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

For calendar year 2009, or tax year beginning 2009, and ending

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation CLEVELAND H. DODGE FOUNDATION, INC.		A Employer identification number 13-6015087
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 420 LEXINGTON AVENUE 2331		B Telephone number (see the instructions) (212) 972-2800
	City or town State ZIP code NEW YORK NY 10170		C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 37,363,882.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	747,518.	747,518.		
5a	Gross rents	49,150.	49,150.		
b	Net rental income or (loss) -15,991.				
6a	Net gain/(loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
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/(loss) (att sch)				
11	Other income (attach schedule) MISCELLANEOUS	784.	784.		
12	Total. Add lines 1 through 11	797,452.	797,452.		
13	Compensation of officers, directors, trustees, etc	111,000.			111,000.
14	Other employee salaries and wages	23,227.			23,227.
15	Pension plans, employee benefits	15,003.			15,003.
16a	Legal fees (attach schedule) L-16a Stmt	1,050.	1,050.		
b	Accounting fees (attach sch) L-16b Stmt	20,250.	20,250.		
c	Other prof fees (attach sch) L-16c Stmt	210,518.	210,518.		
17	Interest				
18	Taxes (attach schedule X see instr) See Line 18 Stmt	13,551.	5,728.		
19	Depreciation (attach sch) and depletion L-19 Stmt	39,758.	22,680.		
20	Occupancy	182,440.	35,336.		147,104.
21	Travel, conferences, and meetings	87,214.			87,214.
22	Printing and publications				
23	Other expenses (attach schedule) See Line 23 Stmt	30,488.	7,520.		9,501.
24	Total operating and administrative expenses. Add lines 13 through 23	734,499.	303,082.		393,049.
25	Contributions, gifts, grants paid	1,148,729.			1,148,729.
26	Total expenses and disbursements. Add lines 24 and 25	1,883,228.	303,082.		1,541,778.
27	Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-1,085,776.			
	b Net investment income (if negative, enter -0-)		494,370.		
	c Adjusted net income (if negative, enter -0-)				

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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	818.	40,749.	40,749.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule) L-10a Stmt	4,208,546.	4,060,305.	4,060,305.
	b Investments – corporate stock (attach schedule) L-10b Stmt	23,013,574.	27,202,099.	27,202,099.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	2,646,256.	2,152,689.	2,152,689.
	LIABILITIES	11 Investments – land, buildings, and equipment: basis		
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) L-13 Stmt		2,800,589.	2,722,568.	2,722,568.
14 Land, buildings, and equipment basis		1,314,553.		
Less: accumulated depreciation (attach schedule) L-14 Stmt		722,142.	606,862.	592,411.
15 Other assets (describe L-15 Stmt)		600,134.	593,061.	593,061.
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)		33,876,779.	37,363,882.	37,363,882.
17 Accounts payable and accrued expenses		7,366.	11,502.	
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, & other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe SECURITY DEPOSIT)		10,200.		
23 Total liabilities (add lines 17 through 22)	7,366.	21,702.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	33,869,413.	36,805,180.	
	25 Temporarily restricted			
	26 Permanently restricted		537,000.	
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	33,869,413.	37,342,180.	
	31 Total liabilities and net assets/fund balances (see the instructions)	33,876,779.	37,363,882.	

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	33,869,413.
2 Enter amount from Part I, line 27a	2	-1,085,776.
3 Other increases not included in line 2 (itemize) <input checked="" type="checkbox"/> UNREALIZED GAIN ON INVESTMENTS	3	6,244,861.
4 Add lines 1, 2, and 3	4	39,028,498.
5 Decreases not included in line 2 (itemize) <input checked="" type="checkbox"/> See Other Decreases Stmt	5	1,686,318.
6 Total net assets or fund balances at end of year (line 4 minus line 5)– Part II, column (b), line 30	6	37,342,180.

Part I 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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE ATTACHED SCHEDULE — BMO		P	Various	Various
b SEE ATTACHED SCHEDULE — GILLESPIE		P	Various	Various
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,532,136.		2,663,026.	-130,890.
b 5,539,817.		6,845,285.	-1,305,468.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-130,890.
b			-1,305,468.
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	-1,436,358.
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 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 [X] 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 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 (column (b) divided by column (c))
2008	2,193,167.	43,456,645.	0.050468
2007	2,288,412.	49,889,424.	0.045870
2006	1,873,583.	45,893,485.	0.040825
2005	2,306,753.	44,474,087.	0.051867
2004	3,527,025.	43,533,935.	0.081018

2 Total of line 1, column (d)	2	0.270048
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	0.054010
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	33,339,881.
5 Multiply line 4 by line 3	5	1,800,687.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,944.
7 Add lines 5 and 6	7	1,805,631.
8 Enter qualifying distributions from Part XII, line 4	8	2,791,778.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1 4,944.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 4,944.
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 4,944.
6 Credits/Payments:		
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 32,141.	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c 0.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 32,141.	
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 27,197.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 27,197. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c 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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)		
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? <i>If 'No,' attach explanation</i>	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII 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>http://www.chdodgefoundation.org/</u>	13	X	
14	The books are in care of <u>CLEVELAND H. DODGE FOUNDATION, INC.</u> Telephone no. <u>(212) 972-2800</u> Located at <u>420 LEXINGTON AVENUE, SUITE 2331 NEW YORK NY</u> ZIP + 4 <u>10170</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

Part VIII 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
1 a 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
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 2009?	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))		
a 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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 the instructions)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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 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 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 2009)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2009?	4 b	X

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Part VII 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 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 instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

