



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

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

OMB No 1545-0052

2009Department 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 , 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

**CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP**

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

2645 SHERIDAN DR

Room/suite

City or town, state, and ZIP code

TONAWANDA NY 14150

A Employer identification number

16-6073522

B Telephone number (see page 10 of the instructions)

716-834-9181C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 2,291,118** (Part I, column (d) must be on cash basis)
 J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	336	336	336	
4 Dividends and interest from securities	36,558	36,558	36,558	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-34,538			
b Gross sales price for all assets on line 6a	196,276			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances	580,000			
b Less Cost of goods sold	331,375			
c Gross profit or (loss) (attach schedule) STMT 1	248,625		248,625	
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	250,981	36,894	285,519	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	15,000		3,750	11,250
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE STMT 2	8,424		2,106	6,318
b Accounting fees (attach schedule) STMT 3	3,100		775	2,325
c Other professional fees (attach schedule)				
17 Interest (attach schedule)				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	826	826		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	19,844		4,961	14,883
22 Printing and publications				
23 Other expenses (att. sch) STMT 5	1,051		263	788
24 Total operating and administrative expenses. Add lines 13 through 23	48,245	826	11,855	35,564
25 Contributions, gifts, grants paid	125,000			125,000
26 Total expenses and disbursements. Add lines 24 and 25	173,245	826	11,855	160,564
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	77,736			
b Net investment income (if negative, enter -0-)		36,068		
c Adjusted net income (if negative, enter -0-)			273,664	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

DAA

SCANNED MAY 20 2010
 RECEIVED
 MAY 18 2010
 ST. LOUIS, MO

914

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	72,963	156,644	156,644
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶		56,250	56,250
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use	1,402,436	1,378,211	1,378,211
	9	Prepaid expenses and deferred charges		800	800
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SEE STMT 6	371,889	323,791	324,212
	c	Investments—corporate bonds (attach schedule) SEE STMT 7	100,196	109,755	116,013
	11	Investments—land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) SEE STATEMENT 8	271,986	271,755	258,988
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,219,470	2,297,206	2,291,118
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,219,470	2,297,206	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,219,470	2,297,206	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,219,470	2,297,206	

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	2,219,470
2	Enter amount from Part I, line 27a	2	77,736
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,297,206
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,297,206

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE WORKSHEET			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-34,538
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-29,463

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	139,947	2,160,880	0.064764
2007	172,522	2,134,888	0.080811
2006	534,086	2,178,244	0.245191
2005	102,908	2,187,692	0.047040
2004	124,544	2,171,799	0.057346

2 Total of line 1, column (d)	2	0.495152
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	0.099030
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,111,718
5 Multiply line 4 by line 3	5	209,123
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	361
7 Add lines 5 and 6	7	209,484
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	160,564

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	721
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	721
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	721
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	800
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	800
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5
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	74
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 74 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?	N/A	
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOHN P DEE 2465 SHERIDAN DR Located at ► TONAWANDA, NY	Telephone no ► 716-834-9181 ZIP+4 ► 14150		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 ► <input type="checkbox"/>		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	
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?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A		5b
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).

If none, enter "NONE."

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

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



Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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 GRANT PAID TO BURCHFIELD PENNEY ART CENTER FOR CAPITAL BUILDING PROJECT AT BUFFALO STATE COLLEGE, 1300 ELMWOOD AVENUE, BUFFALO, NY 14222.	100,000
2 GRANT PAID TO BURCHFIELD PENNEY ART CENTER FOR ART EXHIBITION OF R GOBER AT BUFFALO STATE COLLEGE, 1300 ELMWOOD AVENUE, BUFFALO, NY 14222.	20,000
3 GRANT PAID TO MEMORIAL SLOAN-KETTERING CANCER CENTER, 633 THIRD AVENUE, 28TH FLOOR, NEW YORK, NY 10017 FOR CANCER RESEARCH.	4,000
4 GRANT PAID TO EARTHWISE INDUSTRIES LOACTED AT 1386 S MAIN ST., TROY, MO 63379.	1,000

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	662,191
b	Average of monthly cash balances	1b	103,474
c	Fair market value of all other assets (see page 24 of the instructions)	1c	1,378,211
d	Total (add lines 1a, b, and c)	1d	2,143,876
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,143,876
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	32,158
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,111,718
6	Minimum investment return. Enter 5% of line 5	6	105,586

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	105,586
2a	Tax on investment income for 2009 from Part VI, line 5	2a	721
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	721
3	Distributable amount before adjustments Subtract line 2c from line 1	3	104,865
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	104,865
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	104,865

