

Return of Organization Exempt From Income Tax

2007

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the **2007** calendar year, or tax year beginning , and ending

B Check if applicable:
 Address change
 Name change
 Initial return
 Termination
 Amended return
 Application pending

C Name of organization
 Arizona Grantmakers Forum
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
 1505 E MISSOURI AVE # 200
 City or town State or country ZIP + 4
 Phoenix AZ 85014

D Employer identification number
 86-1040394

E Telephone number
 (602) 977-2756

F Accounting method: Cash Accrual
 Other (specify) _____

G Website: www.arizonagrantmakers.org

J Organization type (check only one) 501(c)(3) (insert num.) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts: Add lines 8b, 8b, 9b, and 10b to line 12 **282,706**

M Check if the organization is not required to attach Schedule A (Form 990, 990-EZ, or 990-PF).

H and **I** are not applicable to section 527 organizations.
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates _____
H(c) Are all affiliates included? Yes No
 (If "No," attach a list. See instructions.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number _____

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

		2007		2006	
Revenue	1 Contributions, gifts, grants, and similar amounts received:				
	a Contributions to donor advised funds	1a	0		
	b Direct public support (not included on line 1a)	1b	263,608		
	c Indirect public support (not included on line 1a)	1c	0		
	d Government contributions (grants) (not included on line 1a)	1d	0		
	e Total (add lines 1a through 1d) (cash \$ 263,608 noncash \$ 0)	1e	263,608		
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2	10,688		
	3 Membership dues and assessments	3	0		
	4 Interest on savings and temporary cash investments	4	6,949		
	5 Dividends and interest from securities	5	1,461		
	6 a Gross rents	6a			
	b Less: rental expenses	6b			
c Net rental income or (loss). Subtract line 6b from line 6a	6c	0			
7 Other investment income (describe _____)	7	0			
8 a Gross amount from sales of assets other than inventory	(A) Securities	8a	0		
	(B) Other	8b	0		
	c Gain or (loss) (attach schedule)	8c	0		
	d Net gain or (loss). Combine lines 8c, columns (A) and (B)	8d	0		
9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>	a Gross revenue (not including \$ 0 of contributions reported on line 1c)	9a	0		
	b Less: direct expenses other than fundraising expenses	9b	0		
	c Net income or (loss) from special events. Subtract line 9b from line 9a	9c	0		
10 a Gross sales of inventory, less returns and allowances	10a	0			
	b Less: cost of goods sold	10b	0		
	c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c	0		
11 Other revenue (from Part VII, line 103)	11	0			
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12	282,706			
Expenses	13 Program services (from line 44, column (B))	13	180,694		
	14 Management and general (from line 44, column (C))	14	53,180		
	15 Fundraising (from line 44, column (D))	15	16,920		
	16 Payments to affiliates (attach schedule)	16	0		
	17 Total expenses. Add lines 16 and 44, column (A)	17	250,794		
Net Assets	18 Excess or (deficit) for the year. Subtract line 17 from line 12	18	31,912		
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19	185,053		
	20 Other changes in net assets or fund balances (attach explanation)	20	4,129		
	21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21	221,094		

Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 a	Grants paid from donor advised funds (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>	0	0		
22 b	Other grants and allocations (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>	0	0		
23	Specific assistance to individuals (attach schedule)	0	0		
24	Benefits paid to or for members (attach schedule)	0	0		
25 a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	85,000	62,050	12,750	10,200
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	0	0	0	0
c	Compensation and other distributions, 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
26	Salaries and wages of employees not included on lines 25a, b, and c	4,291	32,336	6,645	5,316
27	Pension plan contributions not included on lines 25a, b, and c	199	1,729	769	
28	Employee benefits not included on lines 25a - 27	2,998	2,998	2,000	0
29	Payroll taxes	10,528	7,685	1,579	1,264
30	Professional fundraising fees	0			
31	Accounting fees	1,386		1,386	
32	Legal fees	0			
33	Supplies	3,299	2,172	1,127	
34	Telephone	1,484	113	1,371	
35	Postage and shipping	1,104	878	226	
36	Occupancy	14,280	2,642	11,618	
37	Equipment rental and maintenance	0			
38	Printing and publications	871	136	735	
39	Travel	5,564	5,508	56	
40	Conferences, conventions, and meetings	1,663	1,663		
41	Interest	0			
42	Depreciation, depletion, etc. (attach schedule)	338	0	338	0
43	Other expenses not covered above (itemize):				
a	See attached statement	73,508	60,786	12,580	140
b		0	0	0	0
c		0	0	0	0
d		0	0	0	0
e		0	0	0	0
f		0	0	0	0
g		0	0	0	0
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	250,794	180,694	63,180	16,920

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No

If "Yes," enter (i) the aggregate amount of these joint costs \$ 0; (ii) the amount allocated to Program services \$; (iii) the amount allocated to Management and general \$; and (iv) the amount allocated to Fundraising \$

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ▶ INCREASE/ENHANCE/IMPROVE AZ PHILANTHROPY All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
a INCREASED MEMBERS AWARENESS OF SOCIAL ISSUES AND CONDITIONS INCREASED THE COMMUNITY'S AWARENESS OF MEMBERS' MISSION AND PURPOSE INCREASED EFFECTIVENESS OF THE FORUM. SEE ATTACHED REPORT FOR DETAILS OF RESULTS FOR 2007 (Grants and allocations \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	180,694
b (Grants and allocations \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	0
c (Grants and allocations \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	0
d (Grants and allocations \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	0
e Other program services (attach schedule) (Grants and allocations \$ <u>0</u>) If this amount includes foreign grants, check here <input type="checkbox"/>	0
f Total of Program Service Expenses (Should equal line 44, column (B), Program services) ▶	180,694

