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 11/01 **, 2008, and ending** 10/31 , 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 JOUKOWSKY FAMILY FOUNDATION

A Employer identification number: 13-3242753

Number and street (or P O box number if mail is not delivered to street address): 410 PARK AVENUE — Room/suite: 1610

B Telephone number (see page 10 of the instructions): (212) 355-3151

City or town, state, and ZIP code: NEW YORK, NY 10022-4407

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 [X] 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)* ▶ $ 20,185,733.

J Accounting method [ ] Cash [ ] Accrual
[X] Other (specify) MODIFIED CASH
(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	24,246.	24,246.		STMT 1
4	Dividends and interest from securities	60,528.	60,528.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	153,683.			
b	Gross sales price for all assets on line 6a 27,009,738.				
7	Capital gain net income (from Part IV, line 2)		153,683.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	5,986.	5,908.		STMT 3
12	**Total.** Add lines 1 through 11	244,443.	244,365.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	512,765.	25,638.		487,127.
14	Other employee salaries and wages	226,608.	2,132.		224,476.
15	Pension plans, employee benefits	101,936.	2,845.		99,091.
16a	Legal fees (attach schedule) STMT 4	12,500.			12,500.
b	Accounting fees (attach schedule) STMT 5	20,635.	3,538.		17,097.
c	Other professional fees (attach schedule) STMT 6	3,730.	179.		3,551.
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)				
19	Depreciation (attach schedule) and depletion	27,418.			
20	Occupancy	297,851.	29,785.		268,066.
21	Travel, conferences, and meetings	856.	257.		599.
22	Printing and publications				
23	Other expenses (attach schedule) STMT 7	261,483.	5,974.		255,509.
24	**Total operating and administrative expenses.** Add lines 13 through 23	1,465,782.	70,348.		1,368,016.
25	Contributions, gifts, grants paid	4,453,748.			4,453,748.
26	**Total expenses and disbursements.** Add lines 24 and 25	5,919,530.	70,348.		5,821,764.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-5,675,087.			
b	**Net investment income** (if negative, enter -0-)		174,017.		
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)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	37,840.	40,872.	40,872.
2	Savings and temporary cash investments	15,198,550.	9,698,203.	9,698,203.
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)**	10,166,519.	3,999,981.	3,999,981.
b	Investments - corporate stock (attach schedule) STMT 9	319,134.	3,155,969.	3,155,969.
c	Investments - corporate bonds (attach schedule) STMT 10		3,230,415.	3,230,415.
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 ▶ 489,058.			
	Less accumulated depreciation (attach schedule) ▶ 447,042.	69,434.	42,016.	42,016.
15	Other assets (describe ▶ STMT 11)	138,364.	18,277.	18,277.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	25,929,841.	20,185,733.	20,185,733.
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)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	25,929,841.	20,185,733.	
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 page 17 of the instructions)	25,929,841.	20,185,733.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	25,929,841.	20,185,733.	

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	25,929,841.
2	Enter amount from Part I, line 27a	2	-5,675,087.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	20,254,754.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	69,021.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,185,733.

**STMT 8

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	SEE PART IV SCHEDULE			
b				
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				
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 | 153,683.

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	4,436,805.	35,692,637.	0.124306
2006	8,233,484.	50,498,099.	0.163045
2005	6,751,864.	54,837,551.	0.123125
2004	6,321,031.	54,449,509.	0.116090
2003	6,762,050.	68,198,812.	0.099152

2	**Total** of line 1, column (d)	2	0.625718
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	0.125144
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	21,807,420.
5	Multiply line 4 by line 3	5	2,729,068.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,740.
7	Add lines 5 and 6	7	2,730,808.
8	Enter qualifying distributions from Part XII, line 4	8	5,821,764.

