

Form **990**

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

OMB No. 1545-0047

2010

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2010 calendar year, or tax year beginning JUL 1, 2010 and ending JUN 30, 2011

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 THE LIBRARY FOUNDATION OF LOS ANGELES Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 630 W. FIFTH STREET City or town, state or country, and ZIP + 4 LOS ANGELES, CA 90071 F Name and address of principal officer: KEN BRECHER SAME AS C ABOVE	D Employer identification number 95-4368250 E Telephone number 213-228-7500 G Gross receipts \$ 5,249,161. H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) 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.LFLA.ORG		
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: 1992 M State of legal domicile: CA

Part I Summary			
	1 Briefly describe the organization's mission or most significant activities: <u>TO SUPPORT THE LOS ANGELES PUBLIC LIBRARY.</u>		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
Activities & Governance	3 Number of voting members of the governing body (Part VI, line 1a)	3	44
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	43
	5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	22
	6 Total number of volunteers (estimate if necessary)	6	13
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0.
	Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year
9 Program service revenue (Part VIII, line 2g)		4,543,636.	3,420,822.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		0.	0.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		402,150.	811,977.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		867.	259.
		4,946,653.	4,233,058.
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)	1,622,251.	2,173,556.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 557,696.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	1,935,535.	2,413,674.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	3,557,786.	4,587,230.	
19 Revenue less expenses. Subtract line 18 from line 12	1,388,867.	-354,172.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	26,945,323.	30,221,544.
	22 Net assets or fund balances. Subtract line 21 from line 20	147,891.	146,349.
		26,797,432.	30,075,195.

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	▶ Signature of officer KEN BRECHER, PRESIDENT	Date	
	Type or print name and title		
Paid Preparer Use Only	Print/Type preparer's name DONITA M. JOSEPH	Preparer's signature	Date
	Firm's name ▶ WINDES & MCCLAUGHRY ACCT. CORP.	Firm's EIN ▶	Check <input type="checkbox"/> if self-employed PTIN
	Firm's address ▶ P.O. BOX 87 LONG BEACH, CA 90801-0087	Phone no. (562) 435-1191	

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: PROVIDES CRITICAL SUPPORT TO THE LOS ANGELES PUBLIC LIBRARY RESULTING IN FREE PROGRAMS, RESOURCES AND SERVICES AVAILABLE TO THOUSANDS OF ADULTS, CHILDREN AND YOUTH IN LOS ANGELES.

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

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

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 \$ 1,048,306. including grants of \$) (Revenue \$) CHILDREN & TEEN PROGRAMS - PROGRAMS TO INSPIRE A LIFE-LONG LOVE OF READING AND TO DISCOVER HOW THE LIBRARY CAN MEET EDUCATIONAL, CULTURAL AND RECREATIONAL NEEDS THROUGHOUT THEIR LIVES. FAMILY OUTREACH ACTIVITIES AT ALL BRANCHES CAN INCLUDE STORYTELLING, ARTS AND CRAFTS, MUSIC, PUPPETS, AUTHOR TALKS, ALL DESIGNED TO HELP CHILDREN DISCOVER BOOKS THAT SPEAK TO THEIR INTERESTS. MOTIVATING CHILDREN TO LEARN TO VALUE READING AS ITS OWN REWARD. STUDENT SMART PROGRAM IN COLLABORATION WITH PRINCETON REVIEW, DESIGNED TO HELP MIDDLE AND HIGH SCHOOL STUDENTS PREPARE FOR COLLEGE, FEATURES FREE SEMINARS AND COLLEGE ENTRANCE TEST TAKING PRACTICE SESSIONS. FOLLOWING THE TEST, PRINCETON REVIEW STAFF OFFER A FREE STRATEGY AND INFORMATION SESSION FOR STUDENTS AND THEIR PARENTS TO REVIEW THE SCORES AND COUNCIL STUDENTS ON WAYS TO IMPROVE.

4b (Code:) (Expenses \$ 381,525. including grants of \$) (Revenue \$) TECHNOLOGY AND LIBRARY IMPROVEMENTS- EXPANSION AND ENHANCEMENT OF ELECTRONIC INFORMATION RESOURCES AND THE TECHNOLOGIES THAT ENABLE THEM. PROVIDED WIRELESS SERVICES, INCREASED WEB SERVICES AND INFORMATION-RICH SUBSCRIPTION DATABASES. DIGITIZATION AND CATALOGING OF IMPORTANT LIBRARY COLLECTIONS. MORE THAN 2300 COMPUTERS PROVIDE PATRONS WITH FREE AND EQUAL ACCESS TO INFORMATION, OUR "LIBRARY WITHOUT WALLS." KEEP THE LIBRARY UPDATED, REPLACE OLD FURNITURE AND FIXTURES AND KEEP THE LIBRARY IN A CONDITION THAT IS SAFE AND ENJOYABLE FOR THE COMMUNITY.

4c (Code:) (Expenses \$ 541,263. including grants of \$) (Revenue \$) CULTURAL PROGRAMS - ALOUD, AN AWARD WINNING SERIES OF TALKS AND READINGS BY EMERGING AND ESTABLISHED AUTHORS, POETS, AND JOURNALISTS, PANEL DISCUSSIONS, DANCE AND MUSIC PERFORMANCES, INTERVIEWS, DOCUMENTARY FILM SCREENPLAYS ALL INTENDED TO PROVIDE FURTHER INQUIRY, INSPIRE NEW IDEAS, AND ENCOURAGE DIALOGUE. APPROXIMATELY 90 PROGRAMS PER YEAR, FROM TRADITIONAL TO CUTTING EDGE, WITH TOPICS FAR REACHING AND CLOSE TO HOME, ADVANCE THE LIBRARY'S MISSION TO SUPPORT LIFELONG LEARNING AND PROVIDE A WEALTH OF IDEAS AND INFORMATION. THIS IS YOUR LIBRARY, AN AFTERHOURS TALK SHOW FORMAT DESIGNED TO BRING YOUNG ANGELENOS TO THE LIBRARY, FEATURING WRITERS, ARTISTS, MUSICIANS TALKING ABOUT WHAT IT MEANS TO BE IN LA, WITH FOOD, LIVE BANDS AND MORE.

4d Other program services. (Describe in Schedule O.) (Expenses \$ 1,385,335. including grants of \$) (Revenue \$)

4e Total program service expenses 3,356,429.

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

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Input box for Schedule O response

Main table with columns for question number, description, sub-questions (1a-1b, 2a-2b, etc.), and Yes/No columns. Includes questions about Form 1096, Form W-2G, backup withholding, Form W-3, unrelated business gross income, foreign accounts, prohibited tax shelter transactions, and 501(c)(7) and (12) organizations.

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		
			44
1b	Enter the number of voting members included in line 1a, above, who are independent		
			43
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	The governing body?	X	
8b	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	The organization's CEO, Executive Director, or top management official	X	
15b	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 **CA**
- 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: **►**
THERESA MORRISON, CFO - (213) 228-7479
630 W. FIFTH STREET, LOS ANGELES, CA 90071

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			
JEFFREY P. BROWN CHAIRMAN	3.00	X		X				0.	0.	0.
CARLA J. CHRISTOFFERSON VICE CHAIR	3.00	X		X				0.	0.	0.
MARK R. HUTCHINS TREASURER	3.00	X		X				0.	0.	0.
DONNA WOLFF SECRETARY	3.00	X		X				0.	0.	0.
DEBRA ALBIN-RILEY DIRECTOR	1.00	X						0.	0.	0.
CARL T. ANDERSON DIRECTOR (TIL 6/11)	3.00	X						0.	0.	0.
BETSY APPLEBAUM DIRECTOR	1.00	X						0.	0.	0.
RHONDA BRAUER DIRECTOR	1.00	X						0.	0.	0.
CRAIG BURGER DIRECTOR	1.00	X						0.	0.	0.
ROBERT A. CHICK DIRECTOR	1.00	X						0.	0.	0.
JAMES P. CLARK DIRECTOR	1.00	X						0.	0.	0.
RICHARD DAVIS DIRECTOR	1.00	X						0.	0.	0.
PATRICIA DESMARAIS DIRECTOR (TIL 6/11)	1.00	X						0.	0.	0.
VICTORIA E. FOOTE DIRECTOR	1.00	X						0.	0.	0.
JAN FRANKLIN DIRECTOR	1.00	X						0.	0.	0.
STEVE J. GHYSELS DIRECTOR (TIL 6/11)	1.00	X						0.	0.	0.
DEAN HANSELL DIRECTOR	1.00	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 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			
NANCY HARAHAH DIRECTOR	1.00	X						0.	0.	0.
MICHAEL C. HART DIRECTOR	1.00	X						0.	0.	0.
MICHAEL T.M. JONES DIRECTOR	1.00	X						0.	0.	0.
BRIAN KAUFMAN DIRECTOR	1.00	X						0.	0.	0.
ELLEN LEVITT DIRECTOR (TIL 12/10)	1.00	X						0.	0.	0.
THOMAS E MCLAIN DIRECTOR	1.00	X						0.	0.	0.
GWEN MILLER DIRECTOR	1.00	X						0.	0.	0.
RICHARD A. NERI DIRECTOR	1.00	X						0.	0.	0.
TAKASHE OHDE DIRECTOR	1.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								368,133.	0.	34,230.
d Total (add lines 1b and 1c)								368,133.	0.	34,230.

