Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

**2009**

**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: W F Whitman Family Foundation, Inc

Number and street (or P O box number if mail is not delivered to street address): c/o Foundation Source, 501 Silverside Road — Room/suite: 123

City or town, state, and ZIP code: Wilmington DE 19809-1377

A Employer identification number: 20-0413209

B Telephone number (see page 10 of the instructions): (800) 839-1754

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,053,585

J Accounting method ☒ Cash ☐ Accrual
☐ 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 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) | 128,120 | | | |
| | 2 Check ▶☐ if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 34 | 34 | | |
| | 4 Dividends and interest from securities | 75,955 | 75,955 | | |
| | 5 a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6 a Net gain or (loss) from sale of assets not on line 10 | 12,300 | | | |
| | b Gross sales price for all assets on line 6a 1,389,494 | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 12,300 | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10 a Gross sales less returns and allowances | | | | |
| | b Less Cost of goods sold | | | | |
| | c Gross profit or (loss) (attach schedule) | | | | |
| | 11 Other income (attach schedule) | 54 | 54 | | |
| | 12 **Total.** Add lines 1 through 11 | 216,463 | 88,343 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16 a Legal fees (attach schedule) | 111 | | | 111 |
| | b Accounting fees (attach schedule) | | | | |
| | c Other professional fees (attach schedule) | 13,430 | 13,430 | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see page 14 of the instructions) | 528 | 428 | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 13,780 | 112 | | 13,668 |
| | 24 **Total operating and administrative expenses.** Add lines 13 through 23 | 27,849 | 13,970 | | 13,779 |
| | 25 Contributions, gifts, grants paid | 142,750 | | | 142,750 |
| | 26 **Total expenses and disbursements.** Add lines 24 and 25 | 170,599 | 13,970 | | 156,529 |
| | 27 Subtract line 26 from line 12 | | | | |
| | a **Excess of revenue over expenses and disbursements** | 45,864 | | | |
| | b **Net investment income** (if negative, enter -0-) | | 74,373 | | |
| | c **Adjusted net income** (if negative, enter -0-) | | | | |

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| Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | Beginning of year (a) Book Value | End of year (b) Book Value | (c) Fair Market Value |
|---|---|---|---|---|
| 1 | Cash—non-interest-bearing | | | |
| 2 | Savings and temporary cash investments | 481,781 | 89,755 | 89,755 |
| 3 | Accounts receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | 276 | | |
| 4 | Pledges receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| 5 | Grants receivable | | | |
| 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | | | |
| 7 | Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| 8 | Inventories for sale or use | | | |
| 9 | Prepaid expenses and deferred charges | | | |
| 10 a | Investments—U S and state government obligations (attach schedule) | 98,930 | 66,442 | 67,452 |
| b | Investments—corporate stock (attach schedule) | 1,997,574 | 2,336,743 | 2,519,821 |
| c | Investments—corporate bonds (attach schedule) | 220,004 | 351,488 | 376,557 |
| 11 | Investments—land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| 12 | Investments—mortgage loans | | | |
| 13 | Investments—other (attach schedule) | | | |
| 14 | Land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| 15 | Other assets (describe ▶ ) | | | |
| 16 | **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I) | 2,798,565 | 2,844,428 | 3,053,585 |
| 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 | |
| | **Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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 | 2,798,565 | 2,844,428 | |
| 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 2,798,565 | 2,844,428 | |
| 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 2,798,565 | 2,844,428 | |

Lines 1–16: Assets; lines 17–23: Liabilities; lines 24–31: Net Assets or Fund Balances

## 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 | 2,798,565 |
| 2 | Enter amount from Part I, line 27a | 2 | 45,864 |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0 |
| 4 | Add lines 1, 2, and 3 | 4 | 2,844,429 |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | 0 |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 2,844,429 |

## 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 | Publicly-traded Securities | P | Various | Various |
| 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 | 1,389,494 | | 1,377,194 | 12,300 |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 12,300

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 **3**

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|---|---|---|
| 2008 | 164,161 | 3,167,007 | 0 051835 |
| 2007 | 133,354 | 3,463,344 | 0 038504 |
| 2006 | 101,264 | 3,018,758 | 0 033545 |
| 2005 | 64,529 | 2,591,564 | 0 024900 |
| 2004 | 24,347 | 1,811,534 | 0 013440 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0 162224 |
| 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 032445 |
| 4 | Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 2,715,186 |
| 5 | Multiply line 4 by line 3 | 5 | 88,094 |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 744 |
| 7 | Add lines 5 and 6 | 7 | 88,838 |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 156,529 |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

| | | | |
|---|---|---|---|
| **1 a** Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 | | | |
| Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions) | | | |
| **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b | | 1 | 744 |
| **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 | 744 |
| **4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 4 | |
| **5** **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- | | 5 | 744 |
| **6** Credits/Payments | | | |
| **a** 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a 510 | | |
| **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 | 510 |
| **8** Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached | | 8 | 0 |
| **9** **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | 9 | 234 |
| **10** **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | | 10 | 0 |
| **11** Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0 **Refunded** ▶ | | 11 | 0 |

## 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? | 1a | | X |
| **b** Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | 1b | | X |
| *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| **c** Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| **d** Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______ | | | |
| **e** Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______ | | | |
| **2** Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities* | 2 | | X |
| **3** Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| **4 a** Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| **b** If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | N/A | |
| **5** Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T* | 5 | | X |
| **6** Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| **7** Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* | 7 | X | |
| **8 a** Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL | | | |
| **b** If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| **9** Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV* | 9 | | X |
| **10** Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

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

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(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? | 13 | X | |

Website address ▶

14 The books are in care of ▶ c/o Foundation Source Telephone no ▶ (800) 839-1754

Located at ▶ 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 ▶ 19809-1377

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 |

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

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

| | | | | Yes | No |
|---|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly) | | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? | ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? | ☐ Yes ☒ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | ☐ Yes ☒ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) | ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | | 1b | N/A | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? | ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ 20_____, 20_____, 20_____, 20_____ | | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions ) | | 2b | N/A | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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? | ☐ Yes ☒ 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 )* | | 3b | N/A | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | | 4b | | X |

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

| | | | | |
|---|---|---|---|---|
| **5a** During the year did the foundation pay or incur any amount to | | | | |
| **(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No | | | | |
| **(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No | | | | |
| **(3)** Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No | | | | |
| **(4)** Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No | | | | |
| **(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No | | | | |
| **b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | **5b** | N/A | | |
| 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<br>*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?<br>*If "Yes" to 6b, file Form 8870* | **6b** | | X | |
| **7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No | | | | |
| **b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? | **7b** | N/A | | |

