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Return of Organization Exempt From Income Tax

2010

Department of the Treasury
Internal Revenue Service

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

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

A For the **2010** calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization FOUNDATION FOR NATIONAL PROGRESS		D Employer identification number 94-2282759
	Doing Business As MOTHER JONES MAGAZINE		E Telephone number 415-321-1700
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 9,796,815.
	222 SUTTER STREET	600	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	City or town, state or country, and ZIP + 4 SAN FRANCISCO, CA 94108		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)
F Name and address of principal officer: MADELEINE BUCKINGHAM SAME AS C ABOVE		H(c) Group exemption number ▶	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ WWW.MOTHERJONES.COM			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 1976 M State of legal domicile: CA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: A NEWS ORG. THAT SPECIALIZES IN INVESTIGATIVE, POLITICAL, AND SOCIAL JUSTICE REPORTING.				
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.				
	3	Number of voting members of the governing body (Part VI, line 1a)	3 21		
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4 21		
	5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5 91		
	6	Total number of volunteers (estimate if necessary)	6 0		
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a 878,027.		
	7b	Net unrelated business taxable income from Form 990-T, line 34	7b 0.		
Revenue			Prior Year	Current Year	
	8	Contributions and grants (Part VIII, line 1h)	4,774,824.	4,725,235.	
	9	Program service revenue (Part VIII, line 2g)	4,307,423.	4,666,414.	
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	5,755.	837.	
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	189,482.	255,050.	
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	9,277,484.	9,647,536.	
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
		14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
		15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	4,041,344.	4,352,907.
		16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
16b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 587,848.			
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	5,103,602.	4,666,177.	
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	9,144,946.	9,019,084.		
19	Revenue less expenses. Subtract line 18 from line 12	132,538.	628,452.		
Net Assets or Fund Balances			Beginning of Current Year	End of Year	
	20	Total assets (Part X, line 16)	937,042.	1,419,361.	
	21	Total liabilities (Part X, line 26)	2,754,538.	2,608,405.	
22	Net assets or fund balances. Subtract line 21 from line 20	-1,817,496.	-1,189,044.		

Part II Signature Block

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.

Sign Here:  Date: **5/12/11**
MADELEINE BUCKINGHAM, PRESIDENT/CEO
 Type or print name and title

Paid Preparer Use Only: Print/Type preparer's name **BARBARA CYPHERS** Preparer's signature _____ Date _____ Check if self-employed PTIN _____
 Firm's name ▶ **ARMANINO MCKENNA LLP** Firm's EIN ▶ _____
 Firm's address ▶ **12667 ALCOSTA BOULEVARD, SUITE 500**
SAN RAMON, CA 94583-4427 Phone no. **925-790-2600**

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission:

MOTHER JONES IS AN INDEPENDENT, NONPROFIT NEWS ORGANIZATION WITH A LEGACY OF SMART, FEARLESS, INVESTIGATIVE REPORTING. (SEE SCHEDULE O FOR CONTINUATION)

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 [X] 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 [X] 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 \$ 6,061,822. including grants of \$) (Revenue \$ 2,757,749.)

COVERING THE BELTWAY AND THE 2012 ELECTION: SINCE WE LAUNCHED OUR EXPANDED 8-PERSON WASHINGTON DC BUREAU IN 2007 UNDER THE LEADERSHIP OF BUREAU CHIEF DAVID CORN, IT HAS CARVED OUT AN IMPORTANT AND EFFECTIVE NICHE IN THE BELTWAY JOURNALISM SCENE. IT STANDS WITH ONE FOOT DEEP INSIDE "THE VILLAGE" (AS DC HAS COME TO BE CALLED BY PROGRESSIVE BLOGGERS) BUT ALSO WITH ONE FOOT FIRMLY ON THE OUTSIDE LOOKING IN. IT'S THAT "INSIDE/OUTSIDE" STANCE THAT HELPS KEEP MOJO'S DC COVERAGE FRESH, FREE FROM THE HERD MENTALITY AND ADDICTION TO ACCESS THAT GOVERNS SO MUCH OF WHAT PASSES FOR COVERAGE OF THE NATIONAL POLITICAL SCENE THESE DAYS.

WITH THE MIDTERM ELECTIONS DISASTROUS FOR THE DEMOCRATS, A GROWING

4b (Code:) (Expenses \$ 410,357. including grants of \$) (Revenue \$ 369,273.)

THE ANITA FUND: HUMAN RIGHTS REPORTING AND OUR GLOBAL JUSTICE JOURNALISM PROJECT ANITA RODDICK - COFOUNDER OF THE BODY SHOP, MOTHER JONES BOARD MEMBER, AND HUMAN RIGHTS ACTIVIST - BELIEVED THAT BRAVE JOURNALISM HAS A HUGE IMPORTANT ROLE TO PLAY IN HELPING THE REST OF US UNDERSTAND AND STAND WITH PEOPLE WHO ARE DEPRIVED OF THEIR BASIC HUMAN RIGHTS. AFTER HER UNTIMELY DEATH ALMOST THREE YEARS AGO, THE STAFF AND BOARD OF MOTHER JONES FELT THE NEED TO DO SOMETHING SPECIAL TO HONOR HER MEMORY. WITH INITIAL SUPPORT FROM HER HUSBAND GORDON AND TWO DAUGHTERS, WE LAUNCHED THE ANITA FUND: A GLOBAL JUSTICE JOURNALISM PROJECT.

IN 2010, MOTHER JONES PUBLISHED A SPECIAL COLLECTION OF FEATURE STORIES

4c (Code:) (Expenses \$ 125,676. including grants of \$) (Revenue \$ 125,676.)

REPORTING ON THE ENVIRONMENT: MOTHER JONES WAS ONE OF THE ONLY JOURNALISM SHOPS TO COMMIT ONGOING, IN-THE-FIELD REPORTING RESOURCES TO COVERAGE OF THE BP OIL SPILL - AS CLARA JEFFERY AND MONIKA BAUERLEIN PUT IT IN A RECENT EDITORIAL NOTE, IT IS A "PRETTY DEVASTATING" COMMENT ON THE STATE OF ENVIRONMENTAL JOURNALISM THAT MOTHER JONES HAD MORE REPORTERS COVERING IT THAN THE MAJORITY OF AMERICA'S NEWSPAPERS AND TV NETWORKS.

THE TEAM-BASED REPORTING ON THE ENVIRONMENT WE DEPLOYED ON THE SPILL (INVOLVING FOUR FULL TIME REPORTERS PLUS FREELANCERS AS WELL AS OUR INTERNS AND FELLOWS) IS EXTREMELY RARE THESE DAYS, WHAT WITH THE ASTONISHING DECIMATION OF ENVIRONMENTAL JOURNALISM THAT'S TAKEN PLACE

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

(Expenses \$ 1,100,197. including grants of \$) (Revenue \$ 535,689.)

4e Total program service expenses 7,698,052.

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)? <i>If "Yes," complete Schedule A</i>	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? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		
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? <i>If "Yes," complete Schedule D, Part I</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? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		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? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b	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? <i>If "Yes," complete Schedule D, Part VII</i>		X
c	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? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	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? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f	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 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
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? <i>If "Yes," complete Schedule F, Parts I and IV</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? <i>If "Yes," complete Schedule F, Parts II and IV</i>		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? <i>If "Yes," complete Schedule F, Parts III and IV</i>		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? <i>If "Yes," complete Schedule G, Part I</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? <i>If "Yes," complete Schedule G, Part II</i>	X	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach its audited financial statements to this return? Note. Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)		

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? If "Yes," complete Schedule I, Parts I and II		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? If "Yes," complete Schedule I, Parts I and III		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? If "Yes," complete Schedule J	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, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25		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? If "Yes," complete Schedule L, Part 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? If "Yes," complete Schedule L, Part 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? If "Yes," complete Schedule L, Part II	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? If "Yes," complete Schedule L, Part III		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? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	X	
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		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? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1		X
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)?		X
a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		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? If "Yes," complete Schedule R, Part VI		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

Check if Schedule O contains a response to any question in this Part V

Main form area containing questions 1a through 14b with input fields and Yes/No columns.

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.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who 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 governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Does the organization have members or stockholders?	X	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	X	
7b	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:		
8a	a The governing body?	X	
8b	b Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, 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
10a	Does the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11a	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
13	Does the organization have a written whistleblower policy?	X	
14	Does the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official	X	
15b	b Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **AK, AR, AZ, CA, CT, FL, GA, HI, IL, KS, KY, LA**
- 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.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **MADELEINE BUCKINGHAM, PRESIDENT/CEO - 415-321-1700**
222 SUTTER STREET, SUITE 600, SAN FRANCISCO, CA 94108

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

Check if Schedule O contains a response to any question in this Part VII

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 organization's tax year.

