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990-PF TX3

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 (77)

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 May 1, 2008, and ending April 30, 20 09

G Check all that apply: Initial return Final return Amended return Address change Name change

Name of foundation: Maxine E. Spitler Foundation
Employer identification number: 364155172
Telephone number: (618) 783-3447
City or town, state, and ZIP code: Newton, IL 62448-0305

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) \$ 424,259.52
J Accounting method: Cash Accrual Other (specify)
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

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 page 11 of the instructions).)

Table with 4 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Adjusted net income of 19,724.23.

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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
<b>Assets</b>				
1 Cash—non-interest-bearing	24,907.82	12,421.19	12,421.19	
2 Savings and temporary cash investments				
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 page 15 of 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	1.31	93.78	93.78	
10a Investments—U.S. and state government obligations (attach schedule)				
b Investments—corporate stock (attach schedule)	520,980.70	514,399.97	411,744.55	
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)				
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)	545,889.83	526,914.94	424,259.52	
<b>Liabilities</b>				
17 Accounts payable and accrued expenses	33.70	38.58		
18 Grants payable	38,704.20	28,000.00		
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 ▶)				
23 Total liabilities (add lines 17 through 22)	38,737.70	28,038.58		
<b>Net Assets or Fund Balances</b>				
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
and complete lines 24 through 26 and lines 30 and 31.				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	604,247.89	604,247.89		
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	(97,095.76)	(105,371.53)		
30 Total net assets or fund balances (see page 17 of the instructions)	507,152.13	498,876.36		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	545,889.83	526,914.94		

**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	507,152.13
2 Enter amount from Part I, line 27a	2	< 8,275.77 >
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	498,876.36
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	498,876.36

**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			
b <i>ULTRA PETROLEUM STOCK 270 SH</i>	<i>P</i>	<i>10/29/04</i>	<i>6/5/08</i>
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b <i>25240.85</i>		<i>6580.73</i>	<i>18660.12</i>
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))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), 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	<i>18660.12</i>
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 pages 13 and 17 of 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 page 18 of 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	<i>38704.00</i>	<i>740831.86</i>	<i>5.224</i>
2006	<i>33988.00</i>	<i>651138.71</i>	<i>5.220</i>
2005	<i>34108.89</i>	<i>657074.91</i>	<i>5.191</i>
2004	<i>33641.07</i>	<i>645388.65</i>	<i>5.213</i>
2003	<i>37673.04</i>	<i>724401.89</i>	<i>5.201</i>

2 Total of line 1, column (d)	2	<i>26.049</i>
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	<i>5.2098</i>
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	<i>543992.45</i>
5 Multiply line 4 by line 3	5	<i>28340.92</i>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<i>197.24</i>
7 Add lines 5 and 6	7	<i>28538.16</i>
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.	8	<i>38704.00</i>

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	197	24
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-)	2		
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	197	24
6	Credits/Payments:			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	93	78
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	400	00
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	493	78
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	296	54
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> 296.54 Refunded <input type="checkbox"/>	11		0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

**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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Rita M. Kocher Telephone no. ▶ 618-783-3447 Located at ▶ 604 W. Jourdan - P.O. Box 305, Newton, IL ZIP+4 ▶ 62448-0305			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
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	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 page 20 of the instructions.)	2b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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	X

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 page 22 of the 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 page 22 of the instructions)? 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?  Yes  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?  Yes  No

5b		
6b		X
7b		

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 page 22 of 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
Rita M. Kocher P.O. Box 305, Newton, IL 62448	President 1/4 Hr.	-0-	-0-	-0-
Eileen C. Maneely 13842 Lake Mary Jane Rd. Orlando, FL 32832	Vice President -0-	-0-	-0-	-0-
Jane Ellen Smith 200 5th Ave., Newton, IL 62448	Secretary -0-	-0-	-0-	-0-
Amy Potts 634 Washington Bridgeport, IL 62417	Treasurer -0-	-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of 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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see page 23 of 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.

