

**Return of Organization Exempt From Income Tax**

OMB No 1545-0047

**2007**

Department of the Treasury  
Internal Revenue Service

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

Open to Public Inspection

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

**A** For the 2007 calendar year, or tax year beginning **OCT 1, 2007** and ending **SEP 30, 2008**

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

Please use IRS label or print or type. See Specific Instructions.

**C** Name of organization: **THE REASON FOUNDATION**

Number and street (or P.O. box if mail is not delivered to street address): **3415 S. SEPULVEDA BOULEVARD**

Room/suite: **400**

City or town, state or country, and ZIP + 4: **LOS ANGELES, CA 90034-6064**

**D** Employer identification number: **95-3298239**

**E** Telephone number: **(310) 391-2245**

**F** Accounting method:  Cash  Accrual  
 Other (specify):

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

**G** Website: **WWW.REASON.ORG**

**J** Organization type (check only one):  501(c) ( 3 ) (insert no)  4947(a)(1) or  527

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

**H** and **I** are not applicable to section 527 organizations.

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

**H(b)** If "Yes," enter number of affiliates: **N/A**

**H(c)** Are all affiliates included? **N/A**  Yes  No (If "No," attach a list.)

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

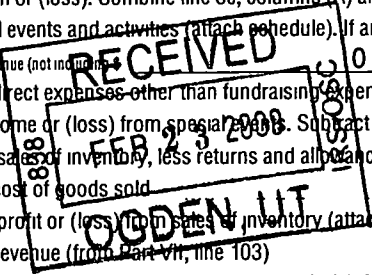
**I** Group Exemption Number: **N/A**

**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **7,375,006.**

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

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

		(A) Securities		(B) Other			
Revenue	1	Contributions, gifts, grants, and similar amounts received:					
	a	Contributions to donor advised funds				1a	
	b	Direct public support (not included on line 1a)				1b	6,267,769.
	c	Indirect public support (not included on line 1a)				1c	
	d	Government contributions (grants) (not included on line 1a)				1d	
	e	Total (add lines 1a through 1d) (cash \$ 6,267,769. noncash \$ )				1e	6,267,769.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)				2	754,668.
	3	Membership dues and assessments				3	
	4	Interest on savings and temporary cash investments				4	22,168.
	5	Dividends and interest from securities				5	95,565.
	6a	Gross rents				6a	
	b	Less: rental expenses				6b	
c	Net rental income or (loss). Subtract line 6b from line 6a				6c		
7	Other investment income (describe )				7		
8a	Gross amount from sales of assets other than inventory				8a		
b	Less: cost or other basis and sales expenses				8b		
c	Gain or (loss) (attach schedule)				8c		
d	Net gain or (loss). Combine line 8c, columns (A) and (B)				8d		
9	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>						
a	Gross revenue (not including ) of contributions reported on line 1b				9a	232,853.	
b	Less: direct expenses other than fundraising expenses				9b	228,801.	
c	Net income or (loss) from special events. Subtract line 9b from line 9a				9c	4,052.	
10a	Gross sales of inventory, less returns and allowances				10a		
b	Less: cost of goods sold				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	1,983.	
12	Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11				12	7,146,205.	
Expenses	13	Program services (from line 44, column (B))				13	6,718,323.
	14	Management and general (from line 44, column (C))				14	273,963.
	15	Fundraising (from line 44, column (D))				15	700,696.
	16	Payments to affiliates (attach schedule)				16	
	17	Total expenses. Add lines 16 and 44, column (A)				17	7,692,982.
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 12				18	<546,777.>
	19	Net assets or fund balances at beginning of year (from line 73, column (A))				19	4,130,765.
	20	Other changes in net assets or fund balances (attach explanation)		SEE STATEMENT 2		20	<335,186.>
	21	Net assets or fund balances at end of year. Combine lines 18, 19, and 20				21	3,248,802.



