Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 , 2009, and ending ,

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

Use the IRS label Otherwise, print or type. See Specific Instructions.

THE R C SMITH FOUNDATION, INC
38 HAYES STREET
NORWICH, NY 13815

A Employer identification number: 20-1893940

B Telephone number (see the instructions): (607) 334-5492

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, column (c), line 16)* ► $ 15,138,089.

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 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 (att sch)	10,263,476.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments			N/A	
	4 Dividends and interest from securities	28,908.	28,908.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	28,600.			
	b Gross sales price for all assets on line 6a 149,075.				
	7 Capital gain net income (from Part IV, line 2)		28,600.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	10,320,984.	57,508.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	22,000.	8,250.		13,750.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	2,000.			2,000.
	c Other prof fees (attach sch) SEE ST 2	2,433.	2,433.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 3	697.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	263.			263.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	27,393.	10,683.		16,013.
	25 Contributions, gifts, grants paid PART XV	605,248.			605,248.
	26 **Total expenses and disbursements.** Add lines 24 and 25	632,641.	10,683.		621,261.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	9,688,343.			
	b **Net investment income** (if negative, enter -0-)		46,825.		
	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)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS		1	Cash – non-interest-bearing	4,234.	16,498.	16,498.
		2	Savings and temporary cash investments	4,943,422.	4,122,249.	4,122,249.
		3	Accounts receivable ►			
			Less. allowance for doubtful accounts ►			
		4	Pledges receivable ►			
			Less allowance for doubtful accounts ►			
		5	Grants receivable			
		6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
		7	Other notes and loans receivable (attach sch) ►			
			Less allowance for doubtful accounts ►			
		8	Inventories for sale or use			
		9	Prepaid expenses and deferred charges			
		10a	Investments – U S and state government obligations (attach schedule) STATEMENT 5		701,398.	701,398.
		b	Investments – corporate stock (attach schedule) STATEMENT 6		2,739,564.	2,741,565.
		c	Investments – corporate bonds (attach schedule) STATEMENT 7		250,107.	250,107.
		11	Investments – land, buildings, and equipment basis ►			
			Less: accumulated depreciation (attach schedule) ►			
		12	Investments – mortgage loans			
		13	Investments – other (attach schedule) STATEMENT 8		7,306,269.	7,306,272.
		14	Land, buildings, and equipment basis ►			
			Less accumulated depreciation (attach schedule) ►			
		15	Other assets (describe ►)	428,168.		
		16	**Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	5,375,824.	15,136,085.	15,138,089.
LIABILITIES		17	Accounts payable and accrued expenses			
		18	Grants payable			
		19	Deferred revenue			
		20	Loans from officers, directors, trustees, & other disqualified persons			
		21	Mortgages and other notes payable (attach schedule)			
		22	Other liabilities (describe ►)			
		23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR	FUND BALANCES		**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
		24	Unrestricted	5,375,824.	15,136,085.	
		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, building, and equipment fund			
		29	Retained earnings, accumulated income, endowment, or other funds			
		30	**Total net assets or fund balances** (see the instructions)	5,375,824.	15,136,085.	
		31	**Total liabilities and net assets/fund balances** (see the instructions)	5,375,824.	15,136,085.	

Part III Analysis of Changes in Net Assets or Fund Balances

Line	Description		Amount
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	5,375,824.
2	Enter amount from Part I, line 27a	2	9,688,343.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 9	3	71,918.
4	Add lines 1, 2, and 3	4	15,136,085.
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	15,136,085.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	262 BURLINGTON NORTHN SANTA FE COM	P	11/04/08	11/06/09
b	5000 WELLS FARGO COAPTIAL IX PFD 5.625	P	11/02/09	12/16/09
c	CAPITAL GAIN DIVIDENDS			
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	25,440.		19,843.	5,597.
b	102,047.		100,632.	1,415.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				5,597.
b				1,415.
c				21,588.
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	28,600.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	3	1,415.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	331,965.	5,900,911.	0.056257
2007	285,324.	5,573,488.	0.051193
2006	156,000.	3,335,237.	0.046773
2005	70,100.	2,627,455.	0.026680
2004			

2	**Total** of line 1, column (d)	2	0.180903
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	0.045226
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,228,727.
5	Multiply line 4 by line 3	5	281,700.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	468.
7	Add lines 5 and 6	7	282,168.
8	Enter qualifying distributions from Part XII, line 4	8	621,261.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter. _______ (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b	1	468.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	468.
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	468.
6	Credits/Payments		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 625.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	625.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	157.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 157. **Refunded** ►	11	0.