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

**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 NONE | |
| 2 | |
| 3 | |
| 4 | |

## 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 NONE | |
| 2 | |
| All other program-related investments See page 24 of the instructions<br>3 | |
| **Total.** Add lines 1 through 3 ▶ | 0 |

## 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 | 2,526,235 |
| b | Average of monthly cash balances | 1b | 230,299 |
| c | Fair market value of all other assets (see page 24 of the instructions) | 1c | 0 |
| d | **Total** (add lines 1a, b, and c) | 1d | 2,756,534 |
| 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 | 2,756,534 |
| 4 | Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 41,348 |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 2,715,186 |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 135,759 |

## 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 | 135,759 |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 744 | | |
| b | Income tax for 2009 (This does not include the tax from Part VI ) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 744 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | | | 3 | 135,015 |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | 0 |
| 5 | Add lines 3 and 4 | | | 5 | 135,015 |
| 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 | 135,015 |

## 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 | 156,529 |
| b | Program-related investments—total from Part IX-B | 1b | 0 |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes | 2 | 0 |
| 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 | 156,529 |
| 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 | 744 |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 155,785 |

**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 | | | | 135,015 |
| 2 | Undistributed income, if any, as of the end of 2009 | | | | |
| a | Enter amount for 2008 only | | | 156,140 | |
| b | Total for prior years 20____, 20____, 20___ | | 0 | | |
| 3 | Excess distributions carryover, if any, to 2009 | | | | |
| a | From 2004 | | | | |
| b | From 2005 | | | | |
| c | From 2006 | | | | |
| d | From 2007 | | | | |
| e | From 2008 | | | | |
| f | **Total** of lines 3a through e | 0 | | | |
| 4 | Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 156,529 | | | | |
| a | Applied to 2008, but not more than line 2a | | | 156,140 | |
| b | Applied to undistributed income of prior years (Election required—see page 26 of the instructions) | | 0 | | |
| c | Treated as distributions out of corpus (Election required—see page 26 of the instructions) | | | | |
| d | Applied to 2009 distributable amount | | | | 389 |
| e | Remaining amount distributed out of corpus | 0 | | | |
| 5 | Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a) )* | 0 | | | 0 |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0 | | | |
| 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 page 27 of the instructions | | 0 | | |
| e | Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions | | | 0 | |
| f | Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 134,626 |
| 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) | 0 | | | |
| 9 | **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a | 0 | | | |
| 10 | Analysis of line 9 | | | | |
| a | Excess from 2005 — 0 | | | | |
| b | Excess from 2006 — 0 | | | | |
| c | Excess from 2007 — 0 | | | | |
| d | Excess from 2008 — 0 | | | | |
| e | Excess from 2009 — 0 | | | | |

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year (a) 2009 | Prior 3 years (b) 2008 | (c) 2007 | (d) 2006 | (e) Total |
|---|---|---|---|---|---|
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | 0 | | | | 0 |
| b 85% of line 2a | 0 | 0 | 0 | 0 | 0 |
| c Qualifying distributions from Part XII, line 4 for each year listed | 0 | | | | 0 |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | 0 |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | 0 | 0 | 0 | 0 | 0 |
| 3 Complete 3a, b, or c for the alternative test relied upon<br>a "Assets" alternative test—enter<br>(1) Value of all assets | | | | | 0 |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | 0 |
| b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | 0 | | | | 0 |
| c "Support" alternative test—enter<br>(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | 0 |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | 0 |
| (3) Largest amount of support from an exempt organization | | | | | 0 |
| (4) Gross investment income | | | | | 0 |

**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) )

Barbara K Whitman William F Whitman Jr

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 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

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

**Part XV Supplementary Information** (continued)

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

| Recipient<br>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*<br>SEE ATTACHMENT | | | | |
| **Total** | | | ▶ **3a** | 142,750 |
| **b** *Approved for future payment*<br>NONE | | | | |
| **Total** | | | ▶ **3b** | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions ) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 34 | |
| 4 Dividends and interest from securities | | | 14 | 75,955 | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 12,300 | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a Tax Refund | | | 01 | 54 | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal Add columns (b), (d), and (e) | | 0 | | 88,343 | 0 |

**13 Total.** Add line 12, columns (b), (d), and (e) 13 88,343

(See worksheet in line 13 instructions on page 28 to verify calculations )

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions ) |
|---|---|
| | N/A |

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

| | | | Yes | No |
|---|---|---|---|---|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

**d** If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| 1 | | NONE | |

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| N/A | | |

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Wm F. Whitman | 5/1/10 | President

Signature of officer or trustee | Date | Title

**Paid Preparer's Use Only**

| | | | |
|---|---|---|---|
| Preparer's signature | Date APR 27 2010 | Check if self-employed ☐ | Preparer's identifying number (see **Signature** on page 30 of the instructions) |
| Firm's name (or yours if self-employed), address, and ZIP code | FOUNDATION SOURCE 55 WALLS DRIVE, FAIRFIELD, CT 06824 | EIN | Phone no (800) 839-1754 |

**Schedule B** (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

# Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

| Name of the organization | Employer identification number |
|---|---|
| W. F. Whitman Family Foundation, Inc. | 20 :0413209 |

**Organization type** (check one)

| **Filers of:** | **Section:** |
|---|---|
| Form 990 or 990-EZ | ☐ 501(c)( ) (enter number) organization |
| | ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation |
| | ☐ 527 political organization |
| Form 990-PF | ☒ 501(c)(3) exempt private foundation |
| | ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation |
| | ☐ 501(c)(3) taxable private foundation |

Check if your organization is covered by the **General Rule** or a **Special Rule.**
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II.

**Special Rules**

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . . . . . . . . . . . . . . . . ▶ $ ..............................

