

Return of Organization Exempt From Income Tax

1997

Department of the Treasury
Internal Revenue Service

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

This Form is Open to Public Inspection

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

A For the 1997 calendar year, OR tax year period beginning **10/1**, 1997, and ending **9/30**, 19**98**

B Check if:
 Change of address
 Initial return
 Final return
 Amended return (required also for State reporting)

C Name of organization: **PACIFICA FOUNDATION**

D Employer identification number: **94-1347046**

E State registration number: _____

F Check if exemption application is pending

Number and street (or P.O. box if mail is not delivered to street address): **3729 CAHUENGA BLVD. WEST**

Room/suite: _____

City, town, or post office, state, and ZIP+4: **NORTH HOLLYWOOD, CA 91604**

G Type of organization: Exempt under 501(c) (**3**) (insert number) OR section 4947(a)(1) nonexempt charitable trust

Note: Section 501(c)(3) exempt organizations and 4947(a)(1) nonexempt charitable trusts MUST attach a completed Schedule A (Form 990).

H(a) Is this a group return filed for affiliates? Yes No

(b) If "Yes," enter the number of affiliates for which this return is filed: _____

I If either box in H is checked "Yes," enter four-digit group exemption number (GEN): _____

J Accounting method: Cash Accrual Other (specify) _____

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

K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if it received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

Note: Form 990-EZ may be used by organizations with gross receipts less than \$100,000 and total assets less than \$250,000 at end of year.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Revenue	1	Contributions, gifts, grants, and similar amounts received:				
	a	Direct public support	1a	6,437,323.		
	b	Indirect public support	1b			
	c	Government contributions (grants)	1c	1,149,326.		
	d	Total (add lines 1a through 1c) (attach schedule of contributors) (cash \$ 7,586,649. noncash \$ _____)	1d		7,586,649.	
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		259,703.	
	3	Membership dues and assessments	3			
	4	Interest on savings and temporary cash investments	4		16,928.	
	5	Dividends and interest from securities	5		85,057.	
	6a	Gross rents SEE STATEMENT 1	6a	79,561.		
	6b	Less: rental expenses SEE STATEMENT 2	6b	48,822.		
	6c	Net rental income or (loss) (subtract line 6b from line 6a)	6c		30,739.	
7	Other investment income (describe _____)	7				
8a	Gross amount from sale of assets other than inventory	(A) Securities	8a	482,280.	(B) Other	
		Less: cost or other basis and sales expenses	8b	506,116.		
		Gain or (loss) (attach schedule)	8c	<23,836.>		
		Net gain or (loss) (combine line 8c, columns (A) and (B))	8d		<23,836.>	
9	Special events and activities (attach schedule):	a	Gross revenue (not including \$ 0. of contributions reported on line 1a)	9a	348,457.	
		b	Less: direct expenses other than fundraising expenses	9b	183,211.	
		c	Net income or (loss) from special events (subtract line 9b from line 9a)	9c		165,246.
10	Gross sales of inventory, less returns and allowances	10a				
		10b				
		c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c		
11	Other revenue (from Part VII, line 103)	11		855,292.		
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12		8,975,778.		
Expenses	13	Program services (from line 44, column (B))	13		5,123,583.	
	14	Management and general (from line 44, column (C))	14		1,967,563.	
	15	Fundraising (from line 44, column (D))	15		1,938,500.	
	16	Payments to affiliates (attach schedule)	16			
	17	Total expenses (add lines 16 and 44, column (A))	17		9,029,646.	
18	Excess or (deficit) for the year (subtract line 17 from line 12)	18		<53,868.>		
Net Assets	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19		5,874,492.	
	20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 5	20		3.	
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21		5,820,627.	