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)

1a	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 ▶ [X] and enter 1% of Part I, line 27b		1	1,740.
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	1,740.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,740.
6	Credits/Payments			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a: 50,033.		
b	Exempt foreign organizations-tax withheld at source	6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c: NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	50,033.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	48,293.
11	Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 48,293. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	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? *If "Yes," attach a detailed description of the activities*	2		X
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
4a	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	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NEW YORK			
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)*

			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)(3)? 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 ▶ WWW.JOUKOWSKY.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no ▶ (212)355-3151
Located at ▶ 410 PARK AVENUE, SUITE 1610, NEW YORK, NY ZIP + 4 ▶ 10022-4407

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here N/A ▶ ☐
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? ☐ 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		X
	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? N/A ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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 ▶ ____, ____, ____, ____			
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** X

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? N/A ☐ 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** 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 STATEMENT 13		512,765.	15,085.	NONE

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
SEE STATEMENT 14		226,608.	46,501.	NONE

Total number of other employees paid over $50,000 ▶ NONE

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 ▶		NONE

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 INSTITUTIONAL PROMOTION SEE STATEMENT 14A	163,129.
2 BROWN UNIVERSITY CREW HISTORY BOOK SEE STATEMENT 14A	31,964.
3 PETRA EXCAVATION FUND SEE STATEMENT 14A	700.
4 MARTHA SHARP COGAN MEMORIAL FILM PROJECT SEE STATEMENT 14A	220.

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 NONE	
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	14,402,680.
b	Average of monthly cash balances	1b	7,718,556.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	18,277.
d	**Total** (add lines 1a, b, and c)	1d	22,139,513.
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	NONE
3	Subtract line 2 from line 1d	3	22,139,513.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	332,093.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,807,420.
6	**Minimum investment return.** Enter 5% of line 5	6	1,090,371.

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	1,090,371.
2a	Tax on investment income for 2008 from Part VI, line 5	2a: 1,740.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b:		
c	Add lines 2a and 2b		2c	1,740.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,088,631.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,088,631.
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	1,088,631.

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	5,821,764.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,821,764.
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	1,740.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,820,024.

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				1,088,631.
2	Undistributed income, if any, as of the end of 2007				
a	Enter amount for 2007 only			NONE	
b	Total for prior years 20___,20___,20___		NONE		
3	Excess distributions carryover, if any, to 2008				
a	From 2003 ...... 3,413,665.				
b	From 2004 ...... 3,715,560.				
c	From 2005 ...... 4,369,724.				
d	From 2006 ...... 5,714,673.				
e	From 2007 ...... 2,787,107.				
f	**Total** of lines 3a through e	20,000,729.			
4	Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 5,821,764.				
a	Applied to 2007, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2008 distributable amount				1,088,631.
e	Remaining amount distributed out of corpus	4,733,133.			
5	Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,733,862.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				NONE
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)	NONE			
8	Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	3,413,665.			
9	**Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	21,320,197.			
10	Analysis of line 9				
a	Excess from 2004 ... 3,715,560.				
b	Excess from 2005 ... 4,369,724.				
c	Excess from 2006 ... 5,714,673.				
d	Excess from 2007 ... 2,787,107.				
e	Excess from 2008 ... 4,733,133.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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					
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 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))

N/A

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

N/A

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

Check here ▶ [X] 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 STATEMENT 15				
Total . . . . ▶ **3a**				4,453,748.
b *Approved for future payment*				
SEE STATEMENT 16				
Total . . . . ▶ **3b**				5,048,173.

Form **990-PF** (2008)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	24,246.	
4 Dividends and interest from securities			14	60,528.	
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	153,683.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 17				5,908.	78.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				244,365.	78.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 244,443.

(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)
11B	AIR PASSENGER FUEL SURCHARGE SETTLEMENT USED IN FURTHERANCE
	OF THE ORGANIZATION'S EXEMPT PURPOSE (SEE STATEMENT 17).

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

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

Signature of officer or trustee: [signature] Date: 6/11/10 Title: Secretary's Exec. Dir.

Paid Preparer's Use Only

Preparer's signature	Date JUN 10 2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00183769
Firm's name (or yours if self-employed), address, and ZIP code	CONDON O'MEARA MCGINTY & DONNELLY L ONE BATTERY PARK PLAZA NEW YORK, NY 10004-1405	EIN ▶ 13-3628255	Phone no 212-661-7777

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES						
27,009,738.		26,856,055.					153,683.	
TOTAL GAIN(LOSS)							153,683.	

