O	
12 a	X	
12 b		X
12 c		X
13	X	
14		X
15		
15 a	X	
15 b	X	
16 a		X
16 b		

Section C. Disclosures

- 17 List the states with which a copy of this Form 990 is required to be filed ► SEE SCHEDULE O
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request
- 19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. SEE SCHEDULE O
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
 ► LAVARN WILLIAMS - CFO 1925 MARTIN LUTHER KING JR. WAY BERKELEY CA 94704 510-849-2590

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

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organizations's tax year. Use Schedule J-2 if additional space is needed.

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

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

Check this box if the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
SHAHRAM AGHAMIR DIRECTOR	1	X					0.	0.	0.	
NIA BEDIKO DIRECTOR	1	X					0.	0.	0.	
JIM BENNETT DIRECTOR	1	X					0.	0.	0.	
ALONZO BROWN DIRECTOR	1	X					0.	0.	0.	
BILL CROSIER DIRECTOR	1	X					0.	0.	0.	
KATHY DAVIS DIRECTOR	40	X					50,294.	0.	10,608.	
JENNIFER JAGER DIRECTOR	1	X					0.	0.	0.	
CAMPBELL JOHNSON DIRECTOR	1	X					0.	0.	0.	
ALLBERTO LUERA DIRECTOR	1	X					0.	0.	0.	
SHAWN CASEY O'BRIEN DIRECTOR	1	X					0.	0.	0.	
KIMROY ORENDORR DIRECTOR	1	X					0.	0.	0.	
LESLIE RADFORD DIRECTOR	1	X					0.	0.	0.	
SUMMER REESE DIRECTOR	1	X					0.	0.	0.	
MARCEL REID DIRECTOR	1	X					0.	0.	0.	
TRACY ROSENBERG DIRECTOR	1	X					0.	0.	0.	
RICCO ROSS DIRECTOR	1	X					0.	0.	0.	
ALEX STEINGERG DIRECTOR	1	X					0.	0.	0.	

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
ANDREA TURNER DIRECTOR	1	X					0.	0.	0.	
RICHARD UZZELL DIRECTOR	1	X					0.	0.	0.	
LAVARN WILLIAMS CFO	40			X			78,557.	0.	12,168.	
GEORGE REITER CHAIRMAN	1			X			0.	0.	0.	
JOE WANZALA VICE CHAIRPERSON	1			X			0.	0.	0.	
ARLENE ENGELHARDT EXECUTIVE DIRECTOR	40			X			7,500.	0.	1,098.	
EFIA NWANGAZA SECRETARY	1			X			0.	0.	0.	
GRACE AARON INTERIM E. DIR.	40			X			40,000.	0.	0.	
1 b Total							176,351.	0.	23,874.	

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

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of Services	(C) Compensation
DEMOCRACY NOW 100 LAFAYETTE STREET NEW YORK, NY 10013	PROGRAMMING	554,365.
PACIFICA REPORTER AGAINST CENSORSHIP 1925 M.L.K. JR.WAY BERKELEY, CA	PROGRAMMING	356,878.

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

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns.....	1 a				
	b Membership dues.....	1 b				
	c Fundraising events.....	1 c 198,440.				
	d Related organizations.....	1 d				
	e Government grants (contributions).....	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above....	1 f 12,277,843.				
	g Noncash contribns included in lns 1a-1f: ... \$					
	h Total. Add lines 1a-1f.....		12,476,283.			
PROGRAM SERVICE REVENUE	2 a <u>INCOME FROM AFFILIATES</u>	Business Code 561000	249,258.	249,258.		
	b <u>TAPE LIBRARY SALES</u>	519100	50,837.	50,837.		
	c -----					
	d -----					
	e -----					
	f All other program service revenue ...					
	g Total. Add lines 2a-2f.....		300,095.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts).....		34,928.		34,928.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties.....					
	6 a Gross Rents.....	(i) Real	(ii) Personal			
			2,871.			
		b Less: rental expenses.				
	c Rental income or (loss)....		2,871.			
	d Net rental income or (loss).....		2,871.		2,871.	
	7 a Gross amount from sales of assets other than inventory.	(i) Securities	(ii) Other			
		45,000.				
		b Less: cost or other basis and sales expenses.....	45,000.			
	c Gain or (loss).....					
	d Net gain or (loss).....					
	8 a Gross income from fundraising events (not including \$ 198,440. of contributions reported on line 1c). See Part IV, line 18.....	a	305,184.			
		b Less: direct expenses.....	b	305,184.		
c Net income or (loss) from fundraising events.....						
9 a Gross income from gaming activities. See Part IV, line 19.....	a					
	b Less: direct expenses.....	b				
	c Net income or (loss) from gaming activities.....					
10 a Gross sales of inventory, less returns and allowances.....	a					
	b Less: cost of goods sold.....	b				
	c Net income or (loss) from sales of inventory.....					
Miscellaneous Revenue		Business Code				
11 a <u>SCA INCOME</u>	515100	229,600.		229,600.		
b <u>MISCELLAENOUS INCOME</u>	561000	50,942.		50,942.		
c -----						
d All other revenue.....						
e Total. Add lines 11a-11d.....		280,542.				
12 Total revenue. See instructions.....		13,094,719.	300,095.	0.	318,341.	

Part IX Statement of Functional Expenses

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

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

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21.				
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	201,660.	0.	201,660.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B).	0.	0.	0.	0.
7 Other salaries and wages.	5,265,520.	3,174,971.	1,239,611.	850,938.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions).	169,358.	96,384.	42,069.	30,905.
9 Other employee benefits.	1,259,494.	756,452.	283,217.	219,825.
10 Payroll taxes.	500,451.	295,437.	124,924.	80,090.
11 Fees for services (non-employees).				
a Management.				
b Legal.	245,067.		244,564.	503.
c Accounting.	150,606.		150,606.	
d Lobbying.				
e Prof fundraising svcs. See Part IV, In 17.				
f Investment management fees.				
g Other.	65,851.	5,260.	23,488.	37,103.
12 Advertising and promotion.	37,448.		4,403.	33,045.
13 Office expenses.	46,416.	529.	44,735.	1,152.
14 Information technology.				
15 Royalties.				
16 Occupancy.	1,104,159.	887,828.	134,109.	82,222.
17 Travel.	33,970.	7,015.	26,299.	656.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.				
20 Interest.	20,654.	10,047.	10,607.	
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.	313,634.	197,906.	66,065.	49,663.
23 Insurance.	209,118.		209,118.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a PROGRAMMING COSTS	1,370,901.	1,370,901.		
b PREMIUMS & SHIPPING (DONATIONS)	1,075,762.	264.		1,075,498.
c COMMUNICATIONS	495,553.	327,304.	116,083.	52,166.
d BOARD MEETING & EXPENSES	387,023.		387,023.	
e UTILITIES	379,453.	315,666.	35,307.	28,480.
f All other expenses.	1,737,990.	353,446.	779,971.	604,573.
25 Total functional expenses. Add lines 1 through 24f.	15,070,088.	7,799,410.	4,123,859.	3,146,819.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
ASSETS	1	Cash — non-interest-bearing	810,763.	1	410,431.
	2	Savings and temporary cash investments	885,386.	2	432,878.
	3	Pledges and grants receivable, net	1,619,444.	3	1,408,313.
	4	Accounts receivable, net	29,178.	4	42,883.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	4,650.
	8	Inventories for sale or use	144,621.	8	146,485.
	9	Prepaid expenses and deferred charges	83,817.	9	87,922.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	13,235,587.		
	b	Less: accumulated depreciation	10,344,424.	10c	2,891,163.
	11	Investments — publicly-traded securities	175,704.	11	323,346.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	57,050.	15	85,532.
16	Total assets. Add lines 1 through 15 (must equal line 34)	6,941,279.	16	5,833,603.	
LIABILITIES	17	Accounts payable and accrued expenses	1,338,334.	17	1,709,524.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	100,000.	23	100,000.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D	1,017,163.	25	1,420,732.
	26	Total liabilities. Add lines 17 through 25	2,455,497.	26	3,230,256.
FUNDS	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.				
	27	Unrestricted net assets	3,123,561.	27	1,174,510.
	28	Temporarily restricted net assets	246,166.	28	312,782.
	29	Permanently restricted net assets	1,116,055.	29	1,116,055.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, and equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances.	4,485,782.	33	2,603,347.	
34	Total liabilities and net assets/fund balances.	6,941,279.	34	5,833,603.	