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.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22	Grants and allocations (attach schedule)				
	cash \$ _____ noncash \$ _____				
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25	Compensation of officers, directors, etc.	0.	0.	0.	0.
26	Other salaries and wages	3,951,714.	2,185,391.	1,091,046.	675,277.
27	Pension plan contributions	40,760.	22,540.	11,254.	6,966.
28	Other employee benefits	335,411.	199,680.	79,265.	56,466.
29	Payroll taxes	342,546.	189,692.	93,672.	59,182.
30	Professional fundraising fees				
31	Accounting fees	32,934.		32,934.	
32	Legal fees	85,303.	45,687.	34,454.	5,162.
33	Supplies	139,728.	76,202.	34,232.	29,294.
34	Telephone	396,679.	317,998.	53,654.	25,027.
35	Postage and shipping	137,285.	49,107.	8,146.	80,032.
36	Occupancy	251,353.	189,512.	39,276.	22,565.
37	Equipment rental and maintenance	306,259.	295,115.	7,197.	3,947.
38	Printing and publications	65,400.	10,960.	2,302.	52,138.
39	Travel	49,390.	31,138.	14,119.	4,133.
40	Conferences, conventions, and meetings	189,899.	78,374.	79,485.	32,040.
41	Interest	49,001.	36,751.	7,350.	4,900.
42	Depreciation, depletion, etc. (attach schedule) ...	530,092.	366,115.	119,450.	44,527.
43	Other expenses (itemize):				
a	_____				
b	_____				
c	_____				
d	_____				
e	SEE STATEMENT 6	2,125,892.	1,029,321.	259,727.	836,844.
44	Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	9,029,646.	5,123,583.	1,967,563.	1,938,500.

Reporting of Joint Costs. - Did you report in column (B) (Program services) any joint costs from a combined educational campaign and fundraising solicitation? 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

What is the organization's primary exempt purpose? NON-COMMERCIAL EDUCATIONAL RADIO		Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
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.)		
a	SEE STATEMENT 7	
	(Grants and allocations \$ _____)	5,123,583.
b		
	(Grants and allocations \$ _____)	
c		
	(Grants and allocations \$ _____)	
d		
	(Grants and allocations \$ _____)	
e	Other program services (attach schedule)	(Grants and allocations \$ _____)
f	Total of Program Service Expenses (should equal line 44, column (B), Program services)	5,123,583.

Part IV Balance Sheets

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	33,108.	62,402.
	46 Savings and temporary cash investments	260,931.	304,860.
	47 a Accounts receivable	169,621.	
	b Less: allowance for doubtful accounts	80,986.	169,621.
	48 a Pledges receivable	140,669.	
	b Less: allowance for doubtful accounts	180,835.	140,669.
	49 Grants receivable	33,493.	18,029.
	50 Receivables from officers, directors, trustees, and key employees (attach schedule)		
	51 a Other notes and loans receivable		
	b Less: allowance for doubtful accounts		
	52 Inventories for sale or use		
	53 Prepaid expenses and deferred charges	33,825.	63,507.
	54 Investments - securities (attach schedule) STMT 8 STMT 9	1,519,951.	1,436,145.
	55 a Investments - land, buildings, and equipment: basis		
b Less: accumulated depreciation (attach schedule)			
56 Investments - other			
57 a Land, buildings, and equipment: basis	9,685,617.		
b Less: accumulated depreciation	4,891,547.	5,059,466.	
58 Other assets (describe SEE STATEMENT 10)	113,082.	106,629.	
59 Total assets (add lines 45 through 58) (must equal line 74)	7,147,758.	7,361,328.	
Liabilities	60 Accounts payable and accrued expenses	682,826.	854,591.
	61 Grants payable		
	62 Deferred revenue	42,780.	71,594.
	63 Loans from officers, directors, trustees, and key employees		
	64 a Tax-exempt bond liabilities		
	b Mortgages and other notes payable	541,623.	539,619.
	65 Other liabilities (describe SEE STATEMENT 11)	6,037.	74,897.
66 Total liabilities (add lines 60 through 65)	1,273,266.	1,540,701.	
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	3,811,365.	5,454,562.
	68 Temporarily restricted	1,697,062.	0.
	69 Permanently restricted	366,065.	366,065.
	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		
	71 Paid-in or capital surplus, or land, building, and equipment fund		
	72 Retained earnings, endowment, accumulated income, or other funds		
	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)	5,874,492.	5,820,627.
	74 Total liabilities and net assets / fund balances (add lines 66 and 73)	7,147,758.	7,361,328.

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.