If 'Yes' to 6b, 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?**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 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
PHYLLIS CRISCUOLI 53-108 63RD ST MASPETH NY 11378	EXEC DIRECTOR 40.00	111,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

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

None

Part VI Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services- (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BECK, MACK & OLIVER 330 MADISON AVE NEW YORK, NY 10017	INVESTMENT SERVICE	85,095.
GILLESPIE ROBINSON & COMPANY 80 FIELDPORT ROAD GREENWICH CT 06836	INVESTMENT SERVICE	125,423.
Total number of others receiving over \$50,000 for professional services		2

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	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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Part I Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	29,773,996.
b Average of monthly cash balances	1b	3,452,320.
c Fair market value of all other assets (see instructions)	1c	621,279.
d Total (add lines 1a, b, and c)	1d	33,847,595.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d.	3	33,847,595.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	507,714.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,339,881.
6 Minimum investment return. Enter 5% of line 5	6	1,666,994.

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.)

1 Minimum investment return from Part X, line 6	1	1,666,994.
2a Tax on investment income for 2009 from Part VI, line 5	2a	4,944.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,944.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,662,050.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,662,050.
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	1,662,050.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc.— total from Part I, column (d), line 26	1a	1,541,778.
b Program-related investments— total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	1,250,000.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,791,778.
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	4,944.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,786,834.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,662,050.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0.			
b From 2005	0.			
c From 2006	0.			
d From 2007	1,465,541.			
e From 2008	2,193,167.			
f Total of lines 3a through e	3,658,708.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 2,791,778.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				1,662,050.
e Remaining amount distributed out of corpus	1,129,728.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,788,436.			
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				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	4,788,436.			
10 Analysis of line 9.				
a Excess from 2005	0.			
b Excess from 2006	0.			
c Excess from 2007	1,465,541.			
d Excess from 2008	2,193,167.			
e Excess from 2009	1,129,728.			

BAA

Form 990-PF (2009)

Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling.

- b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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 organization had \$5,000 or more in assets at any time during the year – see instructions.)**

- ### 1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

See Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs

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

- c Any submission deadlines

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

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 ATTACHED SEE ATTACHED SEE ATTACHED NY 10001	NONE	PUBLIC	SEE ATTACHED	1,148,729.
Total			3a	1,148,729.
b Approved for future payment				
Total			3b	

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

A. Major Annual Grants

American University of Beirut, Beirut, Lebanon, New York, NY	25,000	
Near East Foundation, New York, NY	15,000	
Wave Hill Inc., Bronx, New York	<u>15,000</u>	
		55,000

B. Regular Annual Grants

American Museum of Natural History, New York, NY	5,000	
American Red Cross Greater New York, NY, NY	5,000	
Boys Club of New York Inc., New York, NY	5,000	
Boy Scouts of America, Greater NY Councils, New York, NY	5,000	
Brooklyn Botanic Garden, Brooklyn, New York	2,500	
Central Park Conservancy, New York, NY	3,000	
Children's Aid Society, New York, NY	5,000	
Children's Storefront, New York, NY	5,000	
Covenant House, New York, NY	3,000	
Fresh Air Fund, New York, NY	5,000	
Girls Scout Council of Greater NY, New York, NY	5,000	
International College, Beirut, Lebanon, New York, NY	5,000	
International House, New York, NY	5,000	
Kingsbridge Heights Community Center, Inc. Bronx, NY	3,000	
Kips Bay Boys and Girls Club Inc., Bronx, NY	5,000	
New York Botanical Garden, Bronx, New York	5,000	
New York City Mission Society, New York, NY	3,000	
New York Public Library, New York, NY	5,000	
Planned Parenthood of New York City, Inc. New York, NY	5,000	
Princeton-Blairtown Center, Princeton, NJ	5,000	
Riverdale Neighborhood House, Bronx, New York	5,000	
Riverdale Presbyterian Church, Bronx, New York	5,000	
Teacher College, Columbia University New York, NY	5,000	
Union Settlement Association, New York, NY	3,000	
USO of Metropolitan New York, New York, NY	5,000	
Wildlife Conservation Society, Bronx, New York	5,000	
YMCA of Greater, NY, New York, NY	5,000	
YWCA of City of New York, New York, NY	<u>5,000</u>	
		127,500

C. Professional Fees

Council on Foundations, Inc. Washington, D.C.	4,680	
New York Regional Association of Grant makers, NY, New York	3,700	
The Foundation Center, New York, NY	<u>1,000</u>	
		9,380

D. Matching Plan A Grants

Acadia Partners for Science and Learning, Winter Harbor, ME	2,000	
Africa Consultants International, Bradenton, Florida	200	
African Wildlife Foundation, Washington, D.C.	2,500	
ALS Association, Connecticut Chapter, Milford, Connecticut	100	