Expenses
1 - NONE - ONLY GRANTS MADE

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount
1 -NONE -
All other program-related investments. See page 24 of the instructions

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	539,422.78
b	Average of monthly cash balances	1b	12,853.82
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	552,276.60
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	552,276.60
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	8,284.15
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	543,992.45
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	27,199.62

**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	27,199.62
2a	Tax on investment income for 2008 from Part VI, line 5	2a	197.24
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	197.24
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,002.38
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,002.38
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,002.38

**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	38,704.00
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	38,704.00
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	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	38,704.00

**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				27002.38
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			- 0 -	
b Total for prior years: 20____, 20____, 20____		- 0 -		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	3954.23			
b From 2004	1425.61			
c From 2005	1455.80			
d From 2006	4180.55			
e From 2007	2469.94			
f Total of lines 3a through e	13486.13			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ 38704.00				
a Applied to 2007, but not more than line 2a			- 0 -	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		- 0 -		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				38704.00
e Remaining amount distributed out of corpus				
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	13486.13			
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 page 27 of the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	3954.23			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	9531.90			
10 Analysis of line 9:				
a Excess from 2004	1425.61			
b Excess from 2005	1455.80			
c Excess from 2006	4180.55			
d Excess from 2007	2469.94			
e Excess from 2008				

**Part XIV Private Operating Foundations** (see page 27 of 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 ▶

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section  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 1/2 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 foundation had \$5,000 or more in assets at any time during the year—see page 27 of 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).)

NONE

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.

NONE

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of 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: Phone: 618-783-3447

Rita M. Kocher, Certified Public Accountant, P.O. Box 305, Newton, IL 62448-0305

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

Applicants are given detailed application procedures in writing upon request.

c Any submission deadlines:  
May 31st of each year.

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

To 501(c)3 organizations benefitting youth or youth activities or for care and prevention of cruelty to animals, located in Jasper and Lawrence County, Illinois.

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	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
a Paid during the year 6/08				
(1) LAWRENCEVILLE TENNIS LEAGUE	N/A	SDIC(3)	TENNIS BALL MACHINE	3500.00
(2) BRIDGEPORT GRADE SCHOOL	N/A	SCHOOL	UPDATE BIOGRAPHY SECTION SCHOOL LIBRARY	963.00
(3) DAWG ATHLETICS	N/A	SDIC(3)	EQUIP FOR JR PRO FOOTBALL PROGRAM	3200.00
(4) ARC COMM SUPPORT SYSTEM	N/A	SDIC(3)	FOR KID'S FAIR IN JASPER AND LAWRENCE COUNTY	1000.00
(5) LAWRENCE CO. MEM HOSPITAL	N/A	COUNTY	EQUIP FOR PEDIATRIC PATIENTS	3511.00
(6) ST THOMAS SCHOOL	N/A	CHURCH-SCHOOL	2 SMART BOARDS	4000.00
(7) ST FRANCISVILLE CHRISTIAN ACADEMY	N/A	SCHOOL	3 SMART BOARDS AND AUDIO SYSTEMS	14800.00
(8) SUNRISE YOUTH CENTER	N/A	SDIC(3)	FOR YOUTH SOCCER PROGRAM - PAIR OF NETS FOR GOALS & ANCHORS	1000.00
(9) RED HILL JR HIGH ART DEPT	N/A	SCHOOL	DULCIMER KITS	830.00
(10) JASPER CO BOYS & GIRLS PARK	N/A	SDIC(3)	LABOR COST TO RESTORE BACKSTOP AND FENCING @ BALLPARK	3200.00
(11) CHAUNCEY COMMUNITY BALL LEAGUE	N/A	SDIC(3)	FENCING & GRAVEL AROUND BACKSTOP	2700.00
<b>Total</b>				<b>38704.00</b>

b Approved for future payment 6/09				
(1) RED HILL CUSD #10	N/A	SCHOOL	BRIDGEPORT GRADE SCHOOL LIBRARY	900.00
(2) KID'S SHOPPING DAY OF LAWRENCE CO.	N/A	SDIC(3)	2009 KID'S SHOPPING DAY	1000.00
(3) SUNRISE YOUTH CENTER	N/A	SDIC(3)	YOUTH SOCCER PROGRAM EQUIP	1000.00
(4) ST FRANCISVILLE COMM IMPROV CORP	N/A	SDIC(3)	TENNIS COURT RESURFACING	4000.00
(5) JASPER CO BOYS & GIRLS PARK	N/A	SDIC(3)	FUNDING TO A 40' BATTING CAGE	1000.00
(6) STE MARIE ELEM SCHOOL PTD	N/A	SCHOOL	32 RESPONDERS, RF RECEIVER	2322.00
(7) CITY OF NEWTON	N/A	MUNICIPALITY	TODDLER SLIDE AT AQUATIC CENTER	3000.00
(8) ST THOMAS SCHOOL	N/A	CHURCH-SCHOOL	2 SETS OF 4 COMPUTER STATIONS	2696.00
(9) CITY OF SUMNER	N/A	MUNICIPALITY	PLAYGROUND EQUIP AT CITY PARK	10294.00
(10) RED HILL JR HI SCHOLASTIC BOWL TEAM	N/A	SCHOOL	QUICK PRO DELUXE BUZZER/LOCKOUT SYST	500.00
(11) CHAUNCEY COMM BALL LEAGUE	N/A	SDIC(3)	CABINETS & WORKSPACE IN CONCESSIONS	1288.00
<b>Total</b>				<b>28000.00</b>