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	160,564
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	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	160,564
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	160,564

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				104,865
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	53,743			
b From 2005	102,908			
c From 2006	534,427			
d From 2007	172,522			
e From 2008	139,947			
f Total of lines 3a through e	1,003,547			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 160,564				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	160,564			
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	104,865			104,865
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,059,246			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
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 page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,059,246			
10 Analysis of line 9				
a Excess from 2005	51,786			
b Excess from 2006	534,427			
c Excess from 2007	172,522			
d Excess from 2008	139,947			
e Excess from 2009	160,564			

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

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(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	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) N/A	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest N/A	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number of the person to whom applications should be addressed JOHN P DEE 716-834-9181 2645 SHERIDAN DRIVE TONAWANDA NY 14150	
b The form in which applications should be submitted and information and materials they should include LETTER FORM	
c Any submission deadlines NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name CHARLES E BURCHFIELD FOUNDATION INC C/O BLAIR & ROACH LLP	Employer Identification Number 16-6073522
----------------------------------------------------------------------------------	-----------------------------------------------------

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) AT&T INC 556 SHS CS	P	02/05/09	06/05/09
(2) ABBOTT LABS 40000 BOND	P	02/20/04	02/17/09
(3) GENERAL ELECTRIC CAP CORP 40000 BOND	P	02/20/04	06/15/09
(4) HALLIBURTON CO 739 SHS	P	10/07/09	10/09/09
(5) INTEL CORP 1640 SHS	P	05/07/09	05/11/09
(6) MICROSOFT CORP 976 SHS	P	09/04/09	10/05/09
(7) MONSANTO CO 214 SHS	P	12/05/08	01/06/09
(8) NICOR INC 550 SHS	P	11/27/07	01/13/09
(9) CAPITAL GAIN DISTRIBUTIONS			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 13,395		18,523	-5,128
(2) 40,000		40,000	
(3) 40,000		40,000	
(4) 20,649		24,237	-3,588
(5) 24,832		34,437	-9,605
(6) 23,508		25,725	-2,217
(7) 15,716		24,641	-8,925
(8) 18,176		23,251	-5,075
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-5,128
(2)			
(3)			
(4)			-3,588
(5)			-9,605
(6)			-2,217
(7)			-8,925
(8)			-5,075
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 10c - Gross Sales less Cost of Goods Sold

Description	Gross Sales	COGS	Gross Profit
PAINTINGS	\$ 580,000	\$ 331,375	\$ 248,625
TOTAL	\$ 580,000	\$ 331,375	\$ 248,625

Federal Statements

16-6073522

FYE: 12/31/2009

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BLAIR & ROACH LLP	\$ 8,424	\$	\$ 2,106	\$ 6,318
TOTAL	\$ 8,424	\$ 0	\$ 2,106	\$ 6,318

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BECHTEL & WASINGER CPAS PLLC	\$ 3,100	\$	\$ 775	\$ 2,325
TOTAL	\$ 3,100	\$ 0	\$ 775	\$ 2,325

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 826	\$ 826	\$	\$
TOTAL	\$ 826	\$ 826	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
BANK SERVICE CHARGES	51		13	38
FILING FEES	250		62	188
INSURANCE	750		188	562
TOTAL	\$ 1,051	\$ 0	\$ 263	\$ 788

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1,000 SHS CITIGROUP COMCAST P/S	\$	\$ 10,000	COST	\$ 11,150
1,000 SHS VIACOM INC P/S	19,690	23,712	COST	23,950
1,732 SHS GNEGENERAL ELECTRIC CAP P/S	45,705	45,705	COST	43,359
2,000 SHS CITIGROUP/AT&T P/S	20,000		COST	
2,063 SHS INDIANA MICHIGAN POWER P/S	52,759	52,759	COST	51,918
2,200 SHS CITIGROUP SCHLUMBERGER P/S		22,000	COST	21,899
2,300 SHS MISSISSIPPI POWER CO P/S	56,516	56,516	COST	58,098
2,600 SHS CITIGROUP MCDONALDS P/S		26,000	COST	26,809
2,600 SHS CITIGROUP/HALLIBURTON P/S	26,000		COST	
2,700 SHS CITIGROUP/MICROSOFT P/S	27,000		COST	
214 SHS MONSANTO NEW	24,641		COST	
3,700 SHS CITIGROUP INTEL P/S	37,000		COST	
550 SHS NICOR INC C/S	23,251		COST	
555 SHS CONSOLIDATED EDISON INC C/S	24,281	24,281	COST	25,210
800 SHS CORTS TR VI IBM DEBS		20,419	COST	20,943
800 SHS MERRILL LYNCH TR P/S	15,046	18,630	COST	17,088
950 SHS COMCAST CORP		23,769	COST	23,788
TOTAL	\$ 371,889	\$ 323,791		\$ 324,212