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

American Friends Service Committee, Philadelphia, PA	1,000
American Near East Refugee Aid, Washington, D.C.	300
American Red Cross of the National Capital Area, Fairfax, Virginia	500
American University of Beirut, Beirut. Lebanon, New York, NY	1,250
American University of Beirut, Beirut. Lebanon, New York, NY	1,250
American University of Beirut, Beirut. Lebanon, New York, NY	250
American University of Beirut, Beirut. Lebanon, New York, NY	300
American University of Beirut, Beirut. Lebanon, New York, NY	250
Amnesty International, New York, N.Y.	50
Andover Educational Fund, Inc. Andover, ME	1,750
Antique Boat Museum, Clayton, New York	500
Antique Boat Museum, Clayton, New York	1,000
Antique Boat Museum, Clayton, New York	250
Antique Boat Museum, Clayton, New York	1,000
Artists Repertory Theater, Portland, Oregon	250
Autism Speaks, Los Angeles, California	100
Avon Old Farms, Avon, Connecticut	250
Batten Kill Watershed Alliance, Arlington, Vermont	50
Bennington Museum, Bennington, Vermont	250
Bowdoin College, Brunswick, Maine	125
Brooklyn Botanic Garden, Brooklyn, New York	500
Burlington Dismas House, Burlington, Vermont	75
Cabeceras Aid Project, Austin, Texas	50
CAF America, Alexandria, Virginia	500
Camp Amerikids, Stamford, Connecticut	100
Casper College Foundation, Casper, Wyoming	1,000
Catamount Trail Association, Burlington, Vermont	50
Chewonki Foundation, Wiscasset, Maine	100
Christian Mission, Inc., Columbia, South Carolina	600
Church of the Redeemer, Baltimore, Maryland	2,500
Coastal Mountains Land Trust, Camden, Maine	1,500
Colorado Rocky Mountain School, Carbondale, Colorado	250
Concord Academy, Concord, MA	2,017
Concord Academy, Concord, MA	300
Concordia Conservatory, Bronxville, New York	1,000
Cross World, Bala, Kansas City, Missouri	600
Dana Hall School, Wellesley, Ma	200
Dartmouth-Hitchcock Medical Center, Lebanon, New Hampshire	500
Delaware Valley Friends School, Paoli, PA	1,500
Equal Justice America, Midlothian, Virginia	200
Equality State Policy Center, Casper, Wyoming	1,000
Fairfield Country Day School, Fairfield, Connecticut	1,000
Four Paws Rescue, Merrifield, VA	200
Franklin College, Lugano, Switzerland, New York, N.Y.	100
Frick Collection, New York, N.Y.	500
Friends of Tryon Creek State Park, Portland Oregon	500
Friends of Van Cortlandt Park, Bronx, New York	500

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

FSW, Inc. Connecticut, Bridgeport, Connecticut	350
Garrison Forest School, Owing Mills, Maryland	150
Global Camps Africa, Reston, VA	2,700
Global Camps Africa, Reston, VA	500
Good Shepherd Mission Development, St. Louis, MO	1,000
Grindstone Island United Methodist Church, Clayton, New York	350
Grindstone Island Research and Heritage Center, Clayton, New York	250
Hampshire College, Amherst, MA	200
Handweaving Museum & Arts Center, Clayton, New York	250
Hebron Academy, Hebron, Maine	100
Hebron Academy, Hebron, Maine	400
Hebron Academy, Hebron, Maine	2,500
Hebron Academy, Hebron, Maine	1,000
Hotchkiss School, Lakeville, Connecticut	500
Howe Library Corporation, Hanover, New Hampshire	250
Immanuel Presbyterian Church, McLean, Virginia	500
Immaculata High School, Somerville, New Jersey	100
JFK Center for Performing Arts, Washington, D.C.	300
Kitchen Angels, Santa Fe, New Mexico	250
Laura Hartenbaum Breast Cancer Foundation, Westport, Connecticut	50
Learning Leaders, Inc. New York, New York	100
Lehigh University, Bethlehem, PA	500
Ligonier Valley Library, Ligonier, Pennsylvania	250
Lymphoma Research Foundation, New York, New York	1,000
Making Strides Against Breast Cancer, Oklahoma City, OK	50
Mary Lyon Foundation, Shelburne Falls, MA	250
Mercy Learning Center, Bridgeport, Connecticut	50
Middlebury College, Middlebury, Vermont	100
Mobius, Inc., Burlington, Vermont	50
Montana State University Foundation, Inc. Bozeman, Montana	500
Montana State University Foundation, Inc. Bozeman, Montana	5,000
Mount Sinai Adolescent Health Center, NYC, NY	1,000
National Outdoor Leadership School, Lander, Wyoming	200
Natural Lands Trust, Media, PA	866
Nature Conservancy Adirondack Chapter, Keene Valley, NY	866
Nature Conservancy, Lander, Wyoming	500
Nature Conservancy Maine Chapter, Albert Lea, MN	500
Nature Conservancy, Montpelier, Vermont	100
Nature Conservancy, Montpelier, Vermont	100
Nature Conservancy, Montpelier, Vermont	100
Nature Conservancy, Montpelier, Vermont	250
Nature Conservancy, Montpelier, Vermont	200
Nature Conservancy, Montpelier, Vermont	100
Nature Conservancy, Montpelier, Vermont	200
Nature Conservancy, Montpelier, Vermont	200
Nature Conservancy, Seattle, Washington	200
Near East Foundation, New York, NY	250

