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Form 990-PF

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

OMB No 1545-0052

2009

Department of the Treasury Internal Revenue Service Note:

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

For cal	lendar year 2009, or tax year beginning	, 2009	, and ending	, , , ,	
G Ch	eck all that apply Initial return Initial	al Return of a former p	ublic charity	Fin	al return
	Amended return	Address	change Name	change	
Use t	he		A	Employer identification nur	nber
IRS la				13-3318226	
Otherv	, 10 been nobb, 15 noonen e	LLER PLAZA #19	19 B	Telephone number (see the	instructions)
prin or typ				212-632-1308	
See Spe	ecific		С	If exemption application is	pending, check here
Instruct	cions.		D	1 Foreign organizations, chec	ck here 🕨 🦳
H C	Check type of organization Section 501	(c)(3) exempt private fo	oundation	2 Foreign organizations meet	
	Section 4947(a)(1) nonexempt charitable tru	ust X Other taxable p	private foundation	here and attach computation	
	air market value of all assets at end of year J Acc	ounting method X C	ash Accrual E	If private foundation status under section 507(b)(1)(A)	
()		Other (specify)	F	If the foundation is in a 60	•
<u> </u>	(, a.(,)	column (d) must be on	cash basis)	under section 507(b)(1)(B)	, check here
Part I	Analysis of Revenue and	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
	Expenses (The total of amounts in columns (b), (c), and (d) may not neces-	expenses per books	income	income	for charitable
	sarily equal the amounts in column (a)				purposes (cash basis only)
	(see the instructions))	4 040		·	
	1 Contributions, gifts, grants, etc, received (att sch)	4,040.			
	2 Ck X if the foundn is not req to att Sch B 3 Interest on savings and temporary				
	cash investments				
	4 Dividends and interest from securities	88,721.	88,721.	88,721.	
	5a Gross rents			,	
_	b Net rental income or (loss)	200 547		ļ	
R E	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all 3 680 670	-296,547.			
٧	assets on line 6a		0.	 	
E N	7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain			0.	
U	9 Income modifications			1	
Ε	10 a Gross sales less returns and				
	allowances h Less Cost of				
	goods sold				
	c Gross profit/(loss) (att sch)		 	ļ	
	11 Other income (attach schedule) SEE STATEMENT 1	33.	33.		
	12 Total. Add lines 1 through 11	-203,753.		88,721.	
	13 Compensation of officers, directors, trustees, etc	0.1	00,734.	00,721.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				-
A	16 a Legal fees (attach schedule).				
D M	b Accounting fees (attach sch) SEE ST 2	7,500.			****
Ņ	c Other prof fees (attach sch)			EIVED_O	
ALD VELLER MENTO	17 Interest	2 400	REU		
	18 Taxes (attach schedule)xsee instr) SEE STM 3	3,420.		S	
Ž A	19 Depreciation (attach sch) and depletion		S NOV	1 6 2010	
	20 Occupancy		10	lří	
.c. E	21 Travel, conferences, and meetings	3,209.	1	ENTIT	
S\$P ₹	22 Printing and publications			EN, UT	
~Ð. Þ	23 Other expenses (attach schedule) SEE STATEMENT 4	5,511.	<u></u>		
N S	24 Total operating and administrative	3,311.		 	
E	expenses. Add lines 13 through 23	19,640.			
2	25 Contributions, gifts, grants paid STMT 5	105,300.			105,300.
SCANNED	26 Total expenses and disbursements.	104 040			105 300
ĩ <u>n</u>	Add lines 24 and 25 27 Subtract line 26 from line 12:	124,940.	0.	0.	105,300.
	a Excess of revenue over expenses				
	and disbursements	-328,693.			
	b Net investment income (if negative, enter -0-)		88,754.		
	C Adjusted net income (if negative, enter -0)			88,721.	



Form	990-	PF (2009) THE DILLARD FOUNDATION			318226 Page 2	
Pari	Ē	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		nd of year	
		(See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1	Cash – non-interest-bearing	0 120 202	400 266	100 000	
	2	Savings and temporary cash investments	2,130,283.	482,366	. 482,838.	
	3	Accounts receivable				
	١.	Less. allowance for doubtful accounts			 	
	4	Pledges receivable Less allowance for doubtful accounts	ŀ			
	[_	Grants receivable				
	5					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)		<u>.</u>		
Α	′	Other notes and loans receivable (attach sch)			1	
A S S E T	_	Less allowance for doubtful accounts			 	
Ē	8	Inventories for sale or use				
	1	Prepaid expenses and deferred charges			_	
S	1	a Investments — U.S. and state government obligations (attach schedule)	116,385.	91,834		
	1	nivestments — corporate stock (attach schedule)	1,277,155.	1,427,233.		
	i	c Investments — corporate bonds (attach schedule)		1,215,458	1,251,442.	
	11	Investments – land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
	i	Investments – mortgage loans	100 001	450.040	446 224	
		Investments – other (attach schedule) STATEMENT 6	480,004.	458,242.	446,324.	
	14	Land, buildings, and equipment basis ►				
		Less accumulated depreciation (attach schedule)				
	15 16	Other assets (describe \(\) Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	4,003,827.	3,675,133.	3,725,033.	
Ļ	17	Accounts payable and accrued expenses			1	
Å	18	Grants payable			1	
B	19	Deferred revenue				
L	20	Loans from officers, directors, trustees, & other disqualified persons.			_	
I T	21	Mortgages and other notes payable (attach schedule)			4	
Ì	22	Other liabilities (describe		· · · · · · · · · · · · · · · · · · ·		
E S	23	Total liabilities (add lines 17 through 22)	0.	0.		
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
ΝF	24	Unrestricted			_	
NFUTN	25	Temporarily restricted			_	
ח	26	Permanently restricted			_	
A B S A E A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. \overline{X}				
E L	27	Capital stock, trust principal, or current funds	4,003,827.	3,675,133.		
SN	28	Paid-in or capital surplus, or land, building, and equipment fund		., ., ., ., ., ., ., ., ., ., ., ., ., .		
O E	29	Retained earnings, accumulated income, endowment, or other funds			1	
ŔŠ	30	Total net assets or fund balances (see the instructions)	4,003,827.	3,675,133.		
	31	Total liabilities and net assets/fund balances (see the instructions)	4,003,827.	3,675,133.	1	
Part	111	Analysis of Changes in Net Assets or Fund Balanc				
1	Total	net assets or fund balances at beginning of year — Part II, colum of-year figure reported on prior year's return)	nn (a), line 30 (must agre	ee with	4,003,827.	
		r amount from Part I, line 27a		2	-328, 693.	
		increases not included in line 2 (itemize)		3		
		lines 1, 2, and 3		4	3,675,134.	
		ises not included in line 2 (itemize) SEE STATEMENT	7	5	1.	
		net assets or fund balances at end of year (line 4 minus line 5) -		30 6	3,675,133.	