Form **8868** (Rev April 2009)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization THE JOUKOWSKY FAMILY FOUNDATION	**Employer identification number** 13-3242753
	Number, street, and room or suite no If a P O box, see instructions. 410 PARK AVENUE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10022-4407	

Check type of return to be filed (file a separate application for each return)

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ THE FOUNDATION

Telephone No ▶ 212 355-3151 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . ▶ [ ] If it is for part of the group, check this box . . ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 06/15 , 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [ ] calendar year ____ or

▶ [X] tax year beginning 11/01 , 2008 , and ending 10/31 , 2009

2 If this tax year is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	**3a**	$ 2,000
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 50,033
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ -0-

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHASE MONEY MARKET	1,837.	1,837.
BEAR STEARNS MONEY MARKET	20,540.	20,540.
CHASE LETTER OF CREDIT	1,762.	1,762.
TURKISH LIRA	107.	107.
TOTAL	24,246.	24,246.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	60,528.	60,528.
TOTAL	60,528.	60,528.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SECURITIES SETTLEMENT	4,547.	4,547.
AIR PASSENGER FUEL SURCHARGE SETTLEMENT	78.	
INTEREST ON DISTRIBUTION RECEIVABLE	1,361.	1,361.
TOTALS	5,986.	5,908.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MCDERMOTT WILL & EMERY - LEGAL FEES	12,500.			12,500.
TOTALS	12,500.	NONE	NONE	12,500.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CONDON O'MEARA MCGINTY & DONNELLY LLP - AUDIT & TAX PREPARATION	16,950.	1,695.		15,255.
ACCOUNTING & BOOKKEEPING FEES	3,685.	1,843.		1,842.
TOTALS	20,635.	3,538.	NONE	17,097.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CONSULTING FEES	3,551.		3,551.
INVESTMENT ADVISORY FEES	179.	179.	
TOTALS	3,730.	179.	3,551.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PROGRAM EXPENSES	196,013.		196,013.
GRANTEE EXPENSES	4,983.		4,983.
POSTAGE AND MESSENGER	1,198.	120.	1,078.
SUBSCRIPTIONS	616.	62.	554.
SUPPLIES	4,743.	474.	4,269.
TELEPHONE	21,148.	2,115.	19,033.
EQUIPMENT LEASES	5,688.	569.	5,119.
REPAIRS AND MAINTENANCE	7,736.	774.	6,962.
EQUIPMENT SERVICE CONTRACTS	1,942.	194.	1,748.
ONLINE SERVICES	961.	96.	865.
OTHER OFFICE EXPENSES	3,544.	354.	3,190.
INSURANCE	7,397.	740.	6,657.
MISCELLANEOUS	4,764.	476.	4,288.
FILING FEES	750.		750.
TOTALS	261,483.	5,974.	255,509.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US TREASURY BILLS	3,999,981.	3,999,981.
US OBLIGATIONS TOTAL	3,999,981.	3,999,981.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AIG, INC	168,100.	168,100.
AT&T INC	344,748.	344,748.
BLACKROCK PFD & EQUITY	607,184.	607,184.
CHINA MOBILE LIMITED	63,086.	63,086.
DEUTSCHE TELEKOM AG	358,810.	358,810.
FRANCE TELECOM	496,923.	496,923.
TEMPLETON EMERGING MARKETS	602,208.	602,208.
TURKIYE PETROL RAFINERILERI	173,251.	173,251.
TURK TELEKOMUNIKAS	94,582.	94,582.
VERIZON COMMUNICATIONS	247,077.	247,077.
TOTALS	3,155,969.	3,155,969.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS GROUP, INC.	1,604,865.	1,604,865.
RIO TINTO FIN USA LTD	1,625,550.	1,625,550.
TOTALS	3,230,415.	3,230,415.

