Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 7/1/2008 **, and ending** 6/30/2009

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 Carl Marks Foundation Inc.

Number and street (or P O box number if mail is not delivered to street address): c/o Foundation Source, 501 Silverside Road — Room/suite: 123

City or town, state, and ZIP code: Wilmington DE 19809-1377

A Employer identification number: 13-6169215

B Telephone number (see page 10 of the instructions): (800) 839-1754

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)* ▶ $ 21,987,952

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 page 11 of 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	37,187	37,187		
4	Dividends and interest from securities	128,866	128,866		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	180,607			
b	Gross sales price for all assets on line 6a 3,023,217				
7	Capital gain net income (from Part IV, line 2)		180,607		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	7,038	7,038		
12	**Total.** Add lines 1 through 11	353,698	353,698		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages	77,735			77,735
15	Pension plans, employee benefits	3,060			3,060
16 a	Legal fees (attach schedule)	33,574			33,574
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	326,462			326,462
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	21,686	6,610		
19	Depreciation (attach schedule) and depletion				
20	Occupancy	19,004			19,004
21	Travel, conferences, and meetings	14,659			14,659
22	Printing and publications	707			707
23	Other expenses (attach schedule)	57,279	3,762		53,517
24	**Total operating and administrative expenses.** Add lines 13 through 23	554,166	10,372		528,718
25	Contributions, gifts, grants paid	1,191,025			1,191,025
26	**Total expenses and disbursements.** Add lines 24 and 25	1,745,191	10,372		1,719,743
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-1,391,493			
b	**Net investment income** (if negative, enter -0-)		343,326		
c	**Adjusted net income** (if negative, enter -0-)				

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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.)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	5,991,416	1,176,618	1,176,618
	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			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	18,508,594	21,912,819	19,968,635
	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)	778,461	797,541	842,699
	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)	25,278,471	23,886,978	21,987,952
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
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			
	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	25,278,471	23,886,978	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	25,278,471	23,886,978	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	25,278,471	23,886,978	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	25,278,471
2	Enter amount from Part I, line 27a	2	-1,391,493
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	23,886,978
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,886,978

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	Publicly-traded Securities	P	Various	Various
b	Passthrough K1 Capital Gain	P	Various	Various
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	3,008,584		2,842,610	165,974
b	14,633		0	14,633
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	180,607
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	1,483,459	35,095,955	0.042269
2006	1,351,113	30,824,038	0.043833
2005	1,201,302	28,274,636	0.042487
2004	1,071,879	25,115,526	0.042678
2003	858,001	22,685,475	0.037822

2 **Total** of line 1, column (d)	2	0 209089
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	0.041818
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	23,405,369
5 Multiply line 4 by line 3	5	978,766
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,433
7 Add lines 5 and 6	7	982,199
8 Enter qualifying distributions from Part XII, line 4	8	1,719,743

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b		1	3,433
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	0
3 Add lines 1 and 2		3	3,433
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	3,433
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a: 7,500		
b Exempt foreign organizations—tax withheld at source	6b:		
c Tax paid with application for extension of time to file (Form 8868)	6c: 0		
d Backup withholding erroneously withheld	6d:		
7 Total credits and payments. Add lines 6a through 6d		7	7,500
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	0
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,067
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 4,067 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
*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?	1c		X
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?	2	X	
If "Yes," attach a detailed description of the activities. SEE DIRECT CHARITABLE ACTIVITIES STATEMENT			
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*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • 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?	6	X	
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.*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY			
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*	8b	X	
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 on page 27)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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?	13	X	

Website address ▶

14 The books are in care of ▶ c/o Foundation Source Telephone no ▶ (800) 839-1754

Located at ▶ 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 ▶ 19809-1377

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 N/A

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.