	beginning in) noncharitable-use assets		(col	lumn (b) divided by column (c))	
	2008	73,900.	3,954,446.		0.018688
	2007	94,600.	3,368,481.		0.028084
	2006	134,430.	2,987,025.		0.045005
	2005	110,965.	2,683,894.		0.041345
	2004	152,017.	2,503,865.		0.060713
2	Total of line 1, column (d)			2	0.193835
3		e 5-year base period — divide the tota has been in existence if less than 5 y		_3	0.038767
4	Enter the net value of noncharit	table-use assets for 2009 from Part X,	, line 5	4	3,429,562.
5	Multiply line 4 by line 3			5	132,954.
6	Enter 1% of net investment inco	ome (1% of Part I, line 27b)		6	888.
7	Add lines 5 and 6			7	133,842.
8	Enter qualifying distributions fro	om Part XII, line 4		8	105,300.

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

10111100011 (2003)	318226			age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the	e instructi	ons)		
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1.		*-		
Date of ruling or determination letter (attach copy of letter if necessary · see instr.)				
b Domestic foundations that meet the section 4940(e) requirements in Part V,	1		1,	<u>775.</u>
check here ▶ ☐ and enter 1% of Part I, line 27b		÷.		•
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		4	-	
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		1,	775.
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		1,	775.
6 Credits/Payments	Ī			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009				
b Exempt foreign organizations — tax withheld at source 6b				
c Tax paid with application for extension of time to file (Form 8868) 6c 2,000.				
d Backup withholding erroneously withheld				
7 Total credits and payments Add lines 6a through 6d	7		2,0	000.
	8			
	9			0.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		4	225.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 225. Refunded 1	11			0.
Part VII-A Statements Regarding Activities				
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it			Yes	No
participate or intervene in any political campaign?		1 a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		1 b		Х
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials publist or distributed by the foundation in connection with the activities	hed			
c Did the foundation file Form 1120-POL for this year?		1 c		Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	^		!	
(1) On the foundation \$ 0. (2) On foundation managers \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on	0.			
foundation managers > \$ 0.				
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		x
If 'Yes,' attach a detailed description of the activities				
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		Х
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		Х
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?		5		Х
If 'Yes,' attach the statement required by General Instruction T				
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
By language in the governing instrument, or				
, , ,	.ct			
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? - A true of the state law remain in the governing instrument?	ici	6_ 7	Х	Х
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV			Λ_	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A				
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General		۵.	W	
(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 494 for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Part XIV)?	12(j)(5) art XIV	9		Х
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their name and addresses	nes	10		x

Form 990-PF (2009)

	n 990-PF (2009) THE DILLARD FOUNDATION	13-	-331822	26	F	age 5
Par	t VII-A Statements Regarding Activities Continued			<u> </u>		
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		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			12		Χ_
13	Did the foundation comply with the public inspection requirements for its annual returns and exempt	ion applicati	on?	13	Х	
•	Website address ► N/A					
14		none no 🟲		<u>32-1</u>	<u> 308</u>	
	Located at ► 45 ROCKERFELLER PLAZA, SUITE 1919 NEW YORK N ZIP +		<u> </u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check her		1	N/A		
_	and enter the amount of tax-exempt interest received or accrued during the year		15			N/A
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required	<u> </u>				
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.				Yes	No
1:	a During the year did the foundation (either directly or indirectly)	_	(CC)			•
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	X No			l
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			•
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No			
				ŀ		
	(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	XNo			
	(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	XNo			
ŧ	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instruc	n ctions)?		1 b	N,	<u>/</u> A
	Organizations relying on a current notice regarding disaster assistance check here	•	- ∐			
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted act that were not corrected before the first day of the tax year beginning in 2009?	ts,		1 c		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))					
ā	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	Yes	XNo			
	If 'Yes,' list the years ▶ 20, 20, 20, 20		ш			
ł	Are there any years listed in 2a for which the foundation is not applying the provisions of section 494 (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 494 all years listed, answer 'No' and attach statement — see the instructions.)			2 b	N	/A
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years	s here				
	► 20, 20, 20, 20	.,				
3	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X No			
t	o If 'Yes,' did it have excess business holdings in 2009 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 approby 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 2009)	on ved		3b	N	/A
4 :	a Did the foundation invest during the year any amount in a manner that would jeopardize its					
70	charitable purposes?			4a		X
ł	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 2009?			4b		Х