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year
Assets	45 Cash—non-interest-bearing	11,265	12,004
	46 Savings and temporary cash investments	91,667	118,416
	47 a Accounts receivable	47a 0	
	b Less: allowance for doubtful accounts	47b 0	47c 0
	48 a Pledges receivable	48a 0	
	b Less: allowance for doubtful accounts	48b 0	48c 0
	49 Grants receivable		49
	50 a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)	0	50a 0
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)		50b
	51 a Other notes and loans receivable (attach schedule)	51a 0	
	b Less: allowance for doubtful accounts	51b 0	51c 0
	52 Inventories for sale or use		52
	53 Prepaid expenses and deferred charges		53
	54 a Investments—publicly-traded securities	<input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV 81,294	54a 86,270
	b Investments—other securities (attach schedule)	<input type="checkbox"/> Cost <input type="checkbox"/> FMV 0	54b 0
	55 a Investments—land, buildings, and equipment: basis	55a 0	
	b Less: accumulated depreciation (attach schedule)	55b 0	55c 0
	56 Investments—other (attach schedule)		56 0
	57 a Land, buildings, and equipment: basis	57a 2,368	
b Less: accumulated depreciation (attach schedule)	57b 338	57c 2,030	
58 Other assets, including program-related investments (describe <input checked="" type="checkbox"/> SECURITY DEPOSIT)	0	58 2,375	
59 Total assets (must equal line 74). Add lines 45 through 58	185,053	59 221,094	
Liabilities	60 Accounts payable and accrued expenses		60
	61 Grants payable		61
	62 Deferred revenue		62
	63 Loans from officers, directors, trustees, and key employees (attach schedule)	0	63 0
	64 a Tax-exempt bond liabilities (attach schedule)	0	64a 0
	b Mortgages and other notes payable (attach schedule)	0	64b 0
	65 Other liabilities (describe <input type="checkbox"/>	0	65 0
66 Total liabilities. Add lines 60 through 65	0	66 0	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74		
	67 Unrestricted	151,692	67 221,094
	68 Temporarily restricted	33,381	68
	69 Permanently restricted		69
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.		
	70 Capital stock, trust principal, or current funds		70
	71 Paid-in or capital surplus, or land, building, and equipment fund		71
	72 Retained earnings, endowment, accumulated income, or other funds		72
73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	185,053	73 221,094	
74 Total liabilities and net assets/fund balances. Add lines 66 and 73.	185,053	74 221,094	

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions.) N/A

a	Total revenue, gains, and other support per audited financial statements		a	
b	Amounts included on line a but not on Part I, line 12:			
1	Net unrealized gains on investments	b1		
2	Donated services and use of facilities	b2		
3	Recoveries of prior year grants	b3		
4	Other (specify):	b4	0	
	Add lines b1 through b4		b	C
c	Subtract line b from line a		c	C
d	Amounts included on Part I, line 12, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2	0	
	Add lines d1 and d2		d	0
e	Total revenue (Part I, line 12). Add lines c and d		e	0

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return N/A

a	Total expenses and losses per audited financial statements		a	
b	Amounts included on line a but not on Part I, line 17:			
1	Donated services and use of facilities	b1		
2	Prior year adjustments reported on Part I, line 20	b2		
3	Losses reported on Part I, line 20	b3		
4	Other (specify):	b4	0	
	Add lines b1 through b4		b	0
c	Subtract line b from line a		c	0
d	Amounts included on Part I, line 17, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2	0	
	Add lines d1 and d2		d	0
e	Total expenses (Part I, line 17). Add lines c and d		e	0

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year, even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Name Marissa Theisen City Phoenix Str 1505 E MISSOULA ST ST AZ ZIP 85016	Title PRES/CEO Hr/WK 40	85,000	7,494	4,012
Name Charlie Thompson City Phoenix Str PO Box 9999 ST AZ ZIP 85007	Title PAST CHAIR Hr/WK 3	0	0	0
Name Ed Portnoy City Phoenix Str 2201 E Camelback Rd ST AZ ZIP 85016	Title CHAIR Hr/WK 6	0	0	0
Name Roy Pringle City Phoenix Str 2929 N Central, Ste 100 ST AZ ZIP 85012	Title SECY/TREAS Hr/WK 6	0	0	0
Name Steve Alley City Tucson Str 2250 E Broadway Blvd ST AZ ZIP 85719	Title DIR Hr/WK 3	0	0	0
Name Kerry Blume City Flagstaff Str 1515 F Cedar Ave, D ST AZ ZIP 86004	Title DIR Hr/WK 3	0	0	0
Name Gene D'Adamo City Phoenix Str 200 E Van Buren ST AZ ZIP 85004	Title DIR Hr/WK 4	0	0	0
Name Irene Jacobs City Phoenix Str 1700 W Washington ST AZ ZIP 85007	Title DIR Hr/WK 3	0	0	0
Name Robert King City Phoenix Str 2201 E Camelback ST AZ ZIP 85016	Title DIR Hr/WK 3	0	0	0
Name Pat Miles City Scottsdale Str P.O. Box 730 ST AZ ZIP 85252	Title DIR Hr/WK 3	0	0	0

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75 a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings. 15		
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s).	75b	X
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization." If "Yes," attach a statement that includes the information described in the instructions.	75c	X
d	Does the organization have a written conflict of interest policy?	75d	X

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (If not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				
Name <i>N/A</i> Str City ST ZIP				

Part VI Other Information (See the instructions.)		Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change.	76	X
77	Were any changes made in the organization's governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77	X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b	N/A
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement.	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b	If "Yes," enter the name of the organization _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct and indirect political expenditures. (See line 81 instructions.) 81a		
b	Did the organization file Form 1120-POL for this year?	81b	X

Part VI Other Information (continued)