CLIENT: THE JOUKOWSKY FAMILY FOUNDATION
EIN: 13-3242753
FOR THE YEAR ENDED: 10/31/09

DEPRECIATION TAX SCHEDULE

KIND OF PROPERTY	ASSETS: BEGINNING BALANCE	ASSETS: ADDITIONS RETIREMENTS(R) SALE(S)	ASSETS: ENDING BALANCE	ACCUMULATED DEPRECIATION: ALLOWED (OR ALLOWABLE) IN PRIOR YEARS	ACCUMULATED DEPRECIATION: DEPRECIATION CLAIMED THIS YEAR	ACCUMULATED DEPRECIATION: DEDUCTIONS RETIREMENTS(R) SALES(S)	ACCUMULATED DEPRECIATION: ENDING BALANCE
FURNITURE, FIXTURES AND EQUIPMENT	489,058		489,058	419,624	27,418		447,042
TOTAL	**489,058**		**489,058**	**419,624**	**27,418**		**447,042**

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PURCHASED INTEREST	18,277.	18,277.
TOTALS	18,277.	18,277.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
NET UNREALIZED LOSS ON INVESTMENTS		67,784.
UNREALIZED LOSS ON CURRENCY EXCHANGE RATE		1,237.
	TOTAL	69,021.

STATEMENT 12

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NINA JOUKOWSKY KOPRULU 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	PRES. & DIRECTOR 40+ HRS/WK	331,261.	3,266.	NONE
ARTEMIS A.W. JOUKOWSKY 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	DIRECTOR 1-3 HRS/WK	NONE	NONE	NONE
MARTHA S. JOUKOWSKY 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	DIRECTOR 1-3 HRS/WK	NONE	NONE	NONE
EMILY R. KESSLER 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	SEC. & EXEC. DIR. 40+ HRS/WK	181,504.	11,819.	NONE
HENRY CHRISTENSEN, III 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	DIRECTOR 1-3 HRS/WK	NONE	NONE	NONE
	GRAND TOTALS	512,765.	15,085.	NONE

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
VIVIEN M. BAILEY-BARNUM 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	ASST. EXECUTIVE DIR. 40+ HRS/WK	106,608.	25,281.	NONE
ARTEMIS JOUKOWSKY, III 410 PARK AVENUE, SUITE 1610 NEW YORK, NY 10022-4407	PROGRAM OFFICER 40+ HRS/WK	120,000.	21,220.	NONE
	TOTAL COMPENSATION	226,608.	46,501.	NONE

FORM 990PF, PART IX-A - SUMMARY OF DIRECT CHARITABLE ACTIVITIES

1 INSTITUTIONAL PROMOTION - $163,129

THE FOUNDATION CONDUCTED MEETINGS AND CONFERENCES WITH RESPECT TO TEN 501(C)(3) ORGANIZATIONS TO PROMOTE THEIR ACTIVITIES; IN PARTICULAR, ACADEMIC RESEARCH AND SCHOLARSHIP.

2 BROWN UNIVERSITY CREW HISTORY BOOK - $31,964

THE FOUNDATION HAS ENGAGED IN A CONTRACT WITH MR. HAROLD AMBLER TO RESEARCH, WRITE AND EDIT A MANUSCRIPT ON THE HISTORY OF BROWN CREW. THE MANUSCRIPT IS EXPECTED TO BE BETWEEN 500 AND 600 PAGES. THE FOUNDATION WILL ALSO ASSIST IN PUBLISHING THE BOOK. THE FINAL PUBLICATION WILL BE USED BY BROWN UNIVERSITY FOR EDUCATIONAL PURPOSES.

3 PETRA EXCAVATION FUND - $700

THE FOUNDATION FUNDS SCHOLARLY RESEARCH WORK AT THE PETRA EXCAVATION SITE IN JORDAN.

4 MARTHA SHARP COGAN MEMORIAL FILM PROJECT - $220

SINCE 2001, THE FOUNDATION HAS BEEN ENGAGED IN THE PRODUCTION AND PROMOTION OF THE MARTHA SHARP COGAN MEMORIAL FILM PROJECT THOUGH ACTING FISCAL AGENTS, KEENE STATE COLLEGE AND THE UNITARIAN UNIVERSALIST SERVICE COMMITTEE. HOWEVER, CERTAIN EXPENSES COULD NOT BE PAID FOR DIRECTLY BY KEENE OR THE UUSC, SUCH AS TRAVEL EXPENSES TO OVERSEE FILM RESEARCH, DEVELOPMENT AND PROMOTION BY THE FOUNDATION'S PROGRAM OFFICER. THE FILM IS BEING PRODUCED AS AN EDUCATIONAL TOOL AND WILL TELL THE STORY OF TWO AMERICANS WHO RISKED THEIR LIVES IN WWII TO RESCUE THOUSANDS OF JEWS, ARTISTS, INTELLECTUALS, AND CHILDREN FROM THE HANDS OF THE NAZIS. THE FILM FOCUSES ON THE IMPORTANCE OF INTERNATIONAL HUMAN RIGHTS IN THE PAST AND THE PRESENT.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE STATEMENT ATTACHED	NO REL. TO SUB. CONTRIBUTOR / ALL PUBLIC CHARITIES	SEE STATEMENT ATTACHED	4,453,748.
		TOTAL CONTRIBUTIONS PAID	4,453,748.