BAA

Form 990 (2009)

Part XI Financial Statements and Reporting

1 Accounting method used to prepare the Form 990: Cash Accrual Other

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

b Were the organization's financial statements audited by an independent accountant?

c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.

d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both:

Separate basis Consolidated basis Both consolidated and separate basis

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

BAA

Form 990 (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

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

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

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

- (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?.....
- (ii) a family member of a person described in (i) above?.....
- (iii) a 35% controlled entity of a person described in (i) or (ii) above?.....

	Yes	No
11 g (i)		
11 g (ii)		
11 g (iii)		

h Provide the following information about the supported organizations.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

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

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include "unusual grants.")...	16702170.	15680096.	16449234.	11460389.	12476283.	72,768,172.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf.....						0.
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.....						0.
4 Total. Add lines 1-through 3....	16702170.	15680096.	16449234.	11460389.	12476283.	72,768,172.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)....						0.
6 Public support. Subtract line 5 from line 4.....						72,768,172.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4.....	16702170.	15680096.	16449234.	11460389.	12476283.	72,768,172.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.....	121,102.	85,373.	174,170.	29,406.	34,928.	444,979.
9 Net income from unrelated business activities, whether or not the business is regularly carried on.....						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) SEE PART IV.....	489,654.	246,000.	179,600.	228,955.	280,542.	1,424,751.
11 Total support. Add lines 7 through 10.....						74,637,902.
12 Gross receipts from related activities, etc. (see instructions).....					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here..... ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)).....	14	97.5 %
15 Public support percentage from 2008 Schedule A, Part II, line 14.....	15	97.4 %

16a **33-1/3 support test – 2009.** If the organization did not check the box on line 13, and the line 14 is 33-1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization..... ▶

b **33-1/3 support test – 2008.** If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization..... ▶

17a **10%-facts-and-circumstances test – 2009** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization..... ▶

b **10%-facts-and-circumstances test – 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization..... ▶

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions... ▶

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

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')...						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose.						
3 Gross receipts from activities that are not an unrelated trade or business under section 513.						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						
5 The value of services or facilities furnished by a governmental unit to the organization without charge.						
6 Total. Add lines 1 through 5.						
7a Amounts included on lines 1, 2, 3 received from disqualified persons.						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year.						
c Add lines 7a and 7b.						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						
c Add lines 10a and 10b.						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (add lns 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15.	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)).	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17.	18	%

19a 33-1/3 support tests – 2009. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

b 33-1/3 support tests – 2008. If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions.

CLIENT PF-NY

PACIFICA FOUNDATION

94-1347046

5/13/11

05:56PM

PART II, LINE 10 - OTHER INCOME

NATURE AND SOURCE	2009	2008	2007	2006	2005
SCA INCOME	229,600.	210,000.	149,000.	246,000.	228,000.
CANCELLATION OF DEBT					261,654.
OTHER	50,942.	18,955.	30,600.		
TOTAL	<u>\$ 280,542.</u>	<u>\$ 228,955.</u>	<u>\$ 179,600.</u>	<u>\$ 246,000.</u>	<u>\$ 489,654.</u>

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF**

OMB No. 1545-0047

2009

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Form 990-PF

Section:

- 501(c)(3) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule –

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules –

- For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year..... ▶ \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

PACIFICA FOUNDATION

94-1347046

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CORPORATION FOR PUBLIC BROADCASTING 401 NINTH STREET, NW WASHINGTON, DC 20004	\$ 1,556,665.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

Part II Noncash Property (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)

For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once - see instructions.) ... \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12. Attach to Form 990. See separate instructions

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

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

Table with 3 columns: Line number, (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4 for total number, aggregate contributions, aggregate grants, and aggregate value.

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or for any other purpose conferring impermissible private benefit? Yes No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

- Preservation of land for public use (e.g., recreation or pleasure)
Protection of natural habitat
Preservation of open space
Preservation of an historically important land area
Preservation of certified historic structure

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

Table with 2 columns: Description, Held at the End of the Year. Rows 2a-d for total number, acreage, and number of easements.

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year

4 Number of states where property subject to conservation easement is located

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easement it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? Yes No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets

Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

- (i) Revenues included in Form 990, Part VIII, line 1
(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

- a Revenues included in Form 990, Part VIII, line 1
b Assets included in Form 990, Part X

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

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

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

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

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

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

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

b If 'Yes,' explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance.....	1c
d Additions during the year.....	1d
e Distributions during the year.....	1e
f Ending balance.....	1f

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

b If 'Yes,' explain the arrangement in Part XIV.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance.....	1,116,055.	1,116,055.			
b Contributions.....					
c Net investment earnings, gains, and losses.....					
d Grants or scholarships.....					
e Other expenditures for facilities and programs.....					
f Administrative expenses.....					
g End of year balance.....	1,116,055.	1,116,055.			

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

- a Board designated or quasi-endowment ▶ _____ %
- b Permanent endowment ▶ _____ %
- c Term endowment ▶ _____ %

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

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

4 Describe in Part XIV the intended uses of the organization's endowment funds. SEE PART XIV

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land.....		632,428.		632,428.
b Buildings.....		3,178,611.	1,863,374.	1,315,237.
c Leasehold improvements.....		733,673.	727,913.	5,760.
d Equipment.....		8,165,814.	7,449,583.	716,231.
e Other.....		525,061.	303,554.	221,507.
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶				2,891,163.

BAA

Part VII Investments—Other Securities See Form 990, Part X, line 12. N/A

Table with 3 columns: (a) Description of security or category, (b) Book value, (c) Method of valuation. Rows include Financial derivatives, Closely-held equity interests, Other, and Total.

Part VIII Investments—Program Related (See Form 990, Part X, line 13) N/A

Table with 3 columns: (a) Description of investment type, (b) Book value, (c) Method of valuation. Includes a Total row at the bottom.

Part IX Other Assets (See Form 990, Part X, line 15) N/A

Table with 2 columns: (a) Description, (b) Book value. Includes a Total row at the bottom.

Part X Other Liabilities (See Form 990, Part X, line 25)

Table with 2 columns: (a) Description of Liability, (b) Amount. Rows include Federal Income Taxes, ACCRUED EXPENSES & BENEFITS (759,009), DEFERRED RENT LIABILITLY (661,723), and Total (1,420,732).

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	13,094,719.
2	Total expenses (Form 990, Part IX, column (A), line 25)	15,070,088.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	-1,975,369.
4	Net unrealized gains (losses) on investments	520.
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV)	
9	Total adjustments (net). Add lines 4 through 8	520.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	-1,974,849.

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

1	Total revenue, gains, and other support per audited financial statements	1	13,400,423.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
	a Net unrealized gains on investments	2a	520.
	b Donated services and use of facilities	2b	
	c Recoveries of prior year grants	2c	
	d Other (Describe in Part XIV) .. SEE . PART . XIV	2d	305,184.
	e Add lines 2a through 2d	2e	305,704.
3	Subtract line 2e from line 1	3	13,094,719.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
	a Investments expenses not included on Form 990, Part VIII, line 7b	4a	
	b Other (Describe in Part XIV)	4b	
	c Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	13,094,719.

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

1	Total expenses and losses per audited financial statements	1	15,375,272.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
	a Donated services and use of facilities	2a	
	b Prior year adjustments	2b	
	c Other losses	2c	
	d Other (Describe in Part XIV) .. SEE . PART . XIV	2d	305,184.
	e Add lines 2a through 2d	2e	305,184.
3	Subtract line 2e from line 1	3	15,070,088.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
	a Investments expenses not included on Form 990, Part VIII, line 7b	4a	
	b Other (Describe in Part XIV)	4b	
	c Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	15,070,088.