Maxine E. Spitler Foundation  
P.O. Box 305  
Newton, IL 62448  
FYE 04/30/09  
FEIN 36-4155172

Form 990-PF - Part I - Line 16(b):

\* Accounting Fees \$ 1,800.00

Form 990-PF - Part I - Line 23 - Other Expenses:

Advertising	\$ 60.00
Meeting Expense	157.29
Filing Fees	25.00
Excise Tax	807.53
Investment Service Charges	2,766.02
Postage	54.48
Director Travel Fees	530.65
Dues	495.00
	<u>\$ 4,895.97</u>

Form 990-PF - Part I - Line 25 - Column (d):

Actual Cash Disbursement Of  
Contribution Payable @ 04/30/08 \$38,704.00

\*Accounting Fees were paid to the firm of Rita M. Kocher, Certified  
Public Accountant.

Maxine E. Spittler Foundation  
P. O. Box 305  
Newton, IL 62448  
FYE 04/30/09  
FEIN 36-4155172

Form 990-PF - Part II - Line 10(b) - Investments - Corporate Stock:  
Part "A"

	(A) Beginning Of Year At Book Value <u>At May 1, 2008</u>
Coca Cola	\$ 54,800.00
Fifth Third	87,073.82
Mosaic Company	51,244.35
Monsanto	44,247.86
Zimmer Holdings	3,562.47
<hr/>	
General Electric	18,879.95
Noble Energy	9,934.00
I Shares Trust S&P Small cap 600	23,228.00
Peabody Energy	30,506.57
I Shares TR MSCI EAFE Index	25,164.00
I Shares TR Russell 1000 Index	47,582.60
Ultra Petroleum	77,285.81
I Shares Tr S&P Global Info	24,944.00
Patriot Coal	2,228.27
John Hancock PFD Inc Fd	<u>20,299.00</u>
Cost Basis Of Stock Held	<u>\$520,980.70</u>

Maxine E. Spitler Foundation  
P. O. Box 305  
Newton, IL 62448  
FYE 04/30/09  
FEIN 36-4155172

Form 990-PF - Part II - Line 10(b) - Investments - Corporate Stock:  
Part "B"

	(B) End of Year At Book Value <u>April 30, 2009</u>
Cola Cola	\$ 54,800.00
Fifth Third	87,073.82
Mosaic Company	51,244.35
Monsanto	44,247.86
Zimmer Holdings	3,562.47
General Electric	18,879.95
Noble Energy	9,934.00
Ultra Petroleum	70,705.08
I Shares Trust S&P Sm Cap 600	23,228.00
I Shares Tr S&P Global Info	24,944.00
I Shares Tr MSCI EAFE Index	25,164.00
I Shares Tr Russell 1000 Index	47,582.60
Patriot Coal	2,228.27
John Hancock Pfd Inc Fd	20,299.00
Peabody Energy	<u>30,506.57</u>
Total Cost Basis In Stock Held 04/30/09	<u>\$514,399.97</u>

Maxine E. Spitler Foundation  
P. O. Box 305  
Newton, IL 62448  
FYE 04/30/09  
FEIN 36-4155172

Form 990-PF - Part II - Line 10(b) - Investments - Corporate Stock:  
Part "C"

	(C) Fair Market Value <u>At April 30, 2009</u>
Coca Cola	\$ 34,440.00
Fifth Third	11,939.20
General Electric	8,222.50
Ultra Petroleum	115,774.00
<del>Zimmer Holdings</del>	<del>8,798.00</del>
I Shares Tr S&P Smallcap 600	17,188.00
Monsanto	73,005.40
Mosaic Company	38,225.25
Noble Energy	11,350.00
I Shares Tr S&P Global Info	18,193.30
I Shares Tr MSCI EAFE Index	14,252.80
I Shares Tr Russell 1000 Index	29,164.10
Patriot Coal	1,071.00
John Hancock Pfd Inc Fd	9,009.00
Peabody Energy	<u>21,112.00</u>
Total At Market Value At 04/30/09	<u><u>\$411,744.55</u></u>

Maxine E. Spitler Foundation  
P.O. Box 305  
Newton, IL 62448  
FYE 04/30/09  
FEIN 36-4155172

Form 990-PF - Part VIII - Line 1:

John Chapman  
8710 SW 186 St.  
Miami, FL 33157

Director -0- Hrs.                   -0- Compensation  
-0- Contribution To Pension Plan and  
-0- Expense Account.