JOUKOWSKY FAMILY FOUNDATION
FISCAL YEAR 11/1/08-10/31/09
GRANTS PAID

Recipient	Address Street	City	State/Zip	Is recipient an individual?	Foundation Status of Recipient	Purpose of grant or contribution	Amount
Allen-Stevenson School	132 East 78th Street	New York	NY 10021	N/A	Public charity	in support of the Annual Fund	$50
American Center of Oriental Research	at Boston University, 656 Beacon St , 5th Floor	Boston	MA 02215	N/A	Public charity	in support of 2008 Annual Meeting	$2,912
American Center of Oriental Research	at Boston University, 656 Beacon St , 5th Floor	Boston	MA 02215	N/A	Public charity	in support of ongoing restoration, Petra Great Temple	$36,000
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of Annual Fund	$1,390
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of board development	$1,832
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of board development	$1,717
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of board development	$1,492
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of board development	$1,250
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of institutional promotion	$3,420
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of institutional promotion	$261
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the Annual Fund	$10,000
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the KRW project	$296
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the KRW project	$325
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the KRW project	$4,909
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the KRW project	$569
American Community School at Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the KRW project	$550
American Journal of Archaeology	656 Beacon Street	Boston	MA 02215-2010	N/A	Public charity	general support	$250
American Research Institute in Turkey	University of Pennsylvania Museum, 33rd & Spruce Stree	Philadelphia	PA 19104-6324	N/A	Public charity	in support of ARIT scholarship fund	$1,300
American Research Institute in Turkey	University of Pennsylvania Museum, 33rd & Spruce Stree	Philadelphia	PA 19104-6324	N/A	Public charity	in support of Evliya Celebi project	$7,000
American Research Institute in Turkey	University of Pennsylvania Museum, 33rd & Spruce Stree	Philadelphia	PA 19104-6324	N/A	Public charity	in support of Freely Fellowship	$17,050
American School of Classical Studies	6-8 Charlton Street	Princeton	NJ 08540	N/A	Public charity	in support of the University of Chicago Excavations at Isthmia	$65,000
American Turkish Society	3 Dag Hammarskjöld Plaza	New York	NY 10017	N/A	Public charity	in support of institutional promotion	$12,750
American University of Beirut	3 Dag Hammarskjold Plaza	New York	NY 10017	N/A	Public charity	in support of the Annual Fund	$10,000
Archaeological Institute of America	656 Beacon Street, 4th Floor	Boston	MA 02215	N/A	Public charity	in support of Gala	$17,000
Archaeological Institute of America	656 Beacon Street, 4th Floor	Boston	MA 02215	N/A	Public charity	in support of Gala	$3,300
Boston Philharmonic	295 Huntington Avenue, Suite 210	Boston	MA 02115	N/A	Public charity	general support	$3,000
Brown University	Box 1837	Providence	RI 02912	N/A	Public charity	in support of Institute for Archaeology for transport of artifacts from	$20,506
Brown University	Box 1908	Providence	RI 02912	N/A	Public charity	in support of RI Hall Renovations, Institute of Archaeology & The A	$2,000,000
Brown University	110 Elm Street, Box 1893	Providence	RI 02903	N/A	Public charity	in support of RI Hall Renovations, Institute of Archaeology & The A	$1,000,000
Brown University	Box 1893	Providence	RI 02912	N/A	Public charity	in support of scholarship award Kitchner, Shawn (RESENDING)	$2,500