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
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New York Botanical Garden, Bronx, New York	1,500
Northern Virginia Community College, Annandale, Virginia	400
OC International, Colorado Springs, CO	1,800
OC International, Colorado Springs, CO	1,200
Omega World Missions, Shell Lake, WI	1,000
Oxfam America, Boston, MA	1,000
Orchard Friends School, Riverton, New Jersey	1,000
People's Clinic, Clinica Campesina Family Health Services, Lafayette, Colorado	100
Phi Beta Kappa Society, Washington, D.C.	135
Pine Cobble School, Williamstown, MA	50
Planned Parenthood of Northern New England, Williston, Vermont	250
Potomac Hills Presbyterian Church, Leesburg, VA	6,000
Princeton University, Princeton, New Jersey	500
Princeton University, Princeton, New Jersey	25
Robin Hood Foundation, New York, New York	1,000
Santa Fe Animal Shelter & Humane Society, Santa Fe, NM	1,000
Santa Rosa Symphony, Santa Rosa, California	850
Sarah Lawrence College, Bronxville, New York	1,000
Save the River, Clayton, New York	35
Save the River, Clayton, New York	100
Save the River, Clayton, New York	1,000
Save the River, Clayton, New York	100
Sea Education Association, Boston University, Boston, MA	335
Self Enhancement, Inc. Portland, Oregon	500
Shelburne Museum, Shelburne, Vermont	100
Sierra Club Foundation, San Francisco, California	68
Smokey House Center, Danby, Vermont	50
Sonoma Land Trust, Santa Rosa, California	250
Solebury School, New Hope, Pennsylvania	500
Spence-Chapin Services to Families and Children, New York, N.Y.	1,000
St. Christopher's School Foundation, Richmond, VA	150
St. James Church, New York, NY	2,500
St. John's College, Annapolis, Maryland	100
St. Paul's School, Concord, New Hampshire	250
Susan G. Komen Race for the Cure, Bangor, Maine	50
Swarthmore College, Swarthmore, PA	2,250
Textile Museum, Washington, D.C.	200
Theater 808, Inc., New York, N.Y.	100
Theater 808, Inc., New York, N.Y.	125
Theater 808, Inc., New York, N.Y.	500
Thousand Island Land Trust, Clayton, NY	100
Tostan, Inc. Washington, D.C.	200
Trinity United Presbyterian Church, Santa Ana, California	800
Twelve-Twenty Four Club, Inc. Casper, Wyoming	1,000
University of Texas Alumni Association, Austin, Texas	100
University of Virginia, Darden School Foundation, Charlottesville, VA	1,232
Upland Country Day School, Kennett Square, Pennsylvania	100

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

Upper Valley Hostel, Inc., Hanover, NH	250
Vermont Community Foundation, Inc. Middlebury, Connecticut	125
Vermont Natural Resources Council, Montpelier, Vermont	250
Vermont Public Television, Colchester, Vermont	100
Villa Therese Catholic Clinic, Santa Fe, New Mexico	350
Visiting Nurse Association & Hospice of Vermont and New Hampshire, West Lebanon, New Hampshire	250
WAMC, Northeast Pennsylvania	100
Washington Academy, East Machias, Maine	1,000
Weston Warm Up Fund, Weston, Connecticut	250
Welcome Home Ministries, Africa, Brea, California	1,200
Wheaton College, Norton, MA	2,000
White Mountain School, Bethlehem, New Hampshire	100
Winsor School, Boston, Massachusetts	250
Williams College, Williamstown, MA	1,000
WJCT, Jacksonville, Florida	100
Woodlawn Museum, Ellsworth, Maine	1,000
World Learning, Inc., Brattleboro, Vermont	100
Wycliffe Bible Translators, Orlando, Florida	1,400
Wyoming Stock Growers Agricultural Land Trust, Cheyenne, Wyoming	1,000
Wyoming Symphony Orchestra, Casper, Wyoming	1,000
YWCA World Service Council, Washington, D.C.	500

102,929

E. Matching Plan B Grants

Adirondack Council, Elizabethtown, New York	4,000
Adirondack Museum, Blue Mountain Lake, NY	6,000
Antique Boat Museum, Clayton, New York	10,000
Antique Boat Museum, Clayton, New York	8,000
Antique Boat Museum, Clayton, New York	5,000
Audubon Wyoming, Laramie, Wyoming	10,000
Baltimore Chesapeakebay Outward Bound Center, Baltimore, Maryland	7,064
Baltimore Chesapeakebay Outward Bound Center, Baltimore, Maryland	1,984
Brearley School, New York, New York	20,000
Changing Lives, c/o Immanuel Presbyterian Church, McLean, VA	12,000
Children's Hospital at Dartmouth, Lebanon, New Hampshire	1,000
Children's Aid Society, New York, N.Y.	10,000
Coastal Mountains Land Trust, Camden, Maine	10,000
Dartmouth-Hitchcock Medical Center, Lebanon, NH	2,000
East Harlem Tutorial Program, New York, NY	10,412
Evergreen House Foundation, Baltimore, Maryland	2,052
Fort Ligonier Association, Ligonier, Pennsylvania	2,000
Franklin College, Lugano, Switzerland, New York, N.Y.	10,000
Haverhill Public Library, Haverhill, MA	1,000
Hebron Academy, Hebron, Maine	1,000
Immanuel Presbyterian Church, McLean, VA	8,000
International House, New York, NY	8,000
Maine Coast Heritage Trust, Topsham, Maine	1,000

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

McGill University, Montreal, Canada	1,000
Miss Porter's School, Farmington, CT	600
New York Botanical Garden, Bronx, New York	10,000
Outward Bound USA, Baltimore, Maryland	1,984
Park & People Foundation, Baltimore, Maryland	1,038
PATH, Inc. Seattle, Washington	5,000
Philadelphia Yearly Meeting, Philadelphia, PA	4,000
Platte River Parkway Trust, Inc. Casper, Wyoming	10,000
Princeton University, Princeton, New Jersey	4,600
Princeton University, Princeton, New Jersey	992
St Michael's of the Valley Episcopal Church, Ligonier, PA	7,000
St Peter's Church in the Great Valley, Malvern, PA	800
Smith College, Northampton, Massachusetts	5,000
Sonoma Country Day School, Santa Rosa, California	12,460
Sonoma Land Trust, Santa Rosa, California	4,734
Southern Alleghenies Museum of Art, Loretto, Pennsylvania	5,000
Teachers College, Columbia University, New York, NY	8,000
Theater 808, Inc. New York, NY	10,000
Thousand Island Land Trust, Clayton, New York	10,000
University of Kentucky Art Museum, Lexington, Kentucky	1,000
Vermont Land Trust, Montpelier, Vermont	2,000
Wave Hill, Inc. Bronx, New York	2,000
Wildlife Conservation Society, Bronx, New York	500
Wyoming Humanities Council, Laramie, Wyoming	1,500
YMCA of Greater New York, New York, NY	2,000

