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Form 990-PF

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2008

Department of the Treasury
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008 , or tax year beginning 01-01-2008 and ending 12-31-2008

G Check all that apply

☐ Initial return

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
THE BARBARA GOEDE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1895 ROHLWING ROAD

Room/suite

City or town, state, and ZIP code
ROLLING MEADOWS, IL 60008

A Employer identification number
36-4407528

B Telephone number (see the instructions)
(847) 259-9700

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 908,770

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	536	536		
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 ☐	-231,465			
	b Gross sales price for all assets on line 6a <u>1,221,250</u>				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ☐	47,121	47,121		
	12 Total. Add lines 1 through 11	-183,808	47,657		
	13 Compensation of officers, directors, trustees, etc	2,150			2,150
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see the instructions)				
	19 Depreciation (attach schedule) and depletion . . . ☐	0			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ☐	12,156	12,156		12,156
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	14,306	12,156		14,306
	25 Contributions, gifts, grants paid	111,600			111,600
	26 Total expenses and disbursements. Add lines 24 and 25	125,906	12,156		125,906
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-309,714			
	b Net investment income (if negative, enter -0-)		35,501		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Cat No 11289X

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Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	85,531	2,370
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)		
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)		
	c	Investments—corporate bonds (attach schedule)		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	1,222,590	1,043,046
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,308,121	1,045,416
Liabilities	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe ▶ _____)		47,009
	23	Total liabilities (add lines 17 through 22)		47,009
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted	1,308,121	998,407
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
	30	Total net assets or fund balances (see the instructions)	1,308,121	998,407
	31	Total liabilities and net assets/fund balances (see the instructions)	1,308,121	1,045,416

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,308,121
2	Enter amount from Part I, line 27a	2	-309,714
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	998,407
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	998,407

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	{ }		3

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	125,174	1,292,358	0 09686
2006	88,820	1,155,402	0 07687
2005	59,155	1,106,706	0 05345
2004	53,546	1,136,979	0 04710
2003	47,000	1,181,924	0 03977
2 Total of line 1, column (d).			2 0 31404
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 06281
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5.			4 1,106,402
5 Multiply line 4 by line 3.			5 69,492
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 355
7 Add lines 5 and 6.			7 69,847
8 Enter qualifying distributions from Part XII, line 4.			8 125,906
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see the instructions)			
1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1	
b		Date of ruling letter _____ (attach copy of ruling letter if necessary—see instructions)	
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
3		Add lines 1 and 2.	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6		Credits/Payments	
a		2008 estimated tax payments and 2007 overpayment credited to 2008	
b		Exempt foreign organizations—tax withheld at source	
c		Tax paid with application for extension of time to file (Form 8868)	
d		Backup withholding erroneously withheld	
7		Total credits and payments Add lines 6a through 6d.	
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	
11		Enter the amount of line 10 to be Credited to 2009 estimated tax 0 Refunded	

Part VII-AStatements Regarding Activities			
1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	
c		If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	
c		Did the foundation file Form 1120-POL for this year?.	
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$	
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$	
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?	
3		If "Yes," attach a detailed description of the activities.	
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	
b		If "Yes," has it filed a tax return on Form 990-T for this year?.	
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?	
6		If "Yes," attach the statement required by General Instruction T.	
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	
7		By language in the governing instrument, or	
8a		By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	
7		Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	
8a		Enter the states to which the foundation reports or with which it is registered (see the instructions) NM	
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)?	
10		If "Yes," complete Part XIV	
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

Part VII-A

Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11a		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Web site address ▶N/A				
14	The books are in care of ▶JAMES M RENINGER		Telephone no ▶(847) 259-9700	
Located at ▶1895 ROHLWING RD SUITE B ROLLING MEADOWS IL		ZIP +4 ▶60008		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here			15

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	Yes	No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	Yes	No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b		No
Organizations relying on a current notice regarding disaster assistance check here. ▶				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?			
If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

Continued

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes

☒ No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes

☒ No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes

☒ No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes

☒ No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes

☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see the instructions)?

5b

No

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes

☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes

☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If you answered "Yes" to 6b, also file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes

☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

Compensation of five highest-paid employees (other than those included on line 1—see the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000.

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors Continued

3 Five highest-paid independent contractors for professional services—(see the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1		
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See the instructions	
3	

Total Add lines 1 through 3.