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 2

	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
OASIS TECHNOLOGY 601 DAILY DR. #226, CAMARILLO, CA 93010 TUTOR.COM	COMPUTER AIDES / ADULT LIT. TUTORS	405,030.
PO BOX 200599, PITTSBURGH, PA 15251 YES ON MEASURE L, 777 S. FIGUEROA #4050, LOS ANGELES, CA 90017	LIVE HOMEWORK HELP / ONLINE TUTORS	218,500.
BAKER & TAYLOR PO BOX 277930, ATLANTA, GA 30384	POLITICAL CAMPAIGN	205,866.
CARL CORP PO BOX 734, INWOOD, WV 25428	BOOK PUBLISHER	198,036.
	INFORMATION TECH.	155,432.

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 7

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
LIN OLIVER DIRECTOR	1.00	X						0.	0.	0.
LAWRENCE POST DIRECTOR (TIL 4/11)	1.00	X						0.	0.	0.
SHARON RISING DIRECTOR	3.00	X						0.	0.	0.
DAVID ROSENBLUM DIRECTOR	1.00	X						0.	0.	0.
QUINN R. STILLS DIRECTOR (TIL 6/11)	3.00	X						0.	0.	0.
STENDER E. SWEENEY II DIRECTOR (TIL 7/10)	1.00	X						0.	0.	0.
TYREE WIEDER DIRECTOR	1.00	X						0.	0.	0.
MARTIN GOMEZ, CITY LIBRARIAN DIRECTOR	3.00	X						0.	0.	0.
ANTONIO VILLARAIGOSA MAYOR OF LA DIRECTOR	1.00	X						0.	0.	0.
KUNOOR CHOPRA DIRECTOR	1.00	X						0.	0.	0.
ROBERT DAWSON DIRECTOR	1.00	X						0.	0.	0.
MICHAEL KELLEY DIRECTOR	1.00	X						0.	0.	0.
ATTICA LOCKE DIRECTOR	1.00	X						0.	0.	0.
PAULA MADISON DIRECTOR	1.00	X						0.	0.	0.
KEN BRECHER PRESIDENT	50.00	X		X				233,125.	0.	34,230.
RACHEL SMALL DIRECTOR	3.00	X						0.	0.	0.
SHARON TOMKINS DIRECTOR	1.00	X						0.	0.	0.
ANDREW KNOX VICE CHAIR	1.00	X		X				0.	0.	0.
SUE VERBRUGGHEN DIRECTOR OF FINANCE	50.00			X				135,008.	0.	0.
Total to Part VII, Section A, line 1c								368,133.		34,230.

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						
	b	Membership dues						
	c	Fundraising events	227,517.					
	d	Related organizations						
	e	Government grants (contributions)	25,120.					
	f	All other contributions, gifts, grants, and similar amounts not included above	3168185.					
	g	Noncash contributions included in lines 1a-1f: \$	68,250.					
	h	Total. Add lines 1a-1f	3420822.					
	Program Service Revenue	2 a	Business Code					
b								
c								
d								
e								
f		All other program service revenue						
g		Total. Add lines 2a-2f						
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	716,137.			716,137.		
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6 a	Gross Rents	(i) Real					
			(ii) Personal					
			b	Less: rental expenses				
			c	Rental income or (loss)				
	d	Net rental income or (loss)						
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	608533.				
			(ii) Other					
			b	Less: cost or other basis and sales expenses	512693.			
			c	Gain or (loss)	95,840.			
	d	Net gain or (loss)	95,840.			95,840.		
	8 a	Gross income from fundraising events (not including \$ 227,517. of contributions reported on line 1c). See Part IV, line 18	a	124682.				
b			Less: direct expenses	124682.				
c			Net income or (loss) from fundraising events	0.				
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	378987.					
		b	Less: cost of goods sold	378728.				
		c	Net income or (loss) from sales of inventory	259.			259.	
Miscellaneous Revenue		Business Code						
11 a								
e	Total. Add lines 11a-11d							
12	Total revenue. See instructions.		4233058.	0.	0.	812,236.		

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	404,679.	222,573.	60,702.	121,404.
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	1,753,503.	1,181,109.	188,251.	384,143.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	15,374.	8,456.	2,306.	4,612.
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	1,553.		1,553.	
c Accounting	32,900.		32,900.	
d Lobbying	205,866.	205,866.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	65,424.		65,424.	
g Other	46,159.		46,159.	
12 Advertising and promotion	221,381.	126,418.	94,963.	
13 Office expenses	272,682.	265,332.	7,350.	
14 Information technology	156,395.	98,298.	58,097.	
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	22,218.		22,218.	
23 Insurance				
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 LIBRARY COLLECTIONS	627,874.	627,874.		
b PROGRAMS FOR PUBLIC	522,093.	511,081.	11,012.	
c EVENTS/EXHIBITIONS	91,365.	91,365.		
d OFFICE OPERATIONS	82,170.		82,170.	
e OTHER FUNDRAISING	47,537.			47,537.
f All other expenses	18,057.	18,057.		
25 Total functional expenses. Add lines 1 through 24f	4,587,230.	3,356,429.	673,105.	557,696.
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	102,930.	1	109,581.	
	2 Savings and temporary cash investments	4,200,050.	2	3,975,763.	
	3 Pledges and grants receivable, net	1,572,337.	3	330,877.	
	4 Accounts receivable, net		4		
	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	76,324.	8	95,753.	
	9 Prepaid expenses and deferred charges		9		
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 351,576.			
	b Less: accumulated depreciation	10b 308,352.	55,111.	10c 43,224.	
	11 Investments - publicly traded securities	20,564,357.	11	25,284,723.	
	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	374,214.	15	381,623.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	26,945,323.	16	30,221,544.		
Liabilities	17 Accounts payable and accrued expenses	93,423.	17	90,988.	
	18 Grants payable		18		
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22		
	23 Secured mortgages and notes payable to unrelated third parties		23		
	24 Unsecured notes and loans payable to unrelated third parties		24		
	25 Other liabilities. Complete Part X of Schedule D	54,468.	25	55,361.	
	26 Total liabilities. Add lines 17 through 25	147,891.	26	146,349.	
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	11,038,209.	27	13,259,982.	
	28 Temporarily restricted net assets	5,372,922.	28	6,428,912.	
	29 Permanently restricted net assets	10,386,301.	29	10,386,301.	
	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	26,797,432.	33	30,075,195.	
34 Total liabilities and net assets/fund balances	26,945,323.	34	30,221,544.		

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	4,233,058.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,587,230.
3	Revenue less expenses. Subtract line 2 from line 1	3	-354,172.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	26,797,432.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	3,631,935.
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	30,075,195.

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	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a 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.		

Form 990 (2010)

DRAFT

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
--	---

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

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

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

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

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

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.")	4,143,503.	5,247,365.	3,999,422.	4,543,636.	3,466,692.	21,400,618.
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	4,143,503.	5,247,365.	3,999,422.	4,543,636.	3,466,692.	21,400,618.
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)						1,918,249.
6 Public support. Subtract line 5 from line 4.						19,482,369.