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return	
a Total revenue, gains, and other support per audited financial statements	a 10,134,835.
b Amounts included on line a but not on line 12, Form 990:	
(1) Net unrealized gains on investments	\$
(2) Donated services and use of facilities	\$ 256,757.
(3) Recoveries of prior year grants	\$
(4) Other (specify): STMT 12	\$ 902,300.
Add amounts on lines (1) through (4)	b 1,159,057.
c Line a minus line b	c 8,975,778.
d Amounts included on line 12, Form 990 but not on line a:	
(1) Investment expenses not included on line 6b, Form 990	\$
(2) Other (specify):	\$
Add amounts on lines (1) and (2)	d
e Total revenue per line 12, Form 990 (line c plus line d)	e 8,975,778.

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return	
a Total expenses and losses per audited financial statements	a 10,188,703.
b Amounts included on line a but not on line 17, Form 990:	
(1) Donated services and use of facilities	\$ 256,757.
(2) Prior year adjustments reported on line 20, Form 990	\$
(3) Losses reported on line 20, Form 990	\$
(4) Other (specify): STMT 13	\$ 902,300.
Add amounts on lines (1) through (4)	b 1,159,057.
c Line a minus line b	c 9,029,646.
d Amounts included on line 17, Form 990 but not on line a:	
(1) Investment expenses not included on line 6b, Form 990	\$
(2) Other (specify):	\$
Add amounts on lines (1) and (2)	d
e Total expenses per line 17, Form 990 (line c plus line d)	e 9,029,646.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated.)				
(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
SEE ATTACHED STATEMENT 17				
		0.	0.	0.

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? If "Yes," attach schedule. Yes No

723031 03-12-98

Part VI Other Information

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity
77 Were any changes made in the organizing or governing documents but not reported to the IRS?
78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
78 b If "Yes," has it filed a tax return on Form 990-T for this year?
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year?
80 a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?
80 b If "Yes," enter the name of the organization and check whether it is exempt OR nonexempt.
81 a Enter the amount of political expenditures, direct or indirect, as described in the instructions for line 81
81 b Did the organization file Form 1120-POL for this year?
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?
82 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 for reporting in Part III)
83 a Did the organization comply with the public inspection requirements for returns and exemption applications?
83 b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?
84 a Did the organization solicit any contributions or gifts that were not tax deductible?
84 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?
85 b Did the organization make only in-house lobbying expenditures of \$2,000 or less?
85 c Dues, assessments, and similar amounts from members
85 d Section 162(e) lobbying and political expenditures
85 e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices
85 f Taxable amount of lobbying and political expenditures (line 85d less 85e)
85 g Does the organization elect to pay the section 6033(e) tax on the amount in 85f?
85 h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?
86 501(c)(7) organizations. - Enter:
86 a Initiation fees and capital contributions included on line 12
86 b Gross receipts, included on line 12, for public use of club facilities
87 501(c)(12) organizations. - Enter: a Gross income from members or shareholders
87 b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership?
89 a 501(c)(3) organizations. - Enter: Amount of tax imposed during the year under: section 4911; section 4912; section 4955
89 b 501(c)(3) and 501(c)(4) organizations. - Did the organization engage in any section 4958 excess benefit transaction during the year? If "Yes," attach a statement explaining each transaction
89 c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
89 d Enter: Amount of tax in 89c, above, reimbursed by the organization
90 a List the states with which a copy of this return is filed
90 b Number of employees employed in the pay period that includes March 12, 1997
91 The books are in care of SANDRA ROSAS Telephone no. 818-985-8800
Located at 3729 CAHUENGA BLVD WEST, NORTH HOLLYWOOD, CA ZIP +4 91604
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

Part VII Analysis of Income-Producing Activities

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) Exclu- sion code	(D) Amount	
93 Program service revenue:					
(a) RADIO NEWS FEEDS					175,213.
(b) TAPE LIBRARY SALES					84,490.
(c)					
(d)					
(e)					
(f) Medicare/Medicaid payments					
(g) Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	16,928.	
96 Dividends and interest from securities			14	85,057.	
97 Net rental income or (loss) from real estate:					
(a) debt-financed property					
(b) not debt-financed property	9200	30,739.			
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			14	<23,836.>	
101 Net income or (loss) from special events			06	165,246.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a MAILING LIST RENTAL			13	41,768.	
b MISCELLANEOUS			03	13,997.	
c SUBCARRIER ROYALTIES			15	846,000.	
d UNREALIZED LOSSES-SEC			14	<46,473.>	
e					
104 Subtotal (add columns (B), (D), and (E))		30,739.		1,098,687.	259,703.
105 TOTAL (add line 104, columns (B), (D), and (E))					1,389,129.