			Line	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 page 20 of the instructions)?		1b	N/A	
	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		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?	☐ Yes ☒ 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	N/A	
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?	☐ Yes ☒ 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	N/A	
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)? **5b** N/A

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: X

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** N/A

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
SEE ATTACHMENT				

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
NONE				

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
Marks Family Foundation 900 Third Ave - 33rd Floor New York NY 10022	Philanthropic Services	80,499
Ellen Furnari 2230 Lisa Lane Pleasant Hill CA 94523	Philanthropic Services	51,762

Total number of others receiving over $50,000 for professional services ▶ 0

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 SEE STATEMENT	239,105
2	
3	
4	

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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	0

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	20,393,385
b	Average of monthly cash balances	1b	2,594,436
c	Fair market value of all other assets (see page 24 of the instructions)	1c	773,975
d	**Total** (add lines 1a, b, and c)	1d	23,761,796
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	23,761,796
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	356,427
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,405,369
6	**Minimum investment return.** Enter 5% of line 5	6	1,169,714

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	1,169,714
2a	Tax on investment income for 2008 from Part VI, line 5	2a	3,433		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,433
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,166,281
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	1,166,281
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,166,281

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	1,719,743
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
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	1,719,743
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	3,433
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,716,310

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				1,166,281
2	Undistributed income, if any, as of the end of 2007:				
a	Enter amount for 2007 only			1,713,106	
b	Total for prior years: 20 ____, 20 ____, 20 ___		0		
3	Excess distributions carryover, if any, to 2008:				
a	From 2003				
b	From 2004				
c	From 2005				
d	From 2006				
e	From 2007				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 1,719,743				
a	Applied to 2007, but not more than line 2a			1,713,106	
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				6,637
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
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			0	
f	Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				1,159,644
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)	0			
9	**Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9:				
a	Excess from 2004 — 0				
b	Excess from 2005 — 0				
c	Excess from 2006 — 0				
d	Excess from 2007 — 0				
e	Excess from 2008 — 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

Andrew M. Boas Mark Claster

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:

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 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* SEE ATTACHMENT				
Total ▶ 3a				1,191,025
b *Approved for future payment* NONE				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of 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			14	37,187	
4 Dividends and interest from securities			14	128,866	
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			18	180,607	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a K-1 Pass-Through Income			14	7,038	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		353,698	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 353,698

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
	N/A

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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 foundation. 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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1		NONE	

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
N/A		

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.

Signature of officer or trustee — Date: 5/10/10 — Title: Co-President

Paid Preparer's Use Only

Preparer's signature	Jeffrey D. Haskell	Date 05/07/2010	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	FOUNDATION SOURCE 55 WALLS DRIVE, FAIRFIELD, CT 06824			EIN Phone no. (800) 839-1754

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 11 – Other Income

Asset Description	Line 11 - Column (a) Revenue and Expenses Per Books	Line 11 - Column (b) Net Investment Income
POST ROAD VALUE FUND LP K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	$7,038	$7,038
TOTAL OTHER INCOME	**$7,038**	**$7,038**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 16a – Legal Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
GENERAL GOVERNANCE MATTERS AND COUNSELING	$31,055	$0	-	$31,055
LEGAL SERVICES	$2,519	$0	-	$2,519
TOTAL:	**$33,574**	**$0**	-	**$33,574**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 16c – Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
CONSULTING SERVICES	$219,597	$0	-	$219,597
PHILANTHROPIC SERVICES	$106,865	$0	-	$106,865
TOTAL:	**$326,462**	**$0**	-	**$326,462**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 18 – Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ESTIMATED TAX FOR 2009	$7,500	$0	-	$0
EXCISE TAX FOR 2008	$7,576	$0	-	$0
FOREIGN TAX PAID	$6,610	$6,610	-	$0
TOTAL:	**$21,686**	**$6,610**	-	**$0**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 23 – Other expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ADMINISTRATIVE FEES	$48,158	$0	-	$48,158
BANK CHARGE	$1,171	$1,171	-	$0
DEVELOP AND MAINTAIN FOUNDATION'S WEBSITE	$612	$0	-	$612
K-1 PASS-THROUGH EXPENSES POST ROAD VALUE FUND LP	$2,591	$2,591	-	$0
OFFICE SUPPLIES	$3,747	$0	-	$3,747
STATE OR LOCAL FILING FEES	$1,000	$0	-	$1,000
TOTAL:	$57,279	$3,762	-	$53,517

