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

2008

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

For calendar year 2008, or tax year beginning DEC 1, 2008, and ending NOV 30, 2009

6 Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

CUNNIFF FAMILY FUND

C/O RUANE CUNNIFF &amp; GOLDFARB, INC.

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

767 FIFTH AVENUE

Room/suite

4701

City or town, state, and ZIP code

NEW YORK, NY 10153-4798

A Employer identification number

13-7105085

B Telephone number

212-832-5280

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)

\$ 1,098,707. (Part I, column (d) must be on cash basis.)

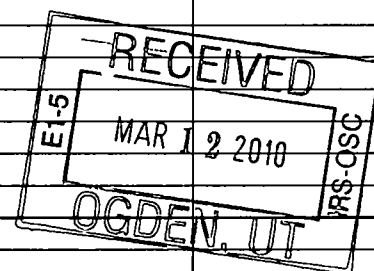
J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) \_\_\_\_\_

## 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).)

(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	12,177.	12,177.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-28,655.			STATEMENT 1
	b Gross sales price for all assets on line 6a	273,031.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	-16,478.	12,177.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	6,375.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4	215.	0.	215.
	24 Total operating and administrative expenses. Add lines 13 through 23		6,590.	0.	215.
	25 Contributions, gifts, grants paid		52,500.		52,500.
26 Total expenses and disbursements. Add lines 24 and 25		59,090.	0.	52,715.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-75,568.			
b Net investment income (if negative, enter -0-)			12,177.		
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	23,786.	9,696.	9,696.	
	2 Savings and temporary cash investments	299,490.	397,412.	397,412.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 5	819,088.	660,228.	691,599.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,142,904.	1,067,336.	1,098,707.	
	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					
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 ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	1,142,904.	1,067,336.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30 Total net assets or fund balances	1,142,904.	1,067,336.			
31 Total liabilities and net assets/fund balances	1,142,904.	1,067,336.			

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,142,904.
2 Enter amount from Part I, line 27a	2	-75,568.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,067,336.
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	1,067,336.

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**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 SCHEDULE	P	VARIOUS	VARIOUS
b SEE SCHEDULE	P	04/06/94	04/24/09
c SEE SCHEDULE	P	VARIOUS	VARIOUS
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 30,190.		36,609.	-6,419.
b 41,089.		6,390.	34,699.
c 201,752.		247,704.	-45,952.
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			-6,419.
b			34,699.
c			-45,952.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> <div style="border: 1px solid black; padding: 2px 5px;">2</div> </div>	-17,672.
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). If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"></div> <div style="border: 1px solid black; padding: 2px 5px;">3</div> </div>	N/A

**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 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	220,520.	1,249,655.	.176465
2006	134,555.	1,606,978.	.083732
2005	298,423.	1,803,270.	.165490
2004	185,595.	1,835,464.	.101116
2003	195,090.	1,730,691.	.112724

2 Total of line 1, column (d)	2	.639527
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	.127905
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	1,032,781.
5 Multiply line 4 by line 3	5	132,098.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	122.
7 Add lines 5 and 6	7	132,220.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	52,715.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	244.
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	244.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	244.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	2,264.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,264.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,020.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 2,020. Refunded <input type="checkbox"/>	11	0.	

**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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>SEYMOUR REICH &amp; CO</u> Telephone no. ► <u>212-223-4747</u> Located at ► <u>505 PARK AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10022</u>			
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.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____, _____, _____		
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 instructions.)	N/A	2b
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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**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)? ☐ 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 instructions)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

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) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No  
If you answered "Yes" to 6b, also file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

**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.

(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
RICHARD T. CUNNIFF	TRUSTEE			
14 EAST GATE ROAD				
HUNTINGTON, NY 11743	2.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ☐ 0

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

**3** Five highest-paid independent contractors for professional services. 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 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 N/A	
2	
3	
4	

**Part IX-B** **Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	683,317.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	365,192.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,048,509.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,048,509.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	15,728.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,032,781.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	51,639.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	51,639.
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	244.
<b>b</b>	Income tax for 2008. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	244.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	51,395.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	51,395.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	51,395.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	52,715.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	52,715.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	52,715.