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

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes

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).
▼	SEE STATEMENT 15

Part IX Information Regarding Taxable Subsidiaries (Complete this Part if the "Yes" box on 88 is checked.)

Name, address, and employer identification number of corporation or partnership	Percentage of ownership interest	Nature of business activities	Total income	End-of-year assets
N/A	%			
	%			
	%			
	%			

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: *Sandra Rosas* 5/14/99 SANDRA ROSAS, CONTROLLER
Signature of officer Date Type or print name and title

Paid Preparer's signature: *B.R.C.* Date: 5-11-99 Check if self-employed: Preparer's SSN: _____

Preparer's Use Only: Firm's name (or yours if self-employed) and address: GETZ, KRYCLER & JAKUBOVITS, 15303 VENTURA BLVD., SUITE 1040, SHERMAN OAKS, CALIFORNIA. EIN: _____ ZIP + 4: 91403-3110

**SCHEDULE A
(Form 990)**

Department of the Treasury
Internal Revenue Service

Organization Exempt Under 501(c)(3)

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

Supplementary Information

▶ Must be completed by the above organizations and attached to their Form 990 (or Form 990EZ).

OMB No. 1545-0047

1997

Name of the organization

PACIFICA FOUNDATION

Employer identification number
94 1347046

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 & deferred compensation	(e) Expense account and other allowances
PATRICIA SCOTT -----	EXECUTIVE DIR 40+	82,440.	1,648.	
SANDRA ROSAS -----	CONTROLLER 40+	61,798.	1,236.	
VALERIE VAN ISLER -----	STATION MGR 40+	57,491.	1,150.	
MARK SCHUBB -----	STATION MGR 40+	54,541.	1,091.	
AMY GOODMAN -----	AM SHOW HOST 40+	52,735.	0.	
Total number of other employees paid over \$50,000	0			

Part II 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
SHARE GROUP ----- 58 DAY STREET, W. SOMMERVILLE, MA, 02144	TELEMARKETING	190,543.
GAH CONSULTANTS ----- 265 RIVERSIDE DRIVE 10G, NEW YORK, NY, 10025	FUNDRAISING	55,600.
KORN/FERRY INTERNATIONAL ----- DEPT CH10228, PALTINE, IL, 60055	MANAGEMENT SEARCH	54,081.
Total number of others receiving over \$50,000 for professional services	0	

LHA For Paperwork Reduction Act Notice, see page 1 of the Instructions to Form 990 (or Form 990-EZ).

Schedule A (Form 990) 1997

Part III Statement About Activities

	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. ▶ \$ _____ 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.	1	X
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any of its 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:		
a Sale, exchange, or leasing of property?	2a	X
b Lending of money or other extension of credit?	2b	X
c Furnishing of goods, services, or facilities?	2c	X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	2d	X
e Transfer of any part of its income or assets? If the answer to any question is "Yes," attach a detailed statement explaining the transactions.	2e	X
3 Does the organization make grants for scholarships, fellowships, student loans, etc.?	3	X
4 Attach a statement explaining how the organization determines that individuals or organizations receiving grants or loans from it in furtherance of its charitable programs qualify to receive payments. (See instructions.)		

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

- 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, page 4.)
 - 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.)
 - 11a 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.)
 - 11b 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 supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See instructions on page 4.)

(a) Name(s) of supported organization(s)	(b) Line number from above

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

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12 above.) 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.

Table with columns for Calendar year (or fiscal year beginning in) and rows for various income categories (15-27) and support calculations (26a-27h). Includes sub-rows for public support and investment income percentages.

28 Unusual Grants: For an organization described in line 10, 11, or 12, that received any unusual grants during 1993 through 1996, attach a list (which is not open to public inspection) for each year showing the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not include these grants in line 15. (See instructions.)