		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	X	
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
	82b 11,000		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	
85	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?	N/A	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	N/A	
c	Dues, assessments, and similar amounts from members	N/A	
d	Section 162(e) lobbying and political expenditures	N/A	
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	N/A	
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	N/A	
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditure for the following tax year?	N/A	
86	501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12		
b	Gross receipts, included on line 12, for public use of club facilities		
87	501(c)(12) orgs. Enter: a Gross income from members or shareholders		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)		
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part IX		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ na; section 4912 ▶ na; section 4955 ▶ na		
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction.		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ na		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶ na		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	N/A	
90 a	List the states with which a copy of this return is filed ▶ AZ		
b	Number of employees employed in the pay period that includes March 12, 2007 (See Instructions.)	90b	2
91 a	The books are in care of ▶ Name Marissa Theisen Telephone no. ▶ (602) 977-2756 Located at ▶ 1505 E MISSOURI AVE # 200 City Phoenix ST AZ ZIP + 4 ▶ 85014		
b	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)? 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.	91b	X

Part VI Other Information (continued)

Yes No

- c At any time during the calendar year, did the organization maintain an office outside of the United States?
92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

Table with 5 columns: (A) Business code, (B) Amount, (C) Exclusion code, (D) Amount, (E) Related or exempt function income. Rows include 93 Program service revenue, 94 Membership dues and assessments, 95 Interest on savings and temporary cash investments, etc.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Table with 2 columns: Line No., Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

Table with 5 columns: (A) Name, address, and EIN of corporation, partnership, or disregarded entity; (B) Percentage of ownership interest; (C) Nature of activities; (D) Total income; (E) End-of-year assets.

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

- (a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI

Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	
a					
b					
c					
Totals					

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

				Yes	No
	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	
a					
b					
c					
Totals					

108 Did the organization have a binding written contract in effect on August 17, 2008, covering the interest, rents, royalties, and annuities described in question 107 above?

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.

Please Sign Here

Signature of officer _____ Date _____

Type or print name and title _____

Paid Preparer's Use Only

Preparer's signature: Carolyn Sechler Date: 6/23/2008 Check if self-employed: Preparer's SSN or PTIN (See Gen. Inst. X): P00008030

Firm's name (or yours if self-employed): Sechler CPA, PC EIN: 86-0859847

address, and ZIP + 4: 821 E. Orange Cr., Phoenix, AZ 85014 Phone no.: 602-230-2700

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(c), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

OMB No. 1545-0047

2007

Department of the Treasury
Internal Revenue Service

MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

Name of the organization

Arizona Grantmakers Forum

Employer identification number

86-1040394

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

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

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services **0**

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of other contractors receiving over \$50,000 for other services **0**

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

Schedule A (Form 990 or 990-EZ) 2007

Part III Statements About Activities (See page 2 of the instructions.)

	Yes	No
1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)	1	X
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a Sale, exchange, or leasing of property?	2a	X
b Lending of money or other extension of credit?	2b	X
c Furnishing of goods, services, or facilities?	2c	X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000) SEE PART V 990	2d	X
e Transfer of any part of its income or assets?	2e	X
3 a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)	3a	X
b Did the organization have a section 403(b) annuity plan for its employees?	3b	X
c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement.	3c	X
d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?	3d	X
4 a Did the organization maintain any donor advised funds? If "Yes" complete lines 4b through 4g. If "No," complete lines 4f and 4g.	4a	X
b Did the organization make any taxable expenditures under section 4966?	4b	X
c Did the organization make a distribution to a donor, donor advisor, or related person?	4c	X
d Enter the total number of donor advised funds owned at the end of the tax year ▶ _____		
e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ _____		
f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ _____		
g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ _____		

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government; or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state City ST Country
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11 a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11 b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 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 charitable, etc., 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). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (as described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
					0
					0
					0
					0
					0
					0
Total					0

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	128,500	76,800	134,307	50,500	389,107
16 Membership fees received	87,266	66,783	36,232	42,150	232,431
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	14,486	14,114	1,689	1,541	31,840
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	5,511	3,457	1,344	1,274	11,586
19 Net income from unrelated business activities not included in line 18					0
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0
21 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
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					0
23 Total of lines 15 through 22	233,773	161,154	173,572	95,465	663,964
24 Line 23 minus line 17	219,287	147,040	171,883	93,924	632,124
25 Enter 1% of line 23	2,338	1,612	1,736	955	

26 Organizations described on lines 10 or 11: Enter 2% of amount in column (e), line 24 **26a** 0

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts **26b**

c Total support for section 509(a)(1) test: Enter line 26a, column (e) **26c** 0

d Add: Amounts from column (e) for lines: 15 19 **26d** 0
22 26b

e Public support (line 26c minus line 26d total) **26e** 0

f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) **26f** 0.00%

27 Organizations described on lines 10 or 11: For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year:

(2006) 47,000 (2005) 90,541 (2004) 140,500 (2003) 60,000

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year:

(2006) (2005) (2004) (2003)

c Add: Amounts from column (e) for lines: 15 388,107 16 232,431
17 31,840 20 21 **27c** 652,378

d Add: Line 27a total 338,041 and line 27b total **27d** 338,041

e Public support (line 27c total minus line 27d total) **27e** 314,337

f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) **27f** 663,964

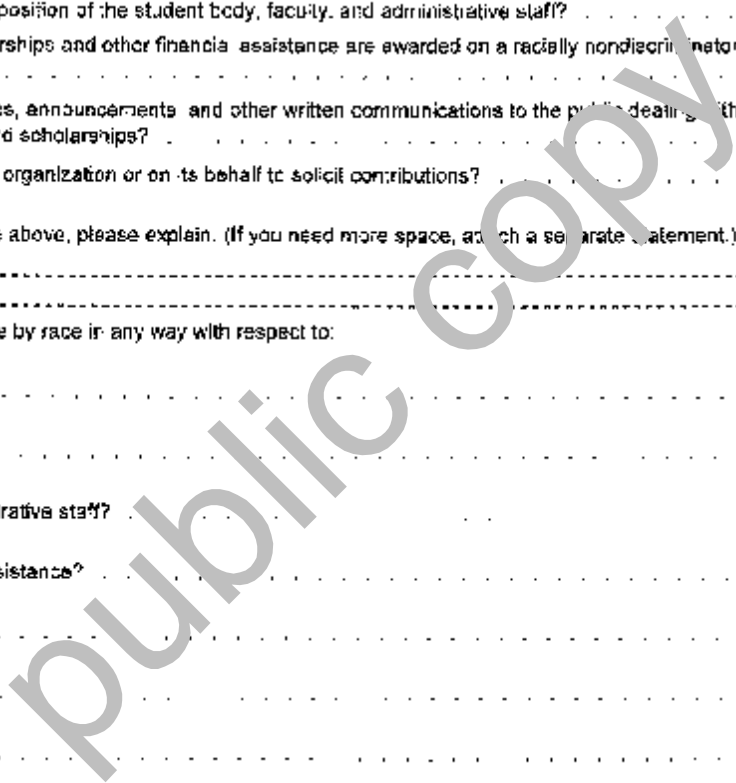
g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) **27g** 47.34%