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol		Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
667005	BARON RETIREMENT INCOME FUND (BRIFX)		$5,912,879 00	$4,662,366.10
6714	CUBAN ELECTRIC CO (CGAR.PK)		$0 00	$33,570 00
3338	CONOCOPHILLIPS (COP)		$50,172 28	$140,396.28
16668	ENCANA CORP (ECA)		$516,486 08	$824,565.96
79300	FOREST CITY ENTERPRISES CL A (FCE-A)		$2,589,152 19	$523,380 00
2356	FRANCISCO IND INC (FRAN PK)		$1,767 00	$117 80
14415	ICF INTERNATIONAL, INC (ICFI)		$251,756 56	$397,709.85
160000	JEFFERIES GROUP INC (JEF)		$2,792,926 00	$3,412,800 00
12600	JOHNSON & JOHNSON (JNJ)		$628,652.00	$715,680 00
15862	KANSAS CITY SOUTHERN (KSU)		$162,476 05	$255,536.82
238300	LEUCADIA NATL CORP (LUK)		$2,882,437.58	$5,025,747 00
153000	NABORS INDUSTRIES LTD (NBR)		$2,179,684 90	$2,383,740 00
6600	ROYAL DUTCH SHELL PLC (RDS-A)		$396,231.20	$331,254 00
125300	U S G CP (USG)		$3,548,198.50	$1,261,771 00
		TOTAL	**$21,912,819**	**$19,968,635**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part II, Line 13 - Investments - Other

Asset Description	Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value
Post Road Value Fund LP (52-2316386)	$797,541 00	$842,699.00
TOTAL INVESTMENTS - OTHER	**$797,541**	**$842,699**

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part VIII, Line 1 - List all foundation 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
Andrew M Boas c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	President / Director hour(s) per week	$0.00	$0.00	$0 00
Rick Boas c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1 <1	Vice President / Director hour(s) per week President of Korean Unwed Mothers Network, LLC, a disregarded entity owned by the Foundation hour(s) per week	$0 00	$0 00	$0.00
Susan B Claster c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Vice President / Director hour(s) per week	$0 00	$0.00	$0.00
Marjone Boas-Levins c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Director hour(s) per week	$0.00	$0 00	$0.00
Mark Claster c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Director hour(s) per week	$0 00	$0.00	$0 00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

Form 990-PF, Part VIII, Line 1 - List all foundation 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
Carol L Boas c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Secretary / Assistant Treasurer hour(s) per week	$0 00	$0 00	$0.00
Jack Levins c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Assistant Secretary / Assistant Treasurer hour(s) per week	$0 00	$0.00	$0 00
Carol A Boas c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1	Treasurer hour(s) per week	$0 00	$0 00	$0.00

The Carl Marks Foundation, Inc.
EIN 13-6169215
Taxable Year Ending June 30, 2009
Form 990-PF. Part IX-A, Line 1
Summary of Direct Charitable Activities

The Korean Unwed Mothers Support Network (http://www.kumsn.org) advocates for the rights of unwed pregnant women, unwed mothers and their children in Korea. The Network works to educate, inform and promote discussion about the difficulties facing unwed mothers and their children in Korea in order to elevate their economic, political and social potential in society. Its goal is to enable Korean women to have sufficient resources and support to keep their babies if they choose, and thrive in Korean society, rather than feel compelled to give up their children for adoption or risk a life of poverty.