Form **990-PF** (2009)

Form 990-PF (2009) THE DILLARD FOUND	ATION	_	13-33	18226	Page (
Part VII B Statements Regarding Activit	ies for Which Fon	m 4720 May Be Red	uired (continued)		
5a During the year did the foundation pay or incur	r any amount to		L-J E-	,	10.60
(1) Carry on propaganda, or otherwise attemp	_		Yes X	No	
(2) Influence the outcome of any specific publ on, directly or indirectly, any voter registra	ition drive?		Yes X		
(3) Provide a grant to an individual for travel,	study, or other similar p	purposes	Yes X	No .	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, or 4940(d)(2)? (see instrui	ganization described ctions)	Yes X] No	
(5) Provide for any purpose other than religious educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children o	, literary, or or animals?	Yes X] No	
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53 4945 or in (see instructions)?	he transactions fail to q a current notice regard	ualify under the exception ling disaster assistance	ons	5	b N/A
Organizations relying on a current notice regar	ding disaster assistanc	e check here	▶ [] [
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure response	he foundation claim exe sibility for the grant?	emption from the	N/A Yes] No	
If 'Yes,' attach the statement required by Regu	ılatıons section 53 4945	i-5(d)			
6a Did the foundation, during the year, receive an on a personal benefit contract?	y funds, directly or indi	rectly, to pay premiums	Yes X]No	
b Did the foundation, during the year, pay premi	ums, directly or indirect	lly, on a personal benefi	t contract?	61	<u>ь X</u>
If 'Yes' to 6b, file Form 8870	ation a party to a probil	hitad tay chaltar transac	tion? Yes X	No ON	
7a At any time during the tax year, was the found b If yes, did the foundation receive any proceeds				71	b N/A
Part VIII Information About Officers, D	irectors, Trustees	, Foundation Mana	gers, Highly Paid		
and Contractors	·	·			
1 List all officers, directors, trustees, foundation				1,,,	
(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		nse account, allowances
SEE STATEMENT 9					
		0.	0,		0.
2 Compensation of five highest-paid employees	l Cother than those inclu	l uded on line 1— see inst	ructions). If none, ente	r '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) Exper	nse account, allowances
NONE					
Total number of other employees paid over \$50,000	l	<u> </u>	•	1	0
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Form 990-PF (2009) THE DILLARD FOUNDATION	13-331	
Part VIII Information About Officers, Directors, Trustees, Foundand Contractors (continued)	ation Managers, Highly Paid	Employees,
3 Five highest-paid independent contractors for professional services — (see instender 'NONE.'	tructions). If none,	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(b) type of gotting	(c) componsation
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 intorganizations and other beneficiaries served, conferences convened, research papers produced, etc.	formation such as the number of	Expenses
1 <u>N/A</u>		
2		_
3		
4		
Part IX-B Summary of Program-Related Investments (see instruct	ions)	
Describe the two largest program-related investments made by the foundation during		Amount
1 N/A	·	vanodn
2		
All other program-related investments See instructions 3		
Total. Add lines 1 through 3		_0.

Form **990-PF** (2009)

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Part X Minimum Investment Return (All domestic foundations must complete this par see instructions.)	t. Foreign	foundations,
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	2,250,951.
b Average of monthly cash balances	1 b	880,784.
• • • • •	1c	350,054.
c Fair market value of all other assets (see instructions)	1d	3,481,789.
d Total (add lines 1a, b, and c)		<u> </u>
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	0.	
		0.
2 Acquisition indebtedness applicable to line 1 assets	2	3,481,789.
3 Subtract line 2 from line 1d	3	3,481,789.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	52,227.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,429,562.
6 Minimum investment return. Enter 5% of line 5	6	171,478.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private of	perating fo	oundations
and certain foreign organizations check here ► and do not complete this		171,478.
1 Minimum investment return from Part X, line 6	, 1	1/1,4/0.
2a Tax on investment income for 2009 from Part VI, line 5	5.	
b Income tax for 2009 (This does not include the tax from Part VI)	_ _	1 775
c Add lines 2a and 2b.	2c	1,775.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	169,703.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	169,703.
6 Deduction from distributable amount (see instructions).	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	169,703.
Part XII Qualifying Distributions (see instructions)		
 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes Expenses, contributions, gifts, etc — total from Part I, column (d), line 26 	1a	105,300.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	105,300.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,300.
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating when qualifies for the section 4940(e) reduction of tax in those years	nether the fou	ndation

Form **990-PF** (2009)

Part XIII Undistributed Income (see instructions)