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

| Name of organization | Employer identification number |
|---|---|
| W. F. Whitman Family Foundation, Inc. | 20 : 0413209 |

## Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|---|---|---|---|
| 1 | Whitman Charitable Lead Unitrust dated 2/25/05<br>c/o William F. Whitman, Jr., Trustee, 8050 SE<br>Little Harbour Drive, Hobe Sound, FL 33455 | $ 128,120.00 | Person ☒<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |
| | | $ | Person ☐<br>Payroll ☐<br>Noncash ☐<br>(Complete Part II if there is a noncash contribution ) |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part I, Line 11 – Other Income

| Asset Description | Line 11 - Column (a) Revenue and Expenses Per Books | Line 11 - Column (b) Net Investment Income |
|---|---|---|
| FOREIGN TAX REFUND | $54 | $54 |
| **TOTAL OTHER INCOME** | **$54** | **$54** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part I, Line 16a – Legal Fees

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purpose |
|---|---|---|---|---|
| LEGAL SERVICES | $111 | $0 | - | $111 |
| TOTAL: | **$111** | **$0** | - | **$111** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part I, Line 16c – Other Professional Fees

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purpose |
|---|---|---|---|---|
| INVESTMENT MANAGEMENT SERVICES | $13,430 | $13,430 | - | $0 |
| TOTAL: | **$13,430** | **$13,430** | - | **$0** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part I, Line 18 – Taxes

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purpose |
|---|---|---|---|---|
| ESTIMATED TAX FOR 2009 | $100 | $0 | - | $0 |
| FOREIGN TAX PAID | $428 | $428 | - | $0 |
| **TOTAL:** | **$528** | **$428** | - | **$0** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part I, Line 23 – Other expenses

| | (a) Expenses per Books | (b) Net Investment Income | (c) Adjusted Net Income | (d) Charitable Purpose |
|---|---|---|---|---|
| ADMINISTRATIVE FEES | $13,668 | $0 | - | $13,668 |
| BANK CHARGE | $112 | $112 | - | $0 |
| TOTAL: | **$13,780** | **$112** | - | **$13,668** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part II, Line 10a - Columns (b) & (c) – U.S. and State Government Obligations

| Shares | Description/Symbol/CUSIP Number | Line 10a - Column (b) Book Value | Line 10a - Column (c) Fair Market Value |
|---|---|---|---|
| 20000 | FEDL HOME LN MTG CRPNOTE 01 75000% 09/23/2011 (3128X8RU8) | $20,000 00 | $20,065 80 |
| 10000 | FEDERAL NATL MTG ASSN 5 250% 03/05/2014 CALL (31359M5U3) | $10,357 09 | $10,087 50 |
| 11873 | FNMA 5% DUE 8/1/33 (31402J5R4) | $11,450 46 | $12,190 67 |
| 24390 | GOVT NATL MTG ASSN SER09-45 CL LA 04 5% 11/16/2038 (38374VFY0) | $24,634 35 | $25,108 26 |
| | **TOTAL** | **$66,442** | **$67,452** |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 70 | APPLE INC (AAPL) | $6,204 41 | $14,751 24 |
| 2886 | ISHARES TRUST- ISHARES MSCI ALL CTRY ASIA EX JAPAN (AAXJ) | $121,745 57 | $160,779 06 |
| 180 | ABAXIS, INC (ABAX) | $4,869 97 | $4,599 00 |
| 149 | BARRICK GOLD CORP COM (ABX) | $4,809 07 | $5,867 62 |
| 220 | AUTOMATIC DATA PROCESSING INC (ADP) | $8,263 71 | $9,420 40 |
| 360 | AUTODESK, INC (ADSK) | $6,825 56 | $9,147 60 |
| 283 | AEGON N V ORD AMER REG (AEG) | $2,170 28 | $1,814 03 |
| 385 | AETNA INC NEW (AET) | $9,934 69 | $12,204 50 |
| 884 | ALCATEL LUCENT (ALU) | $10,482 75 | $2,934 88 |
| 385 | AMERIPRISE FINANCIAL INC (AMP) | $8,498 82 | $14,945 70 |
| 475 | ANGIODYNAMICS, INC (ANGO) | $9,124 61 | $7,623 75 |
| 166 | ANSYS INC (ANSS) | $6,484 78 | $7,214 36 |
| 520 | ANADARKO PETROLEUM CORP (APC) | $27,079 11 | $32,458 40 |
| 11513 | ARTISAN INTERNATIONAL VALUE FUND INVESTOR SHS (ARTKX) | $283,635 98 | $265,958 41 |
| 145 | ALLIANT TECH SYS INC (ATK) | $12,261 20 | $12,799 15 |
| 95 | ANGLOGOLD LTD (AU) | $2,592 81 | $3,817 10 |
| 266 | ALUMINA LTD ADS (AWC) | $5,305 32 | $1,742 30 |
| 54 | AXIS CAPITAL HOLDINGS LTD (AXS) | $1,631 29 | $1,534 14 |
| 270 | BOEING CO (BA) | $10,291 89 | $14,615 10 |
| 330 | BEACON ROOFING SUPPLY, INC (BECN) | $5,223 26 | $5,280 00 |
| 165 | FRANKLIN RES INC (BEN) | $10,690 69 | $17,382 75 |
| 212 | BELGACOM SA ADR (BGAOY PK) | $1,682 09 | $1,558 20 |
| 300 | BIOGEN IDEC INC (BIIB) | $13,598 13 | $16,050 00 |
| 450 | BANK NEW YORK MELLON CORP COM (BK) | $12,404 08 | $12,586 50 |
| 70 | BP P L C SPONSORED ADR (BP) | $4,645 06 | $4,057 90 |
| 280 | BROADCOM CORPORATION (BRCM) | $6,890 55 | $8,811 60 |
| 1073 | MARKET VECTORS BRAZIL SMALL-CAP ETF (BRF) | $37,597 81 | $53,016 93 |
| 220 | BIO-REFERENCE LABORATORIES, INC (BRLI) | $7,312 89 | $8,606 40 |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 825 | BOSTON SCIENTIFIC (BSX) | $6,707 25 | $7,425 00 |
| 48 | CENTRAIS ELEC BRAS S/AR (CAIFY PK) | $637 12 | $1,012 32 |
| 250 | CHEESECAKE FACTORY INC (CAKE) | $6,463 85 | $5,397 50 |
| 155 | CAMERON INTERNATIONAL CORP (CAM) | $3,101 37 | $6,479 00 |
| 200 | CASS INFORMATION SYSTEMS, INC (CASS) | $6,284 60 | $6,080 00 |
| 77 | CAMECO CORPORATION (CCJ) | $2,036 85 | $2,477 09 |
| 135 | CABOT MICROELECTRONICS CORPORATION (CCMP) | $4,193 06 | $4,449 60 |
| 225 | CHEMED CORP (CHE) | $10,643 43 | $10,793 25 |
| 100 | COLGATE-PALMOLIVE COMPANY (CL) | $6,539 24 | $8,215 00 |
| 2006 | COMCAST CORP (CMCSK) | $29,448 64 | $32,116 06 |
| 90 | CONCUR TECHNOLOGIES (CNQR) | $2,668.24 | $3,847.50 |
| 125 | ROCKWELL COLLINS INC (COL) | $4,848 90 | $6,920 00 |
| 115 | CONOCOPHILLIPS (COP) | $6,019 51 | $5,873 05 |
| 120 | COVIDIEN LTD (COV) | $4,520 99 | $5,746 80 |
| 925 | CEPHEID (CPHD) | $10,847 58 | $11,544 00 |
| 75 | CREE, INC (CREE) | $2,181 36 | $4,227 75 |
| 365 | CARREFOUR S A (CRERY PK) | $3,282 62 | $3,460 20 |
| 95 | COSTAR GROUP, INC (CSGP) | $4,674 19 | $3,968 15 |
| 490 | CABLEVISION SYSTEMS CORP CL A (CVC) | $9,447 20 | $12,651 80 |
| 300 | DU PONT DE NEMOURS (DD) | $7,782 00 | $10,101 00 |
| 145 | DYNAMEX INC (DDMX) | $3,650 46 | $2,624 50 |
| 150 | DEERE CO (DE) | $5,887 70 | $8,113 50 |
| 660 | DIGI INTERNATIONAL INC (DGII) | $7,608 92 | $6,019 20 |
| 170 | DANAHER CORP (DHR) | $9,459 57 | $12,784 00 |
| 120 | DOLBY LABORATORIES (DLB) | $4,458 12 | $5,727 60 |
| 334 | DAI NIPPON PRINTING LTD JAPANSPONSORED ADR (DNPLY.PK) | $5,353 09 | $4,261 84 |
| 115 | DIAMOND OFFSHORE DRL (DO) | $6,789 95 | $11,318 30 |
| 260 | DIRECTV GROUP (DTV) | $6,257 34 | $8,671 00 |
| 305 | DAVITA INC COMMON (DVA) | $15,459 10 | $17,915.70 |
| 21 | DAIWA HOUSE IND LTD (DWAHY PK) | $1,964 43 | $2,252 25 |

## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 250 | EBAY INC (EBAY) | $5,898 82 | $5,882 50 |
| 155 | ELECTROBRAS-CENTRA PR ADR (EBR-B) | $1,434 89 | $2,898 50 |
| 325 | ECHELON CORPORATION (ELON) | $3,081 10 | $3,757 00 |
| 80 | EMBRAER EMPRESA BR (ERJ) | $1,688 66 | $1,768.80 |
| 340 | ELECTRONIC ARTS (ERTS) | $5,868 40 | $6,035 00 |
| 75 | ENTERGY CORP (ETR) | $5,517 72 | $6,138 00 |
| 150 | FARO TECHNOLOGIES, INC (FARO) | $4,666 63 | $3,216 00 |
| 140 | FREEPORT-MCMORAN COPPER & GOLD INC (FCX) | $7,016 80 | $11,240 60 |
| 175 | F5 NETWORKS, INC (FFIV) | $5,585 04 | $9,269 75 |
| 17025 | FIDELITY GINNIE MAE (FGMNX) | $192,840 43 | $193,234 95 |
| 250 | FISERV INC (FISV) | $9,370.05 | $12,120 00 |
| 140 | FLUOR CORP NEW (FLR) | $7,151 59 | $6,305 60 |
| 195 | FORRESTER RESEARCH INC (FORR) | $5,121 90 | $5,060 25 |
| 470 | FOREST LABORATORIES (FRX) | $11,721 80 | $15,091 70 |
| 149 | FUJIFILM HOLDINGS (FUJI) | $5,268 36 | $4,499 80 |
| 155 | FORWARD AIR CORP (FWRD) | $4,351 03 | $3,879 65 |
| 210 | GENZYME CORP (GENZ) | $11,677 53 | $10,292 10 |
| 239 | GOLD FIELDS LTD ADS (GFI) | $3,288 97 | $3,133 29 |
| 680 | CORNING INC (GLW) | $11,207 28 | $13,130 80 |
| 560 | GENTEX CORPORATION (GNTX) | $9,157 96 | $9,996 00 |
| 310 | GUIDANCE SOFTWARE, INC (GUID) | $2,619 36 | $1,624 40 |
| 30 | HACHIJUNI BANK LTD ADR (HACBY PK) | $1,852 96 | $1,761 00 |
| 220 | HUDSON CITY BANCORP INC COMMON (HCBK) | $3,333 00 | $3,020 60 |
| 565 | INTERNATIONAL GAME TECHNOLOGY (IGT) | $6,576 60 | $10,605 05 |
| 64 | IMPALA PLATINUM LTD S/ADR (IMPUY PK) | $1,607 67 | $1,747 20 |
| 610 | INNERWORKINGS, INC (INWK) | $5,685 18 | $3,599 00 |
| 160 | IPC THE HOSPITALIST COMPANY, INC (IPCM) | $3,792.75 | $5,320 00 |
| 137 | IVANHOE MINES LIMITED COM (IVN) | $1,129 46 | $2,001 57 |
| 2825 | ARTIO GLOBAL INVESTMENT FUNDS (JIEIX) | $120,954 76 | $79,777 29 |
| 170 | KAO CORP ADR (KCRPY PK) | $3,235 25 | $3,971 20 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 187 | KOREA ELECTRIC PW CP (KEP) | $3,142 58 | $2,718 98 |
| 220 | KINROSS GOLD CORP (KGC) | $4,043 58 | $4,048 00 |
| 15982 | KEELEY FDS INC SMALL CAP VALUE FD A (KSCVX) | $321,023 30 | $316,754 50 |
| 330 | LIBERTY MEDIA HLDG CAP SER A (LCAPA) | $4,487 97 | $7,880 40 |
| 225 | LABORATORY CORP AMER HLDGS (LH) | $14,458 88 | $16,839.00 |
| 940 | LIBERTY MEDIA HLDG INTERACTIVE A (LINTA) | $4,699 91 | $10,189 60 |
| 440 | LKQ CORPORATION - LKQ CORPORATION COMMON STOCK (LKQX) | $6,109 78 | $8,619 60 |
| 130 | L-3 COMMUNICATIONS CORP (LLL) | $8,968 23 | $11,303 50 |
| 425 | LANDEC CORPORATION - COMMON STOCK (LNDC) | $4,353 85 | $2,652 00 |
| 873 | ISHARES IBOXX $ INVESTMENT GRADE CORPORATE (LQD) | $80,778 23 | $90,922 95 |
| 26 | LIBERTY MEDIA CORP STARZ (LSTZA) | $695 38 | $1,199.90 |
| 165 | MEDNAX, INC (MD) | $7,625 60 | $9,918 15 |
| 425 | ALLSCRIPTS-MISYS HEALTHCARE SOLUTIONS (MDRX) | $8,799 15 | $8,597 75 |
| 325 | METLIFE INC (MET) | $9,936 45 | $11,488 75 |
| 48 | MAGNA INTERNATIONAL INC (MGA) | $2,935 87 | $2,427 84 |
| 190 | MOBILE MINI, INC - COMMON STOCK (MINI) | $4,204 59 | $2,677 10 |
| 129 | MAXIMUS INC (MMS) | $4,693 71 | $6,450 00 |
| 1070 | MICROSOFT CORPORATION (MSFT) | $21,057 60 | $32,613 60 |
| 151 | MITSUI SUMITM I/G UNS/ADR (MSIGY PK) | $2,704 65 | $1,925 25 |
| 85 | MEDTOX SCIENTIFIC, INC (MTOX) | $1,529 03 | $658 75 |
| 355 | NATIONAL INSTRUMENTS CORPORATION (NATI) | $9,398 36 | $10,454 75 |
| 92 | NEWCREST MINING LTD-SPON ADR (NCMGY PK) | $1,829 82 | $2,911 80 |
| 280 | NEOGEN CORPORATION (NEOG) | $3,404 02 | $6,610 80 |
| 240 | NOKIA (NOK) | $3,021 42 | $3,084 00 |
| 350 | NATL OILWELL VARCO (NOV) | $9,452 53 | $15,431 50 |
| 160 | NAPCO SECURITY TECHNOLOGIES INC. (NSSC) | $879 68 | $267 20 |
| 225 | NSTAR INC. (NST) | $8,148 10 | $8,280 00 |
| 70 | NINTENDO CO LTD ADR OTC (NTDOY PK) | $2,321 30 | $2,087 40 |
| 239 | NIPPON TELEPHONE ADR (NTT) | $5,229 58 | $4,717 86 |