h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) **27h** 1.74%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

Part V Private School Questionnaire (See page 9 of the instructions.) n/a
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions?		
	If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
	If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation.		



Part VI-A Lobbying Expenditures by Electing Public Charities (See page 1 of the instructions.)
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** If the organization belongs to an affiliated group. Check **b** If you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for all electing organizations
(The term "expenditures" means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	0
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	0
41	Lobbying nontaxable amount. Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$7,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$7,000,000 \$1,000,000	41	
42	Grassroots nontaxable amount (enter 25% of line 41)	42	0
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	0
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	0

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
 See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45	Lobbying nontaxable amount				0
46	Lobbying ceiling amount (150% of line 45(e))				0
47	Total lobbying expenditures				0
48	Grassroots nontaxable amount				0
49	Grassroots ceiling amount (150% of line 48(e))				0
50	Grassroots lobbying expenditures				0

Part VI-B Lobbying Activity by Non-Electing Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount
	X	
	X	
	X	
	X	
	X	
	X	
	X	
	X	
		0

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2007

Name of organization Arizona Grantmakers Forum	Employer identification number 86-1040394
---	--

Organization type (check one):

Form 990 or 990-EZ

Section:

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

Form 990-PF

- 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 organizations 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 Part I and II.)

Special Rules—

- For a section 501(c)(3) organization filing Form 990 or Form 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 \$5,000 or 2% of the amount on the top 100 of these forms. (Complete Parts I and II.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or requests 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 Form 990-EZ, that received from any one contributor, during the year, some 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: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Arizona Grantmakers Forum	Employer identification number 86-1040394
---	--

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 9,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 5,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 14,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> Foreign State or Province: Foreign Country: 	\$ 15,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Arizona Grantmakers Forum	Employer identification number 86-1040394
---	--

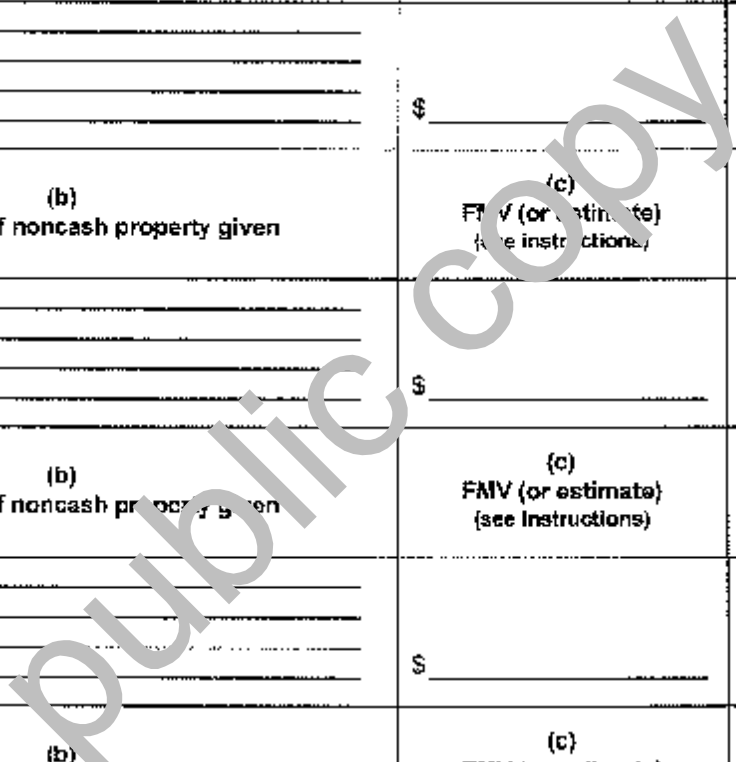
Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ 6,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	<hr/> <hr/> <hr/> Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization: Arizona Grantmakers Forum
 Employer identification number: 86-1040394

Part II Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	ADVERTISING	\$ 6,000	1/1/2007



Name of organization **Arizona Grantmakers Forum** Employer identification number **86-1040394**

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 columns (a) through (e) and the following line entry.) For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once—see instructions.) ▶ \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>1</u>			

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>2</u>			

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>3</u>			

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>4</u>			

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

Name of organization Arizona Grantmakers Forum	Employer identification number 86-1040394
--	---

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 columns (a) through (e) and the following line entry.)
 For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once—see instructions.) ➤ \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>5</u>	 	 	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>6</u>	 	 	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>7</u>	 	 	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>8</u>	 	 	

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

Name of organization Arizona Grantmakers Forum	Employer identification number 86-1040394
---	--

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 columns (a) through (e) and the following line entry.)
 For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once—see instructions.) ▶ \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
9	 	 	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
10	 	 	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
11	 	 	

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

(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
For. Prov. _____ Country _____	