261,720

F. Fund Raising Benefits

American Museum of Natural History, New York, NY	7,000
City Parks Foundation, New York, New York	2,000
International House, New York, NY	25,000
New York Botanical Garden, Bronx, New York	15,000
New York Restoration Project, New York, New York	2,000
Riverdale Neighborhood House, Bronx, New York	3,000
Riverdale Senior Services, Bronx, New York	1,000
Riverdale Senior Services, Bronx, New York	500
Wave Hill, Inc. Bronx, New York	1,000
Wave Hill, Inc. Bronx, New York	10,000
Wildlife Conservation Society, Bronx, New York	2,000
YMCA of Greater New York, New York, NY	25,000
YMCA of Greater New York, New York, NY	3,700

97,200

G. Special Grants

American Museum of Natural History, New York, N.Y.	50,000
First installment on a two year grant for its Education Department	
American Red Cross in Greater New York, New York, N.Y.	25,000
For its Catastrophic Response Initiative program	

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

Bottomless Closet, Inc., New York, N.Y. For General support	5,000	
Children's Aid Society, New York, N.Y. For its New Generation Center Project.	50,000	
Edwin Gould Academy, New York, N.Y. For its family planning program.	15,000	
Horticultural Society of New York, New York, N.Y. For its GreenTeam program	15,000	
Literacy Partners, Inc. New York, N.Y. For its Family Literacy/ESOL program	15,000	
Near East Foundation, New York, N.Y. For General Support in memory of David S. Dodge (1922-2009)	50,000	
Near East Foundation, New York, N.Y. For General Support.	50,000	
Planned Parenthood of New York City, Inc. New York, N.Y. For support of its School Initiatives program.	100,000	
Reach the World, New York, N.Y. For General Support.	5,000	
Reading Excellence and Discovery Foundation, New York, N.Y. For General Support.	5,000	
Teach for America, New York, N.Y. For General Support.	25,000	
Urban Education Exchange, New York, N.Y. For General Support.	10,000	
YMCA of Greater New York, New York, New York For its Strong Kids Campaign	50,000	
YMCA of Greater New York, Dodge YMCA, Brooklyn, New York For general support in memory of Cleveland E. Dodge, Jr. (1922-2007)	25,000	
	<hr/>	495,000

Cleveland H. Dodge Foundation, Inc.
Statement of Grants - 2009
EIN 13-6015087

Totals

A. Major Annual Grants	55,000
B. Regular Annual Grants	127,500
C. Professional Fees	9,380
D. Matching Plan A Grants	102,929
E. Matching Plan B Grants	261,720
F. Fund Raising Benefits	97,200
G. Special Grants	<u>495,000</u>
	1,148,729

Form 990-PF, Page 10, Part XV, Line 2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, ProgramsName .. PHYLLIS CRISCUOLIAddress . 670 WEST 247TH STREETCity, St, Zip, Phone BRONXNY10471 (718) 543-1220

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

LETTER - DESCRIPTION OF PROJECT AND BUDGET

Any submission deadlines:

N/A

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

PRIMARY NYC AREA-NO MEDICAL RESEARCH AND HEALTH CARE.

Name . _____

Address . _____

City, St, Zip, Phone _____

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

Any submission deadlines:

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

EXEMPT PUBLIC CHURCHES UNDER IRS SECTION 509 (A)

Cleveland H. Dodge Foundation, Inc.
EIN: 13-6015087
Form 990-PF Part XII, Line 3b
Required Schedule for Cash Distribution Test

The following represents amounts to be set-aside by the Foundation. The amounts will be paid within 60 months of the set-aside. Each project for which the set-aside is made will not be completed prior to the year-end of the Foundation.

Donee	Set-aside Amount	Nature and purpose
American Museum of Natural History	\$ 50,000.00	For its Education Department
New York Botanical Garden	\$ 300,000.00	For the maintenance of the Ruth Rea Howell Family Garden
Teachers College	\$ 400,000.00	For its Mathematics Program in Harlem, NY
Wave Hill, Inc.	\$ 200,000.00	Wave Hill House Project
YMCA of Greater New York	\$ 300,000.00	Capital Campaign
Total amount	<u>\$ 1,250,000.00</u>	

Year	Distributable Amount	Cash Payments Made
2008	\$ 2,139,409	\$ 2,103,167
2007	2,432,698	2,038,412
2006	2,252,463	1,673,583
2005	2,171,426	1,756,753
2004	2,152,370	2,261,352
2003	2,051,390	3,813,447
2002	2,217,748	2,499,913
Totals	<u>\$ 10,845,397</u>	<u>\$ 12,005,048</u>

Cleveland H. Dodge Foundation, Inc.