| 175 | NUCOR CP (NUE) | $7,949 30 | $8,163 75 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 87 | NOVARTIS AG ADR (NVS) | $3,444 73 | $4,735 41 |
| 143 | NEXEN INC (NXY) | $4,021 20 | $3,421 99 |
| 335 | NYSE EURONEXT INC (NYX) | $7,112 96 | $8,475 50 |
| 275 | ONEOK INC (OKE) | $7,688.57 | $12,256.75 |
| 710 | ORACLE CORP (ORCL) | $12,744 50 | $17,416 30 |
| 147 | PANASONIC CORP (PC) | $2,532 48 | $2,109 45 |
| 260 | PALL CP (PLL) | $6,928 48 | $9,412 00 |
| 220 | POWER INTEGRATIONS, INC (POWI) | $5,646 45 | $7,999 20 |
| 215 | PORTFOLIO RECOVERY ASSOCIATES, INC - COMMON STOCK (PRAA) | $9,978 36 | $9,642 75 |
| 265 | PRUDENTIAL FINCL INC (PRU) | $12,557 80 | $13,186 40 |
| 215 | PRAXAIR INC (PX) | $12,785 36 | $17,266.65 |
| 72 | QUALITY SYSTEMS, INC - COMMON STOCK (QSII) | $4,294 20 | $4,521 60 |
| 290 | RITCHIE BROS AUCTIONEERS (RBA) | $6,413 83 | $6,504 70 |
| 72 | ROYAL DUTCH SHEL PLC SPONS ADR B (RDS-B) | $4,931 22 | $4,185 36 |
| 145 | EVEREST RE GROUP LTD (RE) | $11,373 60 | $12,423 60 |
| 405 | RESOURCES CONNECTION, INC (RECN) | $9,597 67 | $8,594 10 |
| 36 | REXAM PLC ADR (REXMY PK) | $819 54 | $856 44 |
| 40 | ROHM CO LTD UNSP ADR (ROHCY PK) | $994 22 | $1,320 40 |
| 525 | ROLLINS INC (ROL) | $8,409 28 | $10,122 00 |
| 173 | RUDOLPH TECHNOLOGIES INC (RTEC) | $2,424 52 | $1,162 56 |
| 105 | SOCIETE GENERALE FRANCE (SCGLY PK) | $1,092 70 | $1,475 25 |
| 78 | SWISSCOM AG S/ADR (SCMWY PK) | $2,646 25 | $2,960 88 |
| 419 | SEGA SAMMY HLDGS S/ADR (SGAMY PK) | $1,670 89 | $1,277 95 |
| 34 | SIEMENS A G ADR (SI) | $2,171 41 | $3,117 80 |
| 71 | SMITH INTL INC (SII) | $2,187 58 | $1,929 07 |
| 224 | SEKISUI HOUSE LTD (SKHSY PK) | $2,224 76 | $2,065 28 |
| 292 | SK TELECOM ADS ADS (SKM) | $5,450 23 | $4,747 92 |
| 490 | SEMTECH CORPORATION (SMTC) | $7,930 15 | $8,334 90 |
| 310 | SANDISK CORP (SNDK) | $4,513 69 | $8,986 90 |
| 126 | SANOFI-AVENTIS SPONSORED ADR (SNY) | $4,452 91 | $4,948 02 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|
| 193 | SHISEIDO CO LTD (SSDOY PK) | $2,822 85 | $3,719 11 |
| 290 | STRATASYS, INC (SSYS) | $4,623 88 | $4,999 60 |
| 334 | SUMITOMO TRUST & BANKING CO LTD (STBUY.PK) | $2,138 31 | $1,646 62 |
| 870 | SEAGATE TECHNOLOGY (STX) | $9,079.41 | $15,825.30 |
| 98 | SEVEN & I HOLDINGS C (SVNDY PK) | $5,077 01 | $4,057 20 |
| 250 | SAFEWAY INC NEW (SWY) | $5,901 60 | $5,322 50 |
| 110 | TECHNE CORPORATION (TECH) | $6,412 40 | $7,541 60 |
| 500 | TYCO ELECTRONICS (TEL) | $9,275 00 | $12,275 00 |
| 464 | TELECOM ITALIA SPA (TI-A) | $10,945 43 | $5,104 00 |
| 250 | TJX COMPANIES INC (TJX) | $9,651 76 | $9,137 50 |
| 25 | TECHNIP ADS (TKPPY PK) | $662 62 | $1,756 25 |
| 150 | TELVENT GIT, S A. (TLVT) | $4,921 89 | $5,847 00 |
| 325 | THERMO FISHER SCIENTIFIC INC (TMO) | $10,633 45 | $15,499 25 |
| 34 | TOPPAN PRINTING LTD ADR (TONPY PK) | $1,731 08 | $1,360 00 |
| 285 | DEALERTRACK HOLDINGS INC (TRAK) | $5,394 42 | $5,355 15 |
| 120 | TRAVELERS COMPANIES INC (THE) (TRV) | $5,915 92 | $5,983 20 |
| 28 | TDK CORP (TTDKY PK) | $944 52 | $1,712 20 |
| 440 | TYCO INTERNATIONAL LTD (TYC) | $11,476 65 | $15,699 20 |
| 146 | UBS AG (UBS) | $4,756 34 | $2,264 46 |
| 275 | ULTIMATE SOFTWARE GROUP, INC (THE) (ULTI) | $6,778 10 | $8,076 75 |
| 380 | UNITED NATURAL FOODS, INC (UNFI) | $10,949 34 | $10,161 20 |
| 805 | UNITEDHEALTH GROUP INC (UNH) | $20,561 74 | $24,536 40 |
| 55 | USANA HEALTH SCIENCES INC (USNA) | $2,345 28 | $1,754 50 |
| 130 | UNIVERSAL TECH INST (UTI) | $3,442 92 | $2,626 00 |
| 134 | UNITED UTILITS S/ADR NEW (UUGRY PK) | $2,785 08 | $2,173 48 |
| 345 | VISA INC (V) | $19,253 97 | $30,173 70 |
| 175 | VODAFONE GROUP PLC (VOD) | $3,407 13 | $4,040 75 |
| 235 | VERINT SYSTEMS INC (VRNT) | $6,504 81 | $4,523 75 |
| 130 | VERTEX PHARMCTLS INC (VRTX) | $4,613 70 | $5,570 50 |
| 320 | VENTAS INC (VTR) | $9,339 01 | $13,996 80 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