Line 1 (990) - Public Support and Contributions

	Cash	Non Cash
Line 1a - Contributions to Donor Advised Funds		
Line 1b - Direct public support		
1 Contributions	60,125	1
2 Membership dues and assessments (contributions from the public)	112,233	2
3 Commercial co-venture		3
4 Special events contributions (Line 9 - Special Events)	0	4
5 PROGRAM	40,250	5
6 KELLOGG	51,000	6
7		7
8		8
9		9
10 Total	253,608	10 0
Line 1c - Indirect public support		
Line 1d - Government contributions (grants)		

Public Copy

Line 20 (990) - Other Changes in Net Assets or Fund Balances

4,129

	Description	Total
1	UNREALIZED GAIN ON PORTFOLIO	4,362
2	PRIOR PERIOD ADJ (W/O 2006 CHECKS NOT CASHED)	554
3	RESTORE DEPR ON DONATED ASSET (POLICY REVISION)	213
4	EXPENSE DONATED ASSET ACQUIRED IN PRIOR YEAR PER NEWLY ADOPTED POLICY	-1,000
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		

Public Copy

Part II, Line 43 (990) - Other Expenses

73,506

60,786

12,580

140

Description		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
1	ADMIN FEES	847		847	
2	ADVERTISING	3,099	3,099		
3	BANK CHARGES	308		308	
4	COMPUTER SUPPLIES/MAINT	1,161		1,161	
5	DUES AND SUBSCRIPTIONS	3,266	3,266		
6	EQUIPMENT AND MAINT	977		977	
7	FURNISHINGS	348		348	
8	FOUNDATION RESEARCH	2,495	2,495		
9	INSURANCE	856		856	
10	KNOWLEDGE MGT SYSTEM	7,580	4,475	3,105	
11	MISCELLANEOUS	139		61	78
12	MEMBERSHIP DEVELOPMENT	4,009	3,576	371	62
13	PEO EXPENSE	1,578		1,578	
14	PROFESSIONAL DEVELOPMENT	127		127	
15	OUTSIDE SERVICES	9,649	7,272	2,377	
16	ANNUAL CONFERENCE DIRECT COSTS	24,414	24,414		
17	HONORARIUM	1,022	1,022		
18	ROOM/FACILITIES COSTS	6,433	6,433		
19	SPEAKER FEES	2,500	2,500		
20	YOUTH PHILANTHROPY CONF	920	920		
21	WEB EXPENSES	1,775	1,311	464	
22		0			
23		0			
24		0			
25		0			

Part IV, Line 54a (990) - Investments - Publicly-Traded Securities

Check one box below to indicate how securities are reported:

Cost

End of year market value (FMV)

Securities at end of year:			0	81,294	86,270
		Number of shares/ face value	Value at time of donation	Beginning balance book value FMV	Ending balance book value FMV
1	Custodial account at the Arizona Community Fdn			81,294	86,270
2				0	0
3				0	0
4				0	0
5				0	0
6				0	0
7				0	0
8				0	0
9				0	0
10				0	0
11				0	0
12				0	0
13				0	0
14				0	0
15				0	0
16				0	0
17				0	0
18				0	0
19				0	0
20				0	0

Public Copy

Part IV, Line 57 (990) - Land, Buildings, and Equipment

	Category of Item	Land (net of any amortization)	Buildings and Equipment	Cost/Other Basis	Beginning Accumulated Depreciation	Ending Accumulated Depreciation	Beginning Balance	Ending Balance
1	PHONE SYSTEM AND INSTALLATION		X	2,368	0	338	0	2,030
2								
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								

Public Copy

Part IV, Line 58 (990) - Other Assets

0 2,375

	Description	Beginning	End
1	SECURITY DEPOSIT		2,375
2			
3			
4			
5			
6			
7			
8			
9			
10			

Public Copy

Part VII, Line 93 (990) - Program Service Revenue

		Unrelated business income		Excluded by section 512, 513, or 514		
		(A)	(B)	(C)	(D)	(E)
Program Service Revenue		Business code	Amount	Exclusion code	Amount	Related or exempt function income
a	Annual Conference					9,409
b	Other program fees					1,279
c						
d						
e						
f						
g						
h						
i						
j						
k						
l						
m						
n						
o						
p						
q						
r						
s						
t						
u						
v						
w						
x						
y						
z						

Public Copy

Part VIII (990) - Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.		Explain how each activity for which income is reported in column (F) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
1	93 A-B	SEE DETAILS SUPPORTING PART III
2	94	SEE DETAILS SUPPORTING PART III
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		

Public Copy

Arizona Grantmakers Forum
EIN: 85-1040384
Depreciation Schedule
Form 990 2008

ACQ	Life	Method	Original Cost	CY Depreciation	Accumulated Depreciation
Phone Equip	2007	7 YRS SL	2,358	338	338

Public Copy

BYLAWS
OF
ARIZONA GRANTMAKERS FORUM
(Revised 10.2.07)

ARTICLE I

Name and Offices

1. Name. The name of this Corporation is "Arizona Grantmakers Forum."
2. Offices. The principal office of the Corporation shall be in Phoenix, Arizona. The Corporation may also have offices at such other places as the Board of Directors may from time to time appoint or the purposes of the Corporation may require.

ARTICLE II

Purpose

1. Purpose. The Corporation is an Arizona nonprofit corporation. The specific purposes of the Corporation are to encourage, assist and promote private philanthropy and to increase the awareness, appreciation and effectiveness of private philanthropy by providing information, networking opportunities, technical assistance and related services to private foundations, trusts, corporations, endowed community foundations, government and individuals with organized charitable gift programs or other philanthropic interests in Arizona.
2. Limitations. The Corporation is organized and shall be operated exclusively for charitable purposes. No part of net earnings of the Corporation shall inure to the benefit of any private person, and the Corporation shall not attempt to participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE III