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**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
22a Grants paid from donor advised funds (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b Other grants and allocations (attach schedule) (cash \$ 0 noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
23 Specific assistance to individuals (attach schedule)				
24 Benefits paid to or for members (attach schedule)				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A	1,060,817.	810,810.	88,333.	161,674.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B	0.	0.	0.	0.
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
26 Salaries and wages of employees not included on lines 25a, b, and c	2,042,663.	1,768,679.	98,245.	175,739.
27 Pension plan contributions not included on lines 25a, b, and c				
28 Employee benefits not included on lines 25a - 27	124,580.	100,987.	8,489.	15,104.
29 Payroll taxes	233,193.	192,872.	16,696.	23,625.
30 Professional fundraising fees				
31 Accounting fees				
32 Legal fees				
33 Supplies	164,260.	135,128.	2,241.	26,891.
34 Telephone	58,374.	50,996.	3,123.	4,255.
35 Postage and shipping	211,280.	162,427.	1,443.	47,410.
36 Occupancy	393,640.	324,593.	25,299.	43,748.
37 Equipment rental and maintenance				
38 Printing and publications	96,473.	56,080.		40,393.
39 Travel	466,549.	367,218.	1,518.	97,813.
40 Conferences, conventions, and meetings				
41 Interest				
42 Depreciation, depletion, etc (attach schedule)	96,070.	77,785.	6,403.	11,882.
43 Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 3	2,745,083.	2,670,748.	22,173.	52,162.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	7,692,982.	6,718,323.	273,963.	700,696.

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 \$ N/A ; (ii) the amount allocated to Program services \$ N/A ;  
 (iii) the amount allocated to Management and general \$ N/A ; and (iv) the amount allocated to Fundraising \$ N/A

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

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

What is the organization's primary exempt purpose? ► <b>SEE STATEMENT 4</b>	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.)	
<b>a</b> <u>MONTHLY PUBLICATION OF REASON MAGAZINE, OPERATION OF LOCAL GOVERNMENT CENTER, AN ANNUAL CONFERENCE, AND THE PUBLICATION OF VARIOUS STUDIES OF PRIVATIZATION.</u>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	<b>6,718,323.</b>
<b>b</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>c</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>d</b>	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>e</b> Other program services (attach schedule)	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
<b>f</b> <b>Total of Program Service Expenses</b> (should equal line 44, column (B), Program services) ►	<b>6,718,323.</b>

Form 990 (2007)

**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
<b>Assets</b>	45 Cash - non-interest-bearing	43,332.	45	
	46 Savings and temporary cash investments	2,931,803.	46	975,257.
	47 a Accounts receivable	47a 93,258.		
	b Less allowance for doubtful accounts	47b 33,431.	73,286.	47c 59,827.
	48 a Pledges receivable	48a 623,892.		
	b Less: allowance for doubtful accounts	48b	678,565.	48c 623,892.
	49 Grants receivable		49	
	50 a Receivables from current and former officers, directors, trustees, and key employees		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b	
	51 a Other notes and loans receivable	51a		51c
	b Less: allowance for doubtful accounts	51b		
	52 Inventories for sale or use		52	
	53 Prepaid expenses and deferred charges		53	
	54 a Investments - publicly-traded securities <b>STMT 6</b> <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		1,749,082.	54a 2,545,261.
	b Investments - other securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV			54b
55 a Investments - land, buildings, and equipment basis	55a			
b Less accumulated depreciation	55b		55c	
56 Investments - other			56	
57 a Land, buildings, and equipment, basis	57a 869,959.			
b Less accumulated depreciation <b>STMT 5</b>	57b 706,086.	135,559.	57c 163,873.	
58 Other assets, including program-related investments (describe <b>DEPOSITS</b> )		109,834.	58 119,330.	
59 <b>Total assets</b> (must equal line 74). Add lines 45 through 58		5,721,461.	59 4,487,440.	
<b>Liabilities</b>	60 Accounts payable and accrued expenses	920,822.	60	469,355.
	61 Grants payable		61	
	62 Deferred revenue	669,874.	62	769,283.
	63 Loans from officers, directors, trustees, and key employees		63	
	64 a Tax-exempt bond liabilities		64a	
	b Mortgages and other notes payable		64b	
	65 Other liabilities (describe)		65	
66 <b>Total liabilities.</b> Add lines 60 through 65		1,590,696.	66 1,238,638.	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	3,325,788.	67	2,503,498.
	68 Temporarily restricted	764,698.	68	705,025.
	69 Permanently restricted	40,279.	69	40,279.
	<b>Organizations that do not follow SFAS 117, check here</b> <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 <b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)		4,130,765.	73 3,248,802.
	74 <b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73		5,721,461.	74 4,487,440.