- 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, if any. See instructions for definition of "key employee."
- 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 neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(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			
JOHN HARRIS (THRU 02/2010) PRESIDENT/PUBLISHER	37.50	X		X			101,976.	0.	2,565.	
MONIKA BAUERLEIN EDITOR-IN-CHIEF	37.50	X			X		161,684.	0.	8,236.	
DANIEL SCHULMAN EDITOR/STAFF DIRECTOR	37.50	X					60,896.	0.	0.	
ADAM HOCHSCHILD DIRECTOR	5.00	X					0.	0.	0.	
CAROLYN MUGAR DIRECTOR	5.00	X					0.	0.	0.	
CHRISTINA PLATT DIRECTOR	5.00	X					0.	0.	0.	
ERIK KANISCH DIRECTOR	5.00	X					0.	0.	0.	
HARRIET BARLOW DIRECTOR	5.00	X					0.	0.	0.	
HOPE MORRISSETT DIRECTOR	5.00	X					0.	0.	0.	
JANE BUTCHER DIRECTOR	5.00	X					0.	0.	0.	
JON PAGELER DIRECTOR	5.00	X					0.	0.	0.	
JUDY GOLD DIRECTOR	5.00	X					0.	0.	0.	
KEVIN DUNLAP SIMMONS DIRECTOR	5.00	X					0.	0.	0.	
MARK NORTH DIRECTOR	5.00	X					0.	0.	0.	
MEREDITH SPEAR DIRECTOR	5.00	X					0.	0.	0.	
PAUL RYAN DIRECTOR	5.00	X					0.	0.	0.	
PHIL STRAUS DIRECTOR	5.00	X					0.	0.	0.	

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule C)	(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			
RICK MELCHER DIRECTOR	5.00	X					0.	0.	0.	
ROB MCKAY DIRECTOR	5.00	X					0.	0.	0.	
SARA FRANKEL DIRECTOR	5.00	X					0.	0.	0.	
SUSAN PRITZKER DIRECTOR	5.00	X					0.	0.	0.	
CLARA JEFFERY EDITOR-IN-CHIEF	37.50	X			X		166,923.	0.	8,236.	
CELIA PERRY DIRECTOR	5.00	X					0.	0.	0.	
MADELEINE BUCKINGHAM CFO/COO	37.50			X			155,987.	0.	5,190.	
STEVE KATZ VP, STRATEGY & DEVELOP.	37.50			X			148,719.	0.	6,600.	
DAVID CORN BUREAU CHIEF	37.50				X		133,474.	0.	0.	
1b Sub-total							929,659.	0.	30,827.	
c Total from continuation sheets to Part VII, Section A							329,153.	0.	31,400.	
d Total (add lines 1b and 1c)							1,258,812.	0.	62,227.	

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 **9**

	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 or individual 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
ICN FULFILLMENT SERVICE 2900 VETERAN'S HIGHWAY, BRISTOL, PA 19007	FULFILLMENT SERVICES	193,381.

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 **1**

SEE PART VII, SECTION A CONTINUATION SHEETS

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	1a					
	b Membership dues	1b					
	c Fundraising events	1c	144,377.				
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	4,580,858.				
	g Noncash contributions included in lines 1a-1f: \$						
	h Total. Add lines 1a-1f		4,725,235.				
Program Service Revenue	2 a <u>PROGRAM REVENUE</u>	Business Code	3,751,749.	3,751,749.			
	b <u>ADVERTISING</u>	511120	878,027.		878,027.		
	c <u>OTHER REVENUE</u>	541800	36,638.	36,638.			
	d	900099					
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f		4,666,414.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		837.			837.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties		304,200.			304,200.	
	6 a Gross Rents	(i) Real	70,429.				
		(ii) Personal					
		b Less: rental expenses	78,704.				
		c Rental income or (loss)	-8,275.				
	d Net rental income or (loss)		-8,275.			-8,275.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities					
		(ii) Other					
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
	d Net gain or (loss)						
8 a Gross income from fundraising events (not including \$ <u>144,377.</u> of contributions reported on line 1c). See Part IV, line 18	a	29,700.					
	b Less: direct expenses	70,575.					
	c Net income or (loss) from fundraising events		-40,875.			-40,875.	
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses						
	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						
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.			9,647,536.	3,788,387.	878,027.	255,887.	

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).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(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	984,886.	731,935.	154,950.	98,001.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,614,469.	2,152,589.	183,239.	278,641.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	450,396.	326,678.	56,719.	66,999.
10 Payroll taxes	303,156.	243,332.	31,630.	28,194.
11 Fees for services (non-employees):				
a Management				
b Legal	33,347.	29,337.	3,258.	752.
c Accounting	32,849.	32,849.		
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion	20,988.	20,632.	356.	
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy	423,293.	363,461.	31,590.	28,242.
17 Travel	147,246.	90,325.	26,989.	29,932.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	20,180.	13,847.	5,500.	833.
20 Interest	11,874.	7,579.	3,537.	758.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	52,330.	36,966.	12,496.	2,868.
23 Insurance	12,311.	11,412.	899.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a PRINTING & PUBLICATIONS	1,491,121.	1,488,636.	935.	1,550.
b DONOR MEMBERSHIP COMM	670,984.	653,799.		17,185.
c POSTAGE AND FREIGHT	385,850.	377,014.	8,836.	
d CONSULTANTS	295,126.	289,832.	3,491.	1,803.
e FULFILLMENT	231,247.	231,247.		
f All other expenses	837,431.	596,582.	208,759.	32,090.
25 Total functional expenses. Add lines 1 through 24f	9,019,084.	7,698,052.	733,184.	587,848.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). 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		1	
	2	Savings and temporary cash investments	182,263.	2	471,284.
	3	Pledges and grants receivable, net	91,175.	3	45,175.
	4	Accounts receivable, net	427,749.	4	674,093.
	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)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	122,624.	9	124,570.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 731,636.		
	b	Less: accumulated depreciation	10b 666,107.	10c	65,529.
	11	Investments - publicly traded securities		11	
	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	30,085.	15	38,710.
16	Total assets. Add lines 1 through 15 (must equal line 34)	937,042.	16	1,419,361.	
Liabilities	17	Accounts payable and accrued expenses	934,260.	17	854,837.
	18	Grants payable		18	
	19	Deferred revenue	1,329,876.	19	1,340,904.
	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	98,230.	22	69,151.
	23	Secured mortgages and notes payable to unrelated third parties	297,916.	23	293,838.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D	94,256.	25	49,675.
	26	Total liabilities. Add lines 17 through 25	2,754,538.	26	2,608,405.
Net Assets or Fund Balances	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	-2,405,404.	27	-1,728,113.
	28	Temporarily restricted net assets	587,908.	28	539,069.
	29	Permanently restricted net assets		29	
	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, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	-1,817,496.	33	-1,189,044.	
34	Total liabilities and net assets/fund balances	937,042.	34	1,419,361.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	9,647,536.
2	Total expenses (must equal Part IX, column (A), line 25)	2	9,019,084.
3	Revenue less expenses. Subtract line 2 from line 1	3	628,452.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-1,817,496.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	-1,189,044.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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?		X
2b	Were the organization's financial statements audited by an independent accountant?	X	
2c	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.	X	
2d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> 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?		X
3b	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.		

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 or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
4 Total. Add lines 1 through 3						
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)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...						
9 Net income from unrelated business activities, whether or not the business is regularly carried on ...						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
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 2010 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2010. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 33 1/3% support test - 2009. 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	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2010. 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	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2009. 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	<input type="checkbox"/>	
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	<input type="checkbox"/>	

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 or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	5212393.	5096507.	6381223.	4774824.	4725235.	26190182.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	2601620.	2443765.	2621994.	3456262.	3818087.	14941728.
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	7814013.	7540272.	9003217.	8231086.	8543322.	41131910.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	465,263.	2689196.	2794108.	2528625.	2035646.	10512838.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year				567,339.	198,644.	765,983.
c Add lines 7a and 7b	465,263.	2689196.	2794108.	3095964.	2234290.	11278821.
8 Public support (Subtract line 7c from line 6.)						29853089.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6	7814013.	7540272.	9003217.	8231086.	8543322.	41131910.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	466,881.	369,968.	374,295.	280,265.	375,466.	1866875.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	466,881.	369,968.	374,295.	280,265.	375,466.	1866875.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on	514,862.	481,695.	472,193.	228,691.	365,113.	2062554.
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)	8795756.	8391935.	9849705.	8740042.	9283901.	45061339.

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 2010 (line 8, column (f) divided by line 13, column (f))	15	66.25 %
16 Public support percentage from 2009 Schedule A, Part III, line 15	16	60.06 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))	17	4.14 %
18 Investment income percentage from 2009 Schedule A, Part III, line 17	18	3.84 %

19a 33 1/3% support tests - 2010. 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 - 2009. If the organization did not check a box on line 14 or line 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

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, line 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open to Public
Inspection

Name of the organization

FOUNDATION FOR NATIONAL PROGRESS

Employer identification number

94-2282759

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.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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 education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

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.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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 easements 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 section 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 (ASC 958), 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 (ASC 958), 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 (ASC 958) 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 the 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 the 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					
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					

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)	
(ii) related organizations	3a(ii)	
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.