Part XIV Supplemental Information

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

PART V, LINE 4 - INTENDED USES OF ENDOWMENT FUND

 ENDOWMENT FUNDS ARE PERMANENTLY RESTRICTED INVESTMENTS IN PERPETUITY, THE INCOME FROM

 WHICH IS EXPENDABLE FOR PROGRAMMING AND OPERATIONS. ENDOWMENT FUNDS BY DIVISIONS ARE

 AS FOLLOWS:

KPFA - \$525,000

KPFK - \$ 20,000

NATIONAL - \$571,055

Part XIV Supplemental Information *(continued)*

2009

SCHEDULE D, PART XIV - SUPPLEMENTAL INFORMATION PAGE 6

CLIENT PF-NY

PACIFICA FOUNDATION

94-1347046

5/13/11

05:56PM

SCHEDULE D, PART XII, LINE 2D
OTHER REVENUE INCLUDED IN F/S BUT NOT INCLUDED ON FORM 990

COMMUN. EVENTS INC. (NET OF CONTRIBUTION)	\$	305,184.
TOTAL	\$	<u>305,184.</u>

SCHEDULE D, PART XIII, LINE 2D
OTHER EXPENSES AND LOSSES PER AUDITED F/S

COMMUNITY EVENTS EXPENSE	\$	305,184.
TOTAL	\$	<u>305,184.</u>

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Supplemental Information Regarding
Fundraising or Gaming Activities**

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

Part I Fundraising Activities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 17. Form 990EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- | | |
|---|--|
| <input type="checkbox"/> Mail solicitations | <input type="checkbox"/> Solicitation of non-government grants |
| <input type="checkbox"/> Internet and email solicitations | <input type="checkbox"/> Solicitation of government grants |
| <input type="checkbox"/> Phone solicitations | <input type="checkbox"/> Special fundraising events |
| <input type="checkbox"/> In-person solicitations | |

2a Did the organization have written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total						0.

3 List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

REVENUE	(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events (Add col. (a) through col. (c))	
	COMMUNITY EVEN (event type)	(event type)	(total number)		
1	Gross receipts.....	503,624.		503,624.	
2	Less: Charitable contributions.....	198,440.		198,440.	
3	Gross income (line 1 minus line 2).....	305,184.		305,184.	
DIRECT EXPENSES	4	Cash prizes.....			
	5	Noncash prizes.....			
	6	Rent/facility costs.....			
	7	Food and beverages.....			
	8	Entertainment.....			
	9	Other direct expenses.....	305,184.		305,184.
	10	Direct expense summary. Add lines 4- through 9 in column (d).....			305,184.
11	Net income summary. Combine lines 3, column (d) and line 10.....				

Part III Gaming. Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

REVENUE	(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
	1	Gross revenue.....		
DIRECT EXPENSES	2	Cash prizes.....		
	3	Non-cash prizes.....		
	4	Rent/facility costs.....		
	5	Other direct expenses.....		
	6	Volunteer labor.....	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d).....			
8	Net gaming income summary. Combine lines 1, column (d) and line 7.....			

	YES	NO
9 Enter the state(s) in which the organization operates gaming activities: _____		
a Is the organization licensed to operate gaming activities in each of these states?.....	9a	
b If 'No,' explain: -----		
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?.....	10a	
b If 'Yes,' explain: -----		
11 Does the organization operate gaming activities with nonmembers?.....	11	
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?.....	12	

13 Indicate the percentage of gaming activity operated in:

- a** The organization's facility

13a	%
13b	%
- b** An outside facility

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name: ▶ _____

Address: ▶ _____

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue?.....

- b** If 'Yes,' enter the amount of gaming revenue received by the organization \$ _____ and the amount of gaming revenue retained by the third party \$ _____.

c If 'Yes,' enter name and address of the third party:

Name: ▶ _____

Address: ▶ _____

16 Gaming manager information

Name: ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided: ▶ _____

- Director/officer Employee Independent contractor

17 Mandatory distributions

- a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?.....

- b** Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year: ▶ \$ _____

	YES	NO
13a		
13b		
14		
15a		
16		
17a		

SCHEDULE O
(Form 990)

Supplemental Information to Form 990

OMB No. 1545-0047

2009

Department of the Treasury
Internal Revenue Service

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

**Open to Public
Inspection**

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

FORM 990, PART VI, LINE 11 - FORM 990 REVIEW PROCESS

THE AUDIT COMMITTEE HAS THE RESPONSIBILITY TO REVIEW THE FOUNDATION'S 990 PRIOR TO
IT BEING FILED WITH THE IRS.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS FOR CEO, EXEC. DIR., OR TOP MGT

THE EXECUTIVE DIRECTOR'S SALARY IS SET AND APPROVED BY THE BOARD.

FORM 990, PART VI, LINE 15B - COMPENSATION REVIEW & APPROVAL PROCESS FOR OFFICERS & KEY EMPLOYEES

THE OTHER OFFICERS SALARY IS SET AND APPROVED BY THE BOARD.

FORM 990, PART VI, LINE 17 - LIST OF STATES WHICH THIS RETURN IS FILED

AL AK AR CA CT FL GA HI IL KS KY ME MD MA MI MN MS MO NH NJ NM NY NC OH OK OR PA
RI SC TN UT VA WA WV WI

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

SAME AS LINE - 18.

Name of the organization

PACIFICA FOUNDATION

Employer identification number

94-1347046

Area with horizontal dashed lines for supplemental information.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization PACIFICA FOUNDATION	Employer identification number 94-1347046 For IRS use only
	Number, street, and room or suite number. If a P.O. box, see instructions. KIMERLING & WISDOM, LLC 29 BROADWAY #1412	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10006-3267	

Check type of return to be filed (File a separate application for each return):

- | | | | |
|--|--|--------------------------------------|------------------------------------|
| <input checked="" type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 5227 | |

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. **LAVARN WILLIAMS - CFO**
Telephone No. **510-849-2590** FAX No. **510-849-2617**
- 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.

- I request an additional 3-month extension of time until 8/15, 20 11.
- For calendar year _____, or other tax year beginning 10/01, 20 09, and ending 9/30, 20 10.
- If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period
- State in detail why you need the extension. . . . TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY 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 \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs.	8c \$

Signature and Verification

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 Lavarn Williams Title CPA Date 5/13/11

**PACIFICA FOUNDATION
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
SEPTEMBER 30, 2010**

**PACIFICA FOUNDATION
FOR THE YEAR ENDED SEPTEMBER 30, 2010**

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PACIFICA FOUNDATION
Statement of Financial Position
At September 30, 2010

Assets

Current assets:

Cash and cash equivalents	\$ 410,431
Investments (note 6)	11,509
Pledges receivable (net)	886,207
Other receivables	215,451
Premium inventory	146,485
Prepaid expenses	87,922
Total current assets	<u>1,758,005</u>

Non-current assets:

Property and equipment, net	2,891,163
Intangible and other assets	57,050
Bequests receivable	382,670
Restricted cash (note 4)	432,878
Program endowment investment (note 6)	311,837
Total non-current assets	<u>4,075,598</u>
Total assets	<u><u>\$ 5,833,603</u></u>

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Financial Position (continued)
At September 30, 2010

Liabilities

Current liabilities:

Accounts payable	\$ 1,709,524
Advances under line of credit	100,000
Accrued expenses and benefits	<u>759,009</u>
Total current liabilities	<u>2,568,533</u>

Non-current liabilities:

Deferred rent liability (office, studio & tower)	<u>661,723</u>
Total non-current liabilities	<u>661,723</u>
Total liabilities	<u>3,230,256</u>

Net assets:

Unrestricted	1,174,510
Temporarily restricted (note 7)	312,782
Permanently restricted (note 8)	<u>1,116,055</u>
Total net assets	<u>2,603,347</u>
Total liabilities and net assets	<u><u>\$ 5,833,603</u></u>

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Activities
For the Year Ended September 30, 2010

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Revenue and support:				
Listener support / donations	\$10,585,979			\$10,585,979
Grants (note 15)	1,129,598	562,266		1,691,864
Community events	503,624			503,624
Sub-channel income (note 16)	229,600			229,600
Other revenue	353,908			353,908
Investment income	35,448			35,448
Net assets released from restrictions	495,650	(495,650)		0
Total revenue and support	<u>13,333,807</u>	<u>66,616</u>	<u>0</u>	<u>13,400,423</u>
Expenses:				
Program services	7,801,762			7,801,762
Management and general	4,123,959			4,123,959
Fundraising and development	3,449,551			3,449,551
Total expenses	<u>15,375,272</u>	<u>0</u>	<u>0</u>	<u>15,375,272</u>
Change in net assets	<u>(2,041,465)</u>	<u>66,616</u>	<u>0</u>	<u>(1,974,849)</u>
Net assets, beginning of year (note 19)	3,215,975	246,166	1,116,055	4,578,196
Net assets, end of year	<u><u>\$ 1,174,510</u></u>	<u><u>\$ 312,782</u></u>	<u><u>\$ 1,116,055</u></u>	<u><u>\$ 2,603,347</u></u>

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Functional Expenses
For the Year Ended September 30, 2010