**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.

Form 990-PF (2008)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				51,395.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	112,208.			
b From 2004	95,701.			
c From 2005	212,113.			
d From 2006	59,307.			
e From 2007	163,717.			
f Total of lines 3a through e	643,046.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$	52,715.			
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				51,395.
e Remaining amount distributed out of corpus	1,320.			
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	644,366.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	112,208.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	532,158.			
10 Analysis of line 9:				
a Excess from 2004	95,701.			
b Excess from 2005	212,113.			
c Excess from 2006	59,307.			
d Excess from 2007	163,717.			
e Excess from 2008	1,320.			



**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
<b>a Paid during the year</b>				
COLD SPRING HARBOR LABORATORY ASSOCIATION	NONE	PUBLIC	CHARITABLE	5,000.
FLORENCE GRISWOLD MUSEUM	NONE	PUBLIC	CHARITABLE	5,000.
MEMORIAL SLOAN-KETTERING HOSPITAL	NONE	PUBLIC	CHARITABLE	2,000.
ST. THERESE OF LESIEUX SCHOOL	NONE	PUBLIC	EDUCATIONAL	35,000.
THE CAUMSETT FOUNDATION	NONE	PUBLIC	CHARITABLE	5,000.
WEIL MEDICAL COLLEGE	NONE	PUBLIC	EDUCATIONAL	500.
<b>Total</b>				<b>52,500.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





FORM 990-PF                      GAIN OR (LOSS) FROM SALE OF ASSETS                      STATEMENT      1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE SCHEDULE		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
30,190.	36,609.	0.	0.	-6,419.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE SCHEDULE		PURCHASED		04/06/94	04/24/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
41,089.	17,373.	0.	0.	23,716.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE SCHEDULE		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
201,752.	247,704.	0.	0.	-45,952.	

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-28,655.

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
BROKERAGE ACCOUNT	12,177.	0.	12,177.		
TOTAL TO FM 990-PF, PART I, LN 4	12,177.	0.	12,177.		

FORM 990-PF		ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	6,375.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	6,375.	0.		0.	

FORM 990-PF		OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NOTICE	115.	0.		115.	
FILING FEE	100.	0.		100.	
TO FORM 990-PF, PG 1, LN 23	215.	0.		215.	

FORM 990-PF		CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE			
562 SH. J.P. MORGAN/CHASE	14,716.	23,879.			
1,378 SH. CONOCOPHILLIPS	24,018.	71,339.			
1,075 SH. MOHAWK INDUSTRIES	52,705.	44,161.			
640 SH. PORSCHE AG	63,555.	44,532.			
700 SH. DOW CHEMICAL	28,777.	19,446.			
800 SH. CHUBB CORP	42,364.	40,112.			
1,000 SH. DISCOVER FINL SVCS	2,238.	15,460.			
1,358 SH. FASTENAL CO.	47,359.	50,355.			



538 SH. MARTIN MARIETTA MATERIALS	70,948.	45,886.
348 SH. PACCAR INC.	15,982.	12,904.
5,277 SH. ROLLS ROYCE	50,866.	41,087.
187 SH. VULCAN MATERIALS CO.	16,824.	9,066.
367 SH. EXPEDITORS INTL OF WASH.	12,925.	11,718.
1,581 SH. IDEXX LABS INC.	64,289.	79,129.
838 SH. RITCHIEBROS AUCTIONEERS	14,120.	19,961.
849 SH. ADVANCE AUTO PARTS	33,093.	33,366.
160 SH. BECTON DICKINSON	10,795.	11,968.
433 SH. BERKLEY WR	10,661.	10,699.
36 SH. CANADIAN NATURAL RESOURCES	1,005.	2,417.
378 SH. OMNICO GROUP	9,443.	13,880.
137 SH. PRAXAIR	10,542.	11,238.
383 SH. PRECISION CASTPARTS	26,123.	39,709.
2,353 SH. QINETIQ GROUP	6,478.	6,066.
609 SH. WAL-MART STORES	30,402.	33,221.
TOTAL TO FORM 990-PF, PART II, LINE 10B	660,228.	691,599.