Part VI 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				
b Buildings				
c Leasehold improvements		203,175.	185,889.	17,286.
d Equipment		170,847.	171,009.	-162.
e Other		357,614.	309,209.	48,405.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				65,529.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		

Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ▶

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) DEFERRED RENT	49,675.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	

Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶ 49,675.

2. FIN 48 (ASC 740) 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 (ASC 740).

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	9,647,536.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	9,019,084.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	628,452.
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	0.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	628,452.

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	9,796,815.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	149,279.
e	Add lines 2a through 2d	2e	149,279.
3	Subtract line 2e from line 1	3	9,647,536.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment 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	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	9,647,536.

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

1	Total expenses and losses per audited financial statements	1	9,168,363.
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.)	2d	149,279.
e	Add lines 2a through 2d	2e	149,279.
3	Subtract line 2e from line 1	3	9,019,084.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment 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	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	9,019,084.

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 X, LINE 2: THE FOUNDATION HAS EVALUATED ITS CURRENT TAX POSITIONS

AND HAS CONCLUDED THAT AS OF DECEMBER 31, 2010, THE FOUNDATION DOES NOT

HAVE ANY SIGNIFICANT UNCERTAIN TAX POSITIONS FOR WHICH A RESERVE WOULD BE

NECESSARY.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENT EXPENSES 70,575.

RENTAL EXPENSES 78,704.

Part XIV Supplemental Information (continued)

TOTAL TO SCHEDULE D, PART XII, LINE 2D 149,279.

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENT EXPENSES 70,575.

RENTAL EXPENSES 78,704.

TOTAL TO SCHEDULE D, PART XIII, LINE 2D 149,279.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		REMEMBERING ANITA - SF (event type)	JAY HARRIS ROAST EVENT (event type)	NONE (total number)	
Revenue	1	Gross receipts	173,477.	600.	174,077.
	2	Less: Charitable contributions	143,777.	600.	144,377.
	3	Gross income (line 1 minus line 2)	29,700.		29,700.
Direct Expenses	4	Cash prizes	0.	0.	
	5	Noncash prizes	0.	0.	
	6	Rent/facility costs	7,565.	2,063.	9,628.
	7	Food and beverages	15,760.	2,063.	17,823.
	8	Entertainment	0.	0.	
	9	Other direct expenses	42,824.	300.	43,124.
	10	Direct expense summary. Add lines 4 through 9 in column (d)			(70,575)
11	Net income summary. Combine line 3, column (d), and line 10			-40,875.	

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.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Noncash 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	<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 line 1, column d, and line 7				

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? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If "Yes," explain: _____

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization

FOUNDATION FOR NATIONAL PROGRESS

Employer identification number

94-2282759

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- | | |
|--|--|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment from the organization or a related organization?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b

2

X

4a

X

4b

X

4c

X

5a

X

5b

X

6a

X

6b

X

7

X

8

X

9

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 MONIKA BAUERLEIN	(i) 161,684. (ii) 0. (iii) 0.	0.	0.	0.	8,236.	169,920.	0.
2 CLARA JEFFERY	(i) 166,923. (ii) 0. (iii) 0.	0.	0.	0.	8,236.	175,159.	0.
3 MADELEINE BUCKINGHAM	(i) 155,987. (ii) 0. (iii) 0.	0.	0.	0.	5,190.	161,177.	0.
4 STEVE KATZ	(i) 148,719. (ii) 0. (iii) 0.	0.	0.	0.	6,600.	155,319.	0.
5	(i) (ii) (iii)						
6	(i) (ii) (iii)						
7	(i) (ii) (iii)						
8	(i) (ii) (iii)						
9	(i) (ii) (iii)						
10	(i) (ii) (iii)						
11	(i) (ii) (iii)						
12	(i) (ii) (iii)						
13	(i) (ii) (iii)						
14	(i) (ii) (iii)						
15	(i) (ii) (iii)						
16	(i) (ii) (iii)						

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

▶ Complete if the organization answered
"Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open To Public
Inspection

Name of the organization **FOUNDATION FOR NATIONAL PROGRESS** Employer identification number **94-2282759**

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____
3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a.

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
ADAM HOCHSCHILD -	X		12,000.	5,697.		X	X		X	
ERIK HANISCH - LO	X		20,000.	9,431.		X	X		X	
HARRIET BARLOW -	X		5,000.	1,960.		X	X		X	
JON PAGELER - LOA	X		10,000.	0.		X	X		X	
MARK NORTH - LOAN	X		10,000.	4,586.		X	X		X	
MEREDITH SPEAR -	X		5,000.	0.		X	X		X	
PHIL STRAUS - LOA	X		100,000.	47,477.		X	X		X	
JANE BUTCHER - LO	X		25,000.	0.		X	X		X	
Total				69,151.						

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance

SEE PART V FOR CONTINUATIONS

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
ADAM HOCHSCHILD	DIRECTOR	5,697.	LOAN WAS MA		X
ERIK HANISCH	DIRECTOR	9,431.	LOAN WAS MA		X
HARRIET BARLOW	DIRECTOR	1,960.	LOAN WAS MA		X
JON PAGELER	DIRECTOR	0.	LOAN WAS MA		X
MARK NORTH	DIRECTOR	4,586.	LOAN WAS MA		X
MEREDITH SPEAR	DIRECTOR	0.	LOAN WAS MA		X
PHIL STRAUS	CO-CHAIR	47,477.	LOAN WAS MA		X
JANE BUTCHER	DIRECTOR	0.	LOAN WAS MA		X

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

SCHEDULE L, PART II, LOANS TO AND FROM INTERESTED PERSONS:

(A) NAME OF PERSON: ADAM HOCHSCHILD

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 12,000. (D) BALANCE DUE \$ 5,697.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: ERIK HANISCH

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 20,000. (D) BALANCE DUE \$ 9,431.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: HARRIET BARLOW

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 5,000. (D) BALANCE DUE \$ 1,960.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: JON PAGELER

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 10,000. (D) BALANCE DUE \$ 0.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: MARK NORTH

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 10,000. (D) BALANCE DUE \$ 4,586.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: MEREDITH SPEAR

(A) PURPOSE OF LOAN:

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 5,000. (D) BALANCE DUE \$ 0.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: PHIL STRAUS

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 100,000. (D) BALANCE DUE \$ 47,477.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

(A) NAME OF PERSON: JANE BUTCHER

(A) PURPOSE OF LOAN:

LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE

(B) LOAN TO OR FROM ORGANIZATION? = TO

(C) ORIGINAL PRINCIPAL AMOUNT \$ 25,000. (D) BALANCE DUE \$ 0.

(E) LOAN IN DEFAULT? = NO

(F) APPROVED BY BOARD OR COMMITTEE? = YES

(G) WRITTEN AGREEMENT? = YES

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: ADAM HOCHSCHILD

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

DIRECTOR

(C) AMOUNT OF TRANSACTION \$ 5,697.

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: ERIK HANISCH

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

DIRECTOR

(C) AMOUNT OF TRANSACTION \$ 9,431.

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: HARRIET BARLOW

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

DIRECTOR

(C) AMOUNT OF TRANSACTION \$ 1,960.

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: JON PAGELER

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

DIRECTOR

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION O

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: MARK NORTH

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:
DIRECTOR

(C) AMOUNT OF TRANSACTION \$ 4,586.

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: MEREDITH SPEAR

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:
DIRECTOR

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION O

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: PHIL STRAUS

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:
CO-CHAIR

(C) AMOUNT OF TRANSACTION \$ 47,477.

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: JANE BUTCHER

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION: DIRECTOR

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION O

(D) DESCRIPTION OF TRANSACTION: LOAN WAS MADE TO ORGANIZATION TO HELP WITH CASH FLOW THAT CONTINUE TO HAVE A PAYABLE BALANCE AS OF 12/31/10. TERM OF THE LOAN IS 5 YEARS AND 4% INTEREST.

(E) SHARING OF ORGANIZATION REVENUES? = NO

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2010

Open to Public
Inspection

Name of the organization

FOUNDATION FOR NATIONAL PROGRESS

Employer identification number

94-2282759

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

INFLUENCE (NOT TO MENTION CONTROVERSIAL RHETORIC) AMONG CONGRESSIONAL
TEA PARTY MEMBERS, THE OBAMA ADMINISTRATION'S "MIXED BAG" RECORD, AND
THE ECONOMY POSSIBLY HEADED FOR A RECESSIONARY DOUBLE DIP, THESE ARE
NOT THE MOST HOPEFUL TIMES FOR THOSE OF US WHO WORKED FOR REAL REFORM
IN THE WAKE OF THE 2008 ELECTION. INDEED, ON MATTERS OF WAR, GAY
RIGHTS, CIVIL LIBERTIES, AND CLIMATE CHANGE, THE OBAMA ADMINISTRATION
HAS FALLEN FAR SHORT OF EXPECTATIONS, NOT TO MENTION THE LIMITED
REFORMS CONTAINED IN THEIR LEGISLATIVE SUCCESSES FOR HEALTH CARE AND
FINANCIAL REGULATION - AND THIS, EVEN GRANTING THE ABSOLUTIST
OBSTRUCTIONISM FROM THE REPUBLICANS AND THE DIFFICULTIES OF MOVING
LEGISLATION THROUGH THE SENATE.