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

Table with 5 columns: Description, Sub-description, Amount, Total Revenue, and Total Revenue. Rows include: Total revenue, gains, and other support per audited financial statements (7,039,819.); Amounts included on line a but not on Part I, line 12 (Net unrealized gains on investments: <335,186.>); Recoveries of prior year grants (228,800.); Subtract line b from line a (<106,386.>); Amounts included on Part I, line 12, but not on line a (Investment expenses not included on Part I, line 6b); Total revenue (Part I, line 12). Add lines c and d (7,146,205.).

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

Table with 5 columns: Description, Sub-description, Amount, Total Expenses, and Total Expenses. Rows include: Total expenses and losses per audited financial statements (7,921,782.); Amounts included on line a but not on Part I, line 17 (Donated services and use of facilities; Prior year adjustments reported on Part I, line 20; Losses reported on Part I, line 20; Other (specify): SEE STATEMENT 8 (228,800.)); Subtract line b from line a (228,800.); Amounts included on Part I, line 17, but not on line a (Investment expenses not included on Part I, line 6b); Total expenses (Part I, line 17). Add lines c and d (7,692,982.).

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)

Table with 5 columns: (A) Name and address, (B) Title and average hours per week devoted to position, (C) Compensation (If not paid, enter -0-), (D) Contributions to employee benefit plans & deferred compensation plans, (E) Expense account and other allowances. Row 1: SEE STATEMENT 9, Compensation: 1060817., (D): 0., (E): 0.

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75 a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings <span style="float: right;">20</span>		
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b	X
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization" If "Yes," attach a statement that includes the information described in the instructions.	75c	X
d	Does the organization have a written conflict of interest policy?	75d	X

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)				
(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
NONE				
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Part VI Other Information (See the instructions)		Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77	X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	78b	X
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b	If "Yes," enter the name of the organization <span style="float: right;">N/A</span> _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct and indirect political expenditures. (See line 81 instructions.) <span style="float: right;">81a   0.</span>		
b	Did the organization file Form 1120-POL for this year?	81b	X

Part VI Other Information (continued)		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
	82b N/A		
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?		
	N/A		
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		
	N/A		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
	N/A		
c	Dues, assessments, and similar amounts from members		
	85c N/A		
d	Section 162(e) lobbying and political expenditures		
	85d N/A		
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
	85e N/A		
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		
	85f N/A		
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
	N/A		
85g			
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		
85h			
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12		
	86a N/A		
b	Gross receipts, included on line 12, for public use of club facilities		
	86b N/A		
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders		
	87a 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)		
	87b 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		X
88b			
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>		
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
89b			
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <u>0.</u>		
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization <u>0.</u>		
89c			
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
89e			
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
89f			
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
89g			
90 a	List the states with which a copy of this return is filed <u>CA</u>		
b	Number of employees employed in the pay period that includes March 12, 2007	90b	33
91 a	The books are in care of <u>THE REASON FOUNDATION</u> Telephone no. <u>(310) 391-2245</u> Located at <u>3415 S SEPULVEDA BLVD, SUITE 400, LOS ANGELES, CA</u> ZIP + 4 <u>90034</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)? If "Yes," enter the name of the foreign country <u>N/A</u> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	91b	X

**Part VI Other Information** (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c  Yes  No  
 If "Yes," enter the name of the foreign country N/A

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  N/A

**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) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a RESEARCH INCOME			22	850.	
b ADVERTISING INCOME	511120	122,594.			
c MAILING LIST RENTAL	511120	40,690.			
d SUBSCRIPTION SALES					590,534.
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	22,168.	
96 Dividends and interest from securities			14	95,565.	
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 personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events			01	4,052.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a MISC. INCOME					1,983.
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		163,284.		122,635.	592,517.
105 Total (add line 104, columns (B), (D), and (E))					878,436.

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).

93 THE REVENUE FROM THE MAGAZINE ENABLES THE REASON FOUNDATION TO FOSTER A GREATER UNDERSTANDING AMONG THE GENERAL PUBLIC OF THE APPLICATION OF REASON AND LOGIC.