Brown University	Box 1908	Providence	RI 02912	N/A	Public charity	in support of the Annual Fund	$20,000
Brown University	Box 1908	Providence	RI 02912	N/A	Public charity	in support of the Annual Fund	$50,000
Brown University				N/A	Public charity	returned check - Shawn Kitchner	-$2,500
Brown University - Alpert Medical School	Box G-S121-9	Providence	RI 02912	N/A	Public charity	in support of Medical School	$1,749
Brown University - John Carter Brown Library	Box 1894	Providence	RI 02912	N/A	Public charity	for general support of the John Carter Brown Library	$1,000
Brown University Sports Foundation	Box 1925	Providence	RI 02912	N/A	Public charity	in support of "History of Brown Crew" (design services)	$37,863
Brown University Sports Foundation	Box 1925	Providence	RI 02912	N/A	Public charity	in support of the Annual Fund	$50,000
Browning School	52 East 62nd Street	New York	NY 10065	N/A	Public charity	in support of the Annual Fund	$50
Bryant University	PO Box 835	Providence	RI 02901	N/A	Public charity	in support of scholarship award Twardowski, Scott	$5,000
Bryant University	PO Box 835	Providence	RI 02901	N/A	Public charity	in support of scholarship award Twardowski, Scott	$5,000
BURCIN Bogazici University	74 Navarre	Irvine	CA 92612	N/A	Public charity	in support of renovation of Hamlin Hall	$50,000
BURCIN Bogazici University	74 Navarre	Irvine	CA 92612	N/A	Public charity	in support of renovation of Hamlin Hall	$50,000
Community Preparatory School	126 Somerset St	Providence	RI 02907-1041	N/A	Public charity	in support of scholarship funds (1/2 scholarship)	$5,900
Council on Foreign Relations	58 East 68th Street	New York	NY 10021	N/A	Public charity	in support of Corporate program	$16,920
Dana Hall School	45 Dana Road	Wellesley	MA 02482	N/A	Public charity	in support of the Capital Campaign	$10,000
Dana Hall School	45 Dana Road	Wellesley	MA 02482	N/A	Public charity	in support of the Capital Campaign	$15,000
Dormition of the Virgin Mary Protection Church	71 Manville Hill Road	Cumberland	RI 02864	N/A	Public charity	in support of matching challenge for endowment	$5,000
Eliot Montessori School	5 Auburn Street	Natick	MA 01760	N/A	Public charity	in support of Annual Fund	$1,000
Endometriosis Foundation of America	872 Fifth Avenue	New York	NY 10065	N/A	Public charity	general support	$750
Food Works	64 Main Street	Montpelier	VT 05602	N/A	Public charity	general support	$10,000
Food Works	64 Main Street	Montpelier	VT 05602	N/A	Public charity	general support	$10,000
Foundation Center, The	79 Fifth Avenue	New York	NY 10003	N/A	Public charity	general support	$500
Hampshire College	N/A	Amherst	MA 01002	N/A	Public charity	in support of Martha Sharp Joukowsky Endowment	$10,000
Hampshire College	N/A	Amherst	MA 01002	N/A	Public charity	in support of the 30th Campaign	$15,000
Holy Trinity Monastery	n/a	Jordanville	NY 13361	N/A	Public charity	general support	$10,000
Holy Virgin Protection Church	38 South Mill Street	Nyack	NY 10960-3744	N/A	Public charity	general support	$10,000
IFAR	500 Fifth Avenue	New York	NY 10110	N/A	Public charity	unrestricted	$5,000
Institute of Nautical Archaeology	P O Drawer HG	College Statior	TX 77841	N/A	Public charity	in support of excavations at Cape Gelidonya	$2,000
International Honors Program	232 Bay State Road	Boston	MA 02215	N/A	Public charity	general support	$10,000
International Institute of Rhode Island	645 Elmwood Avenue	Providence	RI 02907	N/A	Public charity	in support of Education and Training program	$10,000
Jewish Foundation for the Righteous	305 Seventh Avenue, 19th Floor	New York	NY 10001	N/A	Public charity	general support	$780
Lawrenceville School	Box 6125	Lawrenceville	NJ 08648	N/A	Public charity	in support of Bicentennial Campaign	$100,000
Life Experience School / The Peace Abbey	2 North Main Street	Sherborn	MA 01770	N/A	Public charity	general support	$1,000