	Program Services	Management and General	Fundraising and Development	Total Functional Expenses
Expenses:				
Personnel costs	\$ 4,323,244	\$ 1,891,481	\$ 1,181,758	\$ 7,396,483
Advertising and promotion	-	4,403	33,045	37,448
Associations and periodicals	4,627	19,518	1,056	25,201
Audit fees	-	150,606	-	150,606
Bank charges and finance charges	-	78,541	178,942	257,483
Board meetings and elections	-	387,023	-	387,023
Communications expense	327,304	116,083	52,166	495,553
Community events	2,352	100	302,732	305,184
Computer maintenance	74,440	49,826	29,382	153,648
Consultants	106,045	225,856	20,185	352,086
Depreciation and amortization	197,906	66,065	49,663	313,634
Direct mail and telemarketing	21,245	412	319,373	341,030
Equipment rental	1,241	61,164	17,298	79,703
Insurance	-	209,118	-	209,118
Interest	10,047	10,607	-	20,654
Legal fees	-	244,564	503	245,067
Legal settlement fees	-	83,366	-	83,366
Miscellaneous	457	14,887	94	15,438
Rent-office/studio	298,053	133,609	82,222	513,884
Rent-tower	589,775	500	-	590,275
Office expenses	529	44,735	1,152	46,416
Outside services	5,260	23,488	37,103	65,851
Permits, fines and filing fees	-	5,070	-	5,070
Premiums and shipping (for donations)	264	-	1,075,498	1,075,762
Programming costs	1,370,901	-	-	1,370,901
Repairs and maintenance	111,546	111,370	7,609	230,525
Storage	871	20,951	2,436	24,258
Tapes and supplies	21,976	53,916	25,337	101,229
Taxes - property tax	-	43,307	-	43,307
Training expense	10,998	11,787	2,861	25,646
Travel	7,015	26,299	656	33,970
Utilities	315,666	35,307	28,480	379,453
Total expenses	\$ 7,801,762	\$ 4,123,959	\$ 3,449,551	\$15,375,272

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Cash Flows
For the Year Ended September 30, 2010

Cash flows from operating activities	
Changes in net assets	(1,974,849)
Adjustments to reconcile change in net assets to net cash used by operating activities	
Depreciation and amortization	313,634
Realized and unrealized gain on investments	(520)
Restricted cash	1,751
Change in operating assets and liabilities	
Decrease in pledges and other receivables	164,294
Increase in prepaid expenses	(4,105)
Increase in inventory	(1,864)
Increase in accounts payable	914,575
Increase in accrued expenses and benefits	(123,625)
Increase in deferred rent liability	82,806
Net cash used by operating activities:	<u>(627,903)</u>
Cash flows from investing activities	
Purchase of property and equipment	(69,481)
Proceeds/acquisition from sales of investments (net)	93,357
Net cash provided by investing activities:	<u>23,876</u>
Cash flows from financing activities	
Payments made on capital leases	(6,583)
Net cash used by financing activities:	<u>(6,583)</u>
Net decrease in cash	(610,610)
Cash, beginning of year	1,021,041
Cash, end of year	<u><u>410,431</u></u>
Supplemental information	
Cash paid for interest	\$ 20,654

The accompanying notes are an integral part of these financial statements

**PACIFICA FOUNDATION
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED SEPTEMBER 30, 2010**

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

1. Organization

Pacifica Foundation was incorporated under the Nonprofit Corporation Law of the State of California on August 24, 1946 and was recognized as a tax exempt organization on August 16, 1950 under section 101 (c) of the 1939 Internal Revenue Code which now corresponds with IRC 501(c) (3) as a public charity. Pacifica currently operates, on a not-for-profit basis, five FM radio stations and maintains a program tape library which is used to sell and rent taped programs to other non-commercial radio stations, news services, schools, colleges, universities and the general public. Contributions are used to support non-commercial radio stations and to create public affairs programming which is available to approximately 125 affiliated non-commercial radio stations.

The financial statements include the operations of the following divisions:

Radio Station-KPFA-Berkeley, California
Radio Station-KPFB-Los Angeles, California
Radio Station-KPFT-Houston, Texas
Radio Station-WBAI-New York, New York
Radio Station-WPFW-Washington, D.C.
Pacifica Foundation-National Division (National Office & Pacifica Radio Archives)

All significant inter-division accounts have been eliminated.

2. Summary of Significant Accounting Policies

The summary of the significant accounting policies applied in the preparation of the accompanying financial statements follows:

Financial Statement Presentation

The financial statements have been prepared on the accrual basis of accounting in accordance with the accounting principles generally accepted in the United States of America. They are presented in accordance with the provisions of Accounting Standards Codification 958, "*Financial Statements of Not-For-Profit Organization*". Under the provisions of Codification 958, net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of The Foundation and changes therein are classified and reported as follows:

Unrestricted Net Assets – Net assets that are not subject to donor-imposed restrictions, but may be designated for specific purposes by the action of the Board of Directors or otherwise limited by contractual arrangements with outside parties.

Temporarily Restricted Net Assets - Net assets subject to donor-imposed restrictions that may can be fulfilled either by actions of the Foundation pursuant to those stipulations and/or the passage of time.

Permanently Restricted Net Assets - Net assets subject to donor-imposed restrictions that the foundation maintains. Generally, the donors of these assets permit the Foundation to use all or part of the income earned on any related investments for general or specific purposes. (see note 8)

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

2. Summary of Significant Accounting Policies (continued)

Revenues are reported as increases in unrestricted net assets unless the use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Expirations of temporary restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

Restricted Grants and Contributions – Grant awards require the fulfillment of certain conditions as set forth in the grant instrument. Failure to fulfill the conditions could result in return of the funds to the grantors. The Foundation deems this contingency remote since by accepting the grants and their terms, it has accommodated the objectives of the Foundation to the provisions of the grants. Pacifica's management is of opinion that the Foundation has complied with the terms and conditions of all the grants.

Cash and Cash Equivalents

For purposes of the Statements of Cash Flows, cash and cash equivalents are defined as demand deposits at banks and certificates of deposit with purchased maturities of less than ninety days.

Allowance for Doubtful Accounts

Pledges receivable are shown net of allowance for doubtful accounts. After review of pledges receivable aging, management estimated reserves of \$98,467 at September 30, 2010.

Inventory

Each station maintains an inventory of items used for premium incentives in fundraising activities that are carried at the lower of cost or fair market value.

Revenue Recognition

Contribution is recognized when the donor makes a promise to give that is, in substance, unconditional. Grant revenue is recognized as earned expenses are incurred. Contributions of assets other than cash are recorded at fair value at the date of donation. In accordance with the provision of Accounting Standards Codification 9598-608, "*Accounting for Contributions Received and Contributions Made*", contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restriction expires in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires, temporarily restricted net assets are classified to unrestricted net assets.

All unconditional promises to give, which are expected to be received beyond on year, are discounted to their net present value.

Donated Facilities and Services

Contributions of donated non-cash assets are recorded at their fair market values in the period received. Donated services are recognized as contributions in accordance with the provision of Accounting Standards Codification 958-605, if the services (a) create or enhance non-financial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Foundation.

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

2. Summary of Significant Accounting Policies (continued)

Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities. Costs are allocated between fund-raising, management and general expense or the appropriate program based on evaluations of the related benefits and actual hours. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Foundation.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Significant estimates include the collectability of accounts receivable, depreciation and amortization, accrued liabilities, and the allocation of functional expenses.

Property and Equipment

Purchases of property and equipment are recorded at cost. Assets acquired by contribution of bequest are stated at fair value at the date of acquisition. Depreciation is provided using the straight-line method over the estimated useful lives of the assets. Amortization of leasehold improvements is computed using the straight-line method over the shorter of the remaining lease term or the estimated useful lives of the improvements. Maintenance and repairs are charged to expense as incurred. Expenditures that increase the value or productive capacity of assets are capitalized. When property and equipment are retired, sold, or otherwise disposed of, the asset's carrying amount and related depreciation are removed from the accounts and any gain or loss is included in operations. Pacifica capitalizes all property and equipment acquisitions in excess of \$2,000.

Property and Equipment (continued)

The useful estimated lives of computer software, property and equipment are principally as follows:

Office and computer equipment	5 years
Leasehold improvements	10 years
Furniture and fixtures	10 years
Transmitter, technical and antenna equipment	10-20 years
Buildings	30 years

Intangible Assets

The Foundation owns the broadcasting licenses of all five stations of which four licenses were acquired at no cost. The cost of the fifth license (WPFW) was amortized on a straight-line method over 20 years from the date of acquisition (1977). That license was fully amortized as of September 30, 1997.