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

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

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 BETTER CHANCE OF WESTPORT INC PO BOX 2153, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
ABRAHAM JOSHUA HESCHEL SCHOOL 20 W END AVE, NEW YORK, NY 10023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
ACHIEVEMENT FIRST INC, ACHIEVEMENT FIRST BRIDGEPORT ACADEMY 403 JAMES STREET, NEW HAVEN, CT 06513	N/A	509(a)(1)	ACHIEVEMENT FIRST BRIDGEPORT ACADEMY DIVISION	$5,000.00
ALLIED JEWISH FEDERATION OF COLORADO 300 S. DAHLIA ST #300, DENVER, CO 80246	N/A	509(a)(1)	FEDERATION FLAGSHIP FUND	$10,000 00
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION 225 N MICHIGAN AVE STE 1700, CHICAGO, IL 60601	N/A	509(a)(1)	CHARITABLE EVENT	$2,500.00
AMERICAN CIVIL LIBERTIES UNION FUND OF THE NATIONAL CAPITAL AREA 1400 20TH ST NW STE 119, WASHINGTON, DC 20036	N/A	509(a)(1)	COMPUTERIZED LEGAL RESEARCH PROGRAM	$3,000.00
AMERICAN FRIENDS OF LIVNOT ULEHIBANOT P O. BOX 811715, BOCA RATON, FL 33481	N/A	509(a)(1)	SHABBAT IN ISRAEL PROGRAM	$500 00
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY INC ONE BATTERY PARK PLAZA, NEW YORK, NY 10004	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,000 00

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

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
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE INC 711 THIRD AVE, NEW YORK, NY 10017	N/A	509(a)(1)	INTER-AGENCY TASK FORCE ON ISRAELI ARAB ISSUES	$10,000 00
AMERICAN SUPPORTERS OF YEDID INC 245 5TH AVE RM 602, NEW YORK, NY 10016	N/A	509(a)(2)	FIVE CITIZENS RIGHTS CENTER PROGRAM	$80,000 00
ANTI-DEFAMATION LEAGUE OF BNAI BRITH - CONNECTICUT REGIONAL OFFICE 1952 WHITNEY AVE, 3RD FLOOR, HAMDEN, CT 06517	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$15,000.00
BETHEL RECOVERY CENTER INC 1037 SYLVAN AVE, BRIDGEPORT, CT 06606	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
BREAST CANCER EMERGENCY AID FOUNDATION PO BOX 616, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500.00
BUILDERS BEYOND BORDERS 8 WILLARD RD , NORWALK, CT 06851	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$8,300 00
CANTERBURY SCHOOL INCORPORATED 101 ASPETUCK AVE, NEW MILFORD, CT 06776	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
CHABAD LUBAVITCH OF WESTPORT 39 SNIFFEN RD, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500.00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

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

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
CHERRY CREEK SCHOOL DISTRICT PARENT TEACHER COMMUNITY COUNCIL INC 19100 E BATES AVE, AURORA, CO 80013	N/A	509(a)(2)	HIGH PLAINS PTCO UNDERWRITING CAMPAIGN	$6,000 00
CLASP HOMES INC 246 POST RD EAST, WESTPORT, CT 06880	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$12,000 00
CONNECTICUT ASSOCIATION FOR HUMAN SERVICES INC 110 BARTHOLOMEW AVENUE, HARTFORD, CT 06106	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,000 00
CONNECTICUT HOSPICE INC 100 DOUBLE BEACH RD, BRANFORD, CT 06405	N/A	509(a)(1)	FAY FUND	$20,000 00
DISABLED AMERICAN VETERANS CHARITABLE SERVICE TRUST 3725 ALEXANDRIA PIKE, COLD SPRING, KY 41076	N/A	509(a)(1)	WORK OPPORTUNITIES FOR DISABLED VETERANS PROGRAM	$3,000 00
DON MONTI MEMORIAL RESEARCH FOUNDATION COLD SPRING HARBOR LABORATORY, COLD SPRING HARBOR, NY 11724	N/A	509(a)(2)	CHARITABLE EVENT	$1,200 00
DUKE UNIVERSITY BOX 104132, DURHAM, NC 27708	N/A	509(a)(1)	ANNUAL FUND	$50,000.00
EDITH AND CARL MARKS JEWISH COMMUNITY HOUSE OF BENSONHURST INC 7802 BAY PKWY, BROOKLYN, NY 11214	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$50,000 00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