NOW IS THE TIME WHEN SOLID COVERAGE OF DC POLITICS THAT GIVES READERS
THE CONTEXT FOR THE DAILY NEWS CYCLE IS REALLY IMPORTANT - ESPECIALLY
AS THE 2012 PRESIDENTIAL ELECTION SEASON BEGINS. LED BY BUREAU CHIEF
DAVID CORN, MOTHER JONES' DC - BASED REPORTERS - SUZY KHIMM ON FOREIGN
POLICY, NICK BAUMANN ON CONGRESSIONAL POLITICS, ANDREW KROLL ON THE
ECONOMY AND WALL STREET, KATE SHEPPARD ON ENVIRONMENTAL ISSUES, AND DAN
SCHULMAN ON THE NATIONAL SECURITY STATE - WILL CONTINUE TO COVER THE
ADMINISTRATION'S POLICY EFFORTS AND POLITICAL FORTUNES. SENIOR REPORTER
JAMES RIDGEWAY WILL CONTINUE HIS WORK FOCUSING ON HEALTH CARE AND ON
CIVIL LIBERTIES, WHILE REPORTER STEPHANIE MENCIMER WILL KEEP
INVESTIGATING THE FAR RIGHT, FROM THE TEA PARTY AND OATHKEEPERS TO THE
REPUBLICAN PARTY.

Name of the organization

FOUNDATION FOR NATIONAL PROGRESS

Employer identification number

94-2282759

BEGINNING IN THE SPRING 2011, WE WILL ALSO BE PIVOTING OUR DC REPORTING TO FOCUS MORE ON THE ELECTION CYCLE ITSELF. FIRST UP IS TO TRACK WHO ENDS UP THROWING THEIR HAT INTO THE GOP'S RING, AND FOLLOWING THE DEBATES AND PRIMARIES. YOU CAN EXPECT TO HEAR FROM DAVID AND OTHER MOJO STAFF FROM THE ROAD, AS WE DID DURING THE 2008 ELECTION.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

ON HUMAN RIGHTS WITH OUR APRIL 2010 ISSUE. WE ALSO HIRED MAC MCCLELLAND TO COVER THE HUMAN RIGHTS BEAT. MAC IS A YOUNG, SMART, FUNNY, AND PASSIONATE JOURNALIST WHOSE BOOK ON BURMESE HUMAN RIGHTS VIOLATIONS, FOR US SURRENDER IS OUT OF THE QUESTION, WAS PUBLISHED TO GREAT REVIEWS IN EARLY 2010. IN 2011, MAC WILL CONTINUE TO REPORT FULL TIME FOR MOTHER JONES ON HUMAN RIGHTS ISSUE AROUND THE WORLD AND HERE IN THE UNITED STATES IN THE PAGES OF MOTHER JONES MAGAZINE, ON HER MOJO BLOG, "THE RIGHTS STUFF," AS WELL AS TO HER MORE THAN 5,600 TWITTER FOLLOWERS.

WE WILL ALSO CONTINUE TO REPORT ON LGBT ISSUES IN 2011, BEGINNING WITH HOW THE FIGHT TO GET RID OF DADT PLAYS OUT, THE ONGOING LEGAL AND POLITICAL DISPUTE OVER PROP 8 IN CALIFORNIA. IN CONJUNCTION WITH OUR INVESTIGATION OF THE FAR RIGHT AND ITS TAKEOVER OF THE REPUBLICAN PARTY, WE ALSO ARE TAKING A LOOK AT "TEA PARTY INC" - THE MONEY BEHIND THE TEA PARTY MOVEMENT, INCLUDING THE OVERLAP WITH FUNDAMENTALIST AND ANTIGAY GROUPS. AS THE 2012 PRESIDENTIAL CAMPAIGN SWINGS INTO ACTION IN THE SECOND HALF OF 2011, WE EXPECT TO BE REPORTING ON HOW MARRIAGE EQUALITY AND WORKPLACE RIGHTS FOR LGBT PEOPLE WILL BE USED, ONCE AGAIN, AS STALKING HORSES IN THE ELECTION CYCLE. WE'LL AGAIN LOOK PARTICULARLY AT WHO'S SECRETLY FUNDING SOME OF THE PROPAGANDA AND HATE-MONGERING.

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LASTLY, THE EDITORS ARE EXPLORING A STORY, INSPIRED IN PART BY THE UGANDA DEATH-PENALTY-FOR-GAYS LAW, AT HOW US INTERESTS ARE EXPORTING AND/OR NURTURING ANTIGAY MOVEMENTS AND POLICIES OVERSEAS.

SPEAKING OF TWITTER, BESIDES BEING NAMED ONE OF GRIST'S TOP GREEN TWITTERS, KATE SHEPPARD'S PIECES ON THE INTERSECTION OF THE ENVIRONMENT AND THE ECONOMY ARE CONSISTENTLY BEING PICKED UP ALL OVER THE PROGRESSIVE AND MAINSTREAM MEDIA.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS: IN THE PAST FEW YEARS. SIMPLY PUT, THERE ARE ALMOST NO PROFESSIONAL JOURNALISM ORGANIZATIONS WITH MORE THAN ONE OR TWO REPORTERS ASSIGNED TO AN ENVIRONMENTAL BEAT. AMONG INDEPENDENT MEDIA ORGANIZATIONS, MOTHER JONES IS ONE OF A HANDFUL THAT IS COMMITTED TO LONG-TERM COVERAGE OF THIS ISSUE AREA. WE'LL CONTINUE THIS APPROACH TO ENVIRONMENTAL REPORTING IN 2011.

IN ADDITION, AS DESCRIBED IN A COMPANION PROPOSAL TO THIS ONE, IN 2011 WE WILL CONTINUE TO ACT AS CONVENER AND ORGANIZER FOR THE CLIMATE DESK, A JOURNALISTIC COLLABORATION ON THE MOST URGENT STORY OF OUR TIME -- HOW WE WILL ADAPT TO A WORLD RESHAPED BY CLIMATE CHANGE, AND HOW WE CAN SPEED THE SHIFT TO A POST-CARBON WORLD. IN ADDITION TO MOTHER JONES, PARTNERS INCLUDE SLATE, THE ATLANTIC, WIRED, THE NATION INSTITUTE, GRIST, THE CENTER FOR INVESTIGATIVE REPORTING, AND "NEED TO KNOW," THE WNET-NEW YORK THAT REPLACED BILL MOYERS' SHOW UPON HIS RETIREMENT THIS SPRING. TOGETHER, THESE PUBLICATIONS REACH 27 MILLION READERS.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

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KEEPING THE DOOR OPEN: THE BEN BAGDIKIAN FELLOWSHIP PROGRAM

ONE OF THE MORE TROUBLING CONSEQUENCES OF THE SHIFT IN MEDIA PRIORITIES

IS THE EROSION OF TRAINING AND GROWTH OPPORTUNITIES FOR THE NEXT

GENERATION OF REPORTERS. YOUNG PEOPLE STILL GO INTO JOURNALISM SCHOOL

WITH THE GOAL OF CHANGING THE WORLD BY REPORTING THE TRUTH ONLY TO

DISCOVER AS THEY COME OUT THAT THEIR AMBITION ISN'T WELCOME IN THE

WORKPLACE.

THE PROBLEM BEGINS AT THE ENTRY LEVEL. TO EVEN BEGIN A JOURNALISM

CAREER, YOUNG REPORTERS ARE NOW ESSENTIALLY REQUIRED TO INVEST TENS OF

THOUSANDS OF DOLLARS BY ACCEPTING UNPAID, FULL-TIME INTERNSHIPS AS THE

FIRST (AND OFTEN SECOND AND THIRD) RUNG IN THE CAREER LADDER. THOSE WHO

CAN'T AFFORD THAT KIND OF INVESTMENT ARE BEING FROZEN OUT OF THE

PROFESSION. THE CLASS AND RACE IMPLICATIONS OF THIS ARE SELF-EVIDENT.

THIS IS WHY MOTHER JONES IS HOME TO ONE OF THE LARGEST AND MOST

AMBITIOUS PAID INTERNSHIP AND FELLOWSHIP PROGRAMS IN THE INDEPENDENT

MEDIA WORLD, THE BEN BAGDIKIAN FELLOWSHIP PROGRAM, A TRAINING PROGRAM

WHOSE GRADUATES HAVE GONE ON TO POSITIONS ACROSS THE JOURNALISM WORLD,

FROM WIRED AND SLATE TO THE NEW YORK TIMES AND WASHINGTON POST. OUR

PROGRAM IS THE ONE PLACE WHERE YOUNG AND ASPIRING JOURNALISTS CAN GET

IN-THE-FIELD EXPERIENCE, NURTURE THE SOCIAL AND PROFESSIONAL NETWORKS

THAT WILL ENABLE THEM TO BREAK INTO REPORTING, AND DEEPEN THEIR

COMMITMENT AND PASSION FOR LEARNING THE TRADE.

