

Return of Organization Exempt From Income Tax

2006

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

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

A For the 2006 calendar year, or tax year beginning, 2006, and ending

- B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending

C Name of organization: National Film Preservation Foundation, 1747 Pennsylvania Avenue, Washington DC 20003

D Employer Identification Number: 52-2055624, E Telephone number: (415) 392-7291, F Accounting method: Accrual

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

- H (a) Is this a group return for affiliates? No, H (b) If 'Yes,' enter number of affiliates, H (c) Are all affiliates included? No, H (d) Is this a separate return filed by an organization covered by a group ruling? No, I Group Exemption Number, M Check if the organization is not required to attach Schedule B

G Web site: www.filmpreservation.org

J Organization type: 501(c) 3

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12: 1,136,677.

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

Table with 21 rows and 4 columns: Description, (A) Securities, (B) Other, and Total. Includes sections for Revenue (lines 1-12) and Expenses (lines 13-17), ending with Net Assets (lines 18-21).

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

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

Section 501(c)(3) corporations required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization National Film Preservation Foundation	Employer identification number 52 2055624
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. 1747 Pennsylvania Avenue #825	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Washington, DC 20003	

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

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

● The books are in the care of ▶ Annette Melville, 870 Market St., Suite 1113, San Francisco, CA 94102

Telephone No. ▶ (415) 392-7291 FAX No. ▶ (415) 392-7293

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a section 501(c)(3) corporation required to file Form 990-T) extension of time until August 15, 2007, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20 06 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____

2 If this tax year 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	\$	N/A
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	N/A
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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

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

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach sch) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a				
22b Other grants and allocations (att sch) (cash \$ <u>580,000.</u> non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b	580,000.	580,000.		
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees, etc listed in Part V-A (attach sch) See L-25a Stmt	25a	83,050.	76,489.	6,312.	249.
b Compensation of former officers, directors, key employees, etc listed in Part V-B (attach sch)	25b				
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c				
26 Salaries and wages of employees not included on lines 25a, b, and c	26	178,321.	138,093.	37,882.	2,346.
27 Pension plan contributions not included on lines 25a, b, and c	27	4,977.	3,823.	1,086.	68.
28 Employee benefits not included on lines 25a - 27	28	19,927.	16,329.	3,398.	200.
29 Payroll taxes	29	20,215.	16,576.	3,437.	202.
30 Professional fundraising fees	30				
31 Accounting fees	31	27,896.	0.	27,896.	0.
32 Legal fees	32	2,844.	2,333.	483.	28.
33 Supplies	33	2,797.	2,310.	463.	24.
34 Telephone	34	3,217.	2,700.	294.	223.
35 Postage and shipping	35	3,136.	2,679.	394.	63.
36 Occupancy	36	17,757.	14,560.	3,019.	178.
37 Equipment rental and maintenance	37	1,406.	1,153.	239.	14.
38 Printing and publications	38	6,949.	6,788.	152.	9.
39 Travel	39	10,280.	6,932.	3,341.	7.
40 Conferences, conventions, and meetings	40				
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule)	42	1,944.	1,595.	330.	19.
43 Other expenses not covered above (itemize):					
a <u>DVD consulting and support</u>	43a	51,881.	51,881.	0.	0.
b <u>Other consulting services</u>	43b	360.	360.	0.	0.
c <u>Web hosting and internet</u>	43c	907.	836.	67.	4.
d <u>Insurance</u>	43d	3,150.	2,583.	535.	32.
e <u>Subscriptions, publications</u>	43e				
f <u>and memberships</u>	43f	1,131.	1,096.	33.	2.
g <u>See Other Expenses Stmt</u>	43g	46,424.	46,135.	272.	17.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B) - (D), carry these totals to lines 13 - 15)	44	1,068,569.	975,251.	89,633.	3,685.

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If 'Yes,' enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____; (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____.

Part III Statement of Program Service Accomplishments

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

What is the organization's primary exempt purpose? To preserve and make publicly accessible U.S. film heritage. All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; but optional for others.)
a See Part III Schedule attached. ----- ----- ----- (Grants and allocations \$ 580,000.) If this amount includes foreign grants, check here <input type="checkbox"/>	975,251.
b ----- ----- ----- (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
c ----- ----- ----- (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
d ----- ----- ----- (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
e Other program services (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	975,251.

BAA

Part IV Balance Sheets (See the instructions.)