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
20,000 AMERICAN EXPRESS TRA	\$ 20,132	\$ 20,088	COST	\$ 20,054
40,000 ABBOTT LABS	40,020		COST	
40,000 GENERAL ELECTRIC CAPITAL CORP	40,044		COST	
45,000 AMERICAN EXPRESS BAN		45,791	COST	47,967

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
45,000 JP MORGAN CHASE & CO	\$	\$ 43,876	COST	\$ 47,992
TOTAL	\$ 100,196	\$ 109,755		\$ 116,013

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
CITIBANK NA CD	\$ 96,000		COST	\$
DISCOVER BANK CD		96,000	COST	96,691
EATON VANCE RISK MNGD DIV EQUITY FND	18,312	19,653	COST	19,649
ING ASIA PAC HIGH DIV EQUITY FUND	25,716	25,716	COST	19,918
ING GLOBAL EQUITY DIV FUND	35,958	34,386	COST	25,374
MIDFIRST BANK CD		96,000	COST	97,356
WASHINGTON MUTUAL BANK CD	96,000		COST	
TOTAL	\$ 271,986	\$ 271,755		\$ 258,988

Federal Statements

16-6073522

FYE: 12/31/2009

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
C ARTHUR BURCHFIELD 37 SCHYLER DRIVE POUGHKEEPSIE NY 12603	PRES & DIR	4.00	5,000	0	15,397
VIOLET P BURCHFIELD 37 SCHYLER DRIVE POUGHKEEPSIE NY 12603	DIRECTOR	1.00	2,000	0	0
JAMES M BURCHFIELD 3 SUNRISE ROAD CAMBRIDGE VT 05444	VP & DIR	1.00	2,000	0	2,022
NANCY BURCHFIELD CLARK 15 BREAKERS ISLE DANA POINT CA 92629	DIRECTOR	1.00	2,000	0	1,649
LAURA J BURCHFIELD 3 SUNRISE ROAD CAMBRIDGE VT 05444	DIRECTOR	1.00	2,000	0	0
JAMES P MUSTAIN 75 SOUTHGATE DRIVE TROY MO 63379	SEC & DIR	1.00	2,000	0	776

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER FORM

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

CHARLES E BURCHFIELD FOUNDATION INC
C/O BLAIR & ROACH LLP
2645 SHERIDAN DR
TONAWANDA, NY 14150

Treatment of Qualifying Distributions Election

Under IRC Section 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), the nonoperating private foundation elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

☐ Undistributed income from the tax years ending:

Tax Year	Amount
_____	_____
_____	_____
_____	_____

☒ Corpus

/S/ Charles A. Burchfield

Name CHARLES A. BURCHFIELD

Title PRESIDENT

Charles E. Burchfield Foundation, Inc.
2009 - Form 990-PF
#16-6073522

GIFTS AND GRANTS THROUGH DECEMBER 31, 2009

Albuquerque Museum Foundation	\$ 3,000 00
Amarillo Wesley Community Center	132,000.00
American Cancer Society	500.00
Arlington High Scholarships	51,000.00
Arsan Early Warning System - City of Buffalo	6,500 00
Ashford Hollow Foundation	4,000.00
Associated Community Talents, Inc.	2,000 00
Aurora Adult Day Care Center	10,000 00
Behrhorst Clinic	16,000.00
Bethany Lutheran Church	1,000 00
Bible Society of W.N.Y.	500.00
Bishop Hill Heritage Association	10,000.00
Buffalo Philharmonic Orchestra Society, Inc.	1,000.00
Buffalo State College Foundation, Inc.	3,008.00
Buffalo Urban League, Inc.	2,000.00
Burchfield-Penney Art Center	1,193,000 00
Burchfield Homestead Society, Inc.	128,600.00
Burchfield Nature and Art Center	12,752 00
Butler Institute of American Art	8,500.00
California Concordia College	4,000 00
Cause, Inc.	3,000 00
Cedar Street Gallery	5,000 00
Christ College, Irvine	14,200.00
Child, Inc.	125,120.00
Columbus Museum of Art	180,000.00
Concordia Lutheran Society	22,000.00
Daughters of the American Revolution	3,500.00
Delaware Art Museum	5,000.00
Delmarva Ecumenical Agency	10,000.00
Earthwise Industries	3,000.00
Father John Fund	1,000.00
First Trinity Lutheran Church (M.R. Program)	2,200.00
Friends of Art	1,900 00
Good Shepard Lutheran Home	5,000.00
Grace Smith House, Inc.	2,500 00
Greater Niagara Frontier Council Boy Scouts	3,500.00
Hamilton College	5,000.00
Harpsichord Unlimited	2,500.00
Helen Keller International	500.00
Historic Red Clay Valley, Inc.	5,000.00
Hospital Audiences, Inc.	2,000 00
Houghton College	7,000.00
Hudson Valley Philharmonic Society	50,000.00
Immanuel Lutheran Church	1,000.00
Irvine Campus	3,000.00
Juvenile Diabetes Research Foundation	250.00
Kinsman Hall	16,000 00
Lake Champlain Maritime Museum	2,000.00
Leukemia and Lymphoma Society	8,853 00
Lutheran Bible Translators	24,000 00
Lutheran Church Missouri Synod (Eastern Dist.)	6,800.00
Lutheran Church Missouri Synod (World Relief)	4,000 00
Lutheran Film Association	190,220 00
Lutheran Service Society of New York	5,000 00
Lutheran Co-ordinated Ministry of Buffalo	31,500 00
Lutheran High School Association	170,800.00
Lutheran School Holding Corporation	1,200.00