Part VII-A — Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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 ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	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
4a	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, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see 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*	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)? *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 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 ► N/A

14 The books are in care of ► GARY R CLARK Telephone no ► (607) 334-5492

Located at ► 38 HAYES STREET NORWICH NY ZIP + 4 ► 13815

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ 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 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 instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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 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 10		22,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

3 Five highest-paid independent contractors for professional services – (see 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 ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a Average monthly fair market value of securities		1a	911,528.
b Average of monthly cash balances		1b	5,412,053.
c Fair market value of all other assets (see instructions)		1c	
d Total (add lines 1a, b, and c)		1d	6,323,581.
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	6,323,581.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	94,854.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,228,727.
6 **Minimum investment return.** Enter 5% of line 5		6	311,436.

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

1 Minimum investment return from Part X, line 6		1	311,436.
2a Tax on investment income for 2009 from Part VI, line 5	2a 468.		
b Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	468.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	310,968.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	310,968.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	310,968.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	621,261.
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	621,261.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	468.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	620,793.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				310,968.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007 32,222.				
e From 2008 40,135.				
f **Total** of lines 3a through e	72,357.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 621,261.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				310,968.
e Remaining amount distributed out of corpus	310,293.			
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	382,650.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	382,650.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 32,222.				
d Excess from 2008 40,135.				
e Excess from 2009 310,293.				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 11

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			► **3a**	605,248.
b *Approved for future payment*				
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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					
4 Dividends and interest from securities			14	28,908.	
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	28,600.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				57,508.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 57,508.

(See worksheet in the instructions for line 13 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 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
N/A			

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

▶ [signature] 11/9/10 ▶ TREASURER

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only			
Preparer's signature ▶ [signature]	Date 11/08/10	Check if self-employed ▶ ☐	Preparer's Identifying number (See Signature in the instrs) P00005268
Firm's name (or yours if self-employed), address, and ZIP code	PIAKER & LYONS, PC	EIN ▶ 16-1152552	
	PO BOX 190, 5862 COUNTY RD 32		
	NORWICH, NY 13815	Phone no ▶ (607) 336-8908	

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
THE R C SMITH FOUNDATION, INC

Employer identification number
20-1893940

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 33-1/3% support test of the regulations under sections 509(a)(1)/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 their 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: THE R C SMITH FOUNDATION, INC

Employer identification number: 20-1893940

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	R. C SMITH ESTATE 52 SOUTH BROAD STREET NORWICH, NY 13815	$ 10,263,476.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE R C SMITH FOUNDATION, INC	20-1893940

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE R C SMITH FOUNDATION, INC

Employer identification number
20-1893940

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once – see instructions.) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	$ 2,000.			$ 2,000.
TOTAL	$ 2,000.	$ 0.		$ 2,000.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	$ 2,433.	$ 2,433.		
TOTAL	$ 2,433.	$ 2,433.		$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	$ 697.			
TOTAL	$ 697.	$ 0.		$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	$ 13.			$ 13.
NYS FEE	250.			250.
TOTAL	$ 263.	$ 0.		$ 263.

STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
100,000 FED HOME LOAN MTG M/T 3.00 11-19	MKT VAL	$ 98,174.	$ 98,174.
100,000 FEDERAL HOME LOAN BANK 5.25 2-23	MKT VAL	98,031.	98,031.
100,000 FED NATL MTG ASSN STEP 4.00 9-24	MKT VAL	97,969.	97,969.
115,000 FREDDIE MAC SER 2860 CL 5.5 9-34	MKT VAL	114,780.	114,780.
		$ 408,954.	$ 408,954.