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

		(A) Beginning of year		(B) End of year
ASSETS	45 Cash — non-interest-bearing		45	
	46 Savings and temporary cash investments	433,306.	46	885,472.
	47a Accounts receivable	47a 52,537.		
	b Less: allowance for doubtful accounts	47b	16,319.	47c 52,537.
	48a Pledges receivable	48a 401,564.		
	b Less: allowance for doubtful accounts	48b	465,635.	48c 401,564.
	49 Grants receivable		49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)		50b	
	51a Other notes and loans receivable (attach schedule)	51a		
	b Less: allowance for doubtful accounts	51b		51c
	52 Inventories for sale or use	38,302.	52	43,462.
	53 Prepaid expenses and deferred charges	6,765.	53	5,949.
	54a Investments — publicly-traded securities	<input type="checkbox"/> Cost <input type="checkbox"/> FMV		54a
	b Investments — other securities (attach sch)	<input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b
	55a Investments — land, buildings, & equipment: basis	55a		
	b Less: accumulated depreciation (attach schedule)	55b		55c
	56 Investments — other (attach schedule)	L-56 Stmt. 950,403.	56	726,665.
	57a Land, buildings, and equipment: basis	57a 24,928.		
b Less: accumulated depreciation (attach schedule)	L-57 Stmt. 21,539.	3,651.	57c 3,389.	
58 Other assets, including program-related investments (describe <input type="checkbox"/> Deposits	1,702.	58	1,912.	
59 Total assets (must equal line 74). Add lines 45 through 58	1,916,083.	59	2,120,950.	
LIABILITIES	60 Accounts payable and accrued expenses	21,526.	60	48,248.
	61 Grants payable	304,711.	61	507,182.
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe <input type="checkbox"/>		65	
	66 Total liabilities. Add lines 60 through 65	326,237.	66	555,430.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	1,067,911.	67	1,070,011.
	68 Temporarily restricted	521,935.	68	495,509.
	69 Permanently restricted		69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	1,589,846.	73	1,565,520.
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73	1,916,083.	74	2,120,950.

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

a	Total revenue, gains, and other support per audited financial statements	a	1,181,661.
b	Amounts included on line a but not on Part I, line 12:		
	1 Net unrealized gains on investments	b1	-16.
	2 Donated services and use of facilities	b2	45,000.
	3 Recoveries of prior year grants	b3	
	4 Other (specify): _____	b4	
	Add lines b1 through b4	b	44,984.
c	Subtract line b from line a	c	1,136,677.
d	Amounts included on Part I, line 12, but not on line a :		
	1 Investment expenses not included on Part I, line 6b	d1	
	2 Other (specify): <u>Cost of goods sold</u> _____	d2	-73,078.
	Add lines d1 and d2	d	-73,078.
e	Total revenue (Part I, line 12). Add lines c and d	e	1,063,599.

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements	a	1,205,987.
b	Amounts included on line a but not on Part I, line 17:		
	1 Donated services and use of facilities	b1	64,340.
	2 Prior year adjustments reported on Part I, line 20	b2	
	3 Losses reported on Part I, line 20	b3	
	4 Other (specify): <u>Costs of goods sold</u> _____	b4	73,078.
	Add lines b1 through b4	b	137,418.
c	Subtract line b from line a	c	1,068,569.
d	Amounts included on Part I, line 17, but not on line a :		
	1 Investment expenses not included on Part I, line 6b	d1	
	2 Other (specify): _____	d2	
	Add lines d1 and d2	d	
e	Total expenses (Part I, line 17). Add lines c and d	e	1,068,569.

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
Directors & officers list attached	Attached	80,500.	2,550.	0.

Part VI Other Information (continued)		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	X	
b	If 'Yes,' you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.) 82 b 45,000.		
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	N/A	
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	N/A	
	If 'Yes' was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members 85 c N/A		
d	Section 162(e) lobbying and political expenditures 85 d N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85 e N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) 85 f N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	N/A	
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12 86 a N/A		
b	Gross receipts, included on line 12, for public use of club facilities 86 b N/A		
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders 87 a N/A		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87 b N/A		
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX		X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Part XI ▶ 88 b X		
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0. ; section 4912 ▶ 0. ; section 4955 ▶ 0.		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction		X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0.		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization ▶		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? ... 89 e X		
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
90 a	List the states with which a copy of this return is filed ▶ <u>California & District of Columbia</u>		
b	Number of employees employed in the pay period that includes March 12, 2006 (See instructions.) 90 b 4		
91 a	The books are in care of ▶ <u>Annette Melville</u> Telephone number ▶ <u>(415) 392-7291</u> Located at ▶ <u>870 Market Street, Suite 1113, San Francisco, CA</u> ZIP + 4 ▶ <u>94102</u>		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
	If 'Yes,' enter the name of the foreign country ▶		
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 , Report of Foreign Bank and Financial Accounts.		