ON AVERAGE, EACH SESSION (THERE ARE TWO EACH YEAR) ENROLLS BETWEEN

EIGHT AND TWELVE INTERNS AND CONTINUING FELLOWS. BESIDES MONTHLY BROWN

BAG LUNCHEONS FEATURING SOME OF THE BEST REPORTERS, EDITORS AND OTHERS

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FROM THE WORLD OF JOURNALISM, INTERNS SERVE SIX MONTHS WITH EITHER MOTHER JONES OR MOTHERJONES.COM. MENTORED CLOSELY BY SENIOR EDITORS, THEY ARE EXPECTED TO WRITE SHORT PIECES FOR THE MAGAZINE AND THE WEBSITE, TO FACT CHECK STORIES, ATTEND EDITORIAL MEETINGS AND PARTICIPATE IN THE LIFE OF THE ORGANIZATION. INTERNS MAY APPLY FOR AN ADDITIONAL SIX-MONTH FELLOWSHIP; FELLOWS OFTEN DO LONGER, MORE IN-DEPTH INVESTIGATIVE PIECES. EVERY ISSUE OF THE MAGAZINE AND DAILY CONTENT UPDATES ON THE WEBSITE CONTAINS REPORTING AND BLOG ENTRIES DONE BY OUR FELLOWS.

INTERNS AND FELLOWS WORK ON A FULL-TIME, 37.5-HOUR PER WEEK. INTERNS AT MOTHER JONES RECEIVE A \$1,000 PER MONTH STIPEND WHILE THEY ARE IN TRAINING. CONTINUING FELLOWS RECEIVE A \$1,400 MONTHLY STIPEND. THE LEVEL OF FINANCIAL SUPPORT IS MODEST, BUT THE FACT IS THAT THIS IS ONE OF THE VERY FEW PAID INTERNSHIPS IN THE NATION FOR THIS KIND OF TRAINING.

EDUCATION REPORTING (FORMERLY WIRETAP):

MOTHER JONES' EDUCATION REPORTING AND THE FAST TIMES AT MISSION HIGH PROJECT ADDRESSES WHAT WE SEE AS A DANGEROUS DISCONNECT BETWEEN EDUCATION REFORM AND EDUCATION REPORTING. WHILE MOST EDUCATORS AGREE THAT IT TAKES TIME AND MULTIPLE SOLUTIONS TO MAKE A SCHOOL SUCCEED, BUDGET AND TIME-STRAPPED EDUCATION NEWS COVERAGE OFTEN CAN'T DELIVER MORE THAN AN ANECDOTE OR A QUOTE ON THE RESEARCH DU JOUR. ONE UNINTENDED CONSEQUENCE OF THIS PARACHUTE REPORTING IS THAT EDUCATION REPORTERS OFTEN WRITE WHAT THEY EXPECT TO WRITE, SINCE THE STUDENTS AND TEACHERS THEY QUOTE DON'T TRUST THEM ENOUGH TO DISCUSS MORE CHALLENGING, INTERESTING TRUTHS. AFTER READING WONKY,

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PARACHUTE-REPORTING EDUCATION REFORM STORIES, THE PUBLIC THEN BELIEVES ONE OR TWO CHANGES-PARTICULARLY AROUND TEACHERS' UNIONS OR STANDARDIZED TESTS-WILL "FIX" OUR PUBLIC SCHOOL SYSTEM.

WE BELIEVE THERE'S A BETTER WAY TO REPORT ON EDUCATION REFORM: FROM INSIDE A SCHOOL OVER TIME. MOTHER JONES REPORTER KRISTINA RIZGA HAS BEEN EMBEDDED AT MISSION HIGH SCHOOL IN SAN FRANCISCO SINCE 2010. THE RESULT IS CLASSROOM ACCESS SO RARE THAT ONE VETERAN EDUCATION REPORTER REFERS TO THE FAST TIMES AT MISSION HIGH STORIES AS "THE HOLY GRAIL OF EDUCATION REPORTING."

PEACE & NATIONAL SECURITY REPORTING:

MOTHER JONES' HAS BEEN REPORTING ON PEACE AND NATIONAL SECURITY SINCE OUR INCEPTION IN 1975. MOST RECENTLY WE HAVE FOCUSED OUR COVERAGE ON THE INFLUENCE OF PRIVATE MILITARY CONTRACTORS (PMCS) ON DEFENSE PROCUREMENT, DEFENSE POLICY, AND THE CONDUCT OF MILITARY OPERATIONS IN AFGHANISTAN; ON WATCHDOG COVERAGE OF US INTELLIGENCE AGENCIES, WITH A SPECIAL FOCUS ON EFFORTS TO BROADEN CIVIL LIBERTIES PROTECTIONS FOR THOSE BEING HELD AT GUANTANAMO AND ELSEWHERE; THE IMPACT OF A REPUBLICAN MAJORITY CONGRESS ON DEFENSE AND INTELLIGENCE BUDGETING AND POLICIES; ON PROGRESS TOWARDS A NEW START TREATY; AND ON THE LIFE IN - AND AFTER - THE MILITARY.

ANGOLA 3 REPORTING:

JAMES RIDGEWAY'S HAS SPENT THE LAST FEW YEARS PROVIDING INVESTIGATIVE REPORTING AND COMMENTARY ON THE ANGOLA 3. THE ANGOLA 3 WERE CONVICTED OF THE 1972 MURDER OF A PRISON GUARD AT THE LOUISIANA STATE PENITENTIARY AT ANGOLA. TO THIS DAY THEY MAINTAIN THEIR INNOCENCE AND

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BELIEVE WERE TARGETED FOR THE CRIME AND RELEGATED TO PERMANENT LOCKDOWN BECAUSE OF THEIR ORGANIZING WORK WITH THE PRISON CHAPTER OF THE BLACK PANTHERS. THE JULY/AUGUST 2011 ISSUE OF MOTHER JONES FEATURES AN EXTENSIVE PROFILE OF BURL CAIN, THE INFAMOUS WARDEN OF THE LOUISIANA STATE PENITENTIARY AT ANGOLA. IN ADDITION TO COVERAGE SPECIFICALLY RELATED TO THE ANGOLA 3, RIDGEWAY HAS BEGUN TO FOCUS MORE BROADLY ON THE LARGER HUMAN RIGHTS DEBATE AROUND SOLITARY CONFINEMENT PRACTICES IN AMERICAN PRISONS.

THE MEDIA CONSORTIUM:

THE MEDIA CONSORTIUM IS A NETWORK OF THE COUNTRY'S LEADING INDEPENDENT JOURNALISM ORGANIZATIONS. THE MEDIA CONSORTIUM SUPPORTS SMART, POWERFUL AND PASSIONATE JOURNALISM THAT REDEFINES AMERICAN POLITICAL AND CULTURAL DEBATE. THE MEDIA CONSORTIUM IS CREATING A SOLID COOPERATIVE INFRASTRUCTURE THAT WILL SERVE A 21ST-CENTURY AUDIENCE AND OFFER A SUSTAINABLE FUTURE FOR INDEPENDENT MEDIA. MILLIONS OF AMERICANS ARE LOOKING FOR HONEST, FAIR, AND ACCURATE JOURNALISM-THE MEDIA CONSORTIUM IS FINDING NEW WAYS TO REACH THEM. ITS STRATEGY HAS THREE FOCAL POINTS: MAKING CONNECTIONS, BUILDING INFRASTRUCTURE, AND AMPLIFYING OUR VOICE.

THROUGHOUT THE PAST YEAR, THE MEDIA CONSORTIUM SET THE AGENDA TO HELP DOZENS OF MEDIA ORGANIZATIONS BEGIN ANSWERING THESE QUESTIONS. IN 2010, THE MEDIA CONSORTIUM HELPED ITS MEMBERS TO:

-EVOLVE FOR A CHANGING MEDIA LANDSCAPE. THROUGH A RANGE OF PROGRAMS, INCLUDING THE MEDIA CONSORTIUM'S INCUBATION AND INNOVATION LAB; A PARTNERSHIP WITH MOZILLA'S PEER TO PEER UNIVERSITY, AND THE RELEASE OF OUR INVESTING IN IMPACT REPORT, WE HAVE HELPED MEDIA CONSORTIUM MEMBERS

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NAVIGATE AND LEARN ABOUT NEW STRATEGIES AND TRENDS, EXPERIMENT WITH NEW OPPORTUNITIES AND TOOLS, DEVELOP RELATIONSHIPS WITH EXPERTS ON THE CUTTING EDGE OF TECHNOLOGY, AND FOSTER INNOVATION THAT WILL FURTHER THEIR OVERALL IMPACT AND SUSTAINABILITY.