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	4,143,503.	5,247,365.	3,999,422.	4,543,636.	3,466,692.	21,400,618.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	440,903.	598,774.	480,704.	406,627.	716,137.	2,643,145.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	554,948.					554,948.
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						24,598,711.
12 Gross receipts from related activities, etc. (see instructions)					12	2,100,156.
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	79.20	%
15 Public support percentage from 2009 Schedule A, Part II, line 14	15	81.15	%
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 checked="" 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.")						
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						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
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						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

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						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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 A **Identification of Excess Contributions
Included on Part II, Line 5** **2010**

**** Do Not File ****

***** Not Open to Public Inspection *****

Contributor's Name	Total Contributions	Excess Contributions
THE AHMANSON FOUNDATION	936,500.	444,526.
WEINGART FOUNDATION	500,000.	8,026.
THE ROSE HILLS FOUNDATION	1,000,000.	508,026.
LINDA L DUTTENHAVER	930,000.	438,026.
JUDITH KRANTZ	503,593.	11,619.
FLORA L. THORTON	1,000,000.	508,026.
Total Excess Contributions to Schedule A, Part II, Line 5		1,918,249.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2010

Name of the organization

Employer identification number

THE LIBRARY FOUNDATION OF LOS ANGELES

95-4368250

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<hr/> <hr/> <hr/> <hr/>	\$ 115,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<hr/> <hr/> <hr/> <hr/>	\$ 142,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	<hr/> <hr/> <hr/> <hr/>	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	<hr/> <hr/> <hr/> <hr/>	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	<hr/> <hr/> <hr/> <hr/>	\$ 70,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	<hr/> <hr/> <hr/> <hr/>	\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	<hr/> <hr/> <hr/> <hr/>	\$ 600,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	<hr/> <hr/> <hr/> <hr/>	\$ 75,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	<hr/> <hr/> <hr/> <hr/>	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE LIBRARY FOUNDATION OF LOS ANGELES	95-4368250

Part II Noncash Property (see instructions)

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

Name of organization	Employer identification number
THE LIBRARY FOUNDATION OF LOS ANGELES	95-4368250

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

For Organizations Exempt From Income Tax Under section 501(c) and section 527

2010

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **See separate instructions.**

Open to Public Inspection

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), or Form 990-EZ, Part V, line 35a (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A Check if the filing organization belongs to an affiliated group.
 B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)			
b Total lobbying expenditures to influence a legislative body (direct lobbying)			
c Total lobbying expenditures (add lines 1a and 1b)			
d Other exempt purpose expenditures			
e Total exempt purpose expenditures (add lines 1c and 1d)			
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.			
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f)			
h Subtract line 1g from line 1a. If zero or less, enter -0-			
i Subtract line 1f from line 1c. If zero or less, enter -0-			
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No

4-Year Averaging Period Under Section 501(h)
 (Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2010

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?		X	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..		X	
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities? If "Yes," describe in Part IV	X		205,866.
j Total. Add lines 1c through 1i			205,866.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1i. Also, complete this part for any additional information.

PART II-B LINE 1I:

THE LIBRARY FOUNDATION OF LOS ANGELES WAS A SUBSTANTIAL SUPPORTER AND CONTRIBUTED FUNDS TO THE "YES ON MEASURE L" ORGANIZATION FOR ADVOCACY AND AWARENESS IN SUPPORT OF MEASURE L, WHICH WAS PLACED ON THE BALLOT IN MARCH OF 2011 IN ORDER TO HELP RESTORE THE BUDGET AND CREATE A MORE RELIABLE SOURCE OF FUNDING FOR THE LIBRARY. MEASURE L WOULD AMEND THE

Part IV Supplemental Information (continued)

CITY CHARTER TO INCREASE THE LIBRARY'S SHARE OF LOS ANGELES' PROPERTY TAX REVENUES. THE PROCEEDS PAID TO "YES ON MEASURE L" FUNDED LEGAL SERVICES, POLLING, AND CAMPAIGN LITERATURE IN SUPPORT OF THE MEASURE.

DRAFT

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

THE LIBRARY FOUNDATION OF LOS ANGELES

Employer identification number

95-4368250

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	21,535,825.	17,960,014.	22,380,876.		
b Contributions		1,041,638.	606,870.		
c Net investment earnings, gains, and losses	4,328,897.	2,534,173.	-4,684,732.		
d Grants or scholarships					
e Other expenditures for facilities and programs	580,000.		343,000.		
f Administrative expenses					
g End of year balance	25,284,722.	21,535,825.	17,960,014.		

- 2 Provide the estimated percentage of the year end balance held as:
- a Board designated or quasi-endowment 44.82 %
 - b Permanent endowment 55.18 %
 - c Term endowment .00 %
- 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 | | X |
| (ii) related organizations | | X |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | | |
- 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				
d Equipment		351,576.	308,352.	43,224.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				43,224.

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) RENT AND ACCRUED VACATION PAYABLE	55,361.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	55,361.

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	4,233,058.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	4,587,230.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-354,172.
4	Net unrealized gains (losses) on investments	4	3,575,023.
5	Donated services and use of facilities	5	45,870.
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	11,042.
9	Total adjustments (net). Add lines 4 through 8	9	3,631,935.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	3,277,763.

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	8,228,656.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	3,575,023.
b	Donated services and use of facilities	2b	96,229.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	11,042.
e	Add lines 2a through 2d	2e	3,682,294.
3	Subtract line 2e from line 1	3	4,546,362.
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	65,424.
b	Other (Describe in Part XIV.)	4b	-378,728.
c	Add lines 4a and 4b	4c	-313,304.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	4,233,058.

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

1	Total expenses and losses per audited financial statements	1	4,950,893.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	50,359.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	378,728.
e	Add lines 2a through 2d	2e	429,087.
3	Subtract line 2e from line 1	3	4,521,806.
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	65,424.
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	65,424.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	4,587,230.

Part XIV Supplemental Information

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

PART V, LINE 4: THE FOUNDATION'S ENDOWMENT FUNDS ARE USED TO SUPPORT A

VARIETY OF PURPOSES INCLUDING LITERACY, EDUCATION, HUMANITIES.

PART X, LINE 2: THE FOUNDATION IS EXEMPT FROM FEDERAL INCOME TAXES AND

CALIFORNIA FRANCHISE TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE

CODE AND CORRESPONDING CALIFORNIA REVENUE AND TAXATION CODE SECTIONS. THE

FOUNDATION RECOGNIZES THE FINANCIAL STATEMENT BENEFIT OF A TAX POSITION,

SUCH AS ITS FILING STATUS AS TAX-EXEMPT, ONLY AFTER DETERMINING THAT THE

Part XIV Supplemental Information (continued)

RELEVANT TAX AUTHORITY WOULD MORE LIKELY THAN NOT SUSTAIN THE POSITION FOLLOWING AN AUDIT. THE FOUNDATION IS SUBJECT TO POTENTIAL INCOME TAX AUDITS ON OPEN TAX YEARS BY ANY TAXING JURISDICTION IN WHICH IT OPERATES. THE STATUTE OF LIMITATIONS FOR FEDERAL PURPOSES IS THREE YEARS AND FOR STATE PURPOSES IS FOUR YEARS.

PART XI, LINE 8 - OTHER ADJUSTMENTS:

CHANGES IN VALUE OF CHARITABLE REMAINDER TRUSTS 11,042.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

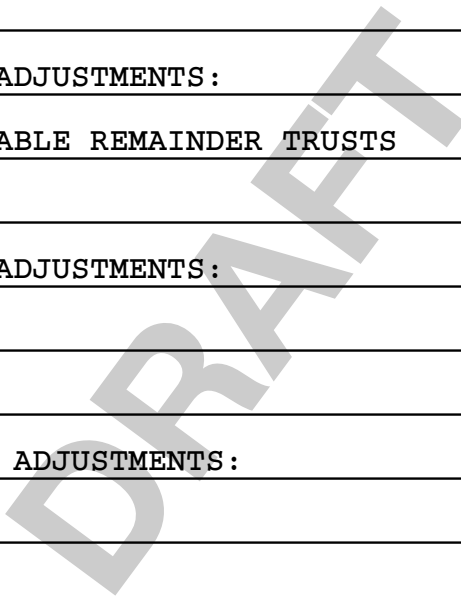
CHANGES IN VALUE OF CHARITABLE REMAINDER TRUSTS 11,042.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

LIBRARY STORE EXPENSES -378,728.

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

LIBRARY STORE EXPENSES 378,728.



SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Supplemental Information Regarding
Fundraising or Gaming Activities**

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

OMB No. 1545-0047

2010

**Open To Public
Inspection**

Name of the organization
THE LIBRARY FOUNDATION OF LOS ANGELES

Employer identification number
95-4368250

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

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

- | | |
|--|---|
| <input type="checkbox"/> a Mail solicitations | <input type="checkbox"/> e Solicitation of non-government grants |
| <input type="checkbox"/> b Internet and email solicitations | <input type="checkbox"/> f Solicitation of government grants |
| <input type="checkbox"/> c Phone solicitations | <input type="checkbox"/> g Special fundraising events |
| <input type="checkbox"/> d In-person solicitations | |

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

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

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

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

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 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	
		ANNUAL AWARDS DIN. (event type)	LITERARY FEASTS (event type)	1 (total number)	(add col. (a) through col. (c))	
Revenue	1	Gross receipts	283,299.	68,400.	500.	352,199.
	2	Less: Charitable contributions	159,410.	67,607.	500.	227,517.
	3	Gross income (line 1 minus line 2)	123,889.	793.		124,682.
Direct Expenses	4	Cash prizes				
	5	Noncash prizes				
	6	Rent/facility costs	1,512.			1,512.
	7	Food and beverages	40,957.			40,957.
	8	Entertainment	1,504.			1,504.
	9	Other direct expenses	79,916.	793.		80,709.
	10	Direct expense summary. Add lines 4 through 9 in column (d)				(124,682)
	11	Net income summary. Combine line 3, column (d), and line 10				0.