Part VI Other Information (continued)

Yes	No
	X

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91 c Yes No

If 'Yes,' enter the name of the foreign country ▶

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 92

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					138,067.
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts					
96 Dividends & interest from securities			14	74,310.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					-20,167.
103 Other revenue: a _____					
b Miscellaneous income			1	2,616.	
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))				76,926.	117,900.
105 Total (add line 104, columns (B), (D), and (E))					194,826.

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93g	Contract income relates to projects to promote the appreciation of America's film heritage.
102	The sale of DVDs More Treasures and Encore Treasures from American Film Archives promote the appreciation of America's film heritage.

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

N/A

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

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

a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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

N/A
Yes No

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

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

Yes No

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

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

Yes No

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

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

Please Sign Here

Signature of officer _____ Date _____

Type or print name and title. _____

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed: Preparer's SSN or PTIN (See General Instruction W): _____

Firm's name (or yours if self-employed), address, and ZIP + 4: CARL M. ARNTZEN, CPA
44 AMBER DR
SAN FRANCISCO CA 94131-1624 EIN: _____ Phone no.: (415) 285-8886

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Organization Exempt Under
Section 501(c)(3)**

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

Supplementary Information — (See separate instructions.)

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

OMB No. 1545-0047

2006

Name of the organization National Film Preservation Foundation	Employer identification number 52-2055624
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Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See instructions. List each one. If there are none, enter 'None.')

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
<u>Jeff Lambert</u> 870 Market Street, Suite 1113, San Francisco, CA	Ast. Director 40	60,424.	5,258.	0.
<u>David Wells</u> 870 Market Street, Suite 1113, San Francisco, CA	Programs Manager 40	57,078.	5,157.	0.

Total number of other employees paid over \$50,000 ▶	None			

Part II – A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See instructions. List each one (whether individuals or firms). If there are none, enter 'None.')

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

Total number of others receiving over \$50,000 for professional services ▶	None	

Part II – B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter 'None.' See instructions.)

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

Total number of other contractors receiving over \$50,000 for other services ▶	None	

Part III Statements About Activities (See instructions.)		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)		X
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? See Part V, Form 990	X	
e	Transfer of any part of its income or assets?		X
3a	Did the organization make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how the organization determines that recipients qualify to receive payments.)	X	
3b	Did the organization have a section 403(b) annuity plan for its employees?		X
3c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' attach a detailed statement		X
3d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?		X
4a	Did the organization maintain any donor advised funds? If 'Yes,' complete lines 4b through 4g. If 'No,' complete lines 4f and 4g		X
4b	Did the organization make any taxable distributions under section 4966?		X
4c	Did the organization make a distribution to a donor, donor advisor, or related person?		X
d	Enter the total number of donor advised funds owned at the end of the tax year ▶ _____		
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ _____		
f	Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ _____		0
g	Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year . . . ▶ _____		0

Part IV Reason for Non-Private Foundation Status (See instructions.)

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

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). **Enter the hospital's name, city, and state** ▶ -----
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11 a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11 b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: **(1) more than 33-1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc, functions – subject to certain exceptions, and **(2) no more than 33-1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization: ▶

Type I Type II Type III-Functionally Integrated Type III-Other

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

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

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

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

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

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) ...	522,439.	400,340.	912,937.	1,013,898.	2,849,614.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	131,851.	181,215.	165,785.	29,570.	508,421.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	37,615.	19,742.	22,546.	24,644.	104,547.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets			243.		243.
23 Total of lines 15 through 22	691,905.	601,297.	1,101,511.	1,068,112.	3,462,825.
24 Line 23 minus line 17	560,054.	420,082.	935,726.	1,038,542.	2,954,404.
25 Enter 1% of line 23	6,919.	6,013.	11,015.	10,681.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 59,088.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 614,736.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 2,954,404.
d Add: Amounts from column (e) for lines: 18 104,547. 19 22 243. 26b 614,736.					26d 719,526.
e Public support (line 26c minus line 26d total)					26e 2,234,878.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 75.65 %
27 Organizations described on line 12:					
a For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person.' Do not file this list with your return. Enter the sum of such amounts for each year: (2005) _____ (2004) _____ (2003) _____ (2002) _____					
b For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2005) _____ (2004) _____ (2003) _____ (2002) _____					
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c _____
d Add: Line 27a total and line 27b total					27d _____
e Public support (line 27c total minus line 27d total)					27e _____
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ...					27f _____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h _____ %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

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

N/A

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

Part VI-A Lobbying Expenditures by Electing Public Charities (See instructions.)