NONE

Part V Private School Questionnaire
(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.)		

34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended?		
	If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities

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

N/A

- Check here a [] If the organization belongs to an affiliated group.
Check here b [] If you checked "a" above and "limited control" provisions apply.

Table with columns: Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred), (a) Affiliated group totals, (b) To be completed for ALL electing organizations. Rows include lines 36-44 for various lobbying expenditure categories.

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.)

Table for 4-Year Averaging Period Under Section 501(h) with columns: (a) 1997, (b) 1996, (c) 1995, (d) 1994, (e) Total. Rows include lines 45-50 for lobbying nontaxable amount, ceiling amount, and grassroots lobbying expenditures.

Part VI-B Lobbying Activity by Nonelecting Public Charities

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

N/A

Table for Lobbying Activity by Nonelecting Public Charities with columns: Yes, No, Amount. Rows include categories a-i for various lobbying activities.

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of:

Table with 3 columns: Question, Yes, No. Rows include 51a(i) Cash, a(ii) Other assets, b(i) Sales of assets, b(ii) Purchases of assets, b(iii) Rental of facilities, b(iv) Reimbursement arrangements, b(v) Loans or loan guarantees, b(vi) Performance of services, and c Sharing of facilities.

- (i) Cash
(ii) Other assets
b Other transactions:
(i) Sales of assets to a noncharitable exempt organization
(ii) Purchases of assets from a noncharitable exempt organization
(iii) Rental of facilities or equipment
(iv) Reimbursement arrangements
(v) Loans or loan guarantees
(vi) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always indicate the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

N/A

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

52 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No (X)

b If "Yes," complete the following schedule.

N/A

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

FORM 990	RENTAL INCOME	STATEMENT	1
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
STUDIO'S/COMMERCIAL RENTALS	1	79,561.	
TOTAL TO FORM 990, PART I, LINE 6A		79,561.	

FORM 990	RENTAL EXPENSES	STATEMENT	2
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
SALARIES		26,865.	
REAL ESTATE TAXES		2,736.	
DEPRECIATION		11,508.	
MAINTENANCE		4,713.	
OTHER		3,000.	
- SUBTOTAL -	1		48,822.
TOTAL TO FORM 990, PART I, LINE 6B			48,822.

FORM 990	GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES	STATEMENT	3	
DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
NET LOSSES ON SALE OF SECURITIES	482,280.	506,116.	0.	<23,836.>
TO FORM 990, PART I, LINE 8	482,280.	506,116.	0.	<23,836.>

FORM 990	SPECIAL EVENTS AND ACTIVITIES	STATEMENT	4		
DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME
SPECIAL EVENTS-ART FAIRS ETC	348,457.		348,457.	183,211.	165,246.
TO FM 990, PART I, LN 9	348,457.		348,457.	183,211.	165,246.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION		AMOUNT	
ROUNDING DIFFERENCE			3.
TOTAL TO FORM 990, PART I, LINE 20			3.

FORM 990	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
CONSULTANTS	316,155.	89,331.	123,449.	103,375.
ADVERTISING & PROMOTION	10,918.	10,918.		
ASSOCIATIONS & PERIODICALS	18,860.	15,681.	2,043.	1,136.
BANK CHARGES	201,341.	2,404.	17,874.	181,063.
INSURANCE	113,430.	88,816.	15,313.	9,301.
OTHER ADMINISTRATIVE REPAIRS & MAINTENANCE-GEN	104,278.	28,131.	56,470.	19,677.
REPAIRS & MAINTENANCE-TECH	148,542.	110,510.	24,492.	13,540.
PROPERTY TAXES	103,817.	103,817.		
UTILITIES	40,096.	24,264.	12,535.	3,297.
NEWS SERVICE	202,788.	170,349.	21,211.	11,228.
OTHER PROGRAMMING	136,449.	136,449.		
PRE-RECORDED MATERIAL	47,795.	47,795.		
SATELLITE INTERCONNECT	415.	415.		
SPECIAL PROJECTS	108,438.	108,438.		
TAPES & SUPPLIES	23,347.	23,347.		
LEASE BUYOUT	68,656.	68,656.		
LIST RENTAL EXPENSES	30,000.		30,000.	
COMPUTER SUPPLIES	5,162.		5,162.	
DIRECT MAIL	8,029.			8,029.
TELEMARKETING	219,741.			219,741.
OTHER DEVELOPMENT	212,161.			212,161.
MAILING SERVICES	18,646.			18,646.
SALARIES RELATED TO RENTALS	35,650.			35,650.
REAL ESTATE TAX RELATED TO RENTALS	<26,865.>		<26,865.>	
DEPRECIATION RELATED TO RENTALS	<2,736.>		<2,736.>	
	<11,508.>		<11,508.>	