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			
Direct Expenses	2	Cash prizes			
	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

THE LIBRARY FOUNDATION OF LOS ANGELES

Employer identification number

95-4368250

Part I Questions Regarding Compensation

	Yes	No
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"/> Travel for companions		
<input type="checkbox"/> Tax indemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<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	1b	
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?	2	
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 checked="" type="checkbox"/> Compensation committee		
<input checked="" type="checkbox"/> Independent compensation consultant		
<input checked="" type="checkbox"/> Form 990 of other organizations		
<input checked="" type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" 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?	4a	X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X
c Participate in, or receive payment from, an equity-based compensation arrangement?	4c	X
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?	5a	X
b Any related organization?	5b	X
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?	6a	X
b Any related organization?	6b	X
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	7	X
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	8	X
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2010

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 KEN BRECHER	(i)	233,125.	0.	0.	4,463.	29,767.	267,355.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2	(i)							
	(ii)							
3	(i)							
	(ii)							
4	(i)							
	(ii)							
5	(i)							
	(ii)							
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2010

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.**
▶ **Attach to Form 990.**

Name of the organization **THE LIBRARY FOUNDATION OF LOS ANGELES** Employer identification number **95-4368250**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications	X		23,478.	MARKET PRICE
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	5	36,326.	STOCK MARKET VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (MEALS & RENTA)	X	1	4,094.	MARKET PRICE
26 Other ▶ (FURNITURE, ST)	X	2	3,093.	MARKET PRICE
27 Other ▶ (GIFT CERTIFIC)	X	8	1,259.	MARKET PRICE
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

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

THE LIBRARY FOUNDATION OF LOS ANGELES

Employer identification number

95-4368250

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

ADOPT-A-BRANCH AND COMPUTER AIDES- A PUBLIC/PRIVATE PARTNERSHIP

DESIGNED TO PROVIDE BRANCH LIBRARIES WITH THE RESOURCES THEY NEED TO

MEET THE UNIQUE NEEDS OF THE COMMUNITY. FUNDS ARE TARGETED TO

FULFILLING THE SPECIFIC NEEDS OF THAT BRANCH SUCH AS REPLACING

COMPUTERS OR PURCHASING MATERIALS THAT ALIGN WITH THE LOCAL SCHOOLS'

CURRICULA. PROVIDE COMPUTER AIDES TO HELP PATRONS WITHOUT ACCESS TO

COMPUTERS NAVIGATE CYBERSPACE, PERFORM RESEARCH, LEARN COMPUTER

LITERACY, ACCESS INFORMATION FROM THE INTERNET.

EXPENSES \$ 562,646. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

ADULT LITERACY - HIRING OF SUPPORT FOR NEW CENTERS, LITERACY

COORDINATORS, TUTOR TRAINING, BOOKS AND OTHER PRINT MATERIALS, AND

SELF-TEACHING COMPUTER SOFTWARE PROGRAMS TO HELP PROMOTE ADULT LITERACY

SERVICES TO THE COMMUNITY.

EXPENSES \$ 340,245. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

LIBRARY AWARENESS & COLLECTIONS - EXPANSION AND ENHANCEMENT OF THE

LIBRARY'S GENERAL COLLECTIONS OF BOOKS AND MATERIALS, MUSIC CDS, AND

SPECIAL COLLECTIONS OF MATERIALS IN SPECIALIZED AREAS; AND PROGRAMS

THAT HELP MAKE THE PUBLIC MORE AWARE OF THE LIBRARY'S RESOURCES.

EXPENSES \$ 432,054. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

EXHIBITIONS - THE FOUNDATION PRESENTS COMPELLING EXHIBITIONS AT THE

CENTRAL LIBRARY FROM THE FINE ARTS TO CULTURE, SCIENCE, AND HISTORY.

EXPENSES \$ 50,390. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

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

Schedule O (Form 990 or 990-EZ) (2010)

032211
01-24-11

Name of the organization

THE LIBRARY FOUNDATION OF LOS ANGELES

Employer identification number

95-4368250

FORM 990, PART VI, SECTION B, LINE 11: THE FORM 990 AFTER PREPARATION IS SENT TO ALL DIRECTORS. THE AUDIT COMMITTEE WILL FORMALLY REVIEW IT WITH THE TAX PREPARERS AND ALL DIRECTORS ARE INVITED TO ATTEND THAT MEETING. THE FINALIZED FORM IS DISTRIBUTED TO EACH DIRECTOR BEFORE IT IS FILED WITH THE IRS.

FORM 990, PART VI, SECTION B, LINE 12C: THE CONFLICT OF INTEREST POLICY IS DISTRIBUTED TO EVERY DIRECTOR ON AN ANNUAL BASIS. THE DIRECTORS ARE REQUIRED TO DISCLOSE ANY RELATIONSHIPS THAT MAY LEAD TO CONFLICTS OF INTEREST AND MUST SIGN AND RETURN THE POLICY EVERY YEAR.

FORM 990, PART VI, SECTION B, LINE 15: AN AD HOC COMMITTEE OF THE BOARD'S EXECUTIVE COMMITTEE DETERMINES THE COMPENSATION. THE COMMITTEE SURVEYS MANY OTHER COMPARABLE ORGANIZATIONS AS WELL AS CONSULTS INDEPENDENT FIRMS TO DETERMINE A FAIR COMPENSATION. THE AMOUNTS DETERMINED ARE THEN TAKEN TO THE 12 MEMBER EXECUTIVE COMMITTEE FOR APPROVAL.

FORM 990, PART VI, SECTION C, LINE 19: THE FINANCIAL STATEMENTS AS WELL AS THE FORM 990 ARE AVAILABLE VIA THE ORGANIZATION WEBSITE WWW.LFLA.ORG UNDER THE "ABOUT US" SECTION OF THE WEBSITE. THOSE DOCUMENTS, AS WELL AS THE DETERMINATION LETTER AND OTHER GOVERNING DOCUMENTS ARE AVAILABLE UPON REQUEST AT THE MAIN OFFICE OF THE ORGANIZATION.

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

NET UNREALIZED GAINS ON INVESTMENTS: 3,575,023.

DONATED SERVICES AND USE OF FACILITIES: 45,870.

CHANGES IN VALUE OF CHARITABLE REMAINDER TRUSTS 11,042.

032212
01-24-11

Schedule O (Form 990 or 990-EZ) (2010)

Name of the organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
--	---

TOTAL TO FORM 990, PART XI, LINE 5 3,631,935.

FORM 990, PART VIII, LINE 10B

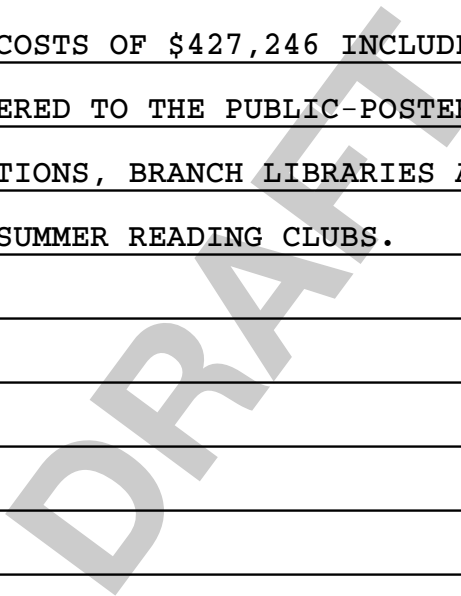
LIBRARY STORE - COST OF GOODS SOLD

COST OF GOODS SOLD INCLUDES ALL COSTS OF OPERATING THE LIBRARY STORE.

FORM 990, PART IX, LINE 12

ADVERTISING EXPENSE

ADVERTISING AND PROMOTION COSTS OF \$427,246 INCLUDE ALL COLLATERAL MATERIALS FOR PROGRAMS OFFERED TO THE PUBLIC-POSTERS, FLYERS, BOOKMARKS FOR SCHOOL, YOUTH ORGANIZATIONS, BRANCH LIBRARIES AND BOOK BAGS WITH ALL RELATED MATERIALS FOR SUMMER READING CLUBS.



Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

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

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

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

Type or print	Name of exempt organization THE LIBRARY FOUNDATION OF LOS ANGELES	Employer identification number 95-4368250
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 630 W. FIFTH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90071	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

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

THERESA MORRISON, CFO

- The books are in the care of ▶ **630 W. FIFTH STREET - LOS ANGELES, CA 90071**
 Telephone No. ▶ **(213) 228-7479** FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year _____ or
 ▶ tax year beginning **JUL 1, 2010**, and ending **JUN 30, 2011**.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

TAXABLE YEAR
2010

California Exempt Organization Annual Information Return

028941 12-16-10
FORM

199

Calendar Year 2010 or fiscal year beginning month **JULY** day **1** year **2010**, and ending month **JUNE** day **30** year **2011**.

A First Return Filed? Yes No **B** Type of organization Exempt under Section 23701 **d** (insert letter)
IRC Section 4947(a)(1) trust

CORP #
C1815064

Corporation/Organization Name
THE LIBRARY FOUNDATION OF LOS ANGELES

FEIN
95-4368250

Address
630 W. FIFTH STREET

City
LOS ANGELES

State
CA

ZIP Code
90071

C Amended Return? Yes No

D Are you a subordinate/affiliate in a group exemption? Yes No

(a) Is this a group filing for affiliates? See General Instruction L Yes No

(b) If "Yes," enter the number of affiliates

(c) Are all affiliates included? Yes No
(If "No," attach a list. See instructions.)

(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

(e) Federal Group Exemption Number

(f) Is a roster of subordinates attached? Yes No

E Final return?
 Dissolved Surrendered (Withdrawn)
 Merged/Reorganized (attach explanation)
If a box is checked, enter date

F Check the box if the organization filed the following federal forms or schedule:
(1) 990T (2) 990PF (3) (Schedule H) 990

G If organization is exempt under R&TC Section 23701d and is exclusively religious, educational, or charitable, and is supported primarily (50% or more) by public contributions, check box. See General Instruction F. No filing fee is required.

H Accounting method used (1) Cash (2) Accrual (3) Other

I If exempt under R&TC Section 23701d, has the organization during the year: (1) participated in any political campaign or (2) attempted to influence legislation or any ballot measure, or (3) made an election under R&TC Section 23704.5 (relating to lobbying by public charities)? If "Yes," complete and attach form FTB 3509, Political or Legislative Activities by Section 23701d Organizations Yes No

J Did the organization have any changes in its activities, governing instrument, articles of incorporation, or bylaws that have not been reported to the Franchise Tax Board? If "Yes," complete an explanation and attach copies of revised documents Yes No

K Is the organization exempt under R&TC Section 23701g? Yes No
If "Yes," enter amount of gross receipts from nonmember sources \$

L Is the organization under audit by the IRS or has the IRS audited in a prior year? Yes No

M Is the organization a Limited Liability Company? Yes No

N Did the organization file Form 100 or Form 109 to report taxable income? Yes No

Part I Complete Part I unless not required to file this form. See General Instructions B and C.

Receipts and Revenues	1	Gross sales or receipts from other sources. From Side 2, Part II, line 8	1	1,828,339.00
	2	Gross dues and assessments from members and affiliates	2	00
	3	Gross contributions, gifts, grants, and similar amounts received STMT 1	3	3,420,822.00
	4	Total gross receipts for filing requirement test. Add line 1 through line 3. This line must be completed. If the result is less than \$25,000, see General Instruction B	4	5,249,161.00
	5	Cost of goods sold STMT 3 STMT 2	5	378,728.00
	6	Cost or other basis, and sales expenses of assets sold	6	512,693.00
	7	Total costs. Add line 5 and line 6	7	891,421.00
	8	Total gross income. Subtract line 7 from line 4	8	4,357,740.00
Expenses	9	Total expenses and disbursements. From Side 2, Part II, line 18	9	4,711,912.00
	10	Excess of receipts over expenses and disbursements. Subtract line 9 from line 8	10	-354,172.00
Filing Fee	11	Filing fee \$10 or \$25. See General Instruction F	11	N/A 00
	12	Total payments	12	00
	13	Penalties and Interest. See General Instruction J	13	00
	14	Use tax. See General Instruction K	14	00
	15	Balance due. Add line 11, line 13, and line 14. Then subtract line 12 from the result	15	00

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

Signature of officer **PRESIDENT** Title
Date Telephone

Preparer's signature Date Check if self-employed Preparer's PTIN/SSN **P00286656**

Firm's name (or yours, if self-employed) and address **WINDES & MCCLAUGHRY ACCT. CORP.**
P.O. BOX 87
LONG BEACH, CA 90801-0087
FEIN **95-3001179**
Telephone **(562) 435-1191**

May the FTB discuss this return with the preparer shown above? See instructions Yes No

Part II Organizations with gross receipts of more than \$25,000 and private foundations regardless of amount of gross receipts - complete
 Part II or furnish substitute information. See Specific Line Instructions.

028951 12-16-10

Receipts from Other Sources	1	Gross sales or receipts from all business activities. See instructions	•	1	503,669.00
	2	Interest	•	2	00
	3	Dividends	•	3	716,137.00
	4	Gross rents	•	4	00
	5	Gross royalties	•	5	00
	6	Gross amount received from sale of assets (See instructions)	•	6	608,533.00
	7	Other income	•	7	00
	8	Total gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1		8	1,828,339.00
Expenses and Disbursements	9	Contributions, gifts, grants, and similar amounts paid	•	9	00
	10	Disbursements to or for members	•	10	00
	11	Compensation of officers, directors, and trustees	•	11	404,679.00
	12	Other salaries and wages	•	12	1,753,503.00
	13	Interest	•	13	00
	14	Taxes	•	14	00
	15	Rents	•	15	00
	16	Depreciation and depletion (See instructions)	•	16	22,218.00
	17	Other	•	17	2,531,512.00
	18	Total expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9		18	4,711,912.00

Schedule L Balance Sheets	Beginning of taxable year		End of taxable year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash		4,302,980.		4,085,344.
2 Net accounts receivable				
3 Net notes receivable				
4 Inventories		76,324.		95,753.
5 Federal and state government obligations				
6 Investments in other bonds				
7 Investments in stock STMT 7		20,564,357.		25,284,723.
8 Mortgage loans (number of loans _____)				
9 Other investments				
10 a Depreciable assets	340,694.		351,576.	
b Less accumulated depreciation	(285,583.)	55,111.	(308,352.)	43,224.
11 Land				
12 Other assets STMT 8		1,946,551.		712,500.
13 Total assets		26,945,323.		30,221,544.
Liabilities and net worth				
14 Accounts payable		93,423.		90,988.
15 Contributions, gifts, or grants payable				
16 Bonds and notes payable				
17 Mortgages payable				
18 Other liabilities STMT 9		54,468.		55,361.
19 Capital stock or principle fund				
20 Paid-in or capital surplus. Attach reconciliation				
21 Retained earnings or income fund		26,797,432.		30,075,195.
22 Total liabilities and net worth		26,945,323.		30,221,544.

Schedule M-1 Reconciliation of income per books with income per return			
Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$25,000			
1 Net income per books	•	3,231,893.	
2 Federal income tax	•		
3 Excess of capital losses over capital gains	•		
4 Income not recorded on books this year	•		
5 Expenses recorded on books this year not deducted in this return	•		
6 Total. Add line 1 through line 5		3,231,893.	
7 Income recorded on books this year not included in this return STMT 10	•		3,586,065.
8 Deductions in this return not charged against book income this year	•		
9 Total. Add line 7 and line 8			3,586,065.
10 Net income per return. Subtract line 9 from line 6			-354,172.

FORM 199 CASH CONTRIBUTIONS OF \$5000 OR MORE STATEMENT 1
 INCLUDED ON PART I, LINE 3

CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	DATE OF GIFT	AMOUNT
THE AHMANSON FOUNDATION	9215 WILSHIRE BLVD. BEVERLY HILLS, CA, 90210		25,000.
THE HERB ALPERT FOUNDATION	1414 SIXTH STREET SANTA MONICA, CA, 90401-2510		15,000.
THE ANNENBERG FOUNDATION	2000 AVENUE OF THE STARS, SUITE 1000 LOS ANGELES, CA, 90067		115,000.
ELIZABETH P. APPLEBAUM	10112 EMPYREAN WAY, NO. 201 LOS ANGELES, CA, 90067-3809		5,050.
ARENT FOX LLP	445 S. FIGUEROA ST., SUITE 3750 LOS ANGELES, CA, 90071		10,000.
CLIVE BAILLIE	12330 VIEWCREST ROAD STUDIO CITY, CA, 91604-3653		5,000.
BANK OF THE WEST	300 S. GRAND AVE., 6TH FLOOR LOS ANGELES, CA, 90071		40,000.
THE CECILE & FRED BARTMAN FOUNDATION	11777 SAN VICENTE BLVD., STE. 600 LOS ANGELES, CA, 90049		25,000.
BAYTREE FUND	50 CALIFORNIA STREET, SUITE 3165 SAN FRANCISCO, CA, 94111		142,750.
BCM FOUNDATION	8152 PAINTER AVE., SUITE 201 WHITTIER, CA, 90602		50,000.
THE FRANCES & BENJAMIN BENENSON FOUNDATION, INC.	708 THIRD AVENUE, 28TH FLOOR NEW YORK, NY, 10017-4298		5,000.
EDWARD J. BERNATH AND KATHLEEN L. BERNATH TRUST	650 W. HARRISON AVE. CLAREMONT, CA, 91711		100,000.
LYNN A. BOOTH	10431 BELLAGIO ROAD LOS ANGELES, CA, 90077-3818		5,500.
THE BOUDJAKDJI FOUNDATION C/O GIVEN & COMPANY	3029 WILSHIRE BLVD., SUITE 200 SANTA MONICA, CA, 90403		5,000.
THE ELI AND EDYTHE BROAD FOUNDATION	10900 WISHIRE BLVD., SUITE 1200 LOS ANGELES, CA, 90024		12,700.