1. Distributable amount for 2009 from Part XI, Inter 2 Undistributed incore, if any, as of the end of 2009 a Enter amount for 2008 only betale figure years 2 2		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
2					160 702
### Ditable for pror years 20					109,703.
b Tetal for prior years 20 _ 20 _ 20 _ 3 3 Excess destinations cargover, if any, to 2009 a From 2006 c From 2006 d From 2006 d From 2007 c From 2008 d From 2007 c From 2008 d From 2008	· • • · · · · · · · · · · · · · · · · ·			0.	
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Form 990-PF (2009) THE DILLARD FOUN Part XIV Private Operating Foundati		ictions and Parl	VII.A question	13-331822	6 Page
1a If the foundation has received a ruling or o	determination letter				IV/ A
is effective for 2009, enter the date of the b Check box to indicate whether the foundat	-	erating foundation d	escribed in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year	Tating loandation of	Prior 3 years	1 13 12()(3) 01	1 4342()(3)
income from Part I or the minimum investment return from Part X for each year listed	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
b 85% of line 2a					
 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.			<u> </u>		
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 'Endownent' 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	<u> </u>	<u> </u>			
<u>Part XV</u> Supplementary Information assets at any time during the	(Complete this	s part only if the	e organization l	had \$5,000 or mo	ore in
Information Regarding Foundation Managa List any managers of the foundation who holds close of any tax year (but only if they have CHRISTOPHER DILLARD b List any managers of the foundation who ca partnership or other entity) of which the NONE	ers: nave contributed more contributed more	ore than 2% of the than \$5,000) (See	section 507(d)(2)) poration (or an equa		
HOUL					
2 Information Regarding Contribution, Gran Check here In the foundation only not requests for funds of the foundation makes complete items 2a, b, c, and d.	nakes contributions s gifts, grants, etc,	to preselected cha (see instructions) to	ritable organizations o individuals or orga	anizations under other	
a The name, address, and telephone number	er of the person to v	whom applications s	BIODIU DE AUGTESSEC	1	
SEE STATEMENT 10					
b The form in which applications should be s	submitted and infori	mation and materia	Is they should include	de	
SEE STATEMENT FOR LINE 2A				·	
c Any submission deadlines					
SEE STATEMENT FOR LINE 2A					
d Any restrictions or limitations on awards, s	uch as by geograp	hical areas, charita	ble fields, kinds of i	nstitutions, or other fa	actors
SEE STATEMENT FOR LINE 2A	·				
BAA	TE	EEA0310L 07/06/09		F	Form 990-PF (200

Part XV | Supplementary Information (continued)

Page 11

3 Grants and Contributions Paid During the Year or Approved for Future Payment								
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount				
Name and address (home or business)	substantial contributor	recipient		<u> </u>				
a Paid during the year								
Total			► 3a					
b Approved for future payment Total			> 31					

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by	section 512, 513, or 514	
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (see the instructions)
a	++-		+		
b	 		 	 	
c	 		++		
d	 - -		 		
ef	 		 	- · · ·	
g Fees and contracts from government agencies Membership dues and assessments Interest on savings and temporary cash investments Dividends and interest from securities Net rental income or (loss) from real estate Debt-financed property Not debt-financed property Net rental income or (loss) from personal property Other investment income Gain or (loss) from sales of assets other than inventory Net income or (loss) from special events Gross profit or (loss) from sales of inventory Other revenue					33. -296,547.
ab	 		 		
bc			T		
d					
12 Subtotal Add columns (b), (d), and (e)		···	+		-207,793.
13 Total. Add line 12, columns (b), (d), and (e)				13	-207,793.
See worksheet in the instructions for line 13 to verify calc	culations)	<u> </u>			

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 the instructions)
N/A	
	
	

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

										Yes	No
	desc	he organization directly ribed in section 501(c) c ing to political organizati	of the Code (or	ngage in any of the ther than section 50	following with 1(c)(3) organi	any otł zations)	ner organizatio or in section 5	n 127,			
		sfers from the reporting		a noncharitable exe	empt organiza	tion of					
	(1)	Cash							1 a (1)		Х
	(2)	Other assets							1 a (2)		Х
	b Othe	r transactions									
	(1) 5	Sales of assets to a non	charitable exe	mpt organization					1 b (1)		Х
	(2) F	Purchases of assets fror	n a noncharita	ible exempt organiz	ation				1 b (2)		Х
	(3) F	Rental of facilities, equip	ment, or othe	r assets					1 b (3)		X
	(4) F	Reimbursement arrangei	ments						1 b (4)		Х
		oans or loan guarantee							1 b (5)		X
		Performance of services		-					1 b (6)		X
	c Shar	ing of facilities, equipme	ent, mailing lis	ts, other assets, or	paid employe	es			1 c	i	X
_	the q	answer to any of the al oods, other assets, or s ransaction or sharing ar	ervices given	by the reporting four	indation If the	e founda	ation received I	ess than fair market ⁱ	irket value value in	of	
_	a) Line no	(b) Amount involved	(c) Name	of noncharitable exempt o	organization	(d)	Description of tra	insfers, transactions, and s	haring arran	gements	<u> </u>
N	/A										
_											
_			<u> </u>								
_											
_											
_											
_	•								-		
_											
									: :		
_											
	descr	e foundation directly or in tibed in section 501(c) of s,' complete the following	f the Code (ot ng schedule	her than section 501	(c)(3)) or in s		27?			1	No
	/7	(a) Name of organization	on	(b) Type of	organization		(c) Description of rela	tionship		
<u> N</u>	/A										
			. "					.			
_											
S_G	complete	lities of perjury, I declare that I han Declaration of preparer (other to the total	ve examined this re than taxpayer or fic	turn, including accompanyin fuciary) is based on all info Ward	g schedules and st ormation of which	atements, a preparer i	and to the best of my has any knowledge	knowledge and belief, it is true. Residend	ue, correct, an	od .	
GN			· · · ·			Date	i		rer's Identifyi		
Ħ	Paid	Preparer's signature	Len Webe	CDA		1.1	- باسد	self-	Signature in t	the instra	s)
HERE	Pre-	ALLEI		CPA PANY P.A.		<u> </u>	10/10	employed > 65-093	2747		
	parer's Use	Firm's name (or yours if self-employed).	NW 49 ST	CANT L'W			_	EIN ► 65-083	2141		
	Only	address, and DOCA		L 33434	···-			Phone no ► (561	1) 442-	-075!	5
BA	ΛΑ	ZIP code BUCA		_	_			Phone no ► (56)	Form 99		
-	~								1 01111 33	(4	_009)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Form 8868 (Rev 4-2009)