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,097,072
b	Average of monthly cash balances.	1b	26,179
c	Fair market value of all other assets (see the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,123,251
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,123,251
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see the instructions).	4	16,849
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,106,402
6	Minimum investment return. Enter 5% of line 5.	6	55,320

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	55,320
2a	Tax on investment income for 2008 from Part VI, line 5.	2a	355
b	Income tax for 2008 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	355
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	54,965
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	54,965
6	Deduction from distributable amount (see the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	54,965

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	125,906
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,906
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	355
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	125,551

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1	Distributable amount for 2008 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2007			
a	Enter amount for 2007 only.			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2008			
a	From 2003.			
b	From 2004.			
c	From 2005.			
d	From 2006.			
e	From 2007. 44,976			
f	Total of lines 3a through e. 44,976			
4	Qualifying distributions for 2008 from Part XII, line 4 \$ 125,906			
a	Applied to 2007, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see the instructions).			
c	Treated as distributions out of corpus (Election required—see the instructions). 0			
d	Applied to 2008 distributable amount. 54,965			
e	Remaining amount distributed out of corpus 70,941			
5	Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5 115,917			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see the instructions.			
e	Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount—see the instructions.			
f	Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008. 0			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions).			
8	Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a. 115,917			
10	Analysis of line 9			
a	From 2004.			
b	From 2005.			
c	From 2006.			
d	From 2007. 44,976			
e	From 2008. 70,941			

Part XIV

Private Operating Foundations (see the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2008	(b) 2007	(c) 2006	(d) 2005	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
	a "Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
	b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
	c "Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

The form in which applications should be submitted and information and materials they should include

c

Any submission deadlines

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	111,600
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments		536			
4	Dividends and interest from securities.					
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					-231,465
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a Ordinary loss from Ptr		-4,278			
b	Dividends		51,399			
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).		47,657			-231,465
13	Total. Add line 12, columns (b), (d), and (e).			13		-183,808

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

1 Did the 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?		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of			
(1) Cash.		1a(1)	No
(2) Other assets.		1a(2)	No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.		1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)	No
(3) Rental of facilities, equipment, or other assets.		1b(3)	No
(4) Reimbursement arrangements.		1b(4)	No
(5) Loans or loan guarantees.		1b(5)	No
(6) Performance of services or membership or fundraising solicitations.		1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the foundation 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.			

[illegible]

2a Is the foundation 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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2010-06-18	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature  James M Reninger		Date	Check if self-employed 
Firm's name (or yours if self-employed), address, and ZIP code 		Whitfield & Reninger Ltd		EIN 	
		1895 Rohlwing Road Suite B		Phone no (847) 259-9700	
			Rolling Meadows, IL 60008		

Additional Data

Software ID: 08000091
Software Version:
EIN: 36-4407528
Name: THE BARBARA GOEDE FOUNDATION

Form 990PF PartVIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES M RENINGER	Trustee 0 00	2,150		
1895 ROHLWING RD SUITE B ROLLING MEADOWS,IL 60008				
MARY ANN BROWN	Trustee 0 00	0		
1895 Rohlwing Road Suite B Rolling Meadows,IL 60008				
DAVID R PLOTE	Trustee 0 00	0		
1100 BRANDT DR ELGIN,IL 601201699				
DANIEL R PLOTE	Trustee 0 00	0		
1100 BRANDT DR ELGIN,IL 601201699				
BARBARA A GOEDE	Trustee 0 00	0		
1895 Rohlwing Road Suite B Rolling Meadows,IL 60008				

Form 990PF Part XV Line 3a - Grants and Contributions Paid During the Year

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Santa Fe Farmer's Market Institute 607 Cerrillos Rd Suite F Santa Fe, NM 87505			General support	22,000
Georgia O'Keeffe Museum 217 Johnson Street Santa Fe, NM 87501			General support	1,100
Wings of America 1601 Cerrillos Rd Santa Fe, NM 87505			General support	3,000
The Santa Fe Boys & Girls Club PO Box 2403 Santa Fe, NM 87504			General support	2,000
Santa Fe Community Foundation PO BOX 1827 Santa Fe, NM 87502			General support	1,000
The Food Depot 1222 SILER RD Santa Fe, NM 87502			General support	2,000
Kitchen Angels 1222 SILER RD Santa Fe, NM 87502			General support	2,000
El Rancho de las Golodrinas 334 Los Pinos Rd Santa Fe, NM 87507			General support	15,500
Santa Fe Botanical Gardens PO BOX 23343 Santa Fe, NM 87502			General support	43,000
Espanola Valley Humane Society 108 Hamm Parkway Espanola, NM 87532			General support	20,000
Total  3a				111,600

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2008 Gain/Loss from Sale of Other Assets Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 08000091