STATE/MUNICIPAL OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BRYAN CNTY OK INDPT S/D CTFS 4.992 12-17	MKT VAL	97,086.	97,086.
CARY IL BUILD AMER BDS RECOV 5.00 11-22	MKT VAL	94,543.	94,543.
100,000 RGNL PUB TRANS AUTH AZ 6.46 7-25	MKT VAL	100,815.	100,815.
		$ 292,444.	$ 292,444.
	TOTAL	$ 701,398.	$ 701,398.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1,500 GENL ELEC CAPTIAL CORP 6.1% PFD	MKT VAL	$ 35,970.	$ 35,970.
2,000 AQUA AMERICA INC	MKT VAL	35,020.	35,020.
1,000 CONOCOPHILLIPS	MKT VAL	51,070.	51,070.
1,000 JOHNSON & JOHNSON	MKT VAL	64,410.	64,410.
2,000 NBT BANCORP INC	MKT VAL	40,740.	40,740.
5,000 ONEIDA FINL CORP	MKT VAL	44,750.	44,750.
1,000 PHILIP MORRIS INTL INC	MKT VAL	48,190.	48,190.
2,800 SCHWAB CHARLES CORP NEW	MKT VAL	52,696.	52,696.
4,000 ALLIANZ SE PFD 8.375%#	MKT VAL	98,500.	98,500.
4,000 CORP-BACKED TRUST CERTS PFD 6.05	MKT VAL	99,560.	99,560.
10,000 TORTOISE ENERGY CAP CORP PFD 5.60	MKT VAL	103,800.	103,800.
473 AFLAC INC	MKT VAL	21,876.	21,876.
771 AT&T INC	MKT VAL	21,611.	21,611.
251 AIR PRODS & CHEMS INC	MKT VAL	20,346.	20,346.
759 ANALOG DEVICES INC	MKT VAL	23,969.	23,969.
496 AUTOMATIC DATA PROCESSING	MKT VAL	21,239.	21,239.
295 BECTON DICKINSON & CO	MKT VAL	23,264.	23,264.
417 BROWN FORMAN CORP CL B	MKT VAL	22,339.	22,339.
261 CHEVRON CORP	MKT VAL	20,094.	20,094.
341 CLOROX CO DEL	MKT VAL	20,801.	20,801.
260 COLGATE PALMOLIVE CO	MKT VAL	21,359.	21,359.
541 COMMERCE BANCSHARES INC	MKT VAL	20,948.	20,948.
396 CONOCOPHILLIPS	MKT VAL	20,224.	20,224.
579 CORPORATE OFFICE PPTYS TR SH BEN INT	MKT VAL	21,209.	21,209.
683 EATON VANCE CORP	MKT VAL	20,770.	20,770.
437 ENERGEN CORP	MKT VAL	20,452.	20,452.
400 FPL GROUP INC	MKT VAL	21,128.	21,128.
307 FACTSET RESH SYS INC	MKT VAL	20,222.	20,222.
317 GENERAL DYNAMICS CORP	MKT VAL	21,610.	21,610.
304 GENERAL MILLS INC	MKT VAL	21,526.	21,526.