Department of the Internal Revenue	e Treasury Service		► File a sepa	rate application for e	ach return.			
If you are	filing for an A	Automatic 3-Month I	Extension, comple	ete only Part I and c	neck this box			► X
-	_		· · · · · · · · ·	xtension, complete		age 2 of this fo	rm)	
				n automatic 3-mont				
Part I	Automatic	3-Month Extens	ion of Time.	Only submit orig	ınal (no copie	es needed).	·	
A corporation	required to fi	lle Form 990-T and i	requesting an auto	omatic 6-month exte	nsion – check th	is box and con	plete Part I	only -
All other corp income tax re		udıng 1120-C filers),	partnerships, RE	MICS, and trusts mi	ıst use Form 700	14 to request ar	extension o	f time to file
returns noted the additiona Form 990-T	l below (6 mor l (not automat Instead, you n	nths for a corporatio	on required to file loon or (2) you file for completed and s	rm 8868 if you want Form 990-T) Howev Forms 990-BL, 6069, Igned page 2 (Part I & Nonprofits	er, you cannot fil or 8870, group r	le Form 8868 e eturns, or a co	lectronically i	f (1) you want onsolidated
Type or	Name of Exempt	Organization		,			Employer (dentifi	cation number
print	THE DILL	ARD FOUNDATI	ON				13-33182	26
File by the due date for	Number, street, a	and room or suite number	If a P O box, see inst	ructions				
filing your return See		ROSS, 45 ROC				·		<u>.</u>
instructions	City, town or post	t office, state, and ZIP co	de For a foreign addres	ss, see instructions				
	NEW YORK	, NY 10020						
Check type o	f return to be t	filed (file a separate	application for ea	ach return)·		_		
Form 990	ı	L	Form 990-T (co	rporation)		Form 4720		
Form 990	-BL		Form 990-T (se	ction 401(a) or 408(a	a) trust)	Form 5227		
Form 990	-EZ		Form 990-T (tru	ist other than above)	Form 6069		
X Form 990	-PF		Form 1041-A			Form 8870		
• The books	s are in the ca	are of ► <u>CHRISTO</u>	PHER DILLAR	ω				
		-632-1308		FAX No ►				L-my
-				ess in the United Sta				▶
If this is for	or a Group Re	_	-	it Group Exemption	Number (GEN)	If th	ns is for the	whole group,
check this	s box ► 📗	If it is for part of the	ne group, check th	nis box 🕨 🔲 and	attach a list with	the names and	EINs of all r	nembers
the extens	sion will cover							
1 I reques		,	,	n required to file For	•			
				ization return for the	organization nai	med above		
		he organization's re	lurn for					
\vdash	calendar year							
▶ ∐	tax year begir	nning	, ²⁰ , ^a	and ending	20 _			
2 If this ta	ex year is for le	ess than 12 months	, check reason	Initial return	Final retu	rn Ch	ange in acco	unting period
3a If this a nonrefu	pplication is fo ndable credits	or Form 990-BL, 990 See instructions	-PF, 990-T, 4720,	or 6069, enter the t	entative tax, less	any	3a \$	1,775.
		or Form 990-PF or 9 or year overpaymen		efundable credits and edit	d estimated tax p	ayments	3 b \$	2,000.
deposit	Due. Subtrac with FTD coup tructions	et line 3b from line 3 pon or, if required, b	a Include your pa by using EFTPS (E	ayment with this form Electronic Federal To	n, or, if required, ax Payment Syste	em)	3c \$	0.
Caution. If yo		make an electronic	fund withdrawal	with this Form 8868,	see Form 8453-	EO and Form 8	879-EO for	