| Shares | Description/Symbol | | Line 10b - Column (b) Book Value | Line 10b - Column (c) Fair Market Value |
|---|---|---|---|---|
| 50 | WACOAL CORP ADR (WACLY PK) | | $3,083 99 | $2,743 00 |
| 295 | WISCONSIN ENERGY CP (WEC) | | $13,147 87 | $14,699 85 |
| 405 | MEMC ELECTRONICS MATERIALS INC (WFR) | | $5,941 92 | $5,516 10 |
| 950 | WEATHERFORD INTL (WFT) | | $16,381.27 | $17,014.50 |
| 445 | WASTE MANAGEMENT INC (WM) | | $14,136 76 | $15,045 45 |
| 157 | WOLTERS KLUWER S/ADR (WTKWY PK) | | $2,647 08 | $3,430 45 |
| 685 | WESTERN UNION CO (WU) | | $9,563 29 | $12,912 25 |
| 310 | EXXON MOBIL CORP (XOM) | | $24,034 30 | $21,138 90 |
| 295 | ZOLTEK COMPANIES, INC (ZOLT) | | $4,363 87 | $2,802 50 |
| | | **TOTAL** | **$2,336,743** | **$2,519,821** |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

| Shares | Description/Symbol/CUSIP Number | Line 10c - Column (b) Book Value | Line 10c - Column (c) Fair Market Value |
|---|---|---|---|
| 10000 | AOL TIME WARNER INC NOTE - 6 875% - 05/01/2012 (00184AAF2) | $10,212 00 | $10,947 40 |
| 5000 | AT&T INC DTD 11/17/2008 6 7% 11/15/2013 (00206RAP7) | $4,991 45 | $5,621 25 |
| 10000 | ABBOTT LABORATORIE - 5 875% - 05/15/2016 (002824AT7) | $10,027 20 | $11,029 90 |
| 5000 | AMERICAN EXPRESS CR CORP MTNBE 5 00000% 12/02/2010 (0258M0BY4) | $5,228 96 | $5,135 00 |
| 10000 | ANADARKO PETROLEUM NOTES 07 62500% 03/15/2014 (032511BD8) | $9,970 00 | $11,514 50 |
| 5000 | BERKSHIRE HATHAWAY FIN CORP 4 125% 01/15/2010 (084664AR2) | $5,148 59 | $5,004 85 |
| 10000 | BURLINGTON RES FIN CO GTD NT 6 500% 12/01/2011 (12201PAM8) | $11,033 04 | $10,944 60 |
| 10000 | CBS CORP 8 200% DUE 05-15-14 (124857AB9) | $9,879 60 | $11,368.10 |
| 10000 | CATERPILLAR INC NTS - 7 900% - 12/15/2018 (149123BQ3) | $9,983 20 | $12,219 68 |
| 10000 | CITIGROUP INC SR NT 6 375% 08/12/2014 (172967EY3) | $10,033 40 | $10,469 00 |
| 10000 | JOHN DEERE CAPITAL CORP 5 250% DUE 10-01-12 (24422EQW2) | $9,975 00 | $10,846 90 |
| 10000 | DOW CHEM CO NT 6 000% 10/01/2012 (260543BR3) | $9,850 00 | $10,760 80 |
| 10000 | DOW CHEMICAL CO NOTES 4 85% 08/15/2012 (260543BZ5) | $9,998 50 | $10,509 60 |
| 10000 | DU PONT E I DE NEMOURS & CO 5 00000% 01/15/2013 SR (263534BS7) | $10,070 38 | $10,749 00 |
| 5000 | EI DU PONT DE NEMOUR NOTES 05 87500% 01/15/2014 (263534BV0) | $4,976 55 | $5,523 20 |
| 10000 | DUKE ENERGY CORP SR NT 6 30000% 02/01/2014 (264399EQ5) | $10,147 45 | $10,996 20 |
| 10000 | EXPRESS SCRIPTS INC NOTES 5 25% 06/15/2012 (302182AC4) | $10,154 80 | $10,626 00 |
| 10000 | GE CAP CORP GLOB DTD 2/15/2002 5 875% 2/15/2012 (36962GXS8) | $10,663 30 | $10,655 90 |
| 10000 | GNRL ELEC CAP CORP FDIC TLGP 3 00000% 12/09/2011 G (36967HAD9) | $9,971 30 | $10,312 60 |
| 5000 | GOLDMAN SACHS GROUP INC NOTE DTD 8/27/2002 5 7% 9/1/2012 (38141GCG7) | $4,626 46 | $5,377 05 |
| 10000 | HALLIBURTON CO NOTES 6 15% 09/15/2019 (406216AX9) | $9,965 60 | $11,167 10 |
| 10000 | HEWLETT-PACKARD CO GLBL NT 04 75000% 06/02/2014 (428236AV5) | $9,999 30 | $10,850 40 |
| 5000 | JP MORGAN CHASE & CO NOTES 04 75000% 05/01/2013 (46625HHB9) | $4,984 15 | $5,274 30 |
| 5000 | JEFFERIES GROUP INC 8 5% 07/15/2019 (472319AF9) | $5,272 60 | $5,465 65 |
| 10000 | KINDER MORGAN ENERGY PARTNERS NT 6 75% 03/15/2011 (494550AH9) | $10,518 70 | $10,575 30 |
| 10000 | MARATHON OIL CORP NOTES 07 50000% 02/15/2019 (565849AH9) | $9,929 60 | $11,629 70 |
| 10000 | MCDONALDS CORP MTN 6 000% 4/15/11 (58013MDM3) | $10,716 20 | $10,596 50 |
| 10000 | MERRILL LYNCH & CO 6 05% 8/15/12 (59018YJ36) | $10,304 22 | $10,745 90 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