-EDITORIALLY COLLABORATE ON A RANGE OF ISSUES AND EVENTS FOR MAXIMUM IMPACT. WE HAVE INCREASED AND LED EDITORIAL AND PROMOTIONAL COLLABORATION AMONG MEMBERS AROUND SPECIFIC TOPICS INCLUDING THE 2010 U.S. SOCIAL FORUM AND A GROUNDBREAKING, TWO-WEEK PROJECT FOCUSED ON CAMPAIGN FINANCE AND THE IMPACT OF THE SUPREME COURT'S CITIZENS UNITED RULING. MEDIA CONSORTIUM MEMBERS ALSO SELF-ORGANIZED COLLABORATIONS WITH EACH OTHER AND ADDITIONAL MEDIA ALLIES FOR PROJECTS LIKE THE CLIMATE DESK AS WELL AS A COLLABORATION AROUND THE 2009 COPENHAGEN CLIMATE CONFERENCE, DUBBED THE COPENHAGEN NEWS COLLABORATIVE.

-EXPAND AUDIENCES AND BUILD CORE INFRASTRUCTURE. THE MEDIA CONSORTIUM CONTINUES TO PROVIDE AND INCREASE ONGOING CORE SUPPORT FOR ITS MEMBERS THROUGH ITS MEDIAWIRES, INDEPENDENT MEDIA INTERNSHIPS (IMI) AND MEMBERSHIP PROGRAMS. THE MEDIAWIRES PROGRAM HAS CONTINUED TO BUILD THE AUDIENCES FOR AND IMPACT OF MEDIA CONSORTIUM MEMBERS' REPORTING ON HEALTH CARE, THE ECONOMY, THE ENVIRONMENT, AND IMMIGRATION. IN ITS SECOND YEAR, THE IMI PROGRAM OFFERED KEY EDITORIAL SUPPORT TO ITS MEMBERS AND ON-THE-GROUND TRAINING FOR THE NEXT GENERATION OF JOURNALISTS. THE MEDIA CONSORTIUM MEMBERSHIP PROGRAM IS RECRUITING NEW MEMBERS WHO REPRESENT THE CHANGING MEDIA LANDSCAPE, AND WORK TO PROVIDE ADDITIONAL EDUCATION, COLLABORATION, AND TRAINING OPPORTUNITIES FOR OUR MEMBERS. MEDIA CONSORTIUM PROJECTS AND INITIATIVES ARE A KEY PART OF THE ONGOING PUBLIC CONVERSATION ABOUT THE EVOLUTION OF JOURNALISM. IN

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2010, MEDIA CONSORTIUM STAFF PRESENTED ITS WORK AND FINDINGS ABOUT THE EVOLVING MEDIA LANDSCAPE TO FUNDERS, OTHER JOURNALISM NETWORKS, AND TO DOZENS OF JOURNALISTS AND MEDIA ORGANIZATIONS AT BOTH CONFERENCES AND PRIVATE MEETINGS.

EXPENSES \$ 1,100,197. INCLUDING GRANTS OF \$ 0. REVENUE \$ 535,689.

FORM 990, PART VI, SECTION A, LINE 2: PHIL STRAUSS, CO-CHAIR, AND JANE BUTCHER, DIRECTOR, ARE COUSINS.

FORM 990, PART VI, SECTION A, LINE 6: AS PER THE FOUNDATION FOR NATIONAL PROGRESS' DBA MOTHER JONES MAGAZINE'S BYLAWS, THIS CORPORATION SHALL HAVE POWERS TO THE FULL EXTENT ALLOWED BY LAW. ALL POWERS AND ACTIVITIES OF THIS CORPORATION SHALL BE EXERCISED AND MANAGED BY THE BOARD OF DIRECTORS OF THIS CORPORATION DIRECTLY OR, IF DELEGATED, UNDER THE ULTIMATE DIRECTION OF THE BOARD.

FORM 990, PART VI, SECTION A, LINE 7A: AS PER THE FOUNDATION FOR NATIONAL PROGRESS' DBA MOTHER JONES MAGAZINE'S BYLAWS, THE NUMBER OF DIRECTORS SHALL NOT BE LESS THAN TEN (10) NOR MORE THAN THIRTY (30), WITH THE EXACT NUMBER OF AUTHORIZED DIRECTORS TO BE FIXED FROM TIME TO TIME BY RESOLUTION AND THE BOARD OF DIRECTORS.

AT ALL TIMES, NOT MORE THAN 49% OF THE DIRECTORS OF THIS CORPORATION MAY BE INTERESTED PERSONS. AN INTERESTED PERSON MEANS EITHER:

(A) ANY PERSON CURRENTLY BEING COMPENSATED BY THIS CORPORATION FOR SERVICES RENDERED TO IT WITHIN THE PREVIOUS TWELVE MONTHS, WHETHER A FULL-TIME OR PART-TIME EMPLOYEE, INDEPENDENT CONTRACTOR, OR OTHERWISE, EXCLUDING ANY

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REASONABLE COMPENSATION PAID TO A DIRECTOR IN HIS OR HER CAPACITY AS A
DIRECTOR; OR

(B) ANY BROTHER, SISTER, ANCESTOR, DESCENDANT, SPOUSE, BROTHER-IN-LAW,
SISTER-IN-LAW, SON-IN-LAW, DAUGHTER-IN-LAW, MOTHER-IN-LAW, OR
FATHER-IN-LAW, OF ANY SUCH PERSON.

SELECTION AND TERM OF OFFICE OF DIRECTORS:

THE DIRECTORS OF THIS CORPORATION SHALL BE SELECTED AND SET FORTH BELOW.
EACH DIRECTOR, HOWEVER SELECTED, SHALL HOLD OFFICE UNTIL A SUCCESSOR HAS
BEEN SELECTED. DIRECTORS MAY BE SELECTED TO SERVE ANY NUMBER OF
CONSECUTIVE TERMS.

FOUR (4) OR FIVE (5) OF THE DIRECTORS SHALL BE DESIGNATED AS FOLLOWS: THOSE
INDIVIDUALS EMPLOYED BY THIS CORPORATION AS PUBLISHER AND
EDITOR(S)-IN-CHIEF ARE DESIGNATED TO SERVE AS DIRECTORS DURING THE
RESPECTIVE TERMS OF THEIR EMPLOYMENT. TWO (2) DIRECTORS SHALL BE
DESIGNATED BY A MAJORITY VOTE OF THOSE EMPLOYEES OF THIS CORPORATION,
EXCLUDING THE PUBLISHER AND EDITOR(S)-IN-CHIEF WHO HAVE RECEIVED SALARIES
FOR AT LEAST FOUR-FIFTHS (4/5) TIME FOR AT LEAST THIRTY (30) DAYS PRIOR TO
THE DATE OF DESIGNATION. EACH EMPLOYEE-DESIGNATED DIRECTOR SHALL BE
DESIGNATED FOR A TERM OF ONE (1) YEAR.

THE REMAINDER OF THE DIRECTORS SHALL BE ELECTED BY THE DIRECTORS THEN IN
OFFICE. NONE OF THE ELECTED DIRECTORS MAY BE AN "INTERESTED PERSON," AS
DEFINED ABOVE. EACH DIRECTOR SHALL BE ELECTED TO A TERM OF THREE (3) YEARS.

VACANCIES:

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A VACANCY SHALL BE DEEMED TO EXIST ON THE BOARD IN THE EVENT THAT THE ACTUAL NUMBER OF DIRECTORS IS LESS THAN THE AUTHORIZED NUMBER FOR ANY REASON. A VACANCY SHALL BE DEEMED TO EXIST IF ANY EMPLOYEE-DESIGNATED DIRECTOR IS SEPARATED FROM EMPLOYMENT WITH THIS CORPORATION. VACANCIES SHALL BE FILLED, FOR THE UNEXPIRED PORTION OF THE TERM, IN THE SAME MANNER AS THE SEAT BEING VACATED.

RESIGNATION AND REMOVAL:

RESIGNATIONS SHALL BE EFFECTIVE UPON RECEIPT IN WRITING BY THE SECRETARY OR PRESIDENT OF THIS CORPORATION, UNLESS A LATER EFFECTIVE DATE IS SPECIFIED IN THE RESIGNATION. ANY DIRECTOR MAY BE REMOVED AT ANY TIME, WITH OR WITHOUT CAUSE IN THE SAME MANNER AS SUCH DIRECTOR WAS DESIGNATED OR ELECTED. ANY DIRECTOR WHO FAILS TO ATTEND TWO CONSECUTIVE BOARD MEETINGS SHALL BE REMOVED FROM THE BOARD UNLESS THE BOARD CONCLUDES THAT THE DIRECTOR WAS ABSENT FOR REASONS THAT JUSTIFY A WAIVER OF THIS PROVISION.