Cunniff Family Fund - Ruane  
REALIZED CAPITAL GAINS AND LOSSES-SHORT TERM  
FROM 12-01-08 THROUGH 11-30-09

Security	Quantity	Date Acquired	Date Sold	Sales Proceeds	Basis Cost	Short Term Gain	Short Term Loss
Rolls Royce Group London Shs C	301,844	11-13-08	01-07-09	446 13	0 00	446 13	
Fastenal Co	25	10-09-08	04-14-09	900 20	940 15		-39 95
Fastenal Co	22	10-09-08	04-15-09	771 49	827 33		-55 84
Brambles Ltd	238	05-23-08	04-17-09	988.27	1,905 25		-916 98
Brambles Ltd	173	05-30-08	04-17-09	718 37	1,356 40		-638 03
Brambles Ltd	68	05-30-08	04-24-09	280 22	533.15		-252 93
Brambles Ltd	62	05-23-08	04-24-09	255 50	483 27		-227 77
Brambles Ltd	65	05-23-08	04-28-09	261 53	506.66		-245.13
Brambles Ltd	143	05-23-08	04-29-09	593.41	1,114 65		-521 24
Brambles Ltd	102	06-02-08	04-29-09	423.27	793 72		-370 45
Cummins Inc	71	09-26-08	04-30-09	2,462 09	3,241.21		-779.12
Cummins Inc	64	09-29-08	04-30-09	2,219.34	2,732 71		-513.37
Brambles Ltd	188	06-02-08	04-30-09	811 06	1,462 94		-651 88
Cummins Inc	148	09-29-08	05-01-09	5,048 44	6,319 40		-1,270 96
Cummins Inc	8	10-21-08	05-01-09	272 89	260 81	12 08	
Brambles Ltd	55	06-02-08	05-01-09	238 04	427 99		-189.95
Brambles Ltd	206	05-28-08	05-01-09	891 57	1,601 42		-709.85
Cummins Inc	78	10-21-08	05-04-09	2,664.88	2,542.88	122 00	
Brambles Ltd	41	05-28-08	05-04-09	189.23	318.73		-129 50
Brambles Ltd	165	05-29-08	05-04-09	761.53	1,278.05		-516 52
Brambles Ltd	28	05-27-08	05-04-09	129.23	216 54		-87 31
Cummins Inc	16	10-21-08	05-05-09	544.70	521 62	23 08	
Cummins Inc	106	10-22-08	05-05-09	3,608 66	3,275 26	333.40	
Brambles Ltd	91	05-27-08	05-06-09	422 11	703 77		-281.66
Brambles Ltd	146	06-03-08	05-06-09	677 24	1,118 28		-441.04
Rolls Royce GPR London ShsC Ent July 09	452,766	05-13-09	07-07-09	728 59	0 00	728 59	
Caterpillar Inc	60	10-23-08	08-07-09	2,881 66	2,126 35	755 31	
TOTALS				30,189.65	36,608 54	2,420 60	-8,839 49
NET GAIN OR LOSS							-6,418 89

Cunniff Family Fund - Ruane  
REALIZED CAPITAL GAINS AND LOSSES-LONG TERM  
FROM 12-01-08 THROUGH 11-30-09