| Shares | Description/Symbol/CUSIP Number | | Line 10c - Column (b) Book Value | Line 10c - Column (c) Fair Market Value |
|---|---|---|---|---|
| 10000 | METLIFE INC SR NT 6 125% 12/01/2011 MAKE WHOLE (59156RAC2) | | $10,577 30 | $10,750 30 |
| 10000 | NATIONS BANK 7 8% DUE 9/15/16 (638585AU3) | | $11,247 60 | $10,856 70 |
| 10000 | NOBLE ENERGY INC NOTES 08 25000% 03/01/2019 (655044AD7) | | $9,952 90 | $11,963 80 |
| 10000 | PG&E CORP SR NT 5 75000% 04/01/2014 (69331CAE8) | | $9,945 60 | $10,778 80 |
| 5000 | PACIFIC GAS & ELEC CO 8 25000% 10/15/2018 (694308GN1) | | $5,223 50 | $6,105 25 |
| 10000 | PFIZER INC MAKE WHOLE 04 45000% 03/15/2012 (717081CZ4) | | $9,986 30 | $10,576 50 |
| 10000 | ROPER INDUSTRIES INCNOTES 06 62500% 08/15/2013 (776696AB2) | | $9,997 60 | $10,890 70 |
| 10000 | SEMPRA ENERGY 6 500% DUE 06-01-16 (816851AN9) | | $9,977 80 | $10,845 10 |
| 5000 | TARGET CORP NT 7 50000% 08/15/2010 (87612EAB2) | | $5,348 55 | $5,213 55 |
| 10000 | VERIZON GLOBAL FDG CORP NT - 7 250% - 12/01/2010 (92344GAL0) | | $10,634.10 | $10,579 00 |
| 10000 | WASTE MGMT INC DEL GTD SR 6 37500% 03/11/2015 (94106LAT6) | | $9,965.00 | $11,081 30 |
| | | **TOTAL** | **$351,488** | **$376,557** |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part VIII, Line 1 - List all foundation officers, directors, trustees, foundation managers and their compensation

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| William F Whitman Jr<br>c/o Foundation Source<br>501 Silverside Road<br>Suite 123<br>Wilmington, DE 19809-1377 | President / Director / Treasurer<br><1 hour(s) per week | $0 00 | $0 00 | $0 00 |
| Laura B Whitman<br>c/o Foundation Source<br>501 Silverside Road<br>Suite 123<br>Wilmington, DE 19809-1377 | First Vice President / Director<br><1 hour(s) per week | $0 00 | $0 00 | $0 00 |
| W Fifield Whitman<br>c/o Foundation Source<br>501 Silverside Road<br>Suite 123<br>Wilmington, DE 19809-1377 | Second Vice President / Director<br><1 hour(s) per week | $0 00 | $0 00 | $0.00 |
| Barbara K Whitman<br>c/o Foundation Source<br>501 Silverside Road<br>Suite 123<br>Wilmington, DE 19809-1377 | Director<br><1 hour(s) per week | $0 00 | $0 00 | $0 00 |
| Thomas C Danziger<br>c/o Foundation Source<br>501 Silverside Road<br>Suite 123<br>Wilmington, DE 19809-1377 | Secretary<br><1 hour(s) per week | $0.00 | $0 00 | $0 00 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

| 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 |
|---|---|---|---|---|
| AMERICAN MUSEUM OF NATURAL HISTORY<br>79TH STREET AT CENTRAL PARK WEST, NEW YORK, NY 10024 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $10,000 00 |
| ARTS CENTER OF COASTAL CAROLINA<br>14 SHELTER COVE LN, HILTON HEAD, SC 29928 | N/A | 509(a)(1) | HERITAGE CIRCLE DIVISION | $1,250 00 |
| BAGADUCE MUSIC LENDING LIBRARY<br>PO BOX 829, BLUE HILL, ME 04614 | N/A | 509(a)(1) | ANNUAL APPEAL FUND | $250 00 |
| BEAUFORT COUNTY OPEN LAND TRUST INC<br>P O. BOX 75, BEAUFORT, SC 29902 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| BLUE HILL MEMORIAL HOSPITAL FOUNDATION<br>PO BOX 823, BLUE HILL, ME 04614 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $1,000 00 |
| BLUE HILL MEMORIAL HOSPITAL INC<br>PO BOX 1029, BLUE HILL, ME 04614 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $1,000 00 |
| BLUE HILL MEMORIAL HOSPITAL INC<br>PO BOX 1029, BLUE HILL, ME 04614 | N/A | 509(a)(1) | ISLAND MEDICAL EMR PROJECT | $5,000 00 |
| BOYS & GIRLS CLUB OF BLUFFTON<br>P O BOX 1908, BLUFFTON, SC 29910 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $1,000 00 |

**W. F. Whitman Family Foundation, Inc.**
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## Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

| 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 |
|---|---|---|---|---|
| BOYS & GIRLS CLUB OF BLUFFTON<br>P O BOX 1908, BLUFFTON, SC 29910 | N/A | 509(a)(1) | SUPPORT-A-CHILD PROGRAM | $1,000 00 |
| BOYS & GIRLS CLUB OF MARTIN COUNTY INC<br>PO BOX 910, HOBE SOUND, FL 33475 | N/A | 509(a)(1) | THE INDIANTOWN BUILDING FUND | $15,000 00 |
| BOYS & GIRLS CLUB OF MARTIN COUNTY INC<br>PO BOX 910, HOBE SOUND, FL 33475 | N/A | 509(a)(1) | INDIANTOWN BUILDING PROJECT | $1,500 00 |
| CLEVELAND CLINIC FOUNDATION<br>9500 EUCLID AVENUE DVB, CLEVELAND, OH 44195 | N/A | 509(a)(1) | CHARITABLE EVENT | $5,000 00 |
| COLD SPRING HARBOR LABORATORY ASSOCIATION INC<br>PO BOX 100, COLD SPG HBR, NY 11724 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $9,500 00 |
| FRIENDS OF ACADIA<br>PO BOX 45, BAR HARBOR, ME 04609 | N/A | 509(a)(1) | BEECH SOCIETY DIVISION | $2,500 00 |
| FRIENDS OF ACADIA<br>PO BOX 45, BAR HARBOR, ME 04609 | N/A | 509(a)(1) | ANNUAL GIVING CAMPAIGN | $2,500 00 |
| FRIENDS OF THE COLD SPRING HARBOR FISH HATCHERY INC<br>1660 ROUTE 25A, COLD SPG HBR, NY 11724 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $2,000.00 |