FORM 990, PART VI, SECTION B, LINE 11: THE BOARD OF DIRECTORS OF THE FOUNDATION FOR NATIONAL PROGRESS, DBA MOTHER JONES MAGAZINE APPROVED THE FORMATION OF A FINANCIAL AUDIT COMMITTEE AND A FINANCE COMMITTEE IN KEEPING WITH THE CORPORATION'S BYLAWS THAT STATE: THE BOARD OF DIRECTORS MAY, BY RESOLUTION ADOPTED BY A MAJORITY OF THE DIRECTORS THEN IN OFFICE, CREATE ANY NUMBER OF BOARD COMMITTEES, EACH CONSISTING OF TWO OR MORE DIRECTORS, TO SERVE AT THE PLEASURE OF THE BOARD. APPOINTMENTS TO ANY BOARD COMMITTEE SHALL BE MADE BY ANY METHOD DETERMINED BY A MAJORITY VOTE OF THE DIRECTORS THEN IN OFFICE. BOARD COMMITTEES MAY BE GIVEN ALL THE AUTHORITY OF THE BOARD, EXCEPT FOR THE POWER TO: (A) SET THE NUMBER OF DIRECTORS WITHIN A RANGE SPECIFIED IN THESE BYLAWS; (B) FILL VACANCIES ON THE BOARD OF DIRECTORS OR ON ANY BOARD COMMITTEE; (C) ELECT DIRECTORS OR REMOVE ANY

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DIRECTOR WITHOUT CAUSE; (D) FIX COMPENSATION OF DIRECTORS FOR SERVING ON THE BOARD OR ANY BOARD COMMITTEE; (E) AMEND OR REPEAL THESE BYLAWS OR ADOPT NEW BYLAWS; (F) ADOPT AMENDMENTS TO THE ARTICLES OF INCORPORATION OF THIS CORPORATION; (G) AMEND OR REPEAL ANY RESOLUTION OF THE BOARD OF DIRECTORS WHICH BY ITS EXPRESS TERMS IS NOT SO AMENABLE OR REPEALABLE; (H) CREATE ANY OTHER BOARD COMMITTEES OR APPOINT THE MEMBERS OF ANY BOARD COMMITTEES; OR (I) APPROVE ANY MERGER, REORGANIZATION, VOLUNTARY DISSOLUTION, OR DISPOSITION OF SUBSTANTIALLY ALL OF THE ASSETS OF THIS CORPORATION.

AS SUCH, BEFORE FORM 990 IS FILED, AND AFTER REVIEW AND APPROVAL BY THE PRESIDENT&CHIEF EXECUTIVE OFFICER, CHIEF FINANCIAL OFFICER, CONTROLLER, DIRECTOR OF FINANCE AND DIRECTOR OF HUMAN RESOURCES, A COPY OF THE COMPLETED FORM IS THEN DISTRIBUTED TO ALL MEMBERS OF THE AUDIT AND FINANCE COMMITTEE FOR FINAL REVIEW AND APPROVAL.

FORM 990, PART VI, SECTION B, LINE 12C: AS PER THE CORPORATION'S CONFLICT OF INTEREST POLICY, AND TO ENSURE THE FOUNDATION OPERATES IN A MANNER CONSISTENT WITH ITS EDUCATIONAL PURPOSES AND THAT IT DOES NOT ENGAGE IN ACTIVITIES THAT COULD JEOPARDIZE ITS STATUS AS AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX, PERIOD REVIEWS SHALL BE CONDUCTED BY THE DEPARTMENT SUPERVISOR (RELEVANT TO THE TRANSACTION OR ARRANGEMENT), PUBLISHER, COO/CFO, AND BOARD DIRECTOR'S AUDIT COMMITTEE. THE PERIODIC REVIEWS SHALL, AT A MINIMUM, OCCUR ANNUALLY AND SHALL INCLUDE THE FOLLOWING SUBJECTS:

-WHETHER COMPENSATION ARRANGEMENTS AND BENEFITS ARE REASONABLE AND ARE AS THE RESULT OF ARM'S-LENGTH BARGAINING.

-WHETHER ACQUISITIONS OF SERVICES RESULT IN INUREMENT OR IMPERMISSIBLE PRIVATE BENEFIT.

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-WHETHER TRANSACTIONS AND ARRANGEMENTS WITH VENDORS AND OTHER ORGANIZATIONS CONFORM TO WRITTEN POLICIES, ARE PROPERLY RECORDED, REFLECT REASONABLE PAYMENTS FOR GOODS AND SERVICES, FURTHER THE FOUNDATION'S EDUCATIONAL PURPOSES, AND DO NOT RESULT IN INUREMENT OR IMPERMISSIBLE PRIVATE BENEFIT.

-WHETHER AGREEMENTS WITH EMPLOYEES AND THIRD PARTY PAYORS FURTHER THE FOUNDATION'S EDUCATIONAL PURPOSES AND DO NOT RESULT IN INUREMENT OR IMPERMISSIBLE PRIVATE BENEFIT.

IN CONDUCTING THESE PERIODIC REVIEWS, THE FOUNDATION MAY, BUT NEED NOT, USE OUTSIDE ADVISORS. IF OUTSIDE EXPERTS ARE USED, THEIR USE SHALL NOT RELIEVE THE FOUNDATION OF ITS RESPONSIBILITY FOR ENSURING THAT PERIODIC REVIEWS ARE CONDUCTED.

FORM 990, PART VI, SECTION B, LINE 15: THE CHIEF FINANCIAL OFFICER, PRESIDENT & PUBLISHER, AND EDITORS-IN-CHIEF ANNUAL COMPENSATION IS APPROVED BY THE BOARD OF DIRECTOR'S COMPENSATION COMMITTEE.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:
AK, AR, AZ, CA, CT, FL, GA, HI, IL, KS, KY, LA, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, ND, OH
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI, CO, MO

FORM 990, PART VI, SECTION C, LINE 19: THE FOUNDATION FOR NATIONAL PROGRESS PROVIDES A COPY OF FORMS 990 AND 990-T FOR PUBLIC INSPECTION ON REQUEST (DISTRIBUTED EITHER THROUGH THE U.S. POSTAL OFFICE OR AS A PDF DOCUMENT ATTACHED TO AN EMAIL). ADDITIONALLY, THE FOUNDATION FOR NATIONAL PROGRESS PROVIDES GUIDESTAR (A PUBLIC NON-PROFIT TRACKING WEB SITE) A COPY OF FORMS 990 AND 990-T FOR PUBLIC INSPECTION. FURTHER, THE FOUNDATION'S WEBSITE, MOTHERJONES.COM PUBLISHES THE FOUNDATION'S MOST CURRENT ANNUAL

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AUDITED FINANCIAL STATEMENTS FOR PUBLIC INSPECTION. ADDITIONALLY, THE FOUNDATION PROVIDES A COPY OF THE ANNUAL AUDIT UPON REQUEST.

FORM 990, PART XII, LINE 2C:

THIS PROCESS HAS NOT CHANGED FROM PRIOR YEAR.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WITH PAID MAGAZINE CIRCULATION OF MORE THAN 205,000 (THE LARGEST PROGRESSIVE, INDEPENDENT MAGAZINE IN THE UNITED STATES) AND WEBSITE TRAFFIC THAT AVERAGED MORE THAN 1 MILLION UNIQUE VISITORS A MONTH IN 2010, MOTHER JONES ENGAGES A DIVERSE AUDIENCE IN SOLVING SOME OF THE MOST PRESSING AND URGENT PROBLEMS OF OUR TIME. TYPICALLY PUBLISHED SIX TIMES A YEAR, IN 2010 MOTHER JONES MAGAZINE WON NUMEROUS AWARDS INCLUDING BUT NOT LIMITED TO THE PRESTIGIOUS AMERICAN SOCIETY OF MAGAZINE EDITORS (ASME'S) NATIONAL MAGAZINE AWARD FOR GENERAL EXCELLENCE, 4 WESTERN PUBLISHING ASSOCIATION AWARDS, THE JAMES ARONSON AWARD FOR SOCIAL JUSTICE JOURNALISM, THE PAYNE AWARD FOR ETHICS IN JOURNALISM, 3 SOCIETY OF PUBLICATION DESIGNERS AWARDS, 3 SOCIETY OF PROFESSIONAL JOURNALIST AWARDS, AND THE SIGMA CHI DELTA JOURNALISM AWARD FOR THE PUBLIC SERVICE CATEGORY. MOTHERS ONLINE (MOTHERJONES.COM) WAS THE WINNER OF THE ONLINE NEWS ASSOCIATION JOURNALISM AWARD FOR TOPICAL REPORTING/BLOGGING, WAS AWARDED THE BEST BUSINESS AND POLITICS TWITTER FEED BY TREEHUGGER.COM AND WAS A WEBBY AWARD HONOREE IN THE ONLINE MAGAZINE CATEGORY. FURTHER, SINCE 1980, THE FOUNDATION HAS PROVIDED EDITORIAL INTERNSHIPS TO ASPIRING JOURNALISTS UNDER THE MOTHER JONES INTERNSHIP PROGRAM. SINCE THE PROGRAM'S INCEPTION, THE FOUNDATION HAS GIVEN OVER 700 STUDENTS AND GRADUATES INTENSIVE

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REAL-WORLD EXPERIENCE IN THE ESSENTIALS OF INVESTIGATIVE JOURNALISM.