Security	Quantity	Date Acquired	Date Sold	Sales Proceeds	Basis Cost	Long Term Gain	Long Term Loss
Target	78	06-28-06	12-17-08	2,815.27	3,780.76		-965.49
Target	54	06-28-06	12-18-08	1,953.09	2,617.45		-664.36
J C Penney	1,300	06-14-02	12-23-08	24,057.39	28,500.67		-4,443.28
Knight Transportation Inc	56	11-27-06	01-05-09	896.03	1,025.68		-129.65
Knight Transportation Inc	36	11-27-06	04-02-09	583.04	659.37		-76.33
Knight Transportation Inc	65	10-26-06	04-02-09	1,052.71	1,188.34		-135.63
Knight Transportation Inc	161	11-21-06	04-02-09	2,607.48	2,940.81		-333.33
Knight Transportation Inc	25	11-01-06	04-02-09	404.88	456.19		-51.31
Knight Transportation Inc	83	11-01-06	04-03-09	1,331.26	1,514.54		-183.28
Knight Transportation Inc	92	11-28-06	04-03-09	1,475.61	1,674.80		-199.19
Knight Transportation Inc	25	10-27-06	04-03-09	400.98	454.01		-53.03
Knight Transportation Inc	50	10-27-06	04-09-09	805.85	908.03		-102.18
Knight Transportation Inc	108	10-23-06	04-09-09	1,740.63	1,960.69		-220.06
Knight Transportation Inc	127	10-24-06	04-09-09	2,046.85	2,289.23		-242.38
Knight Transportation Inc	2	10-24-06	04-13-09	32.76	36.05		-3.29
Knight Transportation Inc	250	11-03-06	04-13-09	4,094.97	4,482.15		-387.18
Knight Transportation Inc	194	11-02-06	04-13-09	3,177.70	3,470.77		-293.07
Knight Transportation Inc	29	12-05-06	04-13-09	475.01	518.27		-43.26
Knight Transportation Inc	45	12-05-06	04-14-09	734.41	804.21		-69.80
Knight Transportation Inc	295	12-13-06	04-14-09	4,814.48	5,206.76		-392.28
Knight Transportation Inc	92	12-04-06	04-14-09	1,501.46	1,618.82		-117.36
Knight Transportation Inc	184	12-01-06	04-14-09	3,002.93	3,223.87		-220.94
Knight Transportation Inc	57	10-03-06	04-14-09	930.26	971.20		-40.94
Whole Foods Market Inc	111	05-11-07	04-22-09	2,119.36	4,560.60		-2,441.24
Whole Foods Market Inc	306	05-10-07	04-22-09	5,842.55	12,468.47		-6,625.92
Whole Foods Market Inc	212	05-14-07	04-22-09	4,047.78	8,335.71		-4,287.93
Bed Bath & Beyond	659	08-23-06	04-24-09	20,156.31	22,935.73		-2,779.42
Bed Bath & Beyond	636	08-24-06	04-24-09	19,452.82	21,250.16		-1,797.34
Bed Bath & Beyond	126	08-25-06	04-24-09	3,853.86	4,180.39		-326.53
Bed Bath & Beyond	145	08-29-06	04-24-09	4,435.00	4,808.82		-373.82
Lowe's Co	70	07-03-06	04-24-09	1,493.31	2,132.37		-639.06
Lowe's Co	340	06-30-06	04-24-09	7,253.20	10,321.89		-3,068.69
Lowe's Co	509	08-22-06	04-24-09	10,858.47	14,261.55		-3,403.08
Mohawk Industries	164	07-18-02	04-24-09	7,930.29	8,040.53		-110.24
Progressive Corp - Ohio	2,660	04-06-94	04-24-09	41,088.84	6,389.63	34,699.21	
Mohawk Industries	88	07-18-02	04-29-09	4,157.43	4,314.43		-157.00
Mohawk Industries	73	07-18-02	04-30-09	3,466.15	3,579.02		-112.87
Martin Marietta Matrls	41	09-19-07	07-30-09	3,532.02	5,517.01		-1,984.99
Martin Marietta Matrls	8	09-21-07	07-30-09	689.17	1,072.03		-382.86
Martin Marietta Matrls	21	09-21-07	08-04-09	1,904.05	2,814.08		-910.03
Martin Marietta Matrls	26	09-21-07	08-05-09	2,286.09	3,484.10		-1,198.01
Caterpillar Inc	194	07-27-07	08-07-09	9,317.38	14,761.23		-5,443.85
Caterpillar Inc	18	05-10-07	08-07-09	864.50	1,322.88		-458.38
Target	141	06-28-06	09-22-09	6,812.45	6,834.45		-22.00
Target	103	06-28-06	09-23-09	4,970.69	4,992.55		-21.86
Target	318	06-28-06	10-07-09	15,374.41	15,413.88		-39.47
TOTALS				242,841.18	254,094.19	34,699.21	-45,952.21
NET GAIN OR LOSS							-11,253.01