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
212 GRAINGER W W INC	MKT VAL	$ 20,528.	$ 20,528.
479 HARRIS CORP DEL	MKT VAL	22,776.	22,776.
430 ILLINOIS TOOL WKS INC	MKT VAL	20,636.	20,636.
164 INTL BUSINESS MACHINES CORP	MKT VAL	21,468.	21,468.
335 JOHNSON & JOHNSON	MKT VAL	21,577.	21,577.
788 JOHNSON CTLS INC	MKT VAL	21,465.	21,465.
592 LILLY ELI & CO	MKT VAL	21,140.	21,140.
953 MDU RES GROUP INC	MKT VAL	22,490.	24,491.
601 MARATHON OIL CO	MKT VAL	18,763.	18,763.
339 MCDONALDS CORP	MKT VAL	21,167.	21,167.
565 NEW JERSEY RES	MKT VAL	21,131.	21,131.
630 NORDSTROM INC	MKT VAL	23,675.	23,675.
424 NORFOLK SOUTHERN CORP	MKT VAL	22,226.	22,226.
500 OWENS & MINOR INC NEW	MKT VAL	21,465.	21,465.
693 PAYCHEX INC	MKT VAL	21,234.	21,234.
330 PEPSICO INC	MKT VAL	20,064.	20,064.
847 PIEDMONT NAT GAS INC	MKT VAL	22,657.	22,657.
459 POLARIS INDS INC	MKT VAL	20,026.	20,026.
242 PRAXAIR INC	MKT VAL	19,435.	19,435.
339 PROCTER & GAMBLE CO	MKT VAL	20,554.	20,554.
585 SCANA CORP NEW	MKT VAL	22,043.	22,043.
378 SIGMA ALDRICH CORP	MKT VAL	19,108.	19,108.
383 SMUCKER J M CO	MKT VAL	23,650.	23,650.
741 SYSCO CORP	MKT VAL	20,704.	20,704.
408 TARGET CORP	MKT VAL	19,735.	19,735.
266 3M COMPANY	MKT VAL	21,990.	21,990.
319 UNITED TECHNOLOGY CORP	MKT VAL	22,142.	22,142.
399 WAL MART STORES INC	MKT VAL	21,327.	21,327.
570 ABBOTT LABS	MKT VAL	30,774.	30,774.
190 APPLE INC	MKT VAL	40,039.	40,039.
5 BERKSHIRE HATHAWAY INC DEL CL B	MKT VAL	16,430.	16,430.
660 CATERPILLAR INC DEL	MKT VAL	37,613.	37,613.
1520 CISCO SYS INC	MKT VAL	36,389.	36,389.
450 COLGATE PALMOLIVE CO	MKT VAL	36,968.	36,968.
660 CONOCOPHILLIPS	MKT VAL	33,706.	33,706.
530 DANAHER CORP DEL	MKT VAL	39,856.	39,856.
755 DISNEY WALT CO COM DISNEY	MKT VAL	24,349.	24,349.
450 EXXON MOBIL CORP	MKT VAL	30,686.	30,686.
780 FISERV INC	MKT VAL	37,814.	37,814.
2,375 GENERAL ELEC CO	MKT VAL	35,934.	35,934.
145 GOLDMAN SACHS GROUP INC	MKT VAL	24,482.	24,482.
65 GOOGLE INC CL A	MKT VAL	40,299.	40,299.
735 HEWLETT PACKARD CO	MKT VAL	37,860.	37,860.
1,795 INTEL CORP	MKT VAL	36,618.	36,618.
290 INTL BUSINESS MACHINES CORP	MKT VAL	37,961.	37,961.
585 JPMORGAN CHASE & CO	MKT VAL	24,377.	24,377.
480 JOHNSON & JOHNSON	MKT VAL	30,917.	30,917.
1,020 LOWES COS INC	MKT VAL	23,858.	23,858.
380 MCDONALDS CORP	MKT VAL	23,727.	23,727.
1,225 MICROSOFT CORP	MKT VAL	37,338.	37,338.
250 MONSANTO COMPANY	MKT VAL	20,438.	20,438.
600 PEPSICO INC	MKT VAL	36,480.	36,480.
490 PRICE T ROWE GROUP INC	MKT VAL	26,093.	26,093.
615 PROCTER & GAMBLE CO	MKT VAL	37,287.	37,287.
505 PRUDENTIAL FINL INC	MKT VAL	25,129.	25,129.