OVER THE LAST SEVERAL YEARS, THE FOUNDATION'S INTERNSHIP PROGRAMS HAVE

EXPANDED TO INCLUDE NON-PROFIT AND GENERAL BUSINESS INTERNSHIPS AS

WELL. IN 2010, UNDER ITS PROGRAM, THE FOUNDATION PROVIDED INTERNSHIPS

TO MORE THAN 20 INDIVIDUALS.

Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

For calendar year 2010 or other tax year beginning . . . and ending

A Check box if
address changed

Name of organization (Check box if name changed and see instructions.)

D Employer identification number
(Employees' trust, see
instructions.)

B Exempt under section
 501(c)(3)
 408(e) 220(e)
 408A 530(a)
 529(a)

Print
or
Type

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Number, street, and room or suite no. If a P.O. box, see instructions.

222 SUTTER STREET, NO. 600

E Unrelated business activity codes
(See instructions.)

City or town, state, and ZIP code

SAN FRANCISCO, CA 94108

541800 541900

C Book value of all assets
at end of year

F Group exemption number (See instructions.)

1,419,361.

G Check organization type 501(c) corporation 501(c) trust 401(a) trust Other trust

H Describe the organization's primary unrelated business activity. **▶ ADVERTISING**

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? Yes No
If "Yes," enter the name and identifying number of the parent corporation. ▶

J The books are in care of **▶ MADELEINE BUCKINGHAM, PRESIDENT/CE** Telephone number **▶ 415-321-1700**

Part I Unrelated Trade or Business Income		(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales			
b	Less returns and allowances			
	c Balance	1c		
2	Cost of goods sold (Schedule A, line 7)	2		
3	Gross profit. Subtract line 2 from line 1c	3		
4a	Capital gain net income (attach Schedule D)	4a		
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c	Capital loss deduction for trusts	4c		
5	Income (loss) from partnerships and S corporations (attach statement)	5		
6	Rent income (Schedule C)	6		
7	Unrelated debt-financed income (Schedule E)	7		
8	Interest, annuities, royalties, and rents from controlled organizations (Sch. F)	8		
9	Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10	Exploited exempt activity income (Schedule I)	10		
11	Advertising income (Schedule J)	11	878,027.	512,914.
12	Other income (See instructions; attach schedule.)	12		
13	Total. Combine lines 3 through 12	13	878,027.	512,914.
				365,113.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)
(Except for contributions, deductions must be directly connected with the unrelated business income.)

14	Compensation of officers, directors, and trustees (Schedule K)	14	
15	Salaries and wages	15	
16	Repairs and maintenance	16	
17	Bad debts	17	
18	Interest (attach schedule)	18	
19	Taxes and licenses	19	
20	Charitable contributions (See instructions for limitation rules.)	20	
21	Depreciation (attach Form 4562)	21	
22	Less depreciation claimed on Schedule A and elsewhere on return	22a	
23	Depletion	23	
24	Contributions to deferred compensation plans	24	
25	Employee benefit programs	25	
26	Excess exempt expenses (Schedule I)	26	
27	Excess readership costs (Schedule J)	27	365,113.
28	Other deductions (attach schedule)	28	
29	Total deductions. Add lines 14 through 28	29	365,113.
30	Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	0.
31	Net operating loss deduction (limited to the amount on line 30)	31	
32	Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	0.
33	Specific deduction (Generally \$1,000, but see instructions for exceptions.)	33	1,000.
34	Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	0.

Part III Tax Computation

35 Organizations Taxable as Corporations. See instructions for tax computation.

Controlled group members (sections 1561 and 1563) check here See instructions and:

a Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order):

(1) \$ (2) \$ (3) \$

b Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$

(2) Additional 3% tax (not more than \$100,000) \$

c Income tax on the amount on line 34 35c 0.

36 Trusts Taxable at Trust Rates. See instructions for tax computation. Income tax on the amount on line 34 from:

Tax rate schedule or Schedule D (Form 1041) 36

37 Proxy tax. See instructions 37

38 Alternative minimum tax 38

39 Total. Add lines 37 and 38 to line 35c or 36, whichever applies 39 0.

Part IV Tax and Payments

40a Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) 40a

b Other credits (see instructions) 40b

c General business credit. Attach Form 3800 40c

d Credit for prior year minimum tax (attach Form 8801 or 8827) 40d

e Total credits. Add lines 40a through 40d 40e

41 Subtract line 40e from line 39 41 0.

42 Other taxes. Check if from: Form 4255 Form 8611 Form 8697 Form 8866 Other (attach schedule) 42

43 Total tax. Add lines 41 and 42 43 0.

44a Payments: A 2009 overpayment credited to 2010 44a

b 2010 estimated tax payments 44b

c Tax deposited with Form 8868 44c

d Foreign organizations: Tax paid or withheld at source (see instructions) 44d

e Backup withholding (see instructions) 44e

f Credit for small employer health insurance premiums (Attach Form 8941) 44f

g Other credits and payments: Form 2439 Form 4136 Other Total 44g

45 Total payments. Add lines 44a through 44g 45

46 Estimated tax penalty (see instructions). Check if Form 2220 is attached 46

47 Tax due. If line 45 is less than the total of lines 43 and 46, enter amount owed 47 0.

48 Overpayment. If line 45 is larger than the total of lines 43 and 46, enter amount overpaid 48 0.

49 Enter the amount of line 48 you want: Credited to 2011 estimated tax Refunded 49

Part V Statements Regarding Certain Activities and Other Information (see instructions)

1 At any time during the 2010 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file Form TD F 90-22.1, Report of Foreign Bank and

Yes No

Financial Accounts. If YES, enter the name of the foreign country here

X

2 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file.

X

3 Enter the amount of tax-exempt interest received or accrued during the tax year \$

Schedule A - Cost of Goods Sold. Enter method of inventory valuation N/A

1 Inventory at beginning of year 1

2 Purchases 2

3 Cost of labor 3

4a Additional section 263A costs 4a

b Other costs (attach schedule) 4b

5 Total. Add lines 1 through 4b 5

6 Inventory at end of year 6

7 Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2 7

8 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? Yes No X

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer Date Title

Print/Type preparer's name

BARBARA CYPHERS

Preparer's signature

Date

Check if self-employed PTIN P00386728

Firm's name

ARMANINO MCKENNA LLP

Firm's EIN 94-6214841

Firm's address

12667 ALCOSTA BOULEVARD, SUITE 500

Phone no. 925-790-2600

Firm's address

SAN RAMON, CA 94583-4427

Phone no. 925-790-2600

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)(see instructions)

1. Description of property

Table with 4 rows for property description (1-4).

2. Rent received or accrued

Table with 3 columns: (a) From personal property, (b) From real and personal property, and 3(a) Deductions directly connected with the income.

(c) Total income. Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) 0. (b) Total deductions. Enter here and on page 1, Part I, line 6, column (B) 0.

Schedule E - Unrelated Debt-Financed Income (see instructions)

Table with 4 columns: 1. Description of debt-financed property, 2. Gross income from or allocable to debt-financed property, 3(a) Straight line depreciation, 3(b) Other deductions.

Table with 4 columns: 4. Amount of average acquisition debt on or allocable to debt-financed property, 5. Average adjusted basis of or allocable to debt-financed property, 6. Column 4 divided by column 5, 7. Gross income reportable, 8. Allocable deductions.

Totals Enter here and on page 1, Part I, line 7, column (A) 0. Enter here and on page 1, Part I, line 7, column (B) 0.

Total dividends-received deductions included in column 8 0.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

Table with 6 columns: 1. Name of controlled organization, 2. Employer identification number, 3. Net unrelated income (loss), 4. Total of specified payments made, 5. Part of column 4 that is included in the controlling organization's gross income, 6. Deductions directly connected with income in column 5.

Nonexempt Controlled Organizations

Table with 5 columns: 7. Taxable income, 8. Net unrelated income (loss), 9. Total of specified payments made, 10. Part of column 9 that is included in the controlling organization's gross income, 11. Deductions directly connected with income in column 10.

Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A) 0. Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B) 0.

Totals 0. 0.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization
(see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A). 0.		Enter here and on page 1, Part I, line 9, column (B). 0.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income
(see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col. (A). 0.	Enter here and on page 1, Part I, line 10, col. (B). 0.			Enter here and on page 1, Part II, line 26. 0.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

Part II Income From Periodicals Reported on a Separate Basis (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1) MOTHER JONES	878,027.	512,914.	365,113.	3751749.	6754583.	365,113.
(2)						
(3)						
(4)						
(5) Totals from Part I	0.	0.				0.
Totals, Part II (lines 1-5)		Enter here and on page 1, Part I, line 11, col. (A). 878,027.	Enter here and on page 1, Part I, line 11, col. (B). 512,914.			Enter here and on page 1, Part II, line 27. 365,113.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
Total. Enter here and on page 1, Part II, line 14			0.