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

Form 8868	(Rev 4-2009)			Page 2
	are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this	box		► X
	complete Part II if you have already been granted an automatic 3-month extension on a previously		n 8868	
_	are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)			
	Additional (Not Automatic) 3-Month Extension of Time. Only file the original	(no cop	ies ne	eded).
		mployer id		
T				
Type or print	THE DILLARD FOUNDATION	13-331	8226	
•		or IRS use	only	
File by the extended	BRICKEL & COMPANY P.A.			
due date for filing the	2649 NW 49 ST		_	
return See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions			
	BOCA RATON, FL 33434			
Check type	e of return to be filed (File a separate application for each return)			-
Form 9	90 X Form 990-PF Form 1041-A			Form 6069
Form 9	90-BL Form 990-T (section 401(a) or 408(a) trust) Form 4720			orm 8870
Form 9	90-EZ Form 990-T (trust other than above) Form 5227			
STOP! Do	not complete Part II if you were not already granted an automatic 3-month extension on a previous	y filed Fo	rm 8868	
The bo	oks are in care of ► CHRISTOPHER DILLARD			
Teleph	one No ► 212-632-1308 FAX No ►			
If the o	rganization does not have an office or place of business in the United States, check this box			▶
If this is	s for a Group Return, enter the organization's four digit Group Exemption Number (GEN)			If this is for the
whole grou	p, check this box $ ightharpoonup$ If it is for part of the group, check this box $ ightharpoonup$ and attach a list with	the nam	es and B	EINs of all
members t	he extension is for.			
	lest an additional 3-month extension of time until $11/15$, 20 10			
	alendar year 2009, or other tax year beginning, 20, and ending			, 20
6 If this	tax year is for less than 12 months, check reason Unitial return Final return			ounting period
	in detail why you need the extension TAXPAYER RESPECTFULLY REQUESTS ADD			<u>/E_TO</u>
<u>GAT</u>	HER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX	<u>RETUE</u>	<u>N</u>	
	<u></u>		-	
	application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any		ļ.	1,775.
	fundable credits. See instructions		\$	1,775.
b If this	s application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated to lents made. Include any prior year overpayment allowed as a credit and any amount paid previously	ax L		
	Form 8868	81	\$	2,000.
c Balar	nce Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit		1.	•
with f	TD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instrs	80	: \$	0.
	Signature and Verification			- 1
Under penaltie correct, and co	is of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my kromplete, and that I am authorized to prepare this form	iowledge an	o peliet, it	is true,
C	Tue. ▶	F	ate ►	
Signature	Title Title		alt .	
DAA	FIFZ0502L 03/11/09		Form !	3868 (Rev 4-2009)
BAA	FIFZUDUZL UD/TITUD		1 011111	2000 (1.04 T.E003)

2009	FEDE	PAGE 1			
CLIENT DILLARD	THE	DILLARD FO	UNDATION		13-3318226
11/10/10					02 29PN
STATEMENT 1 FORM 990-PF, PART I, LINE 11 OTHER INCOME					
		-	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME		TOTAL §		\$ 33. \$ 33.	\$ 0.
STATEMENT 2 FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES					
ALLEN WEBBER, CPA	TOTAL	(A) EXPENSES PER BOOKS \$ 7,500 \$ 7,500).	NET INCOME	(D) CHARITABLE PURPOSES . \$ 0.
STATEMENT 3 FORM 990-PF, PART I, LINE 18 TAXES				,	
UNITED STATES TREASURY	TOTAL	(A) EXPENSES PER BOOKS \$ 3,420 \$ 3,420	<u> </u>	(C) I ADJUSTED NET INCOME O. \$ 0	
STATEMENT 4 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES					
FILING FEES MANAGEMENT FEES - ALPHA ASSO OFFICE EXPENSES PPUBLICATION NOTICE	OC TOTAL	(A) EXPENSES PER BOOKS \$ 250 5,080 61 120 \$ 5,511	INCOME	NET INCOME	(D) CHARITABLE PURPOSES \$ 0.

FEDERAL STATEMENTS		PAGE 2
CLIENT DILLARD TH	HE DILLARD FOUNDATION	13-3318226
11/10/10		 02 29PM
STATEMENT 5 FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND GRANTS		
CASH GRANTS AND ALLOCATIONS		
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	AMERICAN BALLROOM THEATRE CO	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	\$ 5,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	AMORE OPERA	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	CARTER CENTER	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	CENTRAL PARK CONSERVANCY	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	COLLEGE OF NEW ROCHELLE	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	COLORADO SYMPHONY ORCHESTRA	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	2,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	COMMUNITY SAILING	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	500.

2009 FEDERAL STATEMENTS PAGE 3 THE DILLARD FOUNDATION 13-3318226 CLIENT DILLARD 11/10/10 02:29PM STATEMENT 5 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND GRANTS CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS: DILLARD UNIVERSITY NONE RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 50,000. AMOUNT GIVEN: CLASS OF ACTIVITY: DONEE'S NAME: EARTH JUSTICE LEGAL DEFENSE FUND DONEE'S ADDRESS: RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN: 10,000. CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS: GAY MILLS PUBLIC LIBRARY NONE RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 1,000. AMOUNT GIVEN: CLASS OF ACTIVITY: DONEE'S NAME: GIRLS INC DONEE'S ADDRESS: RELATIONSHIP OF DONEE: NONE ORGANIZATIONAL STATUS OF DONEE: 2,000. AMOUNT GIVEN: CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS: HABITAT FOR HUMANITY NONE RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 1,000. AMOUNT GIVEN: CLASS OF ACTIVITY: DONEE'S NAME: MARIA MITCHELL ASSOCIATION DONEE'S ADDRESS: NONE RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 1,500. AMOUNT GIVEN: CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS: MEDICINS SAN FRONTIERES NONE RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 1,000. AMOUNT GIVEN:

CLASS OF ACTIVITY:

2009 FED	ERAL STATEMENTS	PAGE 4
CLIENT DILLARD TH	E DILLARD FOUNDATION	13-3318226
11/10/10		02 29PM
STATEMENT 5 (CONTINUED) FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND GRANTS		
DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET ARTIST ASSOCIATION	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE \$	2,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET ATHENEUM	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	250.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET CONSERVATION FOUNDATION	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	5,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET COLLAGE HOSPITAL	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET LAND COUNCIL	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	1,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NANTUCKET SCHOOL OF MUSIC	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	ŃONE	250.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:	NEW YORK CITY MISSION SOCIETY	
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:	NONE	500.

SALT MARSH CENTRE

CLASS OF ACTIVITY: DONEE'S NAME:

2009

11/10/10

FEDERAL STATEMENTS

PAGE 5

CLIENT DILLARD

THE DILLARD FOUNDATION

13-3318226

1,000.