Founded in 1917

Board of Directors 2009

**Patricia Ares
Louis E. Black
Bayard Dodge
Simon Dodge
Robert Garrett
Bolling W. Haxall, Jr.
Alfred H. Howell, Jr.
Catherine O. Kerr
Sally Dodge Mole
Bayard D. Rea
William H. Rea, III
William D. Rueckert
Ingrid R. Warren**

**420 Lexington Avenue, Suite 2331
New York, New York 10170**

**Phone: 212-972-2800
Fax: 212-972-1049**

**www.chdodgefoundation.org
email: chdodgefdn@aol.com**

BMO SCHEDULE
FORM 990-PF, PAGE 3, PART IV
YEAR 2009

<u>Name</u>	<u>Date</u>	<u>Gross Sales Price</u>	<u>Cost or other basis plus expense of sale</u>	<u>Gain or (loss)</u>
Roper Inds Inc	02/25/2009	42,544.26	12,187.75	30,356.51
Laboratory Corp Amer Hldgs	02/25/2009	61,912.15	29,691.38	32,220.77
Baxter International Inc	02/25/2009	115,529.35	52,470.33	63,059.02
General Electric Corp	02/25/2009	27,845.84	84,087.90	(56,242.06)
HSBC Hldgs PLC	04/08/2009	28,602.19	65,551.87	(36,949.68)
General Electric Corp	04/09/2009	359,065.00	354,889.50	4,175.50
General Electric Corp	05/27/2009	77,984.18	150,588.87	(72,604.69)
General Electric Corp	05/27/2009	79,931.73	168,175.80	(88,244.07)
Roper Inds Inc	06/09/2009	93,086.20	24,375.50	68,710.70
Berkshire Hathaway	06/10/2009	58,844.94	47,010.00	11,834.94
Leucadia Natl Corp	06/10/2009	90,425.67	25,061.73	65,363.94
HCC Ins Hldgs Inc	07/06/2009	359,842.33	205,810.21	154,032.12
Cardinal Health Inc	07/06/2009	207,043.79	347,193.72	(140,149.93)
Roper Inds Inc	07/06/2009	90,136.68	24,375.50	65,761.18
Leucadia Natl Corp	07/06/2009	20,916.46	6,265.43	14,651.03
General Electric Corp	07/06/2009	103,290.00	101,397.00	1,893.00
Cabot Corp	08/04/2009	236,574.92	348,581.57	(112,006.65)
Berkshire Hathaway	11/12/2009	137,614.90	94,020.00	43,594.90
HCC Ins Hldgs Inc	11/12/2009	106,780.45	54,882.72	51,897.73
General Electric Corp	12/22/2009	25,984.75	25,349.25	635.50
Boston Scientific Corp	12/22/2009	88,737.70	187,450.50	(98,712.80)
Boston Scientific Corp	12/22/2009	119,442.81	253,609.50	(134,166.69)
Total Beck Mack		<u>2,532,136.30</u>	<u>2,663,026.03</u>	<u>(130,889.73)</u>
Total Realized gains/losses on BMO account		<u>2,532,136.30</u>	<u>2,663,026.03</u>	<u>(130,889.73)</u>

GILLESPIE SCHEDULE
FORM 990-PF, PAGE 3, PART IV
YEAR 2009

<u>Name</u>	<u>Date</u>	<u>Gross Sales Price</u>	<u>Cost or other basis plus expense of sale</u>	<u>Gain or (loss)</u>
Cisco Systems Inc	01/16/2009	97,010.45	159,496.00	(62,485.55)
News Corp	01/16/2009	169,761.04	327,300.00	(157,538.96)
Apple Incorporated	01/16/2009	86,401.41	167,696.60	(81,295.19)
News Corp	01/21/2009	175,299.31	261,480.60	(86,181.29)
Apple Incorporated	01/27/2009	104,580.85	169,746.87	(65,166.02)
Air Prods & Chems Inc	02/02/2009	225,241.53	311,740.50	(86,498.97)
Cisco Systems Inc	02/06/2009	215,322.98	344,663.26	(129,340.28)
Walt Disney Company	02/06/2009	359,684.77	453,442.70	(93,757.93)
Cisco Systems Inc	02/09/2009	192,646.64	248,508.00	(55,861.36)
Air Prods & Chems Inc	02/17/2009	51,985.70	77,047.00	(25,061.30)
Danaher Corp	02/17/2009	395,904.48	506,876.45	(110,971.97)
Capital One Finl Corp	02/18/2009	173,329.12	447,978.23	(274,649.11)
Wells Fargo & Co	02/18/2009	100,250.00	100,869.00	(619.00)
General Electric Corp	02/18/2009	98,000.00	101,307.00	(3,307.00)
Apple Incorporated	04/17/2009	35,656.66	29,123.67	6,532.99
Google Inc	04/17/2009	74,576.72	96,621.10	(22,044.38)
Staples	04/17/2009	81,211.50	89,609.10	(8,397.60)
Staples	04/20/2009	39,801.57	38,393.00	1,408.57
Target Corp	04/20/2009	56,729.13	79,087.50	(22,358.37)
Air Prods & Chems Inc	04/23/2009	29,014.65	38,523.50	(9,508.85)
Danaher Corp	04/23/2009	42,811.93	45,819.60	(3,007.67)
General Dynamics Corp	04/23/2009	90,128.48	172,403.00	(82,274.52)
Google Inc	04/23/2009	76,682.02	95,573.10	(18,891.08)
Oracle Corporation	04/23/2009	37,379.03	43,809.60	(6,430.57)
Schwab Charles Corp	04/23/2009	69,376.61	54,690.20	14,686.41
Staples	04/23/2009	50,398.70	38,501.00	11,897.70
Target Corp	04/23/2009	77,873.99	73,022.50	4,851.49
Air Prods & Chems Inc	05/05/2009	67,432.16	52,879.30	14,552.86
General Electric Corp	05/12/2009	83,753.03	130,242.23	(46,489.20)
Schwab Charles Corp	05/13/2009	53,733.41	40,410.00	13,323.41
General Electric Corp	05/13/2009	135,888.33	128,645.28	7,243.05
General Electric Corp	05/19/2009	127,627.70	39,067.33	88,560.37
Procter & Gamble Company	05/22/2009	106,197.26	126,409.60	(20,212.34)
Procter & Gamble Company	06/22/2009	150,277.83	183,302.20	(33,024.37)
Danaher Corp	07/15/2009	46,767.03	45,819.60	947.43
US Treasury Nts	07/23/2009	156,000.00	162,960.94	(6,960.94)
General Dynamics Corp	07/29/2009	106,763.45	162,405.52	(55,642.07)
Oracle Corporation	07/29/2009	44,258.85	43,809.60	449.25
Apple Incorporated	07/29/2009	31,783.90	19,415.78	12,368.12
US Treasury Nts	08/17/2009	300,000.00	300,468.75	(468.75)
Cisco Systems Inc	08/18/2009	64,378.34	53,457.50	10,920.84
Procter & Gamble Company	08/18/2009	41,641.88	45,859.68	(4,217.80)
Google Inc	08/31/2009	93,854.36	94,083.80	(229.44)
Air Prods & Chems Inc	09/04/2009	37,098.34	26,439.65	10,658.69
IBM Corp	09/15/2009	100,000.00	102,040.00	(2,040.00)
Procter & Gamble Company	09/16/2009	55,738.56	54,134.84	1,603.72