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

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
EDITH AND CARL MARKS JEWISH COMMUNITY HOUSE OF BENSONHURST INC 7802 BAY PKWY, BROOKLYN, NY 11214	N/A	509(a)(1)	ANNUAL FUND	$6,000 00
FIGURE SKATING IN HARLEM INC 361 W 125TH ST 4TH FLOOR, NEW YORK, NY 10027	N/A	509(a)(1)	PROGRAM ENHANCEMENTS DIVISION	$40,000.00
FRIENDS OF BURLEY 1630 W BARRY AVE, CHICAGO, IL 60657	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$12,000 00
FRIENDS OF KOREA INC 874 PHILLIP CT, EL DORADO HLS, CA 95762	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
FRIENDS OF YEMIN ORDE INC 4501 CONNECTICUT AVE NW, WASHINGTON, DC 20008	N/A	509(a)(1)	GRADUATE SUPPORT PROGRAM	$50,000 00
GLOBAL JUSTICE ECOLOGY PROJECT INC PO BOX 412, HINESBURG, VT 05461	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$8,000.00
GREAT NECK MANHASSET COMMUNITY 3 SAINT PAULS PL, GREAT NECK, NY 11021	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
HABITAT FOR HUMANITY OF COASTAL FAIRFIELD COUNTY INC 1470 BARNUM AVENUE, BRIDGEPORT, CT 06610	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000.00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2009

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

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
HADASSAH FOUNDATION INC 50 W 58TH ST, NEW YORK, NY 10019	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,800 00
HARLEM CHILDRENS ZONE INC 35 E 125TH ST, NEW YORK, NY 10035	N/A	509(a)(2)	COLLEGE SUCCESS PROGRAM	$50,000.00
HENRY STREET SETTLEMENT 265 HENRY ST, NEW YORK, NY 10002	N/A	509(a)(1)	YOUTH SERVICES DIVISION	$50,000.00
HILLEL THE FOUNDATION FOR JEWISH CAMPUS LIFE G34 ANABEL TAYLOR HALL CORNELL UVTY, ITHACA, NY 14853	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
HUMAN RIGHTS WATCH INC 350 FIFTH AVE, NEW YORK, NY 10118	N/A	509(a)(1)	CHILDREN'S DIVISION	$5,000.00
INMOTION INC 70 W 36TH ST RM 903, NEW YORK, NY 10018	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
INSTITUTE FOR NEURODEGENERATIVE DISORDERS INC 645 ELLISWORTH MD, NEW HAVEN, CT 06511	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100.00
INTERFAITH HOUSING ASSOCIATION OF WESTPORT AND WESTON INC 49 RICHMONDVILLE AVE STE 112, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,500 00

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

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
INTERFAITH NUTRITION NETWORK 211 FULTON AVE, HEMPSTEAD, NY 11550	N/A	509(a)(1)	NORTH SHORE INN PROGRAM	$5,400 00
INTERFAITH NUTRITION NETWORK 211 FULTON AVE, HEMPSTEAD, NY 11550	N/A	509(a)(1)	CHARITABLE EVENT	$5,000.00
ISRAEL TENNIS CENTER JUNCTION VILLAGE GREEN, PO 51, RAMAT HASHARON, 47100	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500.00
ISRAEL21C 15233 VENTURA BLVD STE 1108, SHERMAN OAKS, CA 91403	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500.00
J KIRBY SIMON FOREIGN SERVICE TR 82 EDGEHILL RD, NEW HAVEN, CT 06511	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
JEWISH FEDERATION OF PALM BEACH COUNTY INC 4601 COMMUNITY DRIVE, WEST PALM BEACH, FL 33417	N/A	509(a)(1)	$7,000 GENERAL & UNRESTRICTED, $500 FOR HEBREW LOAN SOCIETY	$7,500.00
JEWISH FEDERATION OF SOUTH PALM BEACH COUNTY INC 9901 DONNA KLEIN BLVD, BOCA RATON, FL 33428	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
JEWISH THEOLOGICAL SEMINARY OF AMERICA 3080 BROADWAY, NEW YORK, NY 10027	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,200 00