Members and Membership

1. Initial Members. The names and addresses of the initial members of the Corporation are listed on Exhibit A attached hereto.
2. Additional Members. The following are eligible to become members of the Corporation: (a) charitable foundations, trusts, corporations with foundations or charitable contributions programs in the state of Arizona; (b) other organizations, including government entities and individuals that annually make grants or charitable gifts of at least \$25,000 per year.
3. Membership Term. The term of membership is one calendar year.
4. Dues. All members of the Corporation shall be required to pay membership dues established from time to time by the Board of Directors, as a condition of membership. The Board, at its discretion, may establish a sliding scale of dues and different membership categories.
5. Rights of Members/Voting. The members shall have the right to elect the members of the Board of Directors. Each member shall be entitled to one vote per vacant position at membership meetings. Votes may not be cumulated or cast by proxy. Unless specifically stated otherwise in the Articles of Incorporation or these Bylaws, all matters shall be determined by a majority of the votes cast.
6. Meetings. The annual membership meeting shall be held some time during the last two months of the year at a place, time and date to be designated by a majority of the Board of Directors. At the annual meeting, the members shall transact such business as may be properly brought before the meeting, including election of new directors to succeed those directors whose terms are expiring. If for any reason an annual meeting is not held during the time period set for such meeting, a deferred annual meeting may thereafter be called and held in lieu thereof, at which the same proceedings may be conducted. Special membership meetings may be called at any time by a majority of the Executive Committee.

7. **Notice.** Written notice of annual or special membership meetings shall be delivered to all members in the same manner as provided for notice of Board meetings. Notice of annual membership meetings shall state the number of directors proposed for election and the names of the persons nominated for such positions by the Nominating Committee. Notices of special membership meetings shall specify in reasonable detail the matters to be considered. No other business shall come before a special meeting.

8. **Quorum.** A quorum for the conduct of business at membership meetings shall be a number equal to one-half plus one of the number of the members of the Board of Directors then serving.

ARTICLE IV

Board of Directors

1. **Number.** The number of directors shall be no less than five (5) and no more than fifteen (15). The number of directors may be increased or decreased by a majority vote of the full board of directors at any annual or special meeting called for that purpose. If the number of directors is decreased by the Board of Directors, each director in office shall serve until such director's term expires or until resignation or removal as herein provided. If the number of directors is increased by the board of directors, each new position on the board shall be treated as a vacancy.

2. **Term.** (a) Directors shall be divided into two groups, as nearly equal in size as possible. Directors of only one group shall be elected in any one year. All such directors shall serve for two year terms and until their successors are elected and qualified for office, or until their earlier death, resignation or removal. Such directors may not serve for more than three consecutive, two-year terms without at least a one-year absence from the Board.

3. **Resignation.** Any director may resign at any time by delivering written notice of such resignation to the Board of Directors.

4. **Removal.** Any director may be removed from office, with or without cause, by a majority vote of the full Board of Directors at any annual or special meeting called for that purpose.

5. **Vacancies.** If at any time a vacancy exists on the Board of Directors, the remaining directors, though less than a quorum, or the sole remaining director, shall elect a director to fill such vacancy. The term of any director elected pursuant to this paragraph shall commence immediately upon such election, and shall continue until the next annual meeting of the Board of Directors or until the election and qualification of such director's successor. In the event of the simultaneous death or resignation of all of the directors or in the event of the death or resignation of the sole remaining director, directors to fill all the vacancies shall be appointed by the Corporation's statutory agent for the State of Arizona.

6. **Meetings.** In addition to the annual meeting, the Board of Directors shall meet as prudently necessary to conduct the business of the Corporation. At such meetings, the directors shall transact such business as may be properly brought before the meeting.

7. **Special Meetings.** Special meetings of the Board of Directors may be called by the Chair or a majority of the Executive Committee.

8. **Notice of Meetings.** Not less than five (5) nor more than fifty (50) days (inclusive of the date of meeting) before the date of any annual or special meeting of the Board of Directors and at the direction of the person(s) calling the meeting, the Secretary of the Corporation, or any other officer of the Corporation, shall cause a written notice setting forth the time and place of the meeting to be delivered to each director of record at the director's last address, email or facsimile number as it appears on the Corporation's records. Such notice need not specify the purposes of the meeting and may be given by any reasonable means.

9. **Waiver of Notice.** Any director may waive call or notice of any meeting (and any adjournment thereof) at any time before, during which, or after it is held. Attendance of a director at any such meeting in person shall automatically constitute such director's waiver of call and notice of such meeting (and any adjournment thereof) unless such director is attending the meeting for the express purpose of objecting to the transaction of business because the meeting has not been properly called or noticed. No call or notice of a meeting of the Board of Directors shall be necessary if each director waives the same in writing or by attendance.

10. **Conduct of Meetings.** Unless otherwise prohibited by statute or by resolution of the Board of Directors, meetings of the Board of Directors may be held by means of conference telephone or similar communications equipment

which allows all persons participating in the meeting to hear each other. Participation in such a meeting shall constitute presence in person at such meeting.

11. **Chair.** At all meetings of the Board of Directors, the Chair, or in the Chair's absence, a chair chosen by a majority of the directors present, shall preside.

12. **Quorum.** At all meetings of the Board of Directors, a majority of the directors shall be necessary and sufficient to constitute a quorum for the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute, the Articles of Incorporation, or these Bylaws. If at any meeting there is less than a quorum present, a majority of those present may adjourn the meeting from time to time without further notice to any absent director.

13. **Action by Directors Without a Meeting.** Any action required or permitted to be taken at a meeting of the Board of Directors or of any committee thereof may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all directors or committee members. Such consent may be executed in counterparts and shall have the same effect as a unanimous vote of the directors or committee members of the Corporation at a duly convened meeting.

14. **Compensation.** Directors shall not receive any stated salary for their services.

15. **Powers.** The Board of Directors shall have general charge of the affairs, property and assets of the Corporation. All corporate powers, except such as are otherwise provided for in these Bylaws and by statute, shall be and are hereby vested in and shall be exercised by the Board of Directors, including without limitation, the power to ratify grants, establish standing committees of the Board, employ an executive director, elect officers of the Board, fix the number of directors on the Board and prepare a slate of candidates for directors for election by the members. The Board of Directors may by general resolution delegate to officers of the Corporation such powers as they may see fit.