JEFFREY P. BROWN	2285 LA GRANADA DRIVE HOLLYWOOD, CA, 90068-2723	16,500.
BURSON-MARSTELLER	2425 OLYMPIC BLVD., SUITE 200-E SANTA MONICA, CA, 90404	10,000.
CALIFORNIA COMMUNITY FOUNDATION	221 S. FIGUEROA ST., SUITE 400 LOS ANGELES, CA, 90012	25,326.
CALIFORNIA LABELSTOCK ANTITRUST LITIGATION FUND	2280 UNION ST. SAN FRANCISCO, CA, 94123-3902	47,289.
THE CAPITAL GROUP COMPANIES CHARITABLE FOUNDATION	11100 SANTA MONICA BLVD., SUITE 1500 LOS ANGELES, CA, 90067	37,500.
TERESA M. CASTELLI	1415 CAMDEN AVENUE, SUITE 407 LOS ANGELES, CA, 90025-3454	5,000.
ROBERT A. CHICK	2475 PARK OAK DRIVE LOS ANGELES, CA, 90068-2539	5,000.
KUNOOR CHOPRA	12801 MOORPARK STREET, UNIT 204 STUDIO CITY, CA, 91604-1337	10,070.
CARLA J. CHRISTOFFERSON	1940 OUTPOST CIRCLE LOS ANGELES, CA, 90068-3720	10,150.
CITY NATIONAL BANK	555 SOUTH FLOWER STREET, 9TH FLOOR LOS ANGELES, CA, 90071	24,093.
CITY OF LOS ANGELES	200 NORTH SPRING STREET LOS ANGELES, CA, 90012-4887	11,315.
JAMES P. CLARK	327 S. LORRAINE BLVD. LOS ANGELES, CA, 90020-4727	5,400.
JOSEPH A. DALEY	3818 CARNAVON WAY LOS ANGELES, CA, 90027	8,539.
THE CORWIN D. DENNEY FOUNDATION	111 WEST OCEAN BOULEVARD, 19TH FLOOR LONG BEACH, CA, 90802	5,000.
CCF - LEONARDO DICAPRIO FUND	630 W. 5TH STREET LOS ANGELES, CA, 90071	10,000.
THE WALT DISNEY COMPANY	500 S. BUENA VISTA STREET BURBANK, CA, 91521	10,000.
CARRIE ESTELLE DOHENY FOUNDATION	707 WILSHIRE BL., STE.4960 LOS ANGELES, CA, 90071	8,000.
CCF - THE DUTTENHAVER FUND	445 SOUTH FIGUEROA ST., SUITE 3400 LOS ANGELES, CA, 90071	150,000.

ERTESZEK FAMILY FOUNDATION	411 ALMA REAL DRIVE PACIFIC PALISADES, CA, 90272	10,000.
FARMERS INSURANCE GROUP	4680 WILSHIRE BLVD. LOS ANGELES, CA, 90010-3807	35,000.
VICTORIA E. FOOTE	411 ALMA REAL DRIVE PACIFIC PALISADES, CA, 90272-4418	10,000.
FRIENDS OF KAUFMAN-BRENTWOOD BRANCH	11820 SAN VICENTE BLVD. LOS ANGELES, CA, 90049	13,000.
FRIENDS OF THE CHINATOWN LIBRARY	639 N. HILL STREET LOS ANGELES, CA, 90012	13,000.
FRIENDS OF WESTWOOD LIBRARY	1246 GLENDON AVENUE LOS ANGELES, CA, 90024	14,000.
GLENN S. GEE	5327 MOUNTAIN MEADOW LANE LA CANADA, CA, 91011-1800	15,000.
RONALD AND CATHERINE GERSHMAN FOUNDATION	11633 SAN VICENTE BLVD., SUITE 314 LOS ANGELES, CA, 90049	5,000.
GIBSON, DUNN & CRUTCHER LLP	333 SOUTH GRAND AVENUE LOS ANGELES, CA, 90071-3197	12,500.
RONDA GOMEZ-QUINONES	1243 SUNSET PLAZA DRIVE LOS ANGELES, CA, 90069-1256	5,000.
HENRY L. GUENTHER FOUNDATION	2029 CENTURY PARK EAST, STE.4392 LOS ANGELES, CA, 90067	10,000.
WILLIAM H. HANNON FOUNDATION	729 MONTANA AVE., SUITE 5 SANTA MONICA, CA, 90403	5,000.
CCF - THE DEAN HANSELL FUND	445 SOUTH FIGUEROA ST., SUITE 3400 LOS ANGELES, CA, 90071	5,500.
NANCY M. HARAHAH	810 HIGHLAND DRIVE FLINTRIDGE, CA, 91011	27,641.
THE JOHN RANDOLPH HAYNES AND DORA HAYNES FOUNDATION	888 W. SIXTH STREET, SUITE 1150 LOS ANGELES, CA, 90017-2737	43,150.
HITACHI, LTD.	1875 CENTURY PARK EAST, STE. 600 LOS ANGELES, CA, 90067	12,700.
WILLIAM H. HURT	1060 AVONDALE ROAD SAN MARINO, CA, 91108-1134	10,000.

ELA N. JHAVERI	2712 VIA CAMPESINA PALOS VERDES ESTATES, NY, 90274-1428	6,000.
MICHAEL T. JONES	ONE LEXINGTON AVE., 3-4D NEW YORK, CA, 10010-5515	8,650.
JPMORGAN CHASE & CO.	300 S. GRAND AVE., 4TH FLOOR LOS ANGELES, CA, 90071	40,000.
W. M. KECK FOUNDATION	550 S. HOPE STREET, SUITE 2500 LOS ANGELES, CA, 90071	70,000.
KNOWLEDGE LEARNING CORPORATION	650 NE HOLLADAY STREET, SUITE 1400 PORTLAND, OR, 97232-2096	10,000.
ANDREW W. KNOX	1520 CHELSEA RD. PALOS VERDES ESTATES, CA, 90274-1821	10,000.
KPMG LLP	355 S. GRAND AVE., SUITE 2000 LOS ANGELES, CA, 90071	30,000.
STEVE AND JUDITH KRANTZ FOUNDATION C/O WG&S LLP	10990 WILSHIRE BLVD., EIGHTH FLOOR LOS ANGELES, CA, 90024-3918	250,000.
JOYCE KRESA	1146 TOWER ROAD BEVERLY HILLS, CA, 90210-2131	25,500.
LAEMMLE THEATRES CHARITABLE FOUNDATION	11523 SANTA MONICA BLVD. WEST LOS ANGELES, CA, 90025-3007	5,000.
WALTER LANTZ FOUNDATION	4450 LAKESIDE DRIVE, SUITE 250 BURBANK, CA, 91505-4068	50,000.
LAWYERS' MUTUAL INSURANCE COMPANY	3110 EMPIRE AVENUE BURBANK, CA, 91504	7,500.
THE THOMAS AND DOROTHY LEAVEY FOUND.	10100 SANTA MONICA BLVD., #610 LOS ANGELES, CA, 90067	50,000.
LEFT COAST CRIME 2010	PO BOX 4934 LANCASTER, CA, 93539-4934	15,000.
LIBERTY HILL FOUNDATION	6420 WILSHIRE BLVD., SUITE 700 LOS ANGELES, CA, 90048	5,000.
ANDREW K. LIPSITZ	12216 SHETLAND LANE LOS ANGELES, CA, 90049-4030	6,000.
THE JOHN C. MARKEY CHARITABLE FUND	P.O. BOX 623 BRYAN, OH, 43506-0623	10,000.
MATTEL FOUNDATION	333 CONTINENTAL BOULEVARD EL SEGUNDO, CA, 90245-5012	14,000.