MAINTENANCE RELATED TO RENTALS	<4,713.>	<4,713.>		
OTHER RELATED TO RENTALS	<3,000.>	<3,000.>		
TOTAL TO FM 990, LN 43	2,125,892.	1,029,321.	259,727.	836,844.

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 7

DESCRIPTION OF PROGRAM SERVICE ONE

OWNS AND OPERATES FIVE FM NON-COMMERCIAL RADIO STATIONS, A NEWS SERVICE, PROVIDES COPIES OF RADIO PROGS. TO OTHER NON-COMM. RADIO STATIONS, SCHLS, COLLEGES, UNIVERSITIES & INDIVIDUALS. NUMBER OF SUBSCRIBERS - APPROX 60,000

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE A		5,123,583.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 8

DESCRIPTION	VALUE METHOD	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	OTHER SECURITIES	TOTAL NON-GOV'T SECURITIES
CORPORATE BONDS MKT VAL			230,109.			230,109.
CORPORATE STOCK MKT VAL		276,607.				276,607.
TO FM 990, LN 54 COL B		276,607.	230,109.			506,716.

FORM 990 GOVERNMENT SECURITIES STATEMENT 9

DESCRIPTION	VALUATION METHOD	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
FEDERAL BONDS	MARKET VALUE	929,429.		929,429.
TOTAL TO FORM 990, LINE 54, COL B		929,429.		929,429.

FORM 990	OTHER ASSETS	STATEMENT	10
DESCRIPTION		AMOUNT	
PREPAID EXPENSE-COMMUNITY EVENTS		83,747.	
DEPOSITS		22,882.	
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B		106,629.	

FORM 990	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION		AMOUNT	
CONTRACTS PAYABLE-OTHER		47,090.	
DEPOSITS		27,807.	
TOTAL TO FORM 990, PART IV, LINE 65, COLUMN B		74,897.	

FORM 990	OTHER REVENUE NOT INCLUDED ON FORM 990	STATEMENT	12
DESCRIPTION		AMOUNT	
COST OF PREMIUMS NETTED AGAINST LISTENER SUPPORT		670,267.	
RENTAL EXPENSES		48,822.	
COMMUNITY EVENT EXPENSES		183,211.	
TOTAL TO FORM 990, PART IV-A		902,300.	

FORM 990	OTHER EXPENSES NOT INCLUDED ON FORM 990	STATEMENT	13
DESCRIPTION		AMOUNT	
COST OF PREMIUMS NETTED AGAINST LISTENER SUPPORT		670,267.	
RENTAL EXPENSES		48,822.	
COMMUNITY EVENT EXPENSES		183,211.	
TOTAL TO FORM 990, PART IV-B		902,300.	