16. **Committees.** The Board of Directors may, from time to time, create committees as provided in these Bylaws. Each such committee shall serve at the pleasure of the Board and shall be subject to the control and direction of the Board; provided, however, that any third party shall not be adversely affected by relying on any act by any such committee acting within the authority delegated to it.

17. **Voting.** Each director shall have one vote per matter. Except as otherwise required by law or by the Articles of Incorporation, all matters shall be determined by a majority of the votes cast. Votes may not be cumulated or cast by proxy.

ARTICLE V

Officers

1. **Number.** The officers of the Corporation shall be the Chair, Vice Chair, Secretary, Treasurer, and such other officers with such powers and duties not inconsistent with these Bylaws as may be elected and determined by the Board of Directors. Any two offices, except those of Chair and Secretary, may be held by the same person.

2. **Election, Term, and Qualifications.** The officers of the Corporation shall be elected annually by the Board of Directors from among their number, and shall serve until their resignation or removal, or, if earlier, until their successors are duly qualified and elected.

3. **Removal.** Any officer may be removed from office by a majority vote of the Board of Directors at any annual or special meeting called for that purpose whenever in the judgment of the directors the best interests of the Corporation will be served by the removal.

4. **Vacancies.** If any office of the Corporation becomes vacant for any reason, the vacancy may be filled by a majority vote of the directors then in office, although less than a quorum or by the sole remaining director. Any officer so elected shall hold office until the next annual meeting of the Board of Directors when such officer's successor is elected and qualifies.

5. **Chair.** The Chair shall preside at all meetings of the Board of Directors. The Chair shall have and exercise general charge and supervision of the affairs of the Corporation and shall do and perform such other duties as may be assigned by the Board of Directors.

6. Vice-Chair. The Vice-Chair will serve in the absence of the Chair and have all the responsibilities of the Chair.

7. Secretary. The Secretary shall have charge of such books, documents, and papers as the Board of Directors may determine. The Secretary shall attend and keep the minutes of all the meetings of the Board of Directors of the Corporation. The Secretary may sign with the President, in the name and on behalf of the Corporation, any contracts or agreements authorized by the Board of Directors, and when so authorized or ordered by the Board of Directors, may affix the seal of the Corporation. The Secretary shall, in general, perform all of the duties incident to the office of secretary, subject to the control of the Board of Directors, and shall do and perform such other duties as may be assigned by the Board of Directors.

8. Treasurer. The Treasurer shall have custody of all funds, property, and securities of the Corporation, subject to such direction and regulations as may be imposed by the Board of Directors. The Treasurer may be required to give bond for the faithful performance of duties, in such sum and with such sureties as the Board of Directors may require. When necessary or proper, the Treasurer may endorse on behalf of the Corporation for collection, checks, notes, and other obligations, and shall deposit the same to the credit of the Corporation at such bank or banks or other depositories as the Board of Directors may designate. The Treasurer shall sign all receipts and vouchers and, together with such other officer or officers, if any, as shall be designated by the Board of Directors, sign all checks of the Corporation and all bills of exchange and promissory notes issued by the Corporation, except in cases where the signing and execution thereof shall be expressly designated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation. The Treasurer shall make such payments as may be necessary or proper to be made on behalf of the Corporation. The Treasurer shall keep the books of the Corporation and shall maintain a full and accurate account of all monies and obligations received and paid or incurred for or on account of the Corporation, and shall exhibit such books at all reasonable times to any director on request at the offices of the Corporation. The Treasurer shall, in general, perform all the duties incident to the office of treasurer, subject to the control of the Board of Directors. The duties of treasurer may be delegated by the Board.

9. Compensation. The officers of the Corporation shall not receive any state salary for their services.

ARTICLE VI

Agents and Representatives

The Board of Directors may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these Bylaws, to the extent authorized or permitted by law.

ARTICLE VII

Contracts

The Board of Directors may authorize any officer, employee, or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance; provided, however, that unless authorized by the Board of Directors, no officer, employee, or agent shall have any power or authority to bind the Corporation by any contract.

ARTICLE VIII

Committees

1. Executive Committee. The Executive Committee shall consist of the officers of the Corporation and the chairmen of all standing committees. The Executive Committee shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation while the board is not in session, subject to such limitations as may be included in the Board's resolution; provided, however, that the Executive Committee shall not have the authority of the Board of Directors in reference to the following matters: (a) filling vacancies on the Board of Directors or on any committee of the Board or appointed by the Board; (b) adoption, amendment or repeal of Bylaws; (c) adoption of a plan of merger or consolidation with another corporation; or (d) authorizing the sale, lease, or exchange of all or substantially all of the assets of the Corporation. Any member of the Executive Committee may be removed, with or without cause, by the Board of Directors. If any vacancy occurs in the Executive Committee, it shall be filled by the Board of Directors.

2. Other Committees. The Board of Directors, from time to time, may create other standing or temporary committees with the chairperson(s) of any such committee(s) appointed from the membership of the Board. Members of such committees, other than the chairperson, are not required to be members of the Board and may serve at the pleasure of the Board. The Board of Directors, with or without cause, may dissolve any committee or remove any member thereof at any time.

3. Meetings of Committees. Regular meetings of committees established under this Article may be held without notice on such days and at such times and places as the committees may fix from time to time. Special meetings of a committee may be called by the chairperson thereof upon notice to other members of the committee provided at least two (2) days in advance of such meeting.

4. Compensation. The members of any committee shall not receive any stated salary for their services.

ARTICLE IX

Fiscal Year

The fiscal year of the Corporation shall commence on January 1 of each year and end on December 31.

ARTICLE X

Funds

1. Contributions. Contributions may be made to this Corporation by organizations and individuals. An individual may contribute to this Corporation by a Last Will and Testament or by Trust. The Board of Directors may accept on behalf of the Corporation any contribution for the general purposes of the Corporation or for any specific purpose consistent with the purposes of the Corporation. A separate accounting may, by resolution of the Board of Directors, be kept of all funds received and designated by the donor for a specific purpose.