Compensated Absences

The Foundation accrues a liability for vested vacations to which employees are entitled depending on the

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

2. Summary of Significant Accounting Policies (continued)

Compensated Absences (continued)

length of service and other factors. The accompanying statements include accrued vacation benefits of \$327,916 as of September 30, 2010.

Income Recognition from Community Events

Funds received in advance from community events are shown as deferred income when received. These amounts are recorded as income when the funds are disbursed upon the completion of the community event in order to more closely match revenue with the related expenditure.

Investments

The Organization's securities investments that are bought and held principally for the purpose of selling them in the near term are classified as trading securities. Trading securities are recorded at fair value on the balance sheet in current assets, with the change in fair value during the year reported on the statement of activities as realized and unrealized gains of \$520 (see note 6).

Fair Value of Financial Instruments – On October 1, 2008, the Foundation adopted Accounting Standards Codification 820, *Fair Value Measurements*. This Statement defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles (GAAP), and expands disclosures about fair value measurements. This Statement applies under other accounting pronouncements that require or permit fair value measurements.

On October 1, 2008, the Foundation adopted Accounting Standards Codification 825, *The Fair Value Option for Financial Assets and Financial Liabilities – Including an Amendment of Accounting Standards Codification 320*. A provision of Codification 825 permits an entity to measure financial instruments and certain other items at estimated fair value. Most of the provisions of Codification 825 are elective; however, the amendment to Accounting Standards Codification 320, *Accounting for Certain Investments in Debt and Equity Securities*, applies to all entities that own trading and available-for-sale securities. The fair value option created by Accounting Standards Codification 825 permits an entity to measure eligible items at fair value as of specified election dates. The fair value option (a) may generally be applied instrument by instrument, (b) is irrevocable unless a new election date occurs, and (c) must be applied to the entire instrument and not only to a portion of the instrument. The adoption of Accounting Standards Codification 825 did not have a significant impact on the Foundation's results of operations and financial condition.

The Foundation's financial instruments consist principally of cash and cash equivalents, prepaid expenses, notes receivables, investments, other assets, accounts payable, and accrued expenses. The Foundation believes all of the financial instruments' recorded values approximate fair value.

Recent Accounting Pronouncements - In August 2008, FASB issued Accounting Standards Codification 958, *Endowments for Not-for-Profit Foundation: Net Asset Classification of Funds Subject to an Enacted Version of the Uniform Prudent Management of Institutional Funds Act and Enhanced Disclosures for All Endowment Funds*. Accounting Standards Codification 958 responds to accounting questions raised by the Uniform Prudent Management of Institutional Funds Act (UPMIFA) that was approved by the Uniform Law Commission to modernize the Uniform Management of Institutional Funds Act of 1972 (UMIFA) for governing the investment and management of donor-restricted endowment funds by not-for-profit

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

2. Summary of Significant Accounting Policies (continued)

Recent Accounting Pronouncements (continued)

foundations. Effective September 30, 2008, the State of California enacted UPMIFA. Among UPMIFA's more significant changes is the elimination of UMIFA's concept of historic dollar threshold, the amount below which a Foundation could not spend from the fund, in favor of a more robust set of guidelines about what constitutes prudent spending.

The provisions of Accounting Standards Codification 958 expand disclosures about a Foundation's endowment funds (both donor-restricted and board-designated). In addition, Accounting Standards Codification 958 requires that the portion of a donor-restricted endowment fund that is not classified as permanently restricted net asset be classified as temporarily restricted net assets until appropriated for expenditure. The Foundation adopted the provisions under Accounting Standards Codification 958 as of October 1, 2008.

3. Line of Credit

The Foundation has a secured line of credit agreement with Wells Fargo Bank that expires on August 1, 2011. The line allows for total borrowings of up to \$100,000 at a per annum rate of 1.0% above prime rate. There was a balance of \$100,000 outstanding as of September 30, 2010. The line of credit is secured by a certificate of deposit held by the same bank. Interest on this line of credit during the year ended September 30, 2010 amounted to \$4,380.

4. Restricted Cash

Restricted cash primarily represents funds in the form of a certificate of deposit securing the Foundation's line of credit with the bank and funds required to be held in a separate bank account because of donor restrictions. As of September 30, 2010, the restricted cash consisted of:

	2010
Loan collateral - KPFA	\$ 100,000
Wells Fargo Bank ACH - KPFA	50,000
NTIA - KPFT	13,671
Building Fund - WPFW	203,484
Heath Fund - National Office	65,723
Total	\$ 432,878

5. Property and Equipment

	2010
Land	\$ 632,428
Building and improvements	3,178,611
Leasehold improvements	733,673
Fixtures and furniture	247,578
Equipment	8,443,297
Total	13,235,587
Less: accumulated depreciation	(10,344,424)
Total	\$2,891,163

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

5. Property and Equipment (continued)

Depreciation and amortization of property and equipment amounted to \$313,634 for the year ended September 30, 2010.

Included in the property and equipment held at September 30, 2010 is certain technical equipment acquired with the assistance of government grants. In accordance with the regulations of these grants, the Federal Government (NTIA) retains interest in these assets for a period of 10 years following the completion of the grant.

At September 30, 2010 the following assets were subject to the federal ten-year periods:

	<u>Historical Costs</u>	<u>End of 10- year Period</u>
KPFA	\$ 73,326	2013
KPFT	19,100	2016
KPFK	159,810	2012
WBAI	38,966	2010
WPFW	125,500	2012
Total	<u>\$ 416,702</u>	

6. Investments

	2010	
	<u>Acquisition Cost</u>	<u>Fair market Value</u>
Mutual Funds	\$ 13,956	\$ 11,509
US Treasuries Money Fund	188,881	188,881
Equities	138,617	122,956
Total - Program Endowment	327,498	311,837
Total Investment	<u>\$ 341,454</u>	<u>\$ 323,346</u>

Investment income for the year ended September 30, 2010 was comprised of the following:

	<u>2010</u>
Interest and dividends	\$ 34,928
Realized and unrealized gain (losses)	520
Net investment income	<u>\$ 35,448</u>

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

7. Temporarily Restricted Net Assets

Temporarily restricted net assets were available as follows on September 30:

	Totals	KPFA	KPFT	WBAI	WPFW	PRA
Public awareness on the environment	\$ 16,618	\$ 16,618				
Website for special programs podcasting	1,500	1,500				
Technical equipment acquisition	13,671		13,671			
Building fund	280,800			80,800	200,000	
NEA	193					193
	<u>\$312,782</u>	<u>\$ 18,118</u>	<u>\$ 13,671</u>	<u>\$ 80,800</u>	<u>\$200,000</u>	<u>\$ 193</u>

Temporarily restricted net assets that were released from donor restriction by incurring expenses satisfying the purposes specified by donors are noted as follows for the years ended September 30:

	Totals
Grant for environmental justice - KPFA	\$ 10,396
Public awareness on the environment - KPFA	41,043
Website for special programs podcasting - KPFA	1,500
CPB grant - KPFA	78,919
CPB grant - KPFK	92,207
Technical equipment acquisition - KPFT	9,329
CPB grant - KPFT	41,168
CPB grant - WBAI	84,067
Fund restrictions released by donor - WPFW	31,311
CPB grant - WPFW	74,216
Radio archives project - PRA	31,494
	<u>\$ 495,650</u>

8. Permanently Restricted Net Assets

These funds are investments in perpetuity, the income from which is expendable for operations. Such endowments at September 30, 2010 are follows:

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

8. Permanently Restricted Net Assets (continued)

	Totals	KPFA	KPFK	NO
KPFA - Heath Trust endowment fund	\$ 375,000	\$ 375,000		
KPFA - Other endowment fund	150,000	150,000		
KPFK - Other endowment fund	20,000		20,000	
National Office - Other endowment fund	196,055			196,055
National Office - Heath Trust endowment fund	375,000			375,000
	<u>\$1,116,055</u>	<u>\$ 525,000</u>	<u>\$ 20,000</u>	<u>\$ 571,055</u>

The Foundation's endowment consists of five funds established for a variety of purposes and includes donor-restricted funds. Net assets associated with this endowment are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Directors of the Foundation has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted net assets that is not classified as permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Foundation in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, The Foundation considers the following factors in making a determination to appropriate or accumulated donor-restricted endowment funds:

- The duration and preservation of the fund
- The purposes of the Foundation and the donor-restricted endowment fund
- General economic conditions
- The possible effect of inflation and deflations
- The expected total return from income and the appreciation of investments
- Other resources of the Foundation
- The investment policies of the Foundation

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor restricted endowment funds may fall below the level that the donor or Board of Directors requires the Foundation to retain as a fund of perpetual duration. The Foundation has deficiencies of this nature as of September 30, 2010.