FORM 990

LIST OF STATES RECEIVING COPY OF RETURN
PART VI, LINE 90

STATEMENT 14

STATES

CALIFORNIA, VIRGINIA, NEW YORK, NEW JERSEY, OREGON, FLORIDA, CONNECTICUT

FORM 990

PART VIII - RELATIONSHIP OF ACTIVITIES TO
ACCOMPLISHMENT OF EXEMPT PURPOSES

STATEMENT 15

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
	FEES PAID BY NON-COMM STATIONS FOR 1/2HR DAILY NEWSCAST/PUBLIC AFFAIR
93A	SHOWS AND SPECIALS
93B	SALES OF COPIES OF RADIO PROGS TO OTHER NON-COMM STATIONS: COLL & IND
95	INTEREST INCOME EARNED ON SAVINGS FROM LINE 1D AND 103C
96	INT & DIV EARNED ON ENDOWMENT AND CASH MANAGEMENT ACCOUNTS
100	GAINS & LOSSES FROM SALE OF SECURITIES HELD BY ENDOWMENT & CASH MGMT
101	OUTREACH TO COMMUNITY PROVIDES PUBLICITY FOR EXEMPT ACTIVITIES
103A	RENTAL OF DONORS LIST TO 501(C)(3) ORGANIZATIONS
103C	SECTION 51262 IRS RULING DATED 7/27/84 - COPY ATTACHED
103D	UNREALIZED GAINS/LOSSES ON PROG ENDOWMENT & CASH MGMT A/C'S

SCHEDULE A

OTHER INCOME

STATEMENT 16

DESCRIPTION	1996 AMOUNT	1995 AMOUNT	1994 AMOUNT	1993 AMOUNT
	1,283,844.	1,079,760.	1,079,709.	1,005,210.
TOTAL TO SCHEDULE A, LINE 22	1,283,844.	1,079,760.	1,079,709.	1,005,210.

PACIFICA FOUNDATION
 RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX
 FORM 990
 FEDERAL ID#94-1347046
 FISCAL YEAR 10/1/97-9/30/98

 SCHEDULE #16

LIST OF OFFICERS, DIRECTORS & TRUSTEES

NAME & ADDRESS	TITLE	HRS/WEEK DEVOTED POSITION	COMP (IF ANY)	CONTRIBUTIONS TO HEALTH PLAN EXP. OTHER
Mary Frances Berry 624 Ninth St., NW #700 WASHINGTON D.C. 20425	CHAIR OF THE BOARD	N/A	NONE	NONE
David Acosta 102 S. Lockwood Houston, TX 77011	Vice-Chair	N/A	NONE	NONE
Roberta Brooks 938 Shattuck Ave., Berkeley, CA 94707	SECRETARY	N/A	NONE	NONE
June Makela 267 EAST 7TH STREET NEW YORK, NY 10009	TREASURER	N/A	NONE	NONE
William Lucy 1625 L. Street, NW Washington, DC 20036	DIRECTOR	N/A	NONE	NONE
Frank Millspaugh 32 King St. New York NY 10014	DIRECTOR	N/A	NONE	NONE
Loretta Ross P.O. Box 311020 ATLANTA, GEORGIA 37731	DIRECTOR	N/A	NONE	NONE
Ken Ford 11303 Sherrington Ct. Largo, MD 20772	DIRECTOR	N/A	NONE	NONE
Rob Robinson 522-14th Street, S.E. Washington, DC 20003	DIRECTOR	N/A	NONE	NONE
Andrea Cisco 275 Clinton Avenue Brooklyn, NY 11205	DIRECTOR	N/A	NONE	NONE
Michael Palmer 2001 Holcombe Blvd., #305 Houston, TX 77030	DIRECTOR	N/A	NONE	NONE

PACIFICA FOUNDATION
 RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX
 FORM 990
 FEDERAL ID#94-1347046
 FISCAL YEAR 10/1/97-9/30/98

BOARD OF DIRECTORS

NAME & ADDRESS	TITLE	HRS/WEEK DEVOTED POSITION	COMP (IF ANY)	CONTRIBUTIONS TO HEALTH PLAN EXP. OTHER
Cheryl Fabio-Bradford 1078-48th Street Emeryville, CA 94608	Director	N/A	NONE	NONE
Peter Bramson 446-59th Street Oakland, CA 94609	Director	N/A	NONE	NONE
Dorothy Nasatir 7538 Rovey Ave., Canoga Park, CA 91307	Director	N/A	NONE	NONE
Ralph McKinght 1534 Braefurn Rd. Altadena, CA 91001	Director	N/A	NONE	NONE

NON-VOTING MEMBERS

Patricia Scott 1929 Martin Luther King Jr. Way Berkeley, CA 94704	Executive Director Vice-Chair			
Valerie Van Isler 120 Wall Street-10th floor New York, NY 10005	General Manager WBAI-FM Vice-Chair			
Garland Ganter 409 Lovett Blvd., Houston, TX 77006	General Manager KPFT-FM Vice Chair			