BOWEN H. & JANICE ARTHUR MCCOY CHARITABLE FOUNDATION	11400 W. OLYMPIC BLVD., SUITE 243 LOS ANGELES, CA, 90064-1507	25,000.
KATIE MCGRATH	1582 SORRENTO DRIVE PACIFIC PALISADES, CA, 90272-2747	10,000.
BETTY H. MCLAUGHLIN	441 S. PLYMOUTH BLVD. LOS ANGELES, CA, 90020-4706	5,500.
BARRY MEYER	445 N. LAYTON WAY LOS ANGELES, CA, 90049-5086	5,000.
JANICE M. MILLER	621 RESOLANO DRIVE PACIFIC PALISADES, CA, 90272-3033	25,000.
MERLE MULLIN	340 S. WESTGATE AVE. LOS ANGELES, CA, 90049-4208	6,000.
THE ALFRED C. MUNGER FOUNDATION	P.O. BOX 55007 LOS ANGELES, CA, 90055-2007	5,000.
MUNGER, TOLLES & OLSON LLP	355 S. GRAND AVE., 35TH FL. LOS ANGELES, CA, 90071-1560	5,000.
DAN MURPHY FOUNDATION	800 W. SIXTH STREET, STE. 1240 LOS ANGELES, CA, 90017-2715	15,000.
MARY L. NAFF	4057 DOVER ROAD FLINTRIDGE, CA, 91011-4026	25,000.
NATIONAL ENDOWMENT FOR THE ARTS	1100 PENNSYLVANIA AVENUE, NW WASHINGTON, DC, 20506	25,120.
RICHARD A. NERI	410 OCEAN AVENUE SEAL BEACH, CA, 90740	10,000.
HARLYNE J. NORRIS	THREE JOHN'S CANYON ROAD ROLLING HILLS, CA, 90274-5005	10,400.
THE KENNETH T. AND EILEEN L. NORRIS FOUNDATION	11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA, 90802	20,000.
O'MELVENY & MYERS LLP	400 S. HOPE STREET, 15TH FLOOR LOS ANGELES, CA, 90071-2899	11,670.
GERALD OPPENHEIMER FAMILY FOUNDATION	P. O. BOX 30 BEVERLY HILLS, CA, 90213-0030	9,800.
PACIFIC PALISADES LIBRARY ASSOCIATION	P.O. BOX 2 PACIFIC PALISADES, CA, 90272	14,500.
PALISADES INVESTMENT PARTNERS, LLC	1453 THIRD STREET PROMENADE, SUITE 310 SANTA MONICA, CA, 90401	20,000.

THE ALBERT PARVIN FOUNDATION	11150 W. OLYMPIC BLVD., SUITE 860 LOS ANGELES, CA, 90064	5,000.
JEAN PERKINS FOUNDATION	10877 WILSHIRE BOULEVARD, SUITE 1403 LOS ANGELES, CA, 90024	50,000.
LAWRENCE & SANDRA POST FAMILY FOUNDATION	1160 TOWER ROAD BEVERLY HILLS, CA, 90210-2131	20,640.
SHARON L. RISING	435 GEORGIAN ROAD LA CANADA, CA, 91011-3545	26,813.
RISING FAMILY FOUNDATION	435 GEORGIAN RD. LA CANADA FLINTRIDGE, CA, 91011-3545	10,000.
CCF - RONUS FOUNDATION	445 SOUTH FIGUEROA ST., SUITE 3400 LOS ANGELES, CA, 90071	10,000.
THE ROSE HILLS FOUNDATION	444 S. FLOWER STREET, STE. 1450 LOS ANGELES, CA, 90071	600,000.
DAVID ROSENBLUM	2807 FORRESTER DRIVE LOS ANGELES, CA, 90064-4663	20,250.
DAVID L. SCHRIGER	333 S WESTGATE AVE LOS ANGELES, CA, 90049-4207	10,047.
SEMPRA ENERGY FOUNDATION	101 ASH STREET SAN DIEGO, CA, 92101	45,000.
ABBY SHER	3200 AIRPORT AVENUE, SUITE 27 SANTA MONICA, CA, 90405	75,000.
B. K. SIMON FAMILY CHARITABLE FOUNDATION C/O BNY MELLON	ONE MELLON CENTER PITTSBURGH, PA, 15258-0001	25,000.
SOUTHERN CALIFORNIA GAS COMPANY	555 W. FIFTH ST., GT28H7 LOS ANGELES, CA, 90013-1011	10,000.
STATE STREET FOUNDATION	444 SOUTH FLOWER STREET, 45TH FLOOR LOS ANGELES, CA, 90071	5,000.
MARC I. STERN	23700 MALIBU COLONY DR. MALIBU, CA, 90265-6629	10,000.
SURDNA FOUNDATION	330 MADISON AVE., 30TH FLOOR NEW YORK, NY, 10017	10,000.
SUZANNE SUTTON	16814 CITRONIA STREET NORTH HILLS, CA, 91343-1706	5,200.

ALEX TAYLOR	4609 ENCINAS DRIVE LA CANADA FLINTRIDGE, CA, 91011-2220	10,000.
MARK TERASAKI	23 CONCORD ST. WEST HARTFORD, CT, 06119-1306	10,000.
FLORA L. THORNTON FOUNDATION	252 S. RODEO DRIVE BEVERLY HILLS, CA, 90212	10,000.
U.S. BANCORP FOUNDATION	800 NICOLLET MALL MINNEAPOLIS, MN, 55402-7014	30,000.
UNION BANK FOUNDATION	BOX 3100 TERMINAL ANNEX LOS ANGELES, CA, 90071	35,000.
UNITED WAY, INC. (GIFT DIRECTED BY THE KRESAS)	1150 S. OLIVE STREET, SUITE T500 LOS ANGELES, CA, 90015	10,000.
J. B. AND EMILY VAN NUYS CHARITIES	P. O. BOX 2946 PALOS VERDES, CA, 90274	10,000.
WALLIS FOUNDATION	1880 CENTURY PARK EAST, SUITE 950 LOS ANGELES, CA, 90067-1615	10,000.
WEINGART FOUNDATION	1055 W. SEVENTH ST. #3050 LOS ANGELES, CA, 90017-2305	25,000.
WELLS FARGO	333 S. GRAND AVENUE LOS ANGELES, CA, 90071	25,000.
THE WHITTIER FAMILY FOUNDATIONS	625 FAIR OAKS AVENUE, STE. 360 SOUTH PASADENA, CA, 91030-5813	100,000.
ALYCE WILLIAMSON	760 HOLLADAY ROAD PASADENA, CA, 91106-4115	15,000.
DONNA WOLFF	444 S. RIMPAU BLVD. LOS ANGELES, CA, 90020-4830	12,200.
TOTAL INCLUDED ON LINE 3		<u>3,307,463.</u>

FORM 199

COST OF GOODS SOLD
INCLUDED ON PART I, LINE 5

STATEMENT 2

COST OF GOODS SOLD

1.	INVENTORY AT BEGINNING OF YEAR		76,324
2.	MERCHANDISE PURCHASED.	233,748	
3.	COST OF LABOR.	124,248	
4.	MATERIALS AND SUPPLIES	13,994	
5.	OTHER COSTS.	26,167	
6.	ADD LINES 1 THROUGH 5		474,481
7.	INVENTORY AT END OF YEAR		95,753
8.	COST OF GOODS SOLD (LINE 6 LESS LINE 7) . .		378,728

DRAFT

FORM 199 COST OF GOODS SOLD - OTHER COSTS STATEMENT 3

DESCRIPTION	AMOUNT
OTHER COSTS	26,167.
TOTAL INCLUDED ON FORM 199, PART I, LINE 5	26,167.

DRAFT

FORM 199	GROSS AMOUNT FROM SALE OF ASSETS	STATEMENT	4
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DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED	
			PURCHASED	
	COST OR OTHER BASIS	DEPREC.	EXPENSE OF SALE	GROSS SALES PRICE
	512,693.	0.	0.	608,533.
TOTAL TO FORM 199, PAGE 2, LN 6	512,693.	0.	0.	608,533.

FORM 199	COMPENSATION OF OFFICERS, DIRECTORS AND TRUSTEES	STATEMENT	5
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NAME AND ADDRESS	TITLE AND AVERAGE HRS WORKED/WK	COMPENSATION
JEFFREY P. BROWN 630 W. FIFTH STREET LOS ANGELES, CA 90071	CHAIRMAN 3.00	0.
CARLA J. CHRISTOFFERSON 630 W. FIFTH STREET LOS ANGELES, CA 90071	VICE CHAIR 3.00	0.
MARK R. HUTCHINS 630 W. FIFTH STREET LOS ANGELES, CA 90071	TREASURER 3.00	0.
DONNA WOLFF 630 W. FIFTH STREET LOS ANGELES, CA 90071	SECRETARY 3.00	0.
DEBRA ALBIN-RILEY 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
CARL T. ANDERSON 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 6/11) 3.00	0.
BETSY APPLEBAUM 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.