(To be completed ONLY by an eligible organization that filed Form 5768)

N/A

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

Limits on Lobbying Expenditures

(The term 'expenditures' means amounts paid or incurred.)

	(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38	
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40	
41 Lobbying nontaxable amount. Enter the amount from the following table –		
If the amount on line 40 is –	The lobbying nontaxable amount is –	
Not over \$500,000	20% of the amount on line 40	
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	41
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	
42 Grassroots nontaxable amount (enter 25% of line 41)	42	
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	
Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.		

4-Year Averaging Period Under Section 501(h)

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

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots non-taxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

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

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

	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h .)		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 other means		X	
i Total lobbying expenditures (add lines c through h .)			

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

Name as Shown on Return
National Film Preservation Foundation

Employer Identification No.
52-2055624

Compensation

Name	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
Annette Melville	80,500.	74,140.	6,118.	242.
Total Compensation Received	80,500.	74,140.	6,118.	242.

Contributions to Employee Benefit Plans & Deferred Compensation Plans

Name	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
Annette Melville	2,550.	2,349.	194.	7.
Total Contributions to Employee Benefit Plans & Deferred Compensation Plans	2,550.	2,349.	194.	7.

Expense Account and Other Allowances

Name	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
Total Expense Account and Other Allowances				
Total to Part II, Line 25a .. ▶	83,050.	76,489.	6,312.	249.

Form 990, Page 2, Part II, Line 43

Other Expenses Stmt

Other expenses not covered above (itemize):	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
<u>Other special projects</u>	44,824.	44,824.	0.	0.
<u>Miscellaneous</u>	1,600.	1,311.	272.	17.
Total	<u>46,424.</u>	<u>46,135.</u>	<u>272.</u>	<u>17.</u>

Form 990, Page 4, Part IV, Line 56

Investments - Other Statement

Line 56 – Investments - Other:	Beginning of Year	End of Year
<u>Payden Bunker Hill Money Market Fund</u>	440,393.	461,841.
<u>Bank of America 6 to 9 month Certificates of Deposit</u>	510,010.	264,824.
Total	<u>950,403.</u>	<u>726,665.</u>

Form 990, Page 4, Part IV, Lines 57a & 57b

Land, Buildings and Equipment Statement

	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
<u>Equipment and furniture, straight-line</u>	24,928.	21,539.	3,389.
Total	<u>24,928.</u>	<u>21,539.</u>	<u>3,389.</u>

Supporting Statement of:

Form 990 p 1/Line 20

Description	Amount
Unrealized loss on investments	-16.
Donated services included in book revenues	45,000.
Donated services included in book grants made	-64,340.
Total	<u>-19,356.</u>

National Film Preservation Foundation (52-2055624)
Form 990, Page 3, Part III
Statement of Program Accomplishments

The National Film Preservation Foundation is a nonprofit organization created by the U.S. Congress to preserve and to make publicly accessible our nation's film heritage. The foundation's programs preserve American films that would be unlikely to survive without public support, improve film access for education and exhibition, and encourage public commitment to preserving film as an art form, historical record, and cultural resource.

The NFPF (1) gives film preservation grants to archives, historical societies, libraries, museums, and universities, and (2) organizes, secures funding for, and manages collaborative projects that enable film institutions to work together to promote preservation and public access to American film. Since starting operations in 1997, the NFPF has provided preservation support to 150 institutions across 38 states, the District of Columbia, and Puerto Rico and helped to save 1,035 films.

The Foundation receives the majority of its revenues from contributions of cash and donated services from individuals, corporations, and foundations, DVD sales, and government funding. In 2006 the NFPF received \$530,000 in federal funds authorized through *The National Film Preservation Foundation Reauthorization Act of 2006* (Public Law 109-9, Title IIIB) and secured through the Library of Congress. These funds were distributed to archives, libraries, and museums as preservation and access grants. The NFPF raises every penny of operational support from other sources.