Return Objectives and Risk Parameters

The Foundation has adopted investment and spending policies for endowment assets that attempt to preserve the purchasing power of the Endowment Fund and at the same time provide a regular distribution of funds for use of the Foundation, consistent with the terms of the Endowment Fund

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

8. Permanently Restricted Net Assets (continued)

Return Objectives and Risk Parameters (continued)

Distribution Policy and the terms governing each of the individual endowment funds. A balanced approach is to be taken between risk, preservation of capital, income and growth.

Strategies Employed for Achieving Objectives

To satisfy its investment policy objectives, The Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) through equity-based investments and current yield (interest and dividends) through fixed income investments. The Foundation targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its return objectives within prudent risk constraints.

Spending Policy and How the Investment Objectives Relate to Spending Policy

The Foundation has adopted a policy of appropriating for distribution each year an amount of five percent of its investment portfolio's average asset based on a trailing eighteen month average of accumulated contributions and earnings within the fund. The Board of Directors may request all, a portion, or none of the appropriation be distributed in accordance with the endowment fund's purpose as defined by the endowment agreement or applicable board resolution. Any portion of the distribution not appropriated by the Board shall be kept in the endowment fund, be governed by the endowment investment policy, and be available for future distribution in accordance with the distribution policy.

9. Concentration of Risk

The Foundation maintains its bank accounts at six financial institutions. Accounts at each of these institutions are insured by the FDIC up to the legal limit at each institution. In addition to the FDIC's basic Insurance coverage each of these institutions are participating in the FDIC's Transaction Account Guarantee Program (TAGP). Amounts in excess of the insured limits totaled \$61,484 on September 30, 2010.

10. Lease Commitments

The Foundation is obligated under several operating leases for office space, studio and radio tower equipment. The leases expire through September 30, 2020. Future minimum lease payments under these lease agreements as of September 30, 2010 are as follows:

	<u>TOTAL</u>
9/30/2011	\$ 862,491
9/30/2012	824,836
9/30/2013	495,440
9/30/2014	449,924
9/30/2015	435,370
Thereafter	<u>2,660,584</u>
Total	<u><u>\$5,728,645</u></u>

Rent expense under these lease agreements for the fiscal year ended September 30, 2010 amounted to approximately \$1,104,159.

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

11. Pension Plan

Pacifica Foundation has a defined contribution retirement plan ("the Plan") as established under the Internal Revenue Code Section 403(b). Anyone employed by the Foundation on September 30th is eligible for participation in the Plan. For each Plan year, the Board of Directors determines the amount to be contributed to the Plan. Total contributions made by the Foundation to the Plan amounted to \$175,850.

12. Charitable Remainder Trust

In December 1990, Pacifica was named principal beneficiary of the Lutz Charitable Remainder Trust. The terms of the trust calls for a monthly percentage of principal payments to named income beneficiaries. Required monthly payments are to be paid first out of trust income, then out of trust principal, with any excess trust income added to principal. Annual trust administrative costs are to be paid out of trust assets. Upon expiration of the trust term of twenty years, or if earlier upon the death of the last income beneficiary, trust's assets revert to Pacifica Foundation. The market value of assets at September 30, 2010 was \$119,778.

13. Pending Legal Matters

Commitments and Contingencies

The Foundation is a defendant in several lawsuits. Management believes these suits are without merit and intends to vigorously defend its position. Although it is reasonably possible, management believes it is unlikely that the resolutions, claims and pending litigation will have a material effect, individually or in the aggregate, to the financial position, results of operations and cash flows. Legal counsel has advised management that a range of loss, if any, cannot be reasonably estimated at this time. Accordingly, no provision for possible loss has been made in these financial statements.

Communications Attorneys

The Foundation's communications attorneys have advised management that they are not aware of any pending or threatened litigations, claims, or assessments.

14. Income Taxes

The Foundation is exempt from federal and state taxes by a group exemption under 501 (c) (3) of the Internal Revenue Code and section 23701 (d) of the California Revenue and Taxation Code, and is considered by the Internal Revenue Service to be a Foundation other than a private foundation. As of July, 2007 the Foundation adopted the Financial Standards Codification 740, *Accounting for Uncertainty in Income Taxes*. The standard addresses the accounting for uncertainties in income taxes recognized in an entity's financial statements and prescribes a threshold of "more likely than not" for recognition and derecognition of tax positions taken or expected to be taken in the tax returns. Financial Standards Codification 740 also provides related guidance on measurement, classification, interest and penalties, and disclosure. There was no material impact to the Foundation's financial statements as a result of the adoption of Financial Standards Codification 740.

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

15. Grant Revenue

Grant Revenue was recognized from the following sources:

	<u>Total</u>	<u>Corporation for Public Broadcasting</u>	<u>Charitable Foundation NEA and Other</u>
KPFA	\$ 341,655	\$ 339,155	\$ 2,500
KPFK	384,298	384,298	
KPFT	172,390	172,390	
WBAI	373,507	355,307	18,200
WPFW	341,165	305,515	35,650
National	78,849		78,849
Total Grants	<u>\$ 1,691,864</u>	<u>\$ 1,556,665</u>	<u>\$ 135,199</u>

16. SCA Income

Pacifica Foundation entered into sub-carrier agreements (SCA) in March 1984, whereby outside companies would be allowed to use a portion of certain Pacifica stations' base bands in order to broadcast signals to the outside companies' subscribers. The initial terms of the agreements were five years from start of operations at each respective station. Subsequent to the initial agreements, some of the leases have expired and some have renewed. Additional agreements have been entered into during the year ended September 30, 2010 resulting in total annual SCA revenue of approximately \$229,600.

Income from the leases is recorded in total at the National Office and allocated to the various stations for special projects as needed and approved by the board.

In 1984, Pacifica Foundation had retained legal counsel to investigate the possibility that the above income is unrelated and thereby taxable, and a determination request was submitted to the IRS. The response from the IRS indicated that the income is not taxable and that Pacifica's not-for-profit status will not be affected.

17. Central Services

Central services consist of operating expenses provided by the National Office for the various stations. Typically, they consist of such expenses as administrative, legal and accounting services, insurance, programming, distribution and subscription services paid by the National Office.

18. Subsequent Events

The Foundation has evaluated all subsequent events through March 26, 2011, the date of this report, and determined there are no material recognized or unrecognized subsequent events.

PACIFICA FOUNDATION
Notes to Financial Statements
For the Year Ended September 30, 2010

19. Prior Period Adjustments

\$168,689 in accounts payable – WPFW was overstated and \$(102,975) in accrued premiums expense was understated for all divisions in addition to \$26,700 in accounting errors resulting in a net increase (decrease) to net beginning assets of \$92,414 as follows:

KPFA	\$ (10,688)
KPFK	(58,150)
KPFT	(7,892)
WBAI	(4,690)
WPFW	167,152
National Division	<u>6,682</u>
Total	<u>\$ 92,414</u>

These prior period adjustments have no effect on current year activities.

20. Ability to Continue as a Going Concern

For the past three years the Foundation has sustained losses of \$433,161, \$2,701,432, and \$1,974,849 for the years ended September 30, 2008, 2009, and 2010 totaling \$5,109,442. Also during this three year period working capital has decreased from \$2,835,309 at September 30, 2007 to a deficit of \$(810,528) at September 30, 2010. These conditions and events have given rise to a substantial doubt about the Foundation's ability to meet its obligations as they become due without substantial disposition of assets outside the ordinary course of operations, or restructuring of debt, or externally forced revisions of its operations or similar actions. Although management has taken recent action to increase revenues and reduce expenses, as of the date of this report there is not a Board approved and implemented financial plan in place in order to restore adequate working capital within the current year. Accordingly, substantial doubt remains as to the ability of the Foundation to continue as a going concern as of the date of this report.