103 MISCELLANEOUS INCOME FROM EXEMPT FUNCTION.

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

(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
N/A	%			
	%			
	%			
	%			

**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**

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

Yes	No

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

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

Yes	No

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

**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?

Yes	No

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 2/17/09  
Date  
 **DAVID NOTT, PRESIDENT AND CEO**  
 Type or print name and title

Paid Preparer's Use Only

Preparer's signature Date **2/17/09**  
 Firm's name (or yours if self-employed), address, and ZIP + 4 **NSBN LLP**  
**9454 WILSHIRE BLVD., 4TH FLOOR**  
**BEVERLY HILLS, CA 90212-2907**  
 Check if self-employed  Preparer's SSN or PTIN (See Gen Inst X)  
 EIN   
 Phone no. **(310) 273-2501**

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

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

OMB No 1545-0047

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

**2007**

Department of the Treasury  
Internal Revenue Service

**Supplementary Information-(See separate instructions.)**

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

Name of the organization <b>THE REASON FOUNDATION</b>	Employer identification number <b>95 3298239</b>
--	---

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
<u>MICHAEL FLYNN</u> 3415 S SEPULVEDA BLVD, STE 400, LOS A	DIRECTOR OF GOV'T AF 40.00	99,168.		
<u>SHIKHA DALMIA</u> 3415 S SEPULVEDA BLVD, STE 400, LOS A	SENIOR ANALYST 40.00	94,167.		
<u>AMY PELLETIER</u> 3415 S SEPULVEDA BLVD, STE 400, LOS A	ORANIZATIONAL DEVELO 40.00	85,008.		
<u>SHIRLEY YBARRA</u> 3415 S SEPULVEDA BLVD, STE 400, LOS A	SR. TRANSPORTATION DE 40.00	83,333.		
<u>MELISSA PALMER</u> 3415 S SEPULVEDA BLVD, STE 400, LOS A	DIR DEVELOPMENT 40.00	80,000.		
Total number of other employees paid over \$50,000 ▶	17			

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

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶	0	

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

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
<u>P. F. BENTLEY</u> PO BOX 4453, KAILUA KONA, HI 96745	VIDEO PRODUCER	200,623.
<u>THE HARTGEN GROUP</u> 2007 BYWOOD DRIVE, OAKLAND, CA 94602	TRANSPORTATION RESEARCH	191,508.
<u>RONALD BAILEY</u> 517 SECOND ST N.E., CHARLOTTESVILLE, VA 22902	SCIENCE WRITER	98,120.
<u>EXPERT EDITORIAL, INC.</u> 815 SPRING MIST COURT, SUGAR LAND, TX 77479	WRITER	64,897.
Total number of other contractors receiving over \$50,000 for other services ▶	0	

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

		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ <u>17,917.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) <b>VI-A, LINE 38B</b> 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.	X	
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)? <b>SEE PART V-A, FORM 990</b>	X	
e	Transfer of any part of its income or assets?		X
3	a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)		X
	b Did the organization have a section 403(b) annuity plan for its employees?		X
	c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement		X
	d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?		X
4	a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g		X
	b Did the organization make any taxable distributions under section 4966? <b>N/A</b>		
	c Did the organization make a distribution to a donor, donor advisor, or related person? <b>N/A</b>		
	d Enter the total number of donor advised funds owned at the end of the tax year ▶ <b>N/A</b>		
	e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ <b>N/A</b>		
	f Enter the total number of separate funds or accounts owned at the end of the 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 ▶ <b>0.</b>		
	g Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year ▶ <b>0.</b>		

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

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

- 5  A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6  A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7  A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8  A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9  A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state **▶** \_\_\_\_\_
- 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 otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:  
 Type I       Type II       Type III-Functionally Integrated       Type III-Other

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

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (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	
<b>Total</b> <span style="float: right;">▶</span>					