Software Version: 2008v2.7

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
412 FORWARD MINI CAP FDS	2008-01	Purchase	2008-11		4,663	7,543	Cost		-2,880	
368 FMI FOCUS	2008-01	Purchase	2008-11		5,619	12,553	Cost		-6,934	
1198 MARSICO 21ST CNTRY	2007-03	Purchase	2008-11		11,155	17,261	Cost		-6,106	
157 CAMBIAR CONQUISTOR	2006-08	Purchase	2008-11		1,314	2,161	Cost		-847	
1308 CAMBIAR OPP	2008-01	Purchase	2008-11		14,692	23,175	Cost		-8,483	
161 CALAMOS GRW	2004-03	Purchase	2008-11		3,881	7,499	Cost		-3,618	
1527 BLACKROCK LG CAP FD	2008-01	Purchase	2008-11		17,586	28,124	Cost		-10,538	
699 MARSICO 21ST CNTRY	2008-01	Purchase	2008-11		6,154	10,474	Cost		-4,320	
637 CAMBIAR OPP	2008-01	Purchase	2008-11		6,657	11,584	Cost		-4,927	
427 BRANDYWINE BLUE FD	2008-11	Purchase	2008-11		8,182	8,541	Cost		-359	
1000 ISHARES DJ US FIN SECTOR	2008-11	Purchase	2008-12		47,147	44,397	Cost		2,750	
5000 FIRST TR FIN ALPHADEx	2008-11	Purchase	2008-12		45,502	42,867	Cost		2,635	
518 MARSICO FOCUSED EQUITY	2008-11	Purchase	2008-11		7,570	8,000	Cost		-430	
233 DWS CORE FIXED INC	2008-11	Purchase	2008-11		2,035	2,108	Cost		-73	
937 EATON VANCE BOSTON INC	2008-11	Purchase	2008-11		3,823	4,048	Cost		-225	
175 FORWARD MINI CAP FDS	2008-01	Purchase	2008-11		1,884	2,763	Cost		-879	
64 FRANKLIN VALUE	2008-11	Purchase	2008-11		1,605	1,743	Cost		-138	
65 GS FINL SQ	2008-01	Purchase	2008-11		65	65	Cost			
682 HARBOR SM CAP	2008-11	Purchase	2008-11		5,026	5,504	Cost		-478	
343 OAKMARK HARRIS	2008-11	Purchase	2008-11		3,842	4,329	Cost		-487	
858 HOTCHKIS & WILEY CORE VAL	2008-11	Purchase	2008-11		5,064	5,553	Cost		-489	
282 JANUS MID CAP	2008-01	Purchase	2008-11		4,234	6,198	Cost		-1,964	
485 KINETICS PARADIGM	2008-01	Purchase	2008-11		7,092	13,723	Cost		-6,631	
203 MUNDER MIDCAP	2008-11	Purchase	2008-11		3,190	3,460	Cost		-270	
140 NUEBERGER SM CAP	2008-11	Purchase	2008-11		1,630	1,756	Cost		-126	
192 OPPENHEIMER INT'L GRW	2008-11	Purchase	2008-11		3,134	3,426	Cost		-292	
9599 PIMCO TOTAL RET FD	2008-01	Purchase	2008-11		99,330	104,220	Cost		-4,890	
3000 BLACKROCK PFD EQTY	2008-07	Purchase	2008-11		24,730	44,135	Cost		-19,405	
872 RIVERSOURCE MID CAP	2008-11	Purchase	2008-11		4,124	4,499	Cost		-375	
266 ROYCE VAL PLUS	2008-01	Purchase	2008-11		2,030	3,435	Cost		-1,405	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
437 TCW SELECT EQTY	2008-01	Purchase	2008-11		5,065	8,058	Cost		-2,993	
677 TCW DIVR VALUE	2008-11	Purchase	2008-11		5,783	6,196	Cost		-413	
3317 TIAA-CREF INT'L EQUITY	2008-01	Purchase	2008-11		21,870	38,349	Cost		-16,479	
3650 WESTERN ASSET CORE BOND	2008-01	Purchase	2008-11		33,327	40,468	Cost		-7,141	
701 BLACKROCK LG CAP FD	2008-01	Purchase	2008-11		7,663	12,134	Cost		-4,471	
2160 GS FINL SQ	2008-01	Purchase	2008-11		2,160	2,160	Cost			
272 HARBOR SM CAP	2004-03	Purchase	2008-11		3,192	4,182	Cost		-990	
217 IVY GLB NAT RES FD	2007-06	Purchase	2008-11		2,972	7,657	Cost		-4,685	
530 JANUS MID CAP	2008-01	Purchase	2008-11		8,531	11,955	Cost		-3,424	
1072 ARTIO INT'L EQTY	2008-01	Purchase	2008-11		26,522	31,272	Cost		-4,750	
899 KINETICS PARADIGM	2008-01	Purchase	2008-11		13,995	21,928	Cost		-7,933	
378 LEGG MASON VALUE	2004-07	Purchase	2008-11		11,186	23,481	Cost		-12,295	
639 PIMCO TOTAL RET FD	2008-01	Purchase	2008-11		6,648	6,616	Cost		32	
420 QUANT FRGN VAL	2008-05	Purchase	2008-11		3,698	10,040	Cost		-6,342	
428 ROYCE VAL PLUS	2007-09	Purchase	2008-11		3,488	6,408	Cost		-2,920	
1151 TCW SELECT EQTY	2008-01	Purchase	2008-11		14,258	20,717	Cost		-6,459	
818 CREDIT SUISSE 7 9% NOTE	2008-01	Purchase	2008-11		15,501	21,350	Cost		-5,849	
1127 WESTERN ASSET CORE BOND	2008-01	Purchase	2008-11		10,392	12,467	Cost		-2,075	
2477 56 GS FINL SQ	2007-03	Purchase	2008-10		2,478	2,478	Cost			
2978 WESTERN ASSET CORE BOND	2008-01	Purchase	2008-07		30,786	32,918	Cost		-2,132	
2826 WESTERN ASSET CORE BOND	2008-01	Purchase	2008-07		29,214	32,029	Cost		-2,815	
3000 CREDIT SUISSE 7 9% NOTE	2008-03	Purchase	2008-06		74,321	75,000	Cost		-679	
32 IVY GLB NAT RES FD	2007-06	Purchase	2008-05		1,395	1,131	Cost		264	
72 CRM MID CAP VALUE FD	2008-01	Purchase	2008-05		2,149	1,804	Cost		345	
63 JULIUS BAER INT'L EQTY	2004-03	Purchase	2008-05		2,797	1,792	Cost		1,005	
59 HARBOR SM CAP	2004-03	Purchase	2008-05		1,200	913	Cost		287	
65 FMI FOCUS	2004-03	Purchase	2008-05		2,021	2,181	Cost		-160	
132 CAMBIAR OPP	2005-11	Purchase	2008-05		2,630	2,292	Cost		338	
54 CALAMOS GRW	2004-03	Purchase	2008-05		3,148	2,496	Cost		652	
2737 GS FINL SQ	2007-03	Purchase	2008-04		2,737	2,737	Cost			