The Carl Marks Foundation Inc.
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
JEWISH WAR VETERANS USA NATIONAL MEMORIAL INC 1811 R ST NW, WASHINGTON, DC 20009	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,500 00
JUILLIARD SCHOOL 60 LINCOLN CENTER PLZA RM 229, NEW YORK, NY 10023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
KIDS OF NYU FOUNDATION INC 902 BROADWAY STE 1603, NEW YORK, NY 10010	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
LEUKEMIA & LYMPHOMA SOCIETY INC 1311 MAMARONECK AVENUE, WHITE PLAINS, NY 10605	N/A	509(a)(1)	CHARITABLE EVENT	$500.00
MASSACHUSETTS GENERAL HOSPITAL 55 FRUIT ST, BOSTON, MA 02114	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
METROPOLITAN OPERA ASSOCIATION INC LINCOLN CENTER, NEW YORK, NY 10023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$8,000 00
NAACP NEW YORK CITY ACT-SO 270 WEST 96TH STREET, NEW YORK, NY 10025	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00
NEW HEIGHTS YOUTH INC 2576 BROADWAY, PMB 213, NEW YORK, NY 10025	N/A	509(a)(1)	COLLEGE ASSIST PROGRAM	$50,000 00

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OPERATION HOPE OF FAIRFIELD INC 50 NICHOLS ST, FAIRFIELD, CT 06824	N/A	509(a)(1)	CHARITABLE EVENT	$5,000.00
OXALOSIS AND HYPEROXALURIA FOUNDATION 201 E 19TH STREET, NEW YORK, NY 10003	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,500.00
OYEBOG TENNIS ACADEMY INC PO BOX 96, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
PALM BEACH COUNTRY CLUB FOUNDATION INC 760 N OCEAN BLVD, PALM BEACH, FL 33480	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
PARTNERSHIP FOR THE HOMELESS 305 7TH AVE 13TH FLOOR, NEW YORK, NY 10001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$225 00
QUEENS COLLEGE FOUNDATION INC 6530 KISSENA BLVD, FLUSHING, NY 11367	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
REGIONAL YOUTH ADULT SUBSTANCE ABUSE PROGRAM INC 2470 FAIRFIELD AVE, BRIDGEPORT, CT 06605	N/A	509(a)(1)	CHARITABLE EVENT	$1,200 00
RIVERKEEPER INC 828 SOUTH BROADWAY, TARRYTOWN, NY 10591	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000.00

The Carl Marks Foundation Inc.
EIN: 13-6169215
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ROCKING THE BOAT INC 60 E 174TH ST, BRONX, NY 10452	N/A	509(a)(1)	CAPITAL CAMPAIGN	$86,500.00
ROGER WILLIAMS UNIVERSITY RWU BOX 6465 ONE OLD FERRY ROAD, BRISTOL, RI 02809	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$15,000 00
ROW NEW YORK 10-27 46TH AVE STE 101, LONG ISLAND CITY, NY 11101	N/A	509(a)(1)	SUPPORT AND SUSTAIN EXPANSION INITIATIVE	$30,000 00
SAY YES TO EDUCATION 3451 WALNUT ST RM 329, PHILADELPHIA, PA 19104	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$12,500 00
SOUTH EAST CONSORTIUM FOR SPECIAL SERVICES INC 740 WEST BOSTON POST RD, MAMARONECK, NY 10543	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$15,000 00
SPECIAL OLYMPICS NEW YORK INC - HUDSON VALLEY REGION P O BOX 744, HOLMES, NY 12531	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
STAPLES HIGH SCHOOL TUITION GRANTS COMMITTEE INC PO BOX 5159, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
STREETSQUASH INC 40 WEST 116TH STREET, NEW YORK, NY 10026	N/A	509(a)(1)	ALUMNI PROGRAM	$50,000 00

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TEACH FOR AMERICA - CONNECTICUT 142 TEMPLE STREET, NEW HAVEN, CT 06511	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$50,000.00
TEMPLE BETH EL OF GREAT NECK 5 OLD MILL RD, GREAT NECK, NY 11023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
TESS PARENT ASSOCIATION 208 FLAX HILL RD APT 26, NORWALK, CT 06854	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500.00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,100.00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	KOL NIDRE FUND	$3,000.00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	SHARE THE PIE PROGRAM	$400 00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	REBECCA CHUSID TOY DRIVE	$500 00
THE INSTITUTE FOR THE ADVACEMENT OF EDUCATION IN JAFFA INC 171-06 76TH AVENUE, FLUSHING, NY 11366	N/A	509(a)(1)	BEIT RUTH HOSTEL FOR AT-RISK GIRLS	$50,000 00