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

**Part IV-A Support Schedule** (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.  
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	6,409,474.	5,963,319.	4,449,928.	3,927,547.	20,750,268.
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	730,185.	675,375.	731,197.	743,380.	2,880,137.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	244,067.	108,452.	13,880.	1,246.	367,645.
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					
23 Total of lines 15 through 22	7,383,726.	6,747,146.	5,195,005.	4,672,173.	23,998,050.
24 Line 23 minus line 17	6,653,541.	6,071,771.	4,463,808.	3,928,793.	21,117,913.
25 Enter 1% of line 23	73,837.	67,471.	51,950.	46,722.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b N/A
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
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: (2006) 0. (2005) 0. (2004) 0. (2003) 0.					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2006) 0. (2005) 0. (2004) 0. (2003) 0.					
c Add: Amounts from column (e) for lines: 15 20,750,268. 16 _____ 17 2,880,137. 20 _____ 21 _____					27c 23,630,405.
d Add: Line 27a total 0. and line 27b total 0.					27d 0.
e Public support (line 27c total minus line 27d total)					27e 23,630,405.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f 23,998,050.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 98.4680%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 1.5320%

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

NONE

**Part V Private School Questionnaire** (See page 9 of the instructions.)

N/A

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		
<hr/> <hr/> <hr/>			
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.)		
<hr/> <hr/> <hr/>			
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.)		
<hr/> <hr/> <hr/>			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 11 of the instructions.)

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

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

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	0.
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	17,917.
38	Total lobbying expenditures (add lines 36 and 37)	38	17,917.
39	Other exempt purpose expenditures	39	7,232,456.
40	Total exempt purpose expenditures (add lines 38 and 39)	40	7,250,373.
41	Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is -                      The lobbying nontaxable amount is - Not over \$500,000                                      20% of the amount on line 40 Over \$500,000 but not over \$1,000,000                      \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000                      \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000                      \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000                                      \$1,000,000	41	512,519.
42	Grassroots nontaxable amount (enter 25% of line 41)	42	128,130.
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	0.
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	0.

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

**4-Year Averaging Period Under Section 501(h)**

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

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45	512,519.	451,341.	393,280.	347,813.	1,704,953.
46					2,557,430.
47	17,917.	0.	22,168.	0.	40,085.
48	128,130.	112,835.	98,320.	86,953.	426,238.
49					639,357.
50	0.	0.	0.	0.	0.

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

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

N/A

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:			Amount
	Yes	No	
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			0.

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





2007 DEPRECIATION AND AMORTIZATION REPORT

FORM 990 PAGE 2

990

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	MANAGEMENT AND GENERAL														
1	FURNITURE & FIXTURES	VARIOUS	SL	3.00		HYL6	723,849.				723,849.	588,290.		96,070.	684,360.
2	LEASEHOLD IMPROVEMENTS	VARIOUS	SL	5.00		HYL6	21,725.				21,725.	21,725.		0.	21,725.
	* 990 PAGE 2 TOTAL						745,574.				745,574.	610,015.		96,070.	706,085.
	MANAGEMENT AND GENERAL														
	* GRAND TOTAL 990 PAGE 2						745,574.				745,574.	610,015.		96,070.	706,085.
	DEPR														

FORM 990 SPECIAL EVENTS AND ACTIVITIES STATEMENT 1

DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME OR (LOSS)
REASON WEEKEND	103,453.		103,453.	172,695.	<69,242.>
REASON IN DC	129,000.		129,000.	55,716.	73,284.
RESEARCH	400.		400.	390.	10.
<b>TOTAL TO FM 990, PART I, LINE 9</b>	<b>232,853.</b>		<b>232,853.</b>	<b>228,801.</b>	<b>4,052.</b>

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 2

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON INVESTMENTS	<335,186.>
<b>TOTAL TO FORM 990, PART I, LINE 20</b>	<b>&lt;335,186.&gt;</b>

FORM 990 OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
BOOKS AND PERIODICALS	17,544.	16,299.	370.	875.
COMMISSIONS	48,381.	48,381.		
CONTRACT SERVICES	1,310,241.	1,297,656.	5,746.	6,839.
DUES AND SUBSCRIPTIONS	39,505.	37,286.	1,802.	417.
INSURANCE	59,428.	48,422.	3,250.	7,756.
MANUFACTURING AND DISTRIBUTION	574,602.	574,602.		
MEDIA TRACKING AND PLACEMENT SERVICES	52,994.	52,994.		
MISCELLANEOUS	79,686.	62,804.	7,852.	9,030.
ON-LINE SERVICES	94,087.	87,650.	2,220.	4,217.
PROFESSIONAL FEES	16,227.	13,488.	933.	1,806.
PROMOTION AND ADVERTISING	452,388.	431,166.		21,222.
<b>TOTAL TO FM 990, LN 43</b>	<b>2,745,083.</b>	<b>2,670,748.</b>	<b>22,173.</b>	<b>52,162.</b>