Program highlights of 2006 include:

- Doubled the size of our national preservation grant programs, awarding \$580,000 in cash and \$64,340 as in-kind preservation services. Grant-supported preservation projects ranged from home movies of country star Hank Williams to *Samuel Beckett's FILM* and *Huckleberry Finn* (1920), William Desmond Taylor's celebrated adaptation of the Mark Twain classic.
- Completed *The Field Guide to Sponsored Films*, the first survey of the films commissioned by American advocacy groups, businesses, charities, fraternal organizations, state and local government units, and trade associations over the last century. The new reference book describes 452 sponsored films that are notable for their historical and cultural influence or artistic merit and includes production credits, bibliographic references, indexes, repository information, and links to works viewable online. *The Field Guide* was produced through the collaboration of scholars, collectors, and archivists, and funded by a grant from the Andrew W. Mellon Foundation. The NFPF gave free copies to all state libraries and to 170 universities and makes the text available for free download.
- Received a \$350,000 grant from the National Endowment for the Humanities to produce *Treasures III: Social Issues in American Film, 1900-1934*. The 4-disc set with program notes will present cartoons, serial episodes, newsreel stories, public service announcements, charitable pleas, and features that helped spark reform in America during film's first decades. Contributing preservation work are George Eastman House, the Library of Congress, the Museum of Modern Art, the National Archives, and UCLA Film & Television Archives. The NEH grant complements start-up funds received from the National Film Preservation Board of the Library of Congress. Free copies will be given to state libraries. Release date: Fall 2007.

- Secured a \$100,000 grant from the Andy Warhol Foundation for the Visual Arts and a \$40,000 award from the National Endowment for the Arts to produce *Treasures IV: The American Avant-Garde Film, 1945-1980*. The 2-disc set will present films preserved by the Academy of Motion Picture Arts and Sciences, Anthology Film Archives, the Museum of Modern Art, the New York Public Library, and UC Berkeley's Pacific Film Archive. Release date: Fall 2008.
- Continued to promote film preservation through distribution of our award-winning book and DVD publications: *The Film Preservation Guide: The Basics for Archives, Libraries, and Museums*; *Treasures from American Film Archives: Encore Edition*; and *More Treasures from American Film Archives: 1894-1931*.

The NFPF is the charitable affiliate of the National Film Preservation Board of the Library of Congress. For more information on the programs and activities of the NFPF and downloadable copies of the NFPF's two books, please visit the NFPF Web site, www.filmpreservation.org.

National Film Preservation Foundation (52-2055624)
Schedule of 2006 Awards of Cash Grants*

Name	Address	Relation	Amount
Abraham Lincoln Presidential Library and Museum	112 North Sixth Street Springfield, IL 62701	None	\$ 240
Anthology Film Archives	32 Second Ave. New York, NY 10003	None	\$ 68,890
Appalshop Archives	91 Madison Whitesburg, KY 41858	None	\$ 10,420
Atlanta History Center	130 West Paces Ferry Road, NW Atlanta, GA 30305-1366	None	\$ 2,190
Austin History Center	P.O. Box 2287 810 Guadalupe Street Austin, TX 78768-2287	None	\$ 4,560
Backstreet Cultural Museum	116 St. Claude Avenue New Orleans, LA 70116	None	\$ 8,080
Bridgeport Public Library	925 Broad Street Bridgeport, CT 06604	None	\$ 4,140
Center for Visual Music	3021 Volk Avenue Long Beach, CA 90808-4335	None	\$ 14,920
Chicago Film Archives	5746 North Drake Avenue Chicago, IL 60659-4402	None	\$ 5,210
Chicago Filmmakers	5243 N. Clark Street Chicago, IL 60640-2122	None	\$ 14,240
Duke University	Special Collections/Perkins Library Research Drive Durham, NC 27708	None	\$ 50,000
Electronic Arts Intermix	535 West 22nd Street, 5F New York, NY 10011	None	\$ 13,040
Emory University	Woodruff Library Preservation Office 540 Asbury Circle NE Atlanta, GA 30322-2870	None	\$ 8,150
George Eastman House	900 East Avenue Rochester, NY 14607	None	\$ 43,580
The Georgia Archives	5800 Jonesboro Road Morrow, GA 30260	None	\$ 5,340
International Tennis Hall of Fame	194 Bellevue Ave. Newport, RI 02840	None	\$ 4,920
The iotaCenter	10401-106 Venice Blvd. #330 Los Angeles, CA 90034	None	\$ 16,270
Japanese American National Museum	369 East First Street Los Angeles, CA 90012	None	\$ 15,000
Kartemquin Films	1901 West Wellington Chicago, IL 60657	None	\$ 350

*Not listed here are archives, libraries, and museums receiving grants of in-kind services.