**PACIFICA FOUNDATION
SUPPLEMENTAL INFORMATION
FOR THE YEAR ENDED SEPTEMBER 30, 2010**

PACIFICA FOUNDATION
Statement of Financial Position by Division
At September 30, 2010

Assets	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Current assets:								
Cash and cash equivalents	\$ 410,431		\$ 100,344	\$ 160,116	\$ 98,252	\$ 3,036	\$ 3,650	\$ 45,033
Investments (note 6)	11,509			11,509				
Pledges receivable (net)	886,207		340,406	340,946	106,509	77,093	21,253	
Other receivables	215,451		163,553	4,450			11,000	36,448
Premium inventory	146,485		9,387	67,612	17,561	19,239	32,686	
Inter-division receivable		(2,823,354)						2,823,354
Prepaid expenses	87,922		23,837	16,259	3,956	165	28,023	15,682
Total current assets	1,758,005	(2,823,354)	637,527	600,892	226,278	99,533	96,612	2,920,517
Non-current assets:								
Property and equipment, net	2,891,163		1,701,838	666,302	336,218	36,521	19,176	131,108
Inter-division receivable	0	(1,400,610)	1,400,610					
Intangible and other assets	57,050							
Bequests receivable	382,670		375,000			42,701	14,349	
Restricted cash (note 4)	432,878		150,000		13,671	0	203,484	7,670
Program endowment investment (note 6)	311,837		21,539	2,360		1,089	3,048	283,801
Total non-current assets	4,075,598	(1,400,610)	3,648,987	668,662	349,889	80,311	240,057	488,302
Total assets	\$ 5,833,603	\$ (4,223,964)	\$ 4,286,514	\$ 1,269,554	\$ 576,167	\$ 179,844	\$ 336,669	\$ 3,408,819

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Financial Position by Division (continued)
At September 30, 2010

	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Liabilities								
Current liabilities:								
Accounts payable	\$ 1,709,524		\$ 97,989	\$ 1,317	\$ 6,514	\$ 284,685	\$ 210,299	\$ 1,108,720
Advances under line of credit	100,000							100,000
Inter-division payables	759,009	(2,823,354)	507,060	195,851	118,239	1,661,587	340,617	
Accrued expenses and benefits	2,588,533	(2,823,354)	222,913	156,284	36,521	145,157	109,970	88,164
Total current liabilities			827,962	353,452	161,274	2,091,429	660,886	1,296,884
Non-current liabilities:								
Inter-division payables	-	(1,400,610)			300,657	20,362	279,450	800,141
Deferred rent liability (office, studio & tower)	661,723				6,873	654,850		
Total non-current liabilities	661,723	(1,400,610)	0		307,530	675,212	279,450	800,141
Total liabilities	3,230,256	(4,223,964)	827,962	353,452	468,804	2,766,641	940,336	2,097,025
Net assets:								
Unrestricted	1,174,510		2,915,434	896,102	93,692	(2,667,597)	(803,667)	740,546
Temporarily restricted (note 7)	312,782		18,118		13,671	80,800	200,000	193
Permanently restricted (note 8)	1,116,055		525,000	20,000				571,055
Total net assets	2,603,347		3,458,552	916,102	107,363	(2,586,797)	(603,667)	1,311,794
Total liabilities and net assets	\$ 5,833,603	\$ (4,223,964)	\$ 4,286,514	\$ 1,289,554	\$ 576,167	\$ 179,844	\$ 336,669	\$ 3,408,819

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Activities by Division
For the Year Ended September 30, 2010

	Totals	Eliminations	KPFA	KPKF	KPFT	WBAl	WPFW	National Division
Unrestricted revenue and support:								
Listener support / donations	\$ 10,585,979		\$ 2,931,954	\$ 2,651,644	\$ 988,420	\$ 2,406,373	\$ 1,187,774	\$ 419,814
Grants	1,129,598		242,736	292,091	131,222	289,440	98,260	75,849
Community events	503,624		204,843	49,585	45,762	179,369	7,609	16,456
Sub-channel income (note 16)	229,600							229,600
Other revenue	353,908		28,109	495	1,014		21,324	302,966
Investment income	35,448		29,157	2,089	164		1,174	2,864
Central services	0	(1,869,027)						1,869,027
Net assets released from restrictions	495,650		131,858	92,207	50,497	84,067	105,527	31,494
Total unrestricted revenue & support	13,333,807	(1,869,027)	3,568,657	3,088,111	1,217,079	2,959,249	1,421,668	2,948,070
Expenses:								
Program services	7,801,762							
Management and general	4,123,959		2,151,312	1,458,076	419,113	2,002,197	647,399	1,123,665
Fundraising and development	3,449,551		579,602	450,682	350,025	600,845	527,145	1,615,660
Central services	0	(1,869,027)	919,754	820,899	339,901	697,239	485,551	186,207
Total expenses	15,375,272	(1,869,027)	4,155,593	3,241,204	1,289,214	3,742,195	1,890,561	2,925,532
Increase (decrease) in unrestricted net assets	(2,041,465)		(586,936)	(153,093)	(72,135)	(782,946)	(468,893)	22,538
Temporarily restricted net assets:								
Grant income	562,266							
Net assets released from restrictions	(495,650)		98,919	92,207	41,168	84,067	242,905	3,000
Increase (decrease) in temporarily restricted net assets	66,616		(131,858)	(92,207)	(50,497)	(84,067)	(105,527)	(31,494)
Increase (decrease) in permanently restricted net assets	0		(32,939)	0	(9,329)	0	137,378	(28,494)
Net assets, beginning of year	4,578,196		4,078,427	1,069,195	188,827	(1,803,851)	(272,152)	1,317,750
Net assets, end of year	\$ 2,603,347		\$ 3,458,552	\$ 916,102	\$ 107,363	\$ (2,586,797)	\$ (603,667)	\$ 1,311,794

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Functional Expenses by Division
For the Year Ended September 30, 2010

	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Expenses:								
Personnel costs	\$ 7,396,483		\$ 2,277,350	\$ 1,493,113	\$ 528,975	\$ 1,321,378	\$ 673,643	\$ 1,102,024
Advertising and promotion	37,448		14,387	1,280	4,330	12,329	3,390	1,732
Associations and periodicals	25,201		15,383	381	8,017	-	306	1,114
Audit fees	150,606		-	-	-	-	-	150,606
Bank charges and finance charges	257,483		50,129	58,662	43,461	53,221	35,780	16,230
Board meetings and elections	387,023		40,431	45,956	22,548	76,183	26,500	175,405
Communications expense	495,553		102,041	93,169	44,637	88,903	51,687	115,116
Community events	305,184		107,697	52,079	30,323	79,301	16,809	18,975
Computer maintenance	153,648		39,907	45,486	3,083	12,910	13,549	38,713
Consultants	352,086		45,740	-	25,573	82,501	82,521	115,751
Depreciation and amortization	313,634		115,477	108,004	20,668	13,461	14,428	41,596
Direct mail and telemarketing	341,030		113,523	56,447	79,838	33,938	44,792	12,492
Equipment rental	79,703		118	30,774	9,862	17,536	9,189	12,224
Insurance	209,118		10,855	11,494	-	-	-	186,769
Interest	20,654		71	5,220	-	10,047	-	5,316
Legal fees	245,067		126,914	12,890	2,717	54,602	-	47,944
Legal settlement fees	83,366		3,366	-	-	-	80,000	-
Miscellaneous	15,438		2,951	3,219	811	237	6,257	1,963
Rent-office/studio	513,884		-	-	-	325,198	188,686	-
Rent-tower	590,275		1,440	5,779	53,155	495,427	34,474	-
Office expenses	46,416		4,528	5,715	8,816	3,246	8,241	15,870
Outside services	65,851		-	-	5,260	37,103	-	23,488
Permits, fines and filing fees	5,070		1,104	-	-	-	-	3,966
Premiums and shipping (for donations)	1,075,762		268,508	326,783	42,040	270,602	146,974	20,855
Programming costs	1,370,901		167,403	162,156	109,981	166,047	88,015	677,299
Repairs and maintenance	230,525		49,473	97,804	16,327	24,956	36,022	5,943
Storage	24,258		-	871	-	-	-	17,355
Tapes and supplies	101,229		-	4,251	1,965	6,872	1,017	87,124
Taxes - property tax	43,307		13,854	-	29,453	-	-	-
Training expense	25,646		3,120	330	6,416	4,132	600	11,048
Travel	33,970		4,235	2,601	689	10,453	912	15,080
Utilities	379,453		70,663	105,193	10,094	99,698	90,271	3,534
Total expenses	\$ 15,375,272	\$ -	\$ 3,650,668	\$ 2,729,657	\$ 1,109,039	\$ 3,300,281	\$ 1,660,095	\$ 2,925,532