GILLESPIE SCHEDULE
FORM 990-PF, PAGE 3, PART IV
YEAR 2009

<u>Name</u>	<u>Date</u>	<u>Gross Sales Price</u>	<u>plus expense of sale</u>	<u>Gain or (loss)</u>
CVS/Caremark Corp	09/22/2009	18,214.53	17,160.00	1,054.53
Oracle Corporation	09/24/2009	53,873.61	54,762.00	(888.39)
Google Inc	10/23/2009	27,566.34	23,075.21	4,491.13
Apple Incorporated	10/23/2009	19,994.54	9,707.89	10,286.65
Intel Corp	10/23/2009	14,211.73	11,325.86	2,885.87
Google Inc	11/24/2009	28,569.76	22,792.82	5,776.94
Becton Dickinson & Co	12/21/2009	77,421.10	89,284.00	(11,862.90)
Google Inc	12/21/2009	44,878.80	34,189.23	10,689.57
Intel Corp	12/21/2009	213,828.99	175,014.67	38,814.32
Google Inc	12/29/2009	31,003.72	22,792.82	8,210.90
Total Gillespie		<u>5,539,816.82</u>	<u>6,845,285.18</u>	<u>(1,305,468.36)</u>
Total Realized gains/loss on Gillespie account		<u>5,539,816.82</u>	<u>6,845,285.18</u>	<u>(1,305,468.36)</u>

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
US AND STATE GOVERNMENT OBLIGATIONS			4,060,305.	4,060,305.
Total			<u>4,060,305.</u>	<u>4,060,305.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
CORPORATE STOCK	27,202,099.	27,202,099.
Total	<u>27,202,099.</u>	<u>27,202,099.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
CORPORATE BONDS	2,152,689.	2,152,689.
Total	<u>2,152,689.</u>	<u>2,152,689.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
MUTUAL FUND	825,176.	825,176.
MONEY MARKET FUND AND CASH	1,897,392.	1,897,392.
Total	<u>2,722,568.</u>	<u>2,722,568.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
LAND	111,109.	0.	111,109.
LAND IMPROVEMENT	3,950.	3,950.	0.
BUILDING & IMPROVEMENT	926,757.	543,920.	382,837.
FURNITURE & EQUIPMENT	55,464.	40,433.	15,031.
OFFICE ARTWORK	186,585.	124,632.	61,953.
LEXINGTON AVENUE IMPROVEMENTS	30,688.	9,207.	21,481.
Total	<u>1,314,553.</u>	<u>722,142.</u>	<u>592,411.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
ARTWORK AND SCULPTURE	537,000.	537,000.	537,000.
SECURITY DEPOSIT	28,868.	28,868.	28,868.
PREPAID TAXES	34,266.	27,193.	27,193.
Total	<u>600,134.</u>	<u>593,061.</u>	<u>593,061.</u>

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

<u>GRANTS PAYABLE</u>	<u>250,000.</u>
<u>LOSS ON INVESTMENTS</u>	<u>1,436,318.</u>
Total	<u><u>1,686,318.</u></u>

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Excise Tax	7,073.			
FOREIGN TAX	5,228.	5,228.		
STATE TAX	750.			
OTHER	500.	500.		
Total	<u>13,551.</u>	<u>5,728.</u>		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
INSURANCE	20,987.	7,520.		
OFFICE	9,501.			9,501.
Total	<u>30,488.</u>	<u>7,520.</u>		<u>9,501.</u>

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Robert J. Rubinstein	LEGAL	1,050.	1,050.		
Total		<u>1,050.</u>	<u>1,050.</u>		

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ritch, Greenberg & H	AUDIT	20,250.	20,250.		
Total		<u>20,250.</u>	<u>20,250.</u>		

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BECK, MACK & OLIVER	INVESTMENT SERVICES	85,095.	85,095.		
GILLESPIE ROBINSON &	INVESTMENT SERVICES	125,423.	125,423.		
Total		<u>210,518.</u>	<u>210,518.</u>		