National Film Preservation Foundation (52-2055624)
Schedule of 2006 Awards of Cash Grants*

Name	Address	Relation	Amount
Louisiana State Museum	P.O. Box 2448 New Orleans, LA 70176	None	\$ 2,870
Mariners' Museum	100 Museum Drive Newport News, VA 23606-3759	None	\$ 14,950
Missouri Historical Society	P.O. Box 11940 St. Louis, MO 63112-0040	None	\$ 6,320
National Air and Space Museum	Smithsonian Institution P.O. Box 37012 Film Archives, Rm 3100 MRC-322 Washington, DC 20013-7012	None	\$ 2,380
National Baseball Hall of Fame	25 Main Street P.O. Box 590 Cooperstown, NY 13326-0590	None	\$ 2,280
National Center for Jewish Film	Brandeis University 415 South St., Lown Building 102, MS 053 Waltham, MA 02454-9110	None	\$ 7,130
National Press Archives	529 14th Street, NW Suite 480 Washington, DC 20045	None	\$ 2,930
New Mexico State Records and Archives	1205 Camino Carlos Rey Santa Fe, NM 87505	None	\$ 12,440
The New York Public Library	Fifth Ave. and 42nd Street Room 76 New York, NY 10018	None	\$ 36,550
New York University	Fales Library 70 Washington Square South, Third Floor New York, NY 10012	None	\$ 3,570
Niles Essanay Museum	37417 Niles Blvd. Fremont, CA 94536	None	\$ 4,090
North Carolina Department of Archives and History	State Archives of North Carolina 4614 Mail Service Center Raleigh, NC 27699-4614	None	\$ 9,310
Northeast Historic Film	P.O. Box 900 85 Main Street Bucksport, ME 04416-0900	None	\$ 8,480
Oklahoma Historical Society	2100 North Lincoln Blvd. Oklahoma City, OK 73105	None	\$ 2,500
Pacific Film Archive	2625 Durant Ave. #2250 Berkeley, CA 94720-2250	None	\$ 5,350
Pennsylvania State Archives	Division of Archives and Manuscripts 350 North Street Harrisburg, PA 17120-0090	None	\$ 12,500
Rhode Island Historical Society	121 Hope Street Providence, RI 02906	None	\$ 6,890

*Not listed here are archives, libraries, and museums receiving grants of in-kind services.

National Film Preservation Foundation (52-2055624)
Schedule of 2006 Awards of Cash Grants*

Name	Address	Relation	Amount
Roger Tory Peterson Inst. of Natural History	311 Curtis Street Jamestown, NY 14701-9620	None	\$ 14,800
Texas Archive of the Moving Image	510 W. 18th St., #111 Austin, TX 78701	None	\$ 7,030
Trinity College	300 Summit Street Hartford, CT 06105	None	\$ 7,710
UCLA Film and Television Archive	1015 North Cahuenga Blvd. Hollywood, CA 90038	None	\$ 84,800
United Daughters of the Confederacy	Elliot Grays Chapter #1877 3704 Astral Court Richmond, VA 23234	None	\$ 2,380
Universidad del Este	Jesús T. Piñero Collection P.O. Box 2010 Carolina, PR 00985	None	\$ 870
University of Georgia Media Archives	Main Library Athens, GA 30602	None	\$ 11,110
University of Hawaii at Manoa	2550 McCarthy Mall Honolulu, HI 96822	None	\$ 9,920
Wayne State University	Walter P. Reuther Library 5401 Cass Avenue Detroit, MI 48202	None	\$ 3,500
Western Reserve Historical Society	10825 East Boulevard Cleveland, OH 44106	None	\$ 2,290
World Figure Skating Museum and Hall of Fame	20 First Street Colorado Springs, CO 80921	None	\$ 5,510
			<u>\$ 580,000</u>

*Not listed here are archives, libraries, and museums receiving grants of in-kind services.

National Film Preservation Foundation #52-2055624

Form 990, page 5, Part V-A

Officers and Directors

Name and Address	Title	Average Hours Per Week	Compensation	Employee Benefit Plan Contribution	Expense Account
Roger L. Mayer 870 Market Street, Suite 1113 San Francisco, CA 94102	Chairman/President	4	0	0	0
Charles Benton 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Laurence Fishburne 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Leonard Maltin 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Scott Martin 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Cecilia deMille Presley 870 Market Street, Suite 1113 San Francisco, CA 94102	Director/Vice President	2	0	0	0
John Ptak 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Robert G. Rehme 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Eric J. Schwartz 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	2	0	0	0
Martin Scorsese 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
The Honorable Fred Thompson 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Paula Wagner 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
James H. Billington 870 Market Street, Suite 1113 San Francisco, CA 94102	Director	1	0	0	0
Annette Melville 870 Market Street, Suite 1113 San Francisco, CA 94102	Secretary/Treasurer (Compensated as Executive Director)	40	80,500	2,550	0

**National Film Preservation Foundation
Bylaws, Approved November 14, 2006**

Article 1. Name and Location of the Foundation

The name of the organization shall be the National Film Preservation Foundation (the “Foundation”). The National Film Preservation Foundation is a federally chartered nonprofit organization incorporated in the District of Columbia. Its principal office is situated in the United States at a location designated by the Foundation’s Board of Directors.