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
510 TARGET CORP	MKT VAL	$ 24,669.	$ 24,669.
1,040 US BANCORP DEL COM NEW	MKT VAL	23,410.	23,410.
565 UNITED TECHNOLOGIES CORP	MKT VAL	39,217.	39,217.
855 VERIZON COMMUNICATIONS	MKT VAL	28,326.	28,326.
1,015 WALGREEN CO	MKT VAL	37,271.	37,271.
905 WELLS FARGO & CO NEW	MKT VAL	24,426.	24,426.
685 YUM! BRANDS INC	MKT VAL	23,954.	23,954.
	TOTAL	$ 2,739,564.	$ 2,741,565.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
100,000 GENL ELEC CAP CORP MED 5.5 11-21	MKT VAL	$ 96,871.	$ 96,871.
62,000 COUNTRYWIDE HOME LN 2003 5.5 7-33	MKT VAL	61,568.	61,568.
50,000 CITICORP MRG SEC 2003 5.25 10-33	MKT VAL	49,508.	49,508.
42,000 RESDL FNDG MTG SEC I 5.75 2-33	MKT VAL	42,160.	42,160.
	TOTAL	$ 250,107.	$ 250,107.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER PUBLICLY TRADED SECURITIES			
100,000 ALLY BANK UT CTF DEP 1.4 4-11	MKT VAL	$ 99,921.	$ 99,922.
100,000 BMW KN NO AMER UT CTF 2.7 12-13	MKT VAL	98,590.	98,590.
100,000 BANK COMMONWEALTH VA 3.10 12-15	MKT VAL	98,462.	98,462.
100,000 BANK OF INDIA NY CTF OF DEP .4 5	MKT VAL	99,856.	99,856.
100,000 BANKCHAMPAIGN NA IL 3.15 11-13	MKT VAL	99,210.	99,210.
100,000 BARCLAYS BANK DE CTF 3.15 11-14	MKT VAL	99,257.	99,258.
100,000 CITIZENS BANK MI CTF 2.6 11-12	MKT VAL	99,932.	99,932.
100,000 DISCOVER BANK DE CTF 2.15 5-12	MKT VAL	99,501.	99,502.
100,000 FIRST UNITED BK & TR .85 3-11	MKT VAL	99,401.	99,401.
100,000 GE MONEY BANK UT CTF 1.75 10-11	MKT VAL	99,554.	99,554.
100,000 INVESTORS CMNTY BK WI .65 12-10	MKT VAL	99,536.	99,536.
100,000 REPUBLIC BANK UT CTF 3.7 3-16	MKT VAL	100,664.	100,664.
100,000 STILLWATER NATL B&T .7 11-10	MKT VAL	99,649.	99,649.
100,000 WILMINGTON TR CO DE .45 6-10	MKT VAL	99,844.	99,844.
21,762.786 LEIGH BALDWIN TOTAL RETURN BD	MKT VAL	194,559.	194,559.
8,077.544 MFS LIMITED MATURITY FUND R4	MKT VAL	49,919.	49,919.
5,081.301 PIMCO SHORT TERM FUND INSTL	MKT VAL	49,898.	49,898.
15,511.457 PIMCO TOTAL RETURN FUND	MKT VAL	167,524.	167,524.
1,600 PAYCHEX INC	MKT VAL	49,024.	49,024.
1,000 NOVARTIS A G SPONSORED ADR	MKT VAL	54,430.	54,430.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER PUBLICLY TRADED SECURITIES	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
7,095.941 CAUSEWAY INTL VALUE FUND	MKT VAL	$ 80,255.	$ 80,255.
2,398.285 CHESAPEAKE CORE GROWTH FUND	MKT VAL	33,192.	33,192.
3,869.969 HUSSMAN STRATEGIC GROWTH FUND	MKT VAL	49,458.	49,458.
2,844.691 QUANT EMERGING MARKETS FUND	MKT VAL	59,539.	59,539.
5162.192 WESTCORE SMALL CAP VALUE FUND	MKT VAL	49,092.	49,092.
1,353.355 HARDING LOEVNER EMERGING MRKT	MKT VAL	58,181.	58,181.
3,566.718 VIRTUS FOREIGH OPPORTUNITY FUN	MKT VAL	71,727.	71,727.
250,000 AMERICAN EXPRESS BK UT .45 2-10	MKT VAL	249,950.	249,950.
250,000 AM EXP CENTURION BK UT 1.25 5-11	MKT VAL	249,275.	249,275.
250,000 BANK OF AMERICA NA NC 1.7 11-11	MKT VAL	248,440.	248,440.
250,000 BANK OF BARODA NY CTF .55 5-10	MKT VAL	249,788.	249,788.
100,000 CITIBANK NA NV CTF 3.05 11-14	MKT VAL	98,814.	98,814.
125,000 DISCOVER BANK DE CTF 2.35 11-12	MKT VAL	124,071.	124,071.
125,000 DISCOVER BANK DE CTF	MKT VAL	123,863.	123,863.
250,000 GE MONEY BANK UT CTF .6 8-10	MKT VAL	250,270.	250,270.
100,000 STILLWATER NATL B&T OK 1.25 5-11	MKT VAL	99,682.	99,682.
250,000 WILMINGTON TR CO DE CTF .45 5-10	MKT VAL	249,633.	249,633.
100,000 WORTHINGTON FEDL BK .75 12-10	MKT VAL	99,628.	99,628.
344 BP PLC SPONSORED ADR	MKT VAL	19,942.	19,942.
384 NOVARTIS A G SPONSORED ADR	MKT VAL	20,901.	20,901.
28,324.217 DODGE & COX INCOME FUND	MKT VAL	367,082.	367,082.
33,784.863 FEDERATED TOTAL RETURN BOND F	MKT VAL	367,241.	367,241.
34,128.717 VANGUARD GNMA FUND ADMIRAL SH	MKT VAL	363,130.	363,130.
31,654.049 VANGUARD FIXED INCOME INTERME	MKT VAL	351,043.	351,043.
2,650 ISHARES TR MSCI EMERGMKT	MKT VAL	109,975.	109,975.
3,915 ISHARES TR MSCI EAFE IDX	MKT VAL	216,421.	216,421.
385 ISHARES TR NASDQ BIO INDX	MKT VAL	31,505.	31,505.
3,305 ISHARES TR RUSSELL 2000	MKT VAL	206,364.	206,364.
475 MARKET VECTORS ETF AGRIBUSINESS	MKT VAL	20,800.	20,800.
2,260 MIDCAP SPDR TR SER 1 S&P 400	MKT VAL	297,732.	297,732.
1,145 SPDR SERIES TRUST KBW REGL BKG	MKT VAL	25,476.	25,476.
645 SELECT SECTOR SPDR TR SBI MATERIALS	MKT VAL	21,279.	21,279.
915 SELECT SECTOR SPDR TR SBI INT UTILS	MKT VAL	28,383.	28,383.
580 BP PLC SPONSORED ADR	MKT VAL	33,623.	33,623.
280 BHP BILLITON LTD SPONSORED ADR	MKT VAL	21,442.	21,442.
720 GLAZOSMITHKLINE PLC SPONSORED ADR	MKT VAL	30,420.	30,420.
555 NOVARTIS A G SPONSORED ADR	MKT VAL	30,209.	30,209.
660 PETROLEO BRASILERIRO SA PERTROSPONSO	MKT VAL	31,469.	31,469.
545 SCHLUMBERGER LTD	MKT VAL	35,474.	35,474.
275 TOYOTA MOTOR CORP SP ADR REP2COM	MKT VAL	23,144.	23,144.
250,000 BANK OF INDIA NY CTF .35 05-10	MKT VAL	249,625.	249,625.
	TOTAL	$ 7,306,269.	$ 7,306,272.