Form 990-PF, Line 19
Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr. Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
EQUIPMENT 1993	01/01/93	3607	3607	200DB	5.00	0		
EQUIPMENT 1994	01/01/94	779	779	200DB	5.00	0		
PHONE SYSTEM	01/01/96	4582	4582	200DB	5.00	0		
EQUIPMENT 1999	01/01/99	7234	7234	200DB	5.00	0		
PRINTER	01/01/03	1247	1247	200DB	5.00	0		
CHAIRS	06/01/05	3355	1320	SL	10.00	313		
COMPUTER	06/01/05	925	648	SL	5.00	185		
GRAYBAR FITUP 2008	01/01/08	22880	2288	SL	5.00	4576		
FURNITURE 2008	04/30/08	11331	809	SL	7.00	1619		
PHONE SYSTEM	03/15/08	2601	260	SL	5.00	520		
GRAYBAR IMPR 2008	04/01/08	7809	781	SL	5.00	1562		
FF&E 1986	01/01/86	700	700	PRE	5.00	0		
FF&E 1993	01/01/93	751	751	200DB	7.00	0		
FF&E 1999	01/01/99	4110	3904	SL	10.00	206		
FF&E 1999	01/01/99	1415	1344	SL	10.00	71		
FF&E 2002	01/01/02	777	506	SL	10.00	77		
EQUIPMENT 1980	01/01/80	2470	2470	SL	5.00	0		
EQUIPMENT 1981	01/01/81	229	229	PRE	5.00	0		
EQUIPMENT 1989	01/01/89	350	350	200DB	5.00	0		
EQUIPMENT 1991	01/01/91	4229	4229	200DB	7.00	0		
EQUIPMENT 1991	01/01/91	804	804	200DB	5.00	0		
EQUIPMENT 1992	01/01/92	1068	1068	200DB	5.00	0		
BUILDING	07/01/83	290000	290000	SL	25.00	0		
4695 INDEPENDENCE	07/01/99	435323	165423	SL	25.00	17413		
BUILDING IMPROVEMENT	07/01/84	12900	12900	SL	24.00	0		
BUILDING IMPROVEMENT	07/01/88	13213	13213	SL	20.00	0		
EQUIPMENT IMPROVEMENT	07/01/94	6000	4350	SL	20.00	300		
BUILDING IMPROVEMENT	07/01/96	3524	2144	SL	20.00	176		
BUILDING IMPROVE 4695	07/01/00	3000	1275	SL	20.00	150		
BUILDING IMPROVE 4695	07/01/01	100363	26068	SL	31.50	3186		
BUILDING IMPROVE 4695	07/01/02	20357	4200	SL	31.50	646		
WATER DAMAGE/REBATE	12/31/03	2984	475	SL	31.50	95		
BUILDING IMPROVE 670	07/01/06	15020	1192	SL	31.50	477		
LAND	01/01/83	85000	0	N/A	0.00	0		
LAND	01/01/99	26109	0	N/A	0.00	0		
LAND IMPROVEMENTS	01/01/92	3950	3950	150DB	15.00	0		
COLLECTION-1986	01/01/86	106345	93584	SL	25.00	4254		
COLLECTION-2000	01/01/00	14600	4964	SL	25.00	584		
COLLECTION-2000	01/01/00	1500	510	SL	25.00	60		
RESTORATION 2001	07/01/01	12697	3555	SL	25.00	508		
ANTIQUES & ART	01/01/01	7550	2265	SL	25.00	302		
ART APPRAISAL ADJ	01/01/01	43893	12290	SL	25.00	1756		
COUCH	05/18/08	1669	119	SL	7.00	238		
COMPUTER	03/12/09	1230		200DB	5.00	246		
WATER MAIN	05/29/09	4400		SL	27.50	100		
FLOORS	09/14/09	6000		SL	27.50	64		
HOT WATER HEATER	09/02/09	1635		SL	27.50	17		
ROOF	09/14/09	4200		SL	27.50	45		
ASBESTOS REMOVAL	12/07/09	7840		SL	27.50	12		

Total

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2009Attachment
Sequence No. **67**

Name(s) shown on return

CLEVELAND H. DODGE FOUNDATION, INC.

Identifying number

13-6015087

Business or activity to which this form relates

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses.	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	29,907.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	9,367.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		1,230.	5.0 yrs	HY	200 DB	246.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	05/09	4,400.	27.5 yrs	MM	S/L	100.
	Various	19,675.	27.5 yrs	MM	S/L	138.
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	39,758.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?				Yes		No		24b If 'Yes,' is the evidence written?				Yes		No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost							
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions).								25							
26 Property used more than 50% in a qualified business use:															
27 Property used 50% or less in a qualified business use:															
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1												28			
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1												29			

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. You provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?						
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		
Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions)					
43 Amortization of costs that began before your 2009 tax year.					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Election Statement

Election out of Qualified Economic Stimulus Property**Election Out of Qualified Economic Stimulus Property**Attach to your return

Taxpayer hereby elects under IRC Section 168(k)(2)(D)(iii) out of having Qualified Economic Stimulus property for the following asset classes placed in service during the tax year ending:

December 31, 20095 Year Property

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545 1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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**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 Form 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	Employer identification number
	CLEVELAND H. DODGE FOUNDATION, INC.	13-6015087
	Number, street, and room or suite number. If a P.O. box, see instructions	
	420 LEXINGTON AVENUE, #2331	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	NEW YORK	NY 10170

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

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► CLEVELAND H. DODGE FOUNDATION, INC. _____

Telephone No. ► (212) 972-2800 _____ FAX No ► (212) 972-1049 _____

- 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 Aug 16, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ☒ calendar year 20 09 or
 ► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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	\$ 4,948.
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	\$ 32,141.
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.**BAA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)