Article 2. Purposes of the Foundation

Section 1. Charitable and Educational Mission

The Foundation is organized exclusively for one or more purposes as specified in Section 501(c)(3) of the Internal Revenue Code. It is the charitable affiliate of the National Film Preservation Board of the Library of Congress.

Section 2. Purposes of the Foundation

The Foundation was created by the U.S. Congress to help save America’s film heritage. Working with archives and others who appreciate film, the Foundation supports activities that save films for future generations, improve film access for education and exhibition, and increase public commitment to preserving film as a cultural resource, art form, and historical record. Its purposes are outlined in its founding federal legislation and later legislative updates, codified under 36 U.S.C. sections 151701-151712.

Among the purposes for which the Foundation is organized are:

- (a) to encourage, accept, and administer private gifts to promote and ensure the preservation and public accessibility of the nation’s film heritage held at the Library of Congress and other public and nonprofit archives throughout the United States;
- (b) to further the goals of the Library of Congress and the National Film Preservation Board in connection with their activities as provided in the National Film Preservation Act of 1996, as modified (codified at 2 U.S.C. sections 1791 through 179w);
- (c) to conduct other activities, alone or in cooperation with other film related institutions and organizations, as will further the preservation and public accessibility of films made in the United States, particularly those not protected by private interests, for the benefit of present and future generations of Americans.

Article 3: Board of Directors

Section 1. Number

The Foundation shall have a governing Board of Directors (“Board”), which shall consist of twelve (12) Directors.

Section 2. Qualifications

Each of the Directors shall be a United States citizen, and at least six (6) Directors shall be knowledgeable or experienced in film production, distribution, preservation, or restoration, including two (2) who shall be sitting members of the National Film Preservation Board. These six (6) members of the Board shall, to the extent practicable, represent diverse points of view from the film community, including motion picture producers, creative artists, nonprofit and public archivists, historians, film critics, theater owners, and laboratory and university personnel. The Librarian of Congress (“Librarian”) shall be an *ex officio* nonvoting member of the Board. Appointment to the Board shall not constitute employment by, or the holding of an office of, the United States for the purpose of any Federal Law.

Section 3. Appointment and Terms

The Librarian shall appoint the initial Board. Each Director shall be appointed for a term of four (4) years. After the initial appointments the Directors shall be appointed by the Librarian in accordance with these bylaws. There shall be no limit on the number of terms a Director may serve. A vacancy on the Board shall be filled within 60 days after the vacancy occurs by the Librarian.

Section 4. Chair

The Chair shall be appointed by the Librarian from the membership of the Board, after consultation with the Board. The Chair shall serve a 2-year term, and the Chair’s term may be renewed by the Librarian without limitation on the number of terms that any Director may serve as Chair. The Chair may be removed by the Librarian, after consultation with the Board.

Section 5. Meetings

The Board shall meet at the call of the Librarian or the Chair at least once a year. If a Director misses three (3) consecutive regularly scheduled meetings, that individual may be removed from the Board by the Librarian, and that vacancy shall be filled in accordance with Section 3.

Section 6. Quorum for Meetings

A majority of the current membership of the Board shall constitute a quorum for the transaction of business.

Section 7. Reimbursement of Expenses

Members of the Board shall serve without pay, but may be reimbursed for the actual and necessary traveling and subsistence expenses incurred by them in the performance of the duties of the Foundation.

Section 8. General Powers

The Board may complete the organization of the Foundation by appointing, removing, and replacing others, except as provided for in Article 4, Section 1 of these Bylaws, and undertaking such other acts as may be necessary to carry out the provisions of 36 U.S.C. sections 151701 - 151712.

Section 9. Liability of Directors

Directors shall not be personally liable for the acts of or acts on behalf of the Foundation, except for gross negligence.

Article 4: Officers and Employees

Section 1. President.

The Chair serves as President of the Foundation. The term of the President shall coincide with his or her term as Chair.

Section 2: Vice-President

The Board shall elect a Board member to serve as Vice-President and to assist the President in conducting Foundation business.

Section 3. Secretary/Treasurer of the Board

The Secretary/Treasurer of the Board shall be appointed and may be removed by the Librarian, in consultation with the Chair. The Secretary/Treasurer of the Board shall serve as the Foundation's executive director, and shall be knowledgeable and experienced in matters relating to film preservation and restoration activities, financial management, and fund-raising.