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 4  
PART III

EXPLANATION

TO PROMOTE AND EXPLORE THE TWIN VALUES OF RATIONALITY AND FREEDOM AS THE BASIC UNDERPINNINGS OF A GOOD SOCIETY. TO FOSTER POLICIES AND ATTITUDES THAT LINK INDIVIDUAL ACTIONS TO PERSONAL OUTCOMES.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 5

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	723,849.	684,360.	39,489.
LEASEHOLD IMPROVEMENTS	21,725.	21,725.	0.
TOTAL TO FORM 990, PART IV, LN 57	745,574.	706,085.	39,489.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 6

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
MUTUAL FUNDS	FMV			2,526,821.	2,526,821.
COMMON STOCK	FMV	18,440.			18,440.
TO FORM 990, LINE 54A, COL B		18,440.		2,526,821.	2,545,261.

FORM 990 OTHER REVENUE NOT INCLUDED ON FORM 990 STATEMENT 7

DESCRIPTION	AMOUNT
SPECIAL EVENT - REASON WEEKEND	172,694.
SPECIAL EVENT - REASON IN DC	55,716.
SPECIAL EVENT - MISC.	390.
TOTAL TO FORM 990, PART IV-A	228,800.

FORM 990 OTHER EXPENSES NOT INCLUDED ON FORM 990 STATEMENT 8

DESCRIPTION	AMOUNT
SPECIAL EVENT - REASON WEEKEND	172,694.
SPECIAL EVENT - REASON IN DC	55,716.
SPECIAL EVENT - MISC	390.
TOTAL TO FORM 990, PART IV-B	228,800.

FORM 990 PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM A. DUNN 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	CHAIRMAN 1.00	0.	0.	0.
ROBERT W. POOLE, JR. 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	FOUNDER 40.00	192,317.	0.	0.
DAVID NOTT 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	PRESIDENT & CEO 40.00	213,333.	0.	0.
NICHOLAS GILLESPIE 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	VICE PRESIDENT, 40.00	REASON ONLINE 149,167.	0.	0.
ADRIAN T. MOORE 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	VICE PRESIDENT, 40.00	RESEARCH 149,167.	0.	0.
GEORGE F. OHRSTROM 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
JONATHAN GRAFF 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TREASURER, SECRETARY 40.00	134,000.	0.	0.

THE REASON FOUNDATION

95-3298239

THOMAS E. BEACH 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
RICHARD J. DENNIS 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
DAVID FLEMING 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
JAMES D. JAMESON 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
MANUEL S. KLAUSNER 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
DAVID H. KOCH 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
JAMES LINTOTT 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
STEPHEN MODZELEWSKI 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
SARAH A. O'DOWD 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
AL H. ST. CLAIR 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
HARRY TEASLEY, JR. 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	CHAIRMAN EMERITUS 1.00	0.	0.	0.
PIERLUIGI ZAPPACOSTA 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
FRANK BOND 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE EMERITUS 1.00	0.	0.	0.

THE REASON FOUNDATION

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WALTER E. WILLIAMS 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE EMERITUS 1.00	0.	0.	0.
RICHARD A. WALLACE 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
DREW A. CAREY 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
DERWOOD S. CHASE, JR. 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
VERNON L. SMITH 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
FRED M. YOUNG, JR. 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
MATT WELCH 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	VICE PRESIDENT, MAGAZINE 40.00	113,750.	0.	0.
MICHAEL ALISSI 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	VICE PRESIDENT, OPERATIONS 40.00	109,083.	0.	0.
JAMES R. CURLEY 3415 S SEPULVEDA BLVD, SUITE 400 LOS ANGELES, CA 90034	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V-A		<u>1,060,817.</u>	<u>0.</u>	<u>0.</u>