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciat ion
1860 WESTERN ASSET CORE BOND	2008-01	Purchase	2008-03		19,423	21,253	Cost		-1,830	
217 CRM MID CAP VALUE FD	2005-01	Purchase	2008-03		5,915	5,479	Cost		436	
107 TCW SELECT EQTY	2004-03	Purchase	2008-03		1,789	1,808	Cost		-19	
7 687 LEGG MASON VALUE	2004-07	Purchase	2008-03		433	477	Cost		-44	
73 KINETICS PARADIGM	2006-06	Purchase	2008-03		1,878	1,602	Cost		276	
282 JULIUS BAER INT'L EQTY	2004-03	Purchase	2008-03		11,408	7,910	Cost		3,498	
135 JANUS MID CAP	2004-03	Purchase	2008-03		2,901	2,919	Cost		-18	
178 HARBOR SM CAP	2004-03	Purchase	2008-03		3,225	2,744	Cost		481	
1590 GS FINL SQ	2008-01	Purchase	2008-03		1,590	1,590	Cost			
172 FMI FOCUS	2004-03	Purchase	2008-03		4,844	5,820	Cost		-976	
80 CAMBIAR CONQUISTOR	2006-08	Purchase	2008-03		991	1,096	Cost		-105	
271 CAMBIAR OPP	2005-11	Purchase	2008-03		4,776	4,697	Cost		79	
60 CALAMOS GRW	2004-03	Purchase	2008-03		3,013	2,767	Cost		246	
236 BLACKROCK LG CAP FD	2006-06	Purchase	2008-03		3,896	4,083	Cost		-187	
258 TIAA-CREF INT'L EQUITIY	2008-01	Purchase	2008-03		2,990	2,970	Cost		20	
98 ROYCE VAL PLUS	2007-09	Purchase	2008-03		1,228	1,473	Cost		-245	
311 QUANT FRGN VAL	2007-05	Purchase	2008-03		5,963	7,435	Cost		-1,472	
101 IVY GLB NAT RES FD	2007-06	Purchase	2008-03		3,675	3,559	Cost		116	
5000 EATON VANCE TAX-MGT GLB	2007-10	Purchase	2008-03		77,130	86,641	Cost		-9,511	
192 MARSICO 21ST CNTRY	2007-03	Purchase	2008-03		2,733	2,765	Cost		-32	
7800 CALAMOS GLBL DYN INC FD	2007-08	Purchase	2008-03		78,727	111,036	Cost		-32,309	
7565 PIMCO TOTAL RET FD	2008-01	Purchase	2008-01		83,419	81,861	Cost		1,558	
3116 SSGA INT'L STK FD	2008-01	Purchase	2008-01		37,829	44,369	Cost		-6,540	
2410 PIMCO TOTAL RET FD	2008-01	Purchase	2008-01		26,580	25,198	Cost		1,382	
24052 BLACKROCK INT'L GRW FD	2008-01	Purchase	2008-01		130,807	142,810	Cost		-12,003	