STATEMENT 9
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAINS ON INVESTMENTS	$ 71,918.
TOTAL	$ 71,918.

STATEMENT 10
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
GARY CLARK 38 HAYES STREET NORWICH, NY 13815	EXECUTIVE DIREC 12.00	$ 22,000.	$ 0.	$ 0.
WILLIAM ACEE 38 HAYES STREET NORWICH, NY 13815	TRUSTEE 3.00	0.	0.	0.
BETSY BAIO 38 HAYES STREET NORWICH, NY 13815	TRUSTEE 3.00	0.	0.	0.
GARY BROOKINS 38 HAYES STREET NORWICH, NY 13815	TRUSTEE 3.00	0.	0.	0.
MARY W. DAVIS 38 HAYES STREET NORWICH, NY 13815	TRUSTEE 3.00	0.	0.	0.
THOMAS C EMERSON 38 HAYES STREET NORWICH, NY 13815	SECRETARY 3.00	0.	0.	0.
NANCY RITZEL 38 HAYES STREET NORWICH, NY 13815	PRESIDENT 3.00	0.	0.	0.
RICHARD M RUNYON 38 HAYES STREET NORWICH, NY 13815	TREASURER 3.00	0.	0.	0.
WILLIAM TROXELL 38 HAYES STREET NORWICH, NY 13815	TRUSTEE 3.00	0.	0.	0.
JOHN E TIQUIN 38 HAYES STREET NORWICH, NY 13815	VICE PRESIDENT 3.00	0.	0.	0.
	TOTAL	$ 22,000.	$ 0.	$ 0.