JOUKOWSKY FAMILY FOUNDATION
FISCAL YEAR 11/1/08-10/31/09
GRANTS PAID

Recipient	Address: Street	City	State/Zip	Is recipient an individual?	Foundation Status of Recipient	Purpose of grant or contribution	Amount
Metropolitan Museum of Art	1000 Fifth Avenue	New York	NY 10028	N/A	Public charity	in support of Annual Appeal	$1,000
Mount Sinai School of Medicine	One Gustave L Levy Place	New York	NY 10029	N/A	Public charity	in support of scholarship award Lee, Christopher	$5,000
Natick Montessori School	49 Eliot Street	South Natick	MA 01760	N/A	Public charity	general support	$1,000
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of Commencement Speaker costs	$4,878
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of institutional promotion	$3,743
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of institutional promotion	$7,565
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of KRW project	$4,002
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of Planned Giving Drive FFE	$135,000
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of Scholarship Fund	$4,500
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of the Annual Fund	$50,000
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of the KRW project	$820
Nightingale-Bamford School	20 East 92nd Street	New York	NY 10128-0608	N/A	Public charity	in support of the KRW project	$996
No Limits Media	P O Box 937	Brookline	MA 02446	N/A	Public charity	general support	$15,000
No Limits Media	P O Box 937	Brookline	MA 02446	N/A	Public charity	general support	$5,000
No Limits Media	P O Box 937	Brookline	MA 02446	N/A	Public charity	in support of the "Mall Show"	$4,700
Planned Parenthood of Rhode Island	111 Point Street	Providence	RI 02903	N/A	Public charity	general support	$2,500
Providence Preservation Society	21 Meeting Street	Providence	RI 02901	N/A	Public charity	in support of Capital Campaign	$25,000
Providence Summerbridge at Wheeler	216 Hope Street	Providence	RI 02906-2246	N/A	Public charity	general support	$5,000
Randall's Island Sports Foundation	24 West 61st St , 4th Floor	New York	NY 10023	N/A	Public charity	in support of "Champions for Children"	$10,000
Rhode Island Community Food Bank	200 Niantic Avenue	Providence	RI 02907	N/A	Public charity	general support	$200
Rhode Island Foundation	1 Union Station	Providence	RI 02903	N/A	Public charity	in support of the Michael W Joukowsky Philanthropy Fund	$40,000
Rhode Island Historical Society	110 Benevolent Street	Providence	RI 02906	N/A	Public charity	general support	$500
Rhode Island Hospital Foundation	PO Box H	Providence	RI 02903	N/A	Public charity	general support	$20,000
Rhode Island Philharmonic	222 Richmond Street, Suite 112	Providence	RI 02903	N/A	Public charity	in support of the Annual Fund	$5,000
RISD Museum	224 Benefit Street	Providence	RI 02903-2723	N/A	Public charity	in support of the Annual Fund	$1,000
Robert College of Istanbul	520 Eighth Avenue, North Tower	New York	NY 10018	N/A	Public charity	in support of institutional promotion	$6,952
Robert College of Istanbul	520 Eighth Avenue, North Tower	New York	NY 10018	N/A	Public charity	in support of the Annual Fund	$15,000
Robert College of Istanbul	520 Eighth Avenue	New York	NY 10018	N/A	Public charity	in support of the Travel Award	$1,000
Saint Croix Foundation	72 Flag Drive	Gallows Bay, S	USVI 00820	N/A	Public charity	in support of endowment for education and literacy programs	$12,500
Society of Jesus of New England	P O Box 9199	Watertown	MA 02471	N/A	Public charity	in support of Barbara Lann dissertation publication	$3,000
St Bernard's School	4 East 98th Street	New York	NY 10029	N/A	Public charity	in support of the Annual Fund	$25,000
St Croix Country Day School	Rt 1 Box 6199	Kingshill	USVI 00850	N/A	Public charity	in support of scholarship fund	$2,500
St Croix Country Day School	Rt 1 Box 6199	Kingshill	USVI 00850	N/A	Public charity	in support of the Annual Fund	$10,000
Summer Search	90 Broad Street, Suite 202	New York	NY 10004	N/A	Public charity	in support of 2009 Leadership Gala	$1,000
Threshold Foundation	PO Box 29903	San Francisco	CA 94129	N/A	Public charity	general support	$1,200
Threshold Foundation	PO Box 29903	San Francisco	CA 94129	N/A	Public charity	general support	$7,000
Tufts University	PO Box 414090	Boston	MA 02241	N/A	Public charity	in support of scholarship award Strombom, Paul	$5,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$30,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$10,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$15,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$20,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$15,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$10,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$10,000
Unitarian Universalist Service Committee	130 Prospect St	Cambridge	MA 02139	N/A	Public charity	in support of the Martha Sharp Cogan Film Project	$10,000
University at Buffalo	n/a	n/a	n/a	N/A	Public charity	in support of scholarship award O'Hear, Kelly	$5,000
University of Buffalo Foundation	3435 Main Street, Room 201	Buffalo	NY 14214	N/A	Public charity	in support of the excavations at Seyitömer Höyük	$5,000
University of North Carolina at Chapel Hill	212 Murphey Hall	Chapel Hill	NC 27599	N/A	Public charity	in support of the Gordion Archaeological Project	$5,000
World Monuments Fund	95 Madison Avenue	New York	NY 10016	N/A	Public charity	in support of general operating support	$100,000
World Monuments Fund	95 Madison Avenue	New York	NY 10016	N/A	Public charity	in support of Hadrian Award Luncheon 2008	$22,550
YMCA of Greater Providence	222 Richmond St	Providence	RI 02903	N/A	Public charity	in support of Capital Campaign pledge	$10,000
							$4,453,748