TY 2008 Investments - Other Schedule

Name:

THE BARBARA GOEDE FOUNDATION

EIN:

36-4407528

Software ID:

08000091

Software Version:

2008v2.7

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
11,000 ULTRA PROSHARES UYG	AT COST	69,578	66,330
1085 WORLD MONITOR TR III SERIES J	AT COST	100,000	130,472
CAMPBELL STRATEGIC ALLOCATION FUND L.P.	AT COST	90,686	100,714
10,000 BLACKROCK PFD AND EQUITY ADV FD	AT COST	138,566	83,500
5,000 NUVEEN MULTI-CURRENCY ST GOV'T FD	AT COST	65,610	69,500
2,837 TCW DIV VALUE FD	AT COST	25,879	25,311
3,988 RIVERSOURCE MID CAP VALUE FD	AT COST	20,368	18,663
2,642 PIMCO TOTAL RETURN FD	AT COST	28,642	26,799
797 OPPENHEIMER INT'L GRW FD	AT COST	14,203	14,216
552 NEUBERGER & BERMAN SM CAP GRW FD	AT COST	6,925	6,655
817 MUNDER MID-CAP CORE GRW FD	AT COST	13,902	14,009
1,462 ARTIO INT'L EQUITY FD	AT COST	62,169	35,921
4,272 HOTCHKIS \$ WILEY CORE VALUE	AT COST	27,541	26,062
1,936 OAKMARK INT'L FD	AT COST	23,515	21,016
2,931 HARBOR INT'L GRW FD	AT COST	23,462	23,778
257 FRANKLIN VALUE INVS TR	AT COST	7,038	7,086
3,105 EATON VANCE BOSTON INC INST FD	AT COST	13,403	12,172
1,941 DWS CORE FIXED INC FD	AT COST	17,552	16,908
1456 BRANDYWINE BLUE FUND	AT COST	29,079	28,860
1692 QUANTITATIVE FOREIGN VAL FD	AT COST	26,960	16,133
1315 IVY FD GLOBAL NATL RES CL A	AT COST	22,735	13,921
1925 Columbia Marisco 21st Century Fd	AT COST	29,698	28,395
723 CRM MID CAP VALUE FD INSTL	AT COST	20,102	13,707
529 CAMBIAR CONQUISTADOR INV CL	AT COST	7,145	4,715
2403 WESTERN ASSET CORE BOND FD	AT COST	25,619	21,821
631 LEGG MASON VALUE TRUST	AT COST	40,393	18,995
1101 HARBOR SM CAP VAL INST FD	AT COST	19,713	14,596
8581 GOLDMAN SACHS FIN SQ MMKT FD	AT COST	8,581	8,581
1146 FMI FDS FOCUS FD	AT COST	30,290	19,176
631 CALAMOS INV GRW FD -A	AT COST	33,692	18,388

TY 2008 Other Expenses Schedule**Name:** THE BARBARA GOEDE FOUNDATION**EIN:** 36-4407528**Software ID:** 08000091**Software Version:** 2008v2.7

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	12,156	12,156		12,156

TY 2008 Other Income Schedule**Name:** THE BARBARA GOEDE FOUNDATION**EIN:** 36-4407528**Software ID:** 08000091**Software Version:** 2008v2.7

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
Ordinary loss from Ptr	-4,278		
Dividends	51,399		

TY 2008 Other Liabilities Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 08000091

Software Version: 2008v2.7

Description	Beginning of Year - Book Value	End of Year - Book Value
Margin loan		47,009