Charles E. Burchfield Foundation, Inc.
2009 - Form 990-PF
#16-6073522

GIFTS AND GRANTS THROUGH DECEMBER 31, 2009, CONTINUED

Lutheran Welfare Services (Illinois)	\$ 7,000.00
Martin Luther School	1,150.00
Memorial Sloan Kettering Cancer Center	7,500 00
Metropolitan Museum of Art	120,000 00
Ministry of Caring, Inc	33,000.00
Muscular Dystrophy Association	750.00
National Museum of American Art - Smithsonian	15,000.00
National Parks Foundation	4,500 00
Navajo Ev. Lutheran Mission	16,000.00
New Jersey Parkinson's Disease Assn	1,000.00
New York Public Library	10,000.00
Opportunity School	2,000.00
Our Savior Lutheran Church	25,000.00
Popper-Keizer Advanced School	22,587.50
Poughkeepsie Day Nursery, Inc.	2,500 00
Renewal House	4,000.00
Renewal of Religion & Justice, Inc.	20,459.25
Rochester Philharmonic	2,000.00
Rutland Area Visiting Nurses	1,000.00
Save the Children	1,000.00
St. Mary's in the Mountains	35,000.00
Southern Council Int. & Pub. Affairs	1,000 00
South Forty Corporation	84,415.00
S P.H.E.R.E., Inc.	3,500.00
Sports Museum of Dutchess County	500.00
State University of Buffalo	100,000.00*
Taconic Resources for Independent Living	7,000.00
The Katonah Gallery	10,000.00
Town of West Seneca, NY	151,000.00
Tuberculosis & Resp Dis. Association	3,000.00
Union Baptist Day Care Center	70,055.00
University of Buffalo Law School - Alumni Assn.	350.00
Utah Lung Association	51,111 00
Wesley Community Center	35,000 00
Valparaiso University	17,500.00
Voyage House, Inc.	5,000.00
Youth Together for Tomorrow	<u>69,000.00</u>

Total..... \$ 3,552,780 75

*Exclusive of Paintings

Special Note: Value of South Forty premises conveyed
in prior years not included in figures

Charles E. Burchfield Foundation, Inc.
2009 - Form 990-PF
#16-6073522

GIFTS MADE THROUGH DECEMBER 31, 2009

1988: The Vatican - Painting - <u>Eye of God</u>	\$ 100,000.00
1989: Valparaiso University - Painting - <u>Uprooted Trees</u>	60,000.00
1992: Cedar Rapids Museum of Art - Painting - <u>Church & Trees</u>	12,000.00
Painting - <u>Chimney & Power Lines</u>	25,000.00
1993: Butler Institute of American Art - Painting - <u>Town Hall</u>	18,000.00
1993: Albuquerque Museum Foundation - Painting - <u>Two Trees</u>	20,000.00
1995: National Museum of American Art, Smithsonian Institution - Painting - <u>Icebound Lake Boat</u>	60,000.00
1996: Knoxville Museum of Art - Painting - <u>Winter Mist and Snow</u>	100,000.00
1998: Columbus Museum of Art - Painting - <u>Noon Whistle in January</u>	65,000.00
2001: Burchfield-Penney Art Center - 62 Charles E Burchfield Journals	450,000.00
2006: Burchfield-Penney Art Center - Painting - <u>The Studio</u>	<u>98,000.00</u>

Total Gifts..... \$1,008,000.00