Section 4. Executive Committee

The Board's Executive Committee shall consist of at least the President, Vice-President and Secretary/Treasurer. The Executive Committee shall meet regularly to conduct Foundation business.

Section 5. Employees of the Foundation

Except as provided in Article 4, Section 3 of these Bylaws, employees of the Foundation shall be appointed, removed, and replaced by the Secretary/Treasurer of the Board. All employees (including the Secretary/Treasurer of the Board) shall be appointed and removed without regard to the provisions of title 5, United States Code, governing appointments in the competitive service, and may be paid without regard to the provisions of chapter 51 and subchapter III of chapter 53 of such title relating to classification and General Schedule pay rates, except that no individual so appointed may receive pay in excess of the annual rate of basic pay (including appropriate benefits) in effect for grade GS-15 of the General Schedule. Neither the Board, nor any of the employees of the Foundation, including the Secretary of the Board, shall be construed to be employees of the Library of Congress.

Article 5: Rights, Obligations, and Powers of the Foundation

Section 1. Service of Process

The Foundation shall at all times maintain a designated agent authorized to accept service of process for the Foundation. The serving of notice to, or service of process upon, the agent, or mailing to the business address of such agent, shall be deemed as service upon or notice to the Foundation.

Section 2. Seal

The Foundation shall have an official seal selected by the Board which shall be judicially noticed.

Section 3. Powers

To carry out its purposes under Article 2, Section 2 of these Bylaws, the Foundation shall have, in addition to the powers otherwise given it under the Articles of Incorporation, the Bylaws, and 36 U.S.C. sections 151701-151712, the usual powers of a corporation of the District of Columbia, or of the jurisdiction in which the principal office of the Foundation is located, including:

- (a) the power to accept, receive, solicit, hold, administer, and use any gift, devise, or bequest, either absolutely or in trust, of real or personal property or any income from or other interest in the property;
- (b) the power to acquire by purchase or exchange any real or personal property or interest in the property;
- (c) the power, unless otherwise required by the instrument of transfer, to sell, donate, lease, invest, reinvest, retain, or otherwise dispose of any property or income from the property;
- (d) the power to borrow money and issue bonds, debentures, or other debt instruments;
- (e) the power to sue and be sued in any court of competent jurisdiction;
- (f) the power to enter into contracts or other arrangements with public agencies and private organizations and persons and to make such payments as may be necessary to carry out its functions;
- (g) the power to do any and all acts necessary and proper to carry out the purposes of the Foundation.

Section 4. Gifts, Devises, Bequests

A gift, devise, or bequest may be accepted by the Foundation even though it is encumbered, restricted, or subject to beneficial interests of private persons, if any current or future interest therein is for the benefit of the Foundation.

Section 5. Committees

The Board may create committees as needed. The Board Chair appoints all committee chairs.

Article 6. Audits

The Foundation shall be treated as a private corporation established under Federal law and shall be audited annually as specified in 36 U.S.C. section 10101.

Article 7. Report Requirements

The Foundation shall, as soon as practicable after the end of each calendar year, transmit to the Congress, via the Librarian, a report of its proceedings and activities during such year, including a full and complete statement of its receipts, expenditures, and investments.

Article 8. Use of Funding Authorized under 36 U.S.C. section 1517

The Foundation may receive federal funds authorized to be appropriated to the Library of Congress under the provision of 36 U.S.C. sections 151701-151712. These funds will be used to carry out the purposes of the Foundation. Amounts authorized under 36 U.S.C. sections 151701-151712 may not be used by the Foundation for management or funding expenses as reported to the Internal Revenue Service.

Article 10. Amendment of Bylaws

Any of these Bylaws may be amended or repealed and new Bylaws adopted by approval of the Board of Directors, provided that the Bylaws as amended do not derogate from the requirements and provisions of 36 U.S.C. sections 151701-151712.

Article 11. Construction and Terms

If there is any conflict between the provisions of these Bylaws and the provisions of the 36 U.S.C. sections 151701-151712, or the provisions of the Articles of Incorporation and the provisions of 36 U.S.C. sections 151701-151712, the federal law shall govern.

Should any of the provisions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws in the Articles of Incorporation shall be to the Articles of Incorporation filed with the Department of Consumer and Regulatory Affairs of the District of Columbia.

Adoption of Bylaws

We, the undersigned, are all of the initial directors or incorporators of this Foundation, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of the 7 preceding pages, as the Bylaws of this Foundation.