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Statement of Functional Expenses by Division - Program Services
For the Year Ended September 30, 2010

	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Expenses:								
Personnel costs	\$ 4,323,244		\$ 1,696,118	\$ 950,953	\$ 172,138	\$ 940,845	\$ 265,325	\$ 297,865
Advertising and promotion	0							
Associations and periodicals	4,627		506	381	3,600			140
Audit fees	0							
Bank charges and finance charges	0							
Board meetings and elections	0							
Communications expense	327,304		68,863	59,590	28,225	62,770	20,018	87,838
Community events	2,352			2,352				
Computer maintenance	74,440		23,146	29,206	2,325	9,273	5,250	5,240
Consultants	106,045		8,400	13,550	13,550	17,886	40,671	25,538
Depreciation and amortization	197,906		84,968	77,168	13,271	9,669	5,591	7,239
Direct mail and telemarketing	21,245		19,303	1,942				
Equipment rental	1,241		1,241					
Insurance	0							
Interest	10,047					10,047		
Legal fees	0							
Legal settlement fees	0							
Miscellaneous	457			368	89			
Rent-office/studio	298,053					188,615	109,438	
Rent-tower	589,775		1,440	5,779	52,655	495,427	34,474	
Office expenses	529		331		19		179	
Outside services	5,260				5,260			
Permits, fines and filing fees	0							
Premiums and shipping (for donations)	264		264					
Programming costs	1,370,901		167,403	162,156	109,981	166,047	88,015	677,299
Repairs and maintenance	111,546		10,852	69,814	7,883	9,892	12,550	555
Storage	871			871				
Tapes and supplies	21,976			1,693	1,965	2,685	1,017	14,616
Taxes - property tax	0							
Training expense	10,998		2,356	330	1,510			6,802
Travel	7,015		3,945	2,464	161		331	114
Utilities	315,666		63,417	91,768	6,481	89,041	64,540	419
Total expenses	\$ 7,801,762		\$ 2,151,312	\$ 1,458,076	\$ 419,113	\$ 2,002,197	\$ 647,399	\$ 1,123,665

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
 Statement of Functional Expenses by Division - Management & General
 For the Year Ended September 30, 2010

	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Expenses:								
Personnel costs	\$ 1,891,481		\$ 221,338	\$ 272,256	\$ 206,583	\$ 246,083	\$ 225,594	\$ 719,627
Advertising and promotion	4,403		1,280		623	2,500		
Associations and periodicals	19,518		14,178		4,417		306	617
Audit fees	150,606							150,606
Bank charges and finance charges	78,541		14,554	6,502	34,474	9,564	9,727	3,720
Board meetings and elections	387,023		40,431	45,956	22,548	76,183	26,500	175,405
Communications expense	116,083		29,314	17,225	7,557	17,298	17,411	27,278
Community events	100		100					
Computer maintenance	49,826		4,446	8,093	203	2,332	4,559	30,193
Consultants	225,856		37,165		6,056	50,572	41,850	90,213
Depreciation and amortization	66,065		12,864	11,395	3,677	2,431	4,855	30,843
Direct mail and telemarketing	412		295			117		
Equipment rental	61,164		118	12,543	9,862	17,228	9,189	12,224
Insurance	209,118		10,855	11,494				186,769
Interest	10,607		71	5,220				5,316
Legal fees	244,564		126,411	12,890	2,717	54,602	80,000	47,944
Legal settlement fees	83,366		3,366					
Miscellaneous	14,887		2,951	2,757	722	237	6,257	1,963
Rent-office/studio	133,609					84,551	49,058	
Rent-tower	500				500			
Office expenses	44,735		4,146	5,715	7,716	3,226	8,062	15,870
Outside services	23,488							23,488
Permits, fines and filing fees	5,070		1,104					3,966
Premiums and shipping (for donations)	0							
Programming costs	0							
Repairs and maintenance	111,370		38,186	27,990	8,444	8,934	22,428	5,388
Storage	20,951						6,032	14,919
Tapes and supplies	53,916		13,854	2,456	29,453	4,176		47,284
Taxes - property tax	43,307		764		2,149	4,028	600	4,246
Training expense	11,787		136	137	528	9,951	581	14,966
Travel	26,299		136		1,796	6,832	14,136	2,815
Utilities	35,307		3,055	6,673				
Total expenses	\$ 4,123,959	\$ -	\$ 579,602	\$ 450,682	\$ 350,025	\$ 600,845	\$ 527,145	\$ 1,615,660

The accompanying notes are an integral part of these financial statements
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PACIFICA FOUNDATION
Statement of Functional Expenses by Division - Fundraising
For the Year Ended September 30, 2010

	Totals	Eliminations	KPFA	KPFK	KPFT	WBAI	WPFW	National Division
Expenses:								
Personnel costs	\$ 1,181,758		\$ 359,894	\$ 269,904	\$ 150,254	\$ 134,450	\$ 182,724	\$ 84,532
Advertising and promotion	33,045		14,387		3,707	9,829	3,390	1,732
Associations and periodicals	1,056		699					357
Audit fees	0							
Bank charges and finance charges	178,942		35,575	52,160	8,987	43,657	26,053	12,510
Board meetings and elections	0							
Communications expense	52,166		3,864	16,354	8,855	8,835	14,258	
Community events	302,732		107,697	49,627	30,323	79,301	16,809	18,975
Computer maintenance	29,382		12,315	8,187	555	1,305	3,740	3,280
Consultants	20,185		175		5,967	14,043		
Depreciation and amortization	49,663		17,645	19,441	3,720	1,361	3,982	3,514
Direct mail and telemarketing	319,373		93,925	54,505	79,838	33,821	44,792	12,492
Equipment rental	17,298			16,990		308		
Insurance	0							
Interest	0							
Legal fees	0							
Legal settlement fees	503		503					
Miscellaneous	94			94				
Rent-office/studio	82,222					52,032	30,190	
Rent-tower	0							
Office expenses	1,152		51		1,081	20		
Outside services	37,103					37,103		
Permits, fines and filing fees	0							
Premiums and shipping (for donations)	1,075,498		268,244	326,783	42,040	270,602	146,974	20,855
Programming costs	0							
Repairs and maintenance	7,609		435			6,130	1,044	
Storage	2,436							
Tapes and supplies	25,337			102				
Taxes - property tax	0							
Training expense	2,861				2,757			
Travel	656		154			104		
Utilities	28,480		4,191	6,752	1,817	3,825	11,595	300
Total expenses	\$ 3,449,551	\$ -	\$ 919,754	\$ 820,899	\$ 339,901	\$ 697,239	\$ 485,551	\$ 186,207

The accompanying notes are an integral part of these financial statements

PACIFICA FOUNDATION
Other Revenue by Division
For the Year Ended September 30, 2010

	<u>Totals</u>	<u>KPFA</u>	<u>KPFK</u>	<u>KPFT</u>	<u>WBAI</u>	<u>WPFW</u>	<u>National Division</u>
Other revenue:							
Tape sales (recorded programs)	\$ 50,837						\$ 50,837
Rental of mailing lists	2,871						2,871
Affiliates income	249,258						249,258
Miscellaneous	<u>50,942</u>	28,109	495	1,014		21,324	
Total	<u>\$ 353,908</u>	<u>\$ 28,109</u>	<u>\$ 495</u>	<u>\$ 1,014</u>	<u>\$ -</u>	<u>\$ 21,324</u>	<u>\$ 302,966</u>
Investment income:							
Interest and dividends	\$ 34,928						
Realized/unrealized gains (losses)	520	29,400	1,112	164		1,174	3,078
Total	<u>\$ 35,448</u>	<u>\$ 29,400</u>	<u>\$ 1,112</u>	<u>\$ 164</u>		<u>\$ 1,174</u>	<u>\$ 3,078</u>
Included in Listener Support							
Website income	\$ 129,452	\$ 91,031		\$ 10	\$ 38,411		
Total	<u>\$ 129,452</u>	<u>\$ 91,031</u>	<u>\$ -</u>	<u>\$ 10</u>	<u>\$ 38,411</u>	<u>\$ -</u>	<u>\$ 2,864</u>

The accompanying notes are an integral part of these financial statements