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE STATEMENT ATTACHED	NO REL. TO SUB. CONTRIBUTOR / ALL PUBLIC CHARITIES	SEE STATEMENT ATTACHED	5,048,173.
		TOTAL CONTRIBUTIONS APPROVED	5,048,173.

JOUKOWSKY FAMILY FOUNDATION
FISCAL YEAR 11/1/08-10/31/09
GRANTS APPROVED FOR FUTURE PAYMENT (PLEDGES)

Recipient	Address Street	City	State/Zip	Is recipient an individual?	Foundation Status of Recipient	Purpose of grant or contribution	Amount	DATE	CHECK #
Brown University	Box 1908	Providence	RI 02912	N/A	Public Charity	in support of the Joukowsky Initiative	$4,000,000	N/A	N/A
Brown University	Box 1908	Providence	RI 02912	N/A	Public Charity	in support of RI Hall Renovations	see above	N/A	N/A
Dana Hall School	45 Dana Road	Wellesley	MA 02482	N/A	Public Charity	in support of the Capital Campaign	$30,000	N/A	N/A
Dana Hall School	45 Dana Road	Wellesley	MA 02482	N/A	Public Charity	in support of the Capital Campaign	$75,000	N/A	N/A
Hampshire College	N/A	Amherst	MA 01002	N/A	Public Charity	in support of the 30th Campaign	$175,673	N/A	N/A
Lawrenceville School	Box 6125	Lawrenceville	NJ 08648	N/A	Public Charity	in support of Bicentennial Campaign	$300,000	N/A	N/A
Providence Preservation Societ	21 Meeting Street	Providence	RI 02901	N/A	Public Charity	in support of Capital Campaign	$25,000	N/A	N/A
Saint Croix Foundation	72 Flag Drive	Gallows Bay, St Croix	USVI 00820	N/A	Public Charity	in support of endowment for education and literacy programs	$12,500	N/A	N/A
World Monuments Fund	95 Madison Avenue	New York	NY 10016	N/A	Public Charity	in support of general operating support	$400,000	N/A	N/A
YMCA of Greater Providence	222 Richmond St	Providence	RI 02903	N/A	Public Charity	in support of Capital Campaign	$30,000	N/A	N/A
							$ 5,048,173		

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
SECURITIES SETTLEMENTS			14	4,547.	
AIR PASSENGER FUEL CHARGE SETTLEMENT					78.
INTEREST ON DISTRIBUTION RECEIVABLE			14	1,361.	
TOTALS				5,908.	78.