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THE LEUKEMIA & LYMPHOMA SOCIETY INC , NEW YORK CITY CHAPTER 475 PARK AVENUE SOUTH, 8TH FLOOR, NEW YORK, NY 10016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$4,000 00
THE MULTIPLE MYELOMA RESEARCH FOUNDATION INC 383 MAIN AVE FL 5, NORWALK, CT 06851	N/A	509(a)(1)	CHARITABLE EVENT	$1,000.00
TOWN OF PALM BEACH UNITED WAY INC 44 COCOANUT ROW 201, PALM BEACH, FL 33480	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
TULANE UNIVERSITY 6823 ST CHARLES AVE, NEW ORLEANS, LA 70118	N/A	509(a)(1)	PAYSON FUND	$1,000 00
UJA-FEDERATION WESTPORT-WESTON- WILTON-NORWALK 431 POST ROAD EAST, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$20,000.00
UNITED JEWISH APPEAL FEDERATION OF JEWISH PHILANTHROPIES OF NY INC 130 E 59TH ST, NEW YORK, NY 10022	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100,000.00
UNITED JEWISH APPEAL FEDERATION OF JEWISH PHILANTHROPIES OF NY INC 130 E 59TH ST, NEW YORK, NY 10022	N/A	509(a)(1)	ANNUAL FUND	$36,000 00
UNITED JEWISH APPEAL FEDERATION OF JEWISH PHILANTHROPIES OF NY INC 130 E 59TH ST, NEW YORK, NY 10022	N/A	509(a)(1)	LI CUBA MISSION-DAY CAMP FUND	$1,000 00

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UNITED JEWISH APPEAL FEDERATION OF JEWISH PHILANTHROPIES OF NY INC 130 E 59TH ST, NEW YORK, NY 10022	N/A	509(a)(1)	WOMEN'S CAMPAIGN/LIONS OF JUDAH	$6,000.00
UNITED WAY OF COASTAL FAIRFIELD COUNTY INC 75 WASHINGTON AVE, BRIDGEPORT, CT 06604	N/A	509(a)(1)	WESTPORT WARM-UP FUND	$3,000.00
UNITED WAY OF WESTPORT WESTON INC PO BOX 412, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
UNIVERSITY OF COLORADO FOUNDATION PO BOX 6511, AURORA, CO 80045	N/A	509(a)(1)	THE GIFT OF LIFE AND BREATH CAMPAIGN	$1,000.00
URBAN DOVE INC 40 EXCHANGE PL STE 501, NEW YORK, NY 10005	N/A	509(a)(1)	BRONX REGIONAL PROGRAM OFFICE	$50,000 00
WALL STREET SYNAGOGUE INC 47 BEEKMAN ST, NEW YORK, NY 10038	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00
WESTPORT BOARD OF EDUCATION 110 MYRTLE AVENUE, WESTPORT, CT 06880	N/A	509(a)(1)	OPEN CHOICE PROGRAM	$1,000.00
WESTPORT LIBRARY ASSOC ARNOLD BERNHARD PLAZA, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00

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YALE NEW HAVEN HOSPITAL 20 YORK ST, NEW HAVEN, CT 06504	N/A	509(a)(1)	REBECCA AND HILLARY FUND	$1,000 00
YALE UNIVERSITY CORPORATE & FOUNDATION RELATIONS157 CHURCH STREET PO BOX 7611, NEW HAVEN, CT 06519	N/A	509(a)(1)	CHARITABLE EVENT	$3,000.00
YALE UNIVERSITY CORPORATE & FOUNDATION RELATIONS157 CHURCH STREET PO BOX 7611, NEW HAVEN, CT 06519	N/A	509(a)(1)	CHARITABLE EVENT	$10,000 00
			TOTAL:	**$1,191,025**