STATEMENT 11
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	GARY R CLARK
CARE OF:	
STREET ADDRESS:	38 HAYES ST
CITY, STATE, ZIP CODE:	NORWICH, NY 13815
TELEPHONE:	(607) 334-5492
FORM AND CONTENT:	GRANT APPLICATION OR LETTER INCLUDING FINANCIALS, EXEMPTION, AND PURPOSE OF FUNDS
SUBMISSION DEADLINES:	QUARTERLY
RESTRICTIONS ON AWARDS:	50% CHENANGO COUNTY, 50% RELIGIOUS

STATEMENT 12
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
ST. PAULS CHURCH 8 SILVER ST NORWCIH, NY 13815	NONE	509A1	CHURCH NEEDS AND PROGRAMS	$ 135,000.
HOLY FAMILY CATHOLIC CHURCH 17 PROSPECT ST NORWICH, NY 13815	NONE	509A1	STUDENT SCHOLARSHIPS, RELIGIOUS EDUCATION INSTRUCTION AND FACILITY NEEDS	135,000.
CHENANGO COUNTY HOSPICE 21 HAYES ST NORWICH, NY 13815	NONE	509A1	VOLUNTEER CERTIFICATION TRAINING SESSIONS	1,812.
CHENANGO MEMORIAL HOSPITAL 179 NORTH BROAD STREET NORWICH, NY 13815	NONE	509A1	$14,500 BEDS, MATTRESSES AND BARIATRIC WHEELCHAIRS FOR THE RESIDENTIAL HOUSING CENTER RESIDENTS, $10,000 FOR EXTERIOR BRICK REPOINTING, $8,500 FOR ELEVATOR REFURBISHMENT, $13,090 FOR ASSORTED MEDICAL EQUIPMENT AND FURNITURE	46,090.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHENANGO COUNTY SCPA 6160 COUNTY RD 32 NORWICH, NY 13815	NONE	509A1	TO PROVIDE A PET THERAPY PROGRAM FOR SENIORS, DEVELOPMENTALLY DISABLED ADULTS AND CHILDREN IN THE COMMUNITY	$ 3,190.
NORWICH CITY YOUTH BUREAU ONE CITY PLAZA NORWICH, NY 13815	NONE	EXEMPT	FREE SUMMER EDUCATIONAL BUS TRIPS FOR YOUTH AND OPERATING SUPPLIES FOR YOUTH PROGRAMS.	2,100.
MORRISVLLE COLLEGE NORWICH BRANCH 22 CONKEY AVE NORWICH, NY 13815	NONE	EXEMPT	$2,000 FOR THE ANNUAL CLAUDE E SMITH BUSINESS OR ACCOUNTING AWARD, $2,000 FOR THE AURELIA C SMITH NURSING AWARD.	4,000.
SAINT MALACHY'S CHURCH 31 E STATE STREET SHERBURNE, NY 13460	NONE	509A1	RE-ROOFING OF THE CHURCH, ADDITIONAL HEATING NEEDS ON THE SECOND FLOOR OF THE RECTORY/OFFICE AND REPLACEMENT OF DAMAGED COPING STONES.	66,740.
EMMANUAL EPSICOPAL CHURCH 37 W MAIN STREET NORWICH, NY 13815	NONE	509A1	FOR FOOD PROVISIONS FOR OUR DAILY BREAD FOOD CLOSET	25,000.
EMMANUEL EPISCOPAL CHURCH 37 W MAIN STREET NORWICH, NY 13815	NONE	509A1	OUTREACH COMMISSION TO SUPPLY THE LOCAL COMMUNITY WITH HOUSING, HEAT FOOD, MEDICINE AND UTILITY COSTS.	15,000.