5,000.

5,000.

5,800.

105,300.

02 29PM

STATEMENT 5 (CONTINUED) FORM 990-PF, PART I, LINE 25 **CONTRIBUTIONS, GIFTS, AND GRANTS**

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

NONE

TAKE STOCK IN CHILDREN

NONE

THE NEW YORK TIMES NEEDIEST CASES FUND

NONE

TINKER ASSOCIATION FOR WOMEN

NONE

VALLEY STEWARDSHIP NETWORK

NONE

1,000.

TOTAL \$

STATEMENT 6 FORM 990-PF, PART II, LINE 13 **INVESTMENTS - OTHER**

OTHER INVESTMENTS

COST

VALUATION

METHOD

VALUE \$

BOOK

446,324. 458,242. \$

TOTAL \$

458,242.

446,324.

FAIR MARKET

VALUE

2009	FEDER	RAL STAT	EMENTS		PAGE 6
CLIENT DILLARD	THE D	ILLARD FOU	NDATION		13-3318226
STATEMENT 7 FORM 990-PF, PART III, OTHER DECREASES	LINE 5	···			02 29PM
ROUNDING				TOTAL \$	1.
STATEMENT 8 FORM 990-PF, PART IV, CAPITAL GAINS AND LO	LINE 1 OSSES FOR TAX ON	INVESTMEN	T INCOME		
ITEM ALPHA ASSOC GMO INTERNATIO FIDELITY GNAMA PIMCO DEVELOPM ADVENT CLAYMOR EATON VANCE FI DODGE & COX EATON VANCE SI HUSSMAN STRATE IN IVY GLOBAL PIMCO COMMODIT TROWE PRICE FIDELITY GNMAR KAYNE ANDERSON ALLIED WASTE JOHNSON & JOHN PROCTOR & GAME KAYNE ANDERSON SHAMAN ALLIED WASTE CHUBB CORP ALPHA ASSOC ALPHA ASSOC TOTAL TO THE TO T	MENT RE RE RE RICTURED GGIES CIES GIES GIES GIES GIES GIES GIES GIES G		(B) HOW ACQUIRED PURCHASED	(C) DATE ACOUIRED VARIOUS 5/01/2009 VARIOUS 6/05/2008 9/17/2008 9/12/2008 6/17/2008 6/17/2008 6/17/2008 6/17/2008 6/17/2008 6/17/2008 6/17/2008 5/01/2009 6/17/2009 10/16/2009 10/21/2009 11/09/2009 11/09/2009 11/23/2009 VARIOUS VARIOUS	(D) DATE SOLD 12/31/2009 5/15/2009 12/31/2009 1/08/2009
	(F) (G) PREC. COST LOWED BASIS 12,899. 276,747. 0. 100,000. 50,049. 50,097. 100,000. 25,800. 25,000. 150,000. 25,800. 25,000. 150,000. 2151532. 50,213. 200,100. 60,918. 57,300. 199,700. 101,643.	(H) GAIN (LOSS) -12,899108,525. 8,18121,86215,65217,21847,76021,60719,31018,01316,99054,494. 28,36712,256. 8,744308. 431. 19,100. 15,669.	(I) (J FMV ADJ. 12/31/69 12/31	BAS. EXCESS	(L) GAIN (LOSS) \$ -12,899108,525. 8,18121,86215,65217,21847,76021,60719,31018,01316,99054,494. 28,36712,256. 8,744308. 431. 19,100. 15,669.

2	0	09	
_	U	UY	

FEDERAL STATEMENTS

PAGE 7

CLIENT DILLARD

THE DILLARD FOUNDATION

13-3318226

02 29PM

11/10/10

STATEMENT 8 (CONTINUED) FORM 990-PF, PART IV, LINE 1

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV <u>12/31/69</u>	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
20 21	105,302. 97,034.	<u> minound</u>	103,140. 101,802.	2,162. -4,768.	<u> </u>	<u> </u>		\$ 2,162. -4,768.
22	0.		101,802.	-10,277.				-10,277.
23	2,738.		0.	2,738.			TOTAL	2,738. \$-296,547.

STATEMENT 9 FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED		CONTRI- BUTION TO EBP & DC	
CHRISTOPHER DILLARD 45 ROCKERFELLER PLAZA #1919 NEW YORK, NY 10020	PRESIDENT 10.00	\$ 0.	\$ 0.	\$ 0.
DAVID DILLARD 45 ROCKERFELLER PLAZA #1919 NEW YORK, NY 10020	VICE PRESIDENT 5.00	0.	0.	0.
ANNA DILLARD 45 ROCKERFELLER PLAZA #1919 NEW YORK, NY 10020	VICE PRESIDENT 5.00	0.	0.	0.
JAMES DILLARD 45 ROCKERFELLER PLAZA #1919 NEW YORK, NY 10020	SECRETARY 5.00	0.	0.	0.
PATRICK DILLARD 45 ROCKERFELLER PLAZA #1919 NEW YORK, NY 10020	TREASURER 10.00	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

STATEMENT 10 FORM 990-PF, PART XV, LINE 2A-D APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

THE DILLARD FOUNDATION CHRISTOPHER DILLARD

NAME:

CARE OF: STREET ADDRESS:

45 ROCKERFELLER PLAZA, SUITE 1919

CITY, STATE, ZIP CODE:

NEW YORK, NY 10020

TELEPHONE:

FORM AND CONTENT:

SUBMISSION DEADLINES: N

NONE

2009

FEDERAL STATEMENTS

PAGE 8

CLIENT DILLARD

THE DILLARD FOUNDATION

13-3318226

11/10/10

02 29PM

STATEMENT 10 (CONTINUED) FORM 990-PF, PART XV, LINE 2A-D APPLICATION SUBMISSION INFORMATION

RESTRICTIONS ON AWARDS: SEE ATTACHED

2009	FEDERAL SUPPORTING DETAIL			PAGE 1
CLIENT DILLARD	THE DILLARD FOUNDATION			13-3318226
11/10/10 BALANCE SHEET	ARY CASH INVESTMENTS			02·29PM
CASH DAILY INCOME FU JP MORGAN TAX FREE M CHARLES SCHWAB CASH CHARLES SCHWAB US TR	ND MMKT MKT RESERVE		\$	18,319. 506. 168,193. 1,943,265.
CHARLES SCHWAD US IN	EASORI PURI	TOTAL	\$	2,130,283.
	NMENT OBLIGATIONS (FORM 990-PF)[O]			
FNMA 02/01/18 (5.00) FNMA 06/01/19 (4.50 GNMA 01/15/16 (10.0 GNMA 08/15/29 (7.00)) 0)		\$	51,626. 25,749. 3,220. 13,013.
GNMA 11/15/31 (6.50)		TOTAL	\$	22,777. 116,385.
BALANCE SHEET CORPORATE STOCK (FO	DRM 990-PF)[O]			
LOOMIS SAYLES PIMCO DEVELOPMENT PIMCO TOTAL RETURN IVY GLOBAL			\$	150,000. 100,000. 150,000. 25,000.
DODGE & COX HUSSMAN STRATEGIES PIMCO COMMODITIES T ROWE PRICE				100,000. 100,000. 25,000. 150,000.
GMO INTERNATIONAL KAYNE ANDERSON EATON VANCE STRUCTUR EATON VANCE FL RT	ED			276,746. 50,213. 50,000. 50,097. 50,099.
ADVENT CLAYMORE		TOTAL	\$	1,277,155.
BALANCE SHEET SAVINGS AND TEMPORA	ARY CASH INVESTMENTS			
CASH DAILY INCOME FU FIDELITY NY MUNI MMK		TOTAL	\$ <u>\$</u>	9,557. 472,809. 482,366.
BALANCE SHEET U.S. AND STATE GOVER	NMENT OBLIGATIONS (FORM 990-PF)[O]			
FNMA 02/01/18 (5.00) FNMA 06/01/19 (4.50) GNMA 01/15/16 (10.00)		\$	38,485. 20,656. 3,146. 7,161.
GNMA 08/15/29 (7.00) GNMA 11/15/31 (6.50)		TOTAL	\$	22,386. 91,834.

CLIENT DILLARD THE DILLARD FOUNDATION BALANCE SHEET CORPORATE STOCK (FORM 990-PF)[O] LOOMIS SAYLES PIMCO TOTAL RETURN PROTECTIVE LIFE VERIZON PHILIP MORRIS TORTOIS ENEGY EXXON BANK AMERICA BALANCE SHEET CORPORATE BONDS (FORM 990-PF)[O] AUSTRALIAN GOVT BOND ALCOA NOTES GOLDMAN SACHS ANHEUSER BUSH MORGAN STANLEY CNA FINANCIAL BALANCE SHEET - INVESTMENTS BEGINNING OF YEAR AMOUNT PARNASSUS INCOME TRUST ALPHA ASSOC	TOTAL	\$ 13-33182 156, 521. 239, 917. 200, 000. 184, 808. 97, 799. 100, 000. 206, 558. 241, 630. 1,427, 233. 245, 312. 189, 700. 97, 428. 181, 900. 198, 468. 302, 650. 1,215, 458.
BALANCE SHEET CORPORATE STOCK (FORM 990-PF)[O] LOOMIS SAYLES PIMCO TOTAL RETURN PROTECTIVE LIFE VERIZON PHILIP MORRIS TORTOIS ENEGY EXXON BANK AMERICA BALANCE SHEET CORPORATE BONDS (FORM 990-PF)[O] AUSTRALIAN GOVT BOND ALCOA NOTES GOLDMAN SACHS ANHEUSER BUSH MORGAN STANLEY CNA FINANCIAL BALANCE SHEET - INVESTMENTS BEGINNING OF YEAR AMOUNT PARNASSUS INCOME TRUST		\$ 156,521. 239,917. 200,000. 184,808. 97,799. 100,000. 206,558. 241,630. 1,427,233. 245,312. 189,700. 97,428. 181,900. 198,468. 302,650.
CORPORATE BONDS (FORM 990-PF)[O] AUSTRALIAN GOVT BOND ALCOA NOTES GOLDMAN SACHS ANHEUSER BUSH MORGAN STANLEY CNA FINANCIAL BALANCE SHEET - INVESTMENTS BEGINNING OF YEAR AMOUNT PARNASSUS INCOME TRUST	TOTAL	189,700. 97,428. 181,900. 198,468. 302,650.
BEGINNING OF YEAR AMOUNT PARNASSUS INCOME TRUST		
	TOTAL	\$ 35,336. 444,668. 480,004.
BALANCE SHEET - INVESTMENTS END OF YEAR AMOUNT PARNASSUS INCOME TRUST ALPHA ASSOC	TOTAL	\$ 35,796. 422,446. 458,242.