2. Records. The directors shall establish such permanent record of each contribution as may be necessary to make a memorial thereof and to substantiate tax deduction records of contributors. A permanent record shall be kept of all transactions of funds received and spent.

ARTICLE XI

Investments and Distributions

1. Investments. All investment or reinvestment of assets of the Corporation shall be consistent with the intent of the Board of Directors to invest the assets of the Corporation in non-speculative opportunities with the primary purpose of preservation of capital, except that if assets that are speculative in nature are received in the form of donation, these assets shall be sold or otherwise liquidated in a prudent manner in order to maximize the return therefrom, and in the meantime to be operated if necessary in a prudent manner determined by the Corporation's Board of Directors and its officers.

2. Determination of Distributions in General. The Board of Directors, not less frequently than yearly, shall (i) determine all distributions to be made from net income and principal of the Corporation (including funds held by agents or others for the Corporation) pursuant to provisions of the Articles of Incorporation and these Bylaws, and make, or authorize and direct the respective agents and others having custody of funds of the Corporation to make, payments to organizations or persons to whom payments are to be made, in such amounts and at such times and with such accompanying restrictions, if any, as it deems necessary to assure use for the charitable, educational or scientific purposes and in the manner intended; and (ii) determine all disbursements to be made for administrative expenses incurred by the Board of Directors and make, or direct the respective agents or trustees having custody of funds of the Corporation to make, payment thereof and funds to be charged. Recommendations for disbursements may be made to the Board by any committee(s) created for such purpose.

3. Distribution of Capital. Determinations may be made to distribute capital from funds given without restrictions on principal or income, as well as pursuant to provisions expressly permitting use of principal. With respect to funds of this Corporation in the custody of an agent or trustee, the Board of Directors shall inform the custodian as far in

advance as the Board of Directors deems practicable so as to permit the custodian to adjust its investment policies accordingly to accomplish any necessary liquidation of investments required for distributions in the most economical manner possible.

4. Investigations and Research. The Board of Directors or a committee appointed for such purpose shall gather and analyze facts and conduct such investigation and research as from time to time is necessary in order to determine the most effective agencies and means for carrying out the purposes of the Corporation through distribution of funds given for charitable, educational or scientific purposes, and may direct disbursements for such fact-gathering, analysis, investigation and research from funds given for such purposes or from funds given without restriction or condition as to purpose. Disbursement for proper administrative expenses incurred by the Board of Directors, including salaries for such professional and other assistance as it from time to time deems necessary, shall be directed to be paid as far as possible first from any funds which are available for such purpose, and any balance out of other available funds of the Corporation.

ARTICLE XII

Prohibition Against Private Inurement

1. Net Earnings. No director, officer, employee of the Corporation, member of a committee of the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit of the Corporation, except that the Corporation can pay reasonable compensation for services rendered.

2. Dissolution. No director, officer, employee of the Corporation, member of a committee of the Corporation, or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All directors of the Corporation shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, all of the assets of the Corporation remaining after all debts have been satisfied shall be distributed exclusively for the tax-exempt purposes of the Corporation as provided in the Articles of Incorporation.

ARTICLE XIII

Exempt Activities

Notwithstanding any other provision of these Bylaws, no director, officer, employee, agent, or member of any committee of the Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization: (a) exempt from income tax under Section 501(c)(3) of the Code; (b) contributions to which are deductible for income tax purposes under Section 170(e)(2) of the Code; (c) bequests, legacies, devises, and transfers to which are deductible for estate tax purposes under Section 2055(a)(2) of the Code; or (d) gifts to which are deductible for gift tax purposes under Section 2522(a)(2) of the Code.

ARTICLE XIII

Amendments

The Board of Directors shall have the power to adopt, alter, amend, and repeal the Bylaws of the Corporation by a majority vote of the full Board of Directors at any annual or special meeting called for that purpose.

AGF Major Accomplishments in 2007

Increased Members Awareness of Social Issues and Conditions

- ✓ Hosted 11 luncheon programs and several teleconferences
- ✓ Hosted numerous affinity group sessions addressing topics such as nonprofit capacity building, small foundation management, corporate philanthropy and capital campaigns
- ✓ Allowed members to view videos of all major programs at Members Only website
- ✓ Published 6 issues of the *AGF Member Exchange*, as well as 10 issues of *AGF News & Notes*
- ✓ Served as a partner on state-wide advocacy conference
- ✓ Co-sponsored statewide conference for youth grantmakers

Increased the Communities Awareness of Members' Mission and Purpose

- ✓ Produced the *Arizona Business Giving Workbook*
- ✓ Sponsored a very successful special event for the general public on the topic of Teaching Children the Art of Giving
- ✓ Organized an Arizona contingent of funders to participate in Foundations on the Hill
- ✓ Implemented a significant redesign/upgrade of the AGF website
- ✓ Expanded on AGF partnerships with leaders in the nonprofit sector, including ASU Center for Nonprofit Leadership & Management, AFP, and Alliance of Arizona Nonprofits

Increased Effectiveness of the Forum

- ✓ Achieved a Member Satisfaction rate of 95%
- ✓ Added 15 new members
- ✓ Adopted a new 3-year strategic plan

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1780

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box.
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of Exempt Organization Arizona Grantmakers Forum	Employer identification number 8-1040394
	Number, street, and room or suite no. If a P.O. box, see instructions. 1505 E MISSOURI AVE # 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Phoenix AZ 85014	

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

- The books are in the care of ▶ **Taxpayer**
- Telephone No. ▶ **(602) 977-2756** FAX No. ▶
- 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 will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **8/15/2008** to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year **2007** or
 ▶ tax year beginning _____, and ending _____

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$
c Balance Due. Subtract line 3b from line 3a. 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 instructions.	3c	\$ 0

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