**W. F. Whitman Family Foundation, Inc.**
**EIN: 20-0413209**
**Taxable Year Ending December 31, 2009**

## Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

| 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 |
|---|---|---|---|---|
| HARVARD BUSINESS SCHOOL<br>TEELE HALL, SOLDIERS FIELD, BOSTON, MA 02163 | N/A | 509(a)(1) | CLASS OF 1964 FUND FOR THE HBS MBA/MPP PROGRAM | $2,500 00 |
| HAYSTACK MOUNTAIN SCHOOL OF CRAFTS<br>PO BOX 518, DEER ISLE, ME 04627 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $100 00 |
| HAYSTACK MOUNTAIN SCHOOL OF CRAFTS<br>PO BOX 518, DEER ISLE, ME 04627 | N/A | 509(a)(1) | UNDERWRITER PROGRAM | $350 00 |
| HILTON HEAD SYMPHONY ORCHESTRA INC<br>PO BOX 5757, HILTON HEAD, SC 29938 | N/A | 509(a)(1) | PIANO COMPETITION PROGRAM | $1,000 00 |
| HOBE SOUND COMMUNITY CHEST INC<br>PO BOX 511, HOBE SOUND, FL 33475 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $1,000 00 |
| ISLAND HERITAGE TRUST INC<br>PO BOX 42, DEER ISLE, ME 04627 | N/A | 509(a)(1) | LILY POND PROJECT | $1,000 00 |
| ISLAND INSTITUTE<br>386 MAIN ST, ROCKLAND, ME 04841 | N/A | 509(a)(1) | ANCHORS PROGRAM | $10,000 00 |
| ISLAND INSTITUTE<br>386 MAIN ST, ROCKLAND, ME 04841 | N/A | 509(a)(1) | STONINGTON/DEER ISLE FELLOWS PROGRAM | $1,000 00 |

**W. F. Whitman Family Foundation, Inc.**
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|---|---|---|---|---|
| ISLAND MEDICAL CENTER<br>354 AIRPORT RD, STONINGTON, ME 04681 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $800 00 |
| JUPITER ISLAND MEDICAL CLINIC INC<br>100 ESTRADA SQ, HOBE SOUND, FL 33455 | N/A | 509(a)(1) | ANNUAL APPEAL CAMPAIGN | $1,000 00 |
| JUPITER MEDICAL CENTER FOUNDATION INC<br>1210 S OLD DIXIE HWY, JUPITER, FL 33458 | N/A | 509(a)(1) | PRESIDENT'S CLUB FUND | $1,000 00 |
| MAINE COAST HERITAGE TRUST<br>1 BOWDOIN MILL ISLAND, SUITE 201, TOPSHAM, ME 04086 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| MAINE COMMUNITY FOUNDATION INC<br>245 MAIN ST, ELLSWORTH, ME 04605 | N/A | 509(a)(1) | IEF/REACH PAC DIVISION | $250 00 |
| MAINE COMMUNITY FOUNDATION INC<br>245 MAIN ST, ELLSWORTH, ME 04605 | N/A | 509(a)(1) | ISLAND EDUCATION FOUNDATION / NEW SCIENCE FACILITY DIVISION | $5,000 00 |
| MEMORIAL SLOAN-KETTERING CANCER CENTER<br>1275 YORK AVE, NEW YORK, NY 10065 | N/A | 509(a)(1) | STRATEGIC INITIATIVES FUND | $1,000 00 |
| OLD WESTBURY GARDENS INC<br>71 OLD WESTBURY ROAD, OLD WESTBURY, NY 11568 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |

**W. F. Whitman Family Foundation, Inc.**
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|---|---|---|---|---|
| OPERA HOUSE ARTS<br>PO BOX 56, STONINGTON, ME 04681 | N/A | 509(a)(1) | THE LIVE FOR $5 00 PROGRAM ADMINISTERED BY OPERA HOUSE ARTS | $12,500 00 |
| OYSTER BAY HISTORICAL SOCIETY<br>PO BOX 297, OYSTER BAY, NY 11771 | N/A | 509(a)(2) | GENERAL & UNRESTRICTED | $250 00 |
| PENOBSCOT EAST RESOURCE CENTER INC<br>PO BOX 27, STONINGTON, ME 04681 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| PENOBSCOT MARINE MUSEUM<br>PO BOX 498, SEARSPORT, ME 04974 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| SAN FRANCISCO CHORAL ARTISTS<br>601 VAN NESS AVE STE E, SAN FRANCISCO, CA 94102 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| SAVE THE CHILDREN FEDERATION INC<br>54 WILTON RD, WESTPORT, CT 06880 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $1,500 00 |
| SAVE THE CHILDREN FEDERATION INC<br>54 WILTON RD, WESTPORT, CT 06880 | N/A | 509(a)(1) | CHARITABLE EVENT | $2,000 00 |
| SKIDMORE COLLEGE<br>815 N BROADWAY, SARATOGA SPGS, NY 12866 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |

**W. F. Whitman Family Foundation, Inc.**
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|---|---|---|---|---|
| ST BERNARDS SCHOOL INC<br>4 E 98TH ST, NEW YORK, NY 10029 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $5,000 00 |
| ST JOHNS CHURCH<br>PO BOX 266, COLD SPG HBR, NY 11724 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| TAFT SCHOOL CORPORATION<br>110 WOODBURY RD, WATERTOWN, CT 06795 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $200 00 |
| THE BONE MARROW FOUNDATION INC<br>30 E END AVE APT 1F, NEW YORK, NY 10028 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $800 00 |
| WILLIAMS COLLEGE<br>75 PARK STREET, WILLIAMSTOWN, MA 01267 | N/A | 509(a)(1) | GENERAL & UNRESTRICTED | $500 00 |
| WILLIAMS COLLEGE<br>75 PARK STREET, WILLIAMSTOWN, MA 01267 | N/A | 509(a)(1) | WILLIAMS COLLEGE MUSEUM OF ART - WCMA CONTEMPORARIES DIVISION | $1,000 00 |
| WILLIAMS COLLEGE<br>75 PARK STREET, WILLIAMSTOWN, MA 01267 | N/A | 509(a)(1) | GOLF PROGRAM | $500 00 |
| WILLIAMS COLLEGE<br>75 PARK STREET, WILLIAMSTOWN, MA 01267 | N/A | 509(a)(1) | PARESKY KITCHEN PROJECT | $30,000 00 |
| | | | **TOTAL:** | **$142,750** |