RHONDA BRAUER 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
CRAIG BURGER 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
ROBERT A. CHICK 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
JAMES P. CLARK 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
RICHARD DAVIS 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
PATRICIA DESMARAIS 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 6/11) 1.00	0.
VICTORIA E. FOOTE 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
JAN FRANKLIN 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
STEVE J. GHYSELS 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 6/11) 1.00	0.
DEAN HANSELL 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
NANCY HARAHAH 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
MICHAEL C. HART 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
MICHAEL T.M. JONES 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.

BRIAN KAUFMAN 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
ELLEN LEVITT 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 12/10) 1.00	0.
THOMAS E MCLAIN 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
GWEN MILLER 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
RICHARD A. NERI 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
TAKASHE OHDE 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
LIN OLIVER 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
LAWRENCE POST 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 4/11) 1.00	0.
SHARON RISING 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 3.00	0.
DAVID ROSENBLUM 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
QUINN R. STILLS 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 6/11) 3.00	0.
STENDER E. SWEENEY II 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR (TIL 7/10) 1.00	0.
TYREE WIEDER 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.

MARTIN GOMEZ, CITY LIBRARIAN 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 3.00	0.
ANTONIO VILLARAIGOSA MAYOR OF LA 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
KUNOOR CHOPRA 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
ROBERT DAWSON 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
MICHAEL KELLEY 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
ATTICA LOCKE 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
PAULA MADISON 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
KEN BRECHER 630 W. FIFTH STREET LOS ANGELES, CA 90071	PRESIDENT 50.00	274,856.
RACHEL SMALL 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 3.00	0.
SHARON TOMKINS 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR 1.00	0.
ANDREW KNOX 630 W. FIFTH STREET LOS ANGELES, CA 90071	VICE CHAIR 1.00	0.
SUE VERBRUGGHEN 630 W. FIFTH STREET LOS ANGELES, CA 90071	DIRECTOR OF FINANCE 50.00	129,823.
TOTAL TO FORM 199, PART II, LINE 11		<u>404,679.</u>

FORM 199	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	AMOUNT
LIBRARY COLLECTIONS	627,874.
PROGRAMS FOR PUBLIC	522,093.
EVENTS/EXHIBITIONS	91,365.
OFFICE OPERATIONS	82,170.
OTHER FUNDRAISING	47,537.
DIRECT EXPENSES OF FUNDRAISING EVENTS	124,682.
PENSION PLAN CONTRIBUTIONS	15,374.
LEGAL FEES	1,553.
ACCOUNTING FEES	32,900.
LOBBYING FEES	205,866.
INVESTMENT MANAGEMENT FEES	65,424.
OTHER PROFESSIONAL FEES	46,159.
ADVERTISING AND PROMOTION	221,381.
OFFICE EXPENSES	272,682.
INFORMATION TECHNOLOGY	156,395.
ALL OTHER EXPENSES	18,057.
TOTAL TO FORM 199, PART II, LINE 17	2,531,512.

FORM 199	INVESTMENTS IN STOCK	STATEMENT	7
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DESCRIPTION	BEG. OF YEAR	END OF YEAR
PUBLICLY TRADED SECURITIES	20,564,357.	25,284,723.
TOTAL TO FORM 199, SCHEDULE L, LINE 7	20,564,357.	25,284,723.

FORM 199	OTHER ASSETS	STATEMENT	8
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DESCRIPTION	BEG. OF YEAR	END OF YEAR
PLEDGES AND GRANTS RECEIVABLE	1,572,337.	330,877.
RECEIVABLE FROM CHARITABLE REMAINDER TRUSTS	361,460.	372,502.
OTHER RECEIVABLES	12,754.	9,121.
TOTAL TO FORM 199, SCHEDULE L, LINE 12	1,946,551.	712,500.

FORM 199	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BEG. OF YEAR	END OF YEAR
RENT AND ACCRUED VACATION PAYABLE	54,468.	55,361.
TOTAL TO FORM 199, SCHEDULE L, LINE 18	54,468.	55,361.

FORM 199	INCOME RECORDED ON BOOKS THIS YEAR NOT INCLUDED IN THIS RETURN	STATEMENT	10
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DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON INVESTMENTS	3,575,023.
CHANGES IN ACTUARIAL CALCULATIONS	11,042.
TOTAL TO FORM 199, SCHEDULE M-1, LINE 7	3,586,065.

DRAFT

MAIL TO:
 Registry of Charitable Trusts
 P.O. Box 903447
 Sacramento, CA 94203-4470
 Telephone: (916) 445-2021

**ANNUAL
 REGISTRATION RENEWAL FEE REPORT
 TO ATTORNEY GENERAL OF CALIFORNIA**

Sections 12586 and 12587, California Government Code
 11 Cal. Code Regs. sections 301-307, 311 and 312

WEB SITE ADDRESS:
<http://ag.ca.gov/charities/>

Failure to submit this report annually no later than four months and fifteen days after the end of the organization's accounting period may result in the loss of tax exemption and the assessment of a minimum tax of \$800, plus interest, and/or fines or filing penalties as defined in Government Code section 12586.1. IRS extensions will be honored.

State Charity Registration Number: CT <u>181506</u> THE LIBRARY FOUNDATION OF LOS ANGELES <small>Name of Organization</small> <u>630 W. FIFTH STREET</u> <small>Address (Number and Street)</small> <u>LOS ANGELES, CA 90071</u> <small>City or Town, State and ZIP Code</small>	Check if: <input type="checkbox"/> Change of address <input type="checkbox"/> Amended report Corporate or Organization No. <u>C1815064</u> Federal Employer I.D. No. <u>95-4368250</u>
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ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311 and 312)
 Make Check Payable to Attorney General's Registry of Charitable Trusts

Gross Annual Revenue	Fee	Gross Annual Revenue	Fee	Gross Annual Revenue	Fee
Less than \$25,000	0	Between \$100,001 and \$250,000	\$50	Between \$1,000,001 and \$10 million	\$150
Between \$25,000 and \$100,000	\$25	Between \$250,001 and \$1 million	\$75	Between \$10,000,001 and \$50 million	\$225
				Greater than \$50 million	\$300

PART A - ACTIVITIES

For your most recent full accounting period (beginning 07/01/2010 ending 06/30/2011) list:
 Gross annual revenue \$ 4,233,058 Total assets \$ 30,221,544.

PART B - STATEMENTS REGARDING ORGANIZATION DURING THE PERIOD OF THIS REPORT

Note: If you answer "yes" to any of the questions below, you must attach a separate sheet providing an explanation and details for each "yes" response. Please review RRF-1 instructions for information required.

	Yes	No
1. During this reporting period, were there any contracts, loans, leases or other financial transactions between the organization and any officer, director or trustee thereof either directly or with an entity in which any such officer, director or trustee had any financial interest?		X
2. During this reporting period, was there any theft, embezzlement, diversion or misuse of the organization's charitable property or funds?		X
3. During this reporting period, did non-program expenditures exceed 50% of gross revenues?		X
4. During this reporting period, were any organization funds used to pay any penalty, fine or judgment? If you filed a Form 4720 with the Internal Revenue Service, attach a copy.		X
5. During this reporting period, were the services of a commercial fundraiser or fundraising counsel for charitable purposes used? If "yes," provide an attachment listing the name, address, and telephone number of the service provider.		X
6. During this reporting period, did the organization receive any governmental funding? If so, provide an attachment listing the name of the agency, mailing address, contact person, and telephone number.		X
7. During this reporting period, did the organization hold a raffle for charitable purposes? If "yes," provide an attachment indicating the number of raffles and the date(s) they occurred.		X
8. Does the organization conduct a vehicle donation program? If "yes," provide an attachment indicating whether the program is operated by the charity or whether the organization contracts with a commercial fundraiser for charitable purposes.		X
9. Did your organization have prepared an audited financial statement in accordance with generally accepted accounting principles for this reporting period?	X	

Organization's area code and telephone number 213-228-7500

Organization's e-mail address WWW.LFLA.ORG

I declare under penalty of perjury that I have examined this report, including accompanying documents, and to the best of my knowledge and belief, it is true, correct and complete.

KEN BRECHER	PRESIDENT
<small>Signature of authorized officer</small>	<small>Printed Name</small>
	<small>Title</small>
	<small>Date</small>