**STATEMENT 12 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHENANGO COUNTY SPCA 6160 COUNTY ROUTE 32 NORWICH, NY 13815	NONE	509A1	INSULATION AND WINTERIZATION IMPROVEMENTS TO THE ANIMAL SHELTER	$ 11,100.
ST JOESPH'S CHURCH 35 CANADARAGO STREET RICHFIELD SPRINGS, NY 13788	NONE	509A1	$4,200 FOR CHURCH STORM WINDOWS AND $1,121 FOR YOUTH RELIGIOUS EDUCATION CHAIRS AND TABLES	5,321.
DISPUTE RESOLUTION CERNTER OF CHENANGO, 105 LEILANIS WAY NORWICH, NY 13815	NONE	509A1	TREATMENT COURT GRADUATION CEREMONIES	1,700.
CHENANGO FOUNDATION LEADERSHIP 19 EATON AVE NORWICH, NY 13815	NONE	509A1	THREE INDIVIDUAL SCHOLARSHIPS TO ASSIST PARTICIPANTS IN THE "LEADERSHIP CHENANGO CLASS OF 2009-2010"	3,000.
CHRISTIAN NEIGHBORHOOD CENTER 22 EAST MAIN STREET NORWICH, NY 13815	NONE	509A1	TO PROVIDE TOYS AND CLOTHING GIFTS FOR OLDER STUDENTS SIMILAR TO THE TOYS FOR TOTS CAMPAIGN.	1,000.
COLORSCAPE CHENANGO ARTS FESTIVAL PO BOX 624 NORWICH , NY 13815	NONE	509A1	TO ASSIST WITH OPERATING COSTS TO PRESENT THE "2009 COLORSCAPE WEEKEND"	5,000.
MORRISVILLE COLLEGE 80 EATON STREET MORRISVILLE, NY 13408	NONE	EXEMPT	TO ESTABLISH A NURSING SIMULATION TRAINING PROGRAM AT THE NORWICH CAMPUS.	15,000.
NORTHEAST CLASSIC CAR MUSEUM 24 REXFORD STREET NORWICH, NY 13815	NONE	509A1	FOR RENOVATION OF BUILDING #4 AND #5.	50,000.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NORWICH BID PUMPKIN FEST 1 CITY PLAZA NORWICH, NY 13815	NONE	509A1	ASSIST WITH OPERATING COSTS TO PRESENT THE "2009 PUMPKIN FESTIVAL"	$ 3,500.
NORWICH-OXFORD LITTLE LEAGUE 114 SHARMAN DR NORWICH, NY 13815	NONE	509A1	TO FINISH THE INFIELD AND CONCESSION STAND IMPROVEMENTS	2,500.
NORWICH YMCA 68 NORTH BROAD STREET NORWICH, NY 13815	NONE	509A1	FOR SCHOLARSHIP ASSISTANCE FOR CHILDREN	25,000.
ST. THERESA'S CHURCH 24 N MAIN STREET NORWICH, NY 13815	NONE	509A1	FOR PRIEST'S LIVING QUARTERS IMPROVEMENTS AND FURNISHING AND PROGRAM EXPENSES	12,345.
ST BARTHOLOMEW CHURCH 81 EAST MAIN STREET NORWICH, NY 13815	NONE	509A1	REPAVE THE PARKING LOT FOR THE OFFICE, RECTORY, PARISH CENTER AND CHURCH.	35,850.
			TOTAL	$ 605,248.

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization THE R C SMITH FOUNDATION, INC	Employer identification number 20-1893940
	Number, street, and room or suite number If a P O box, see instructions 38 HAYES STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NORWICH, NY 13815	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► GARY R CLARK

Telephone No ► (607) 334-5492 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 10, to file the exempt organization return for the organization named above The extension is for the organization's return for·

► [X] calendar year 20 09 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 625.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 0.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 625.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form **8868** (Rev 4-2009)

FIFZ0501L 03/11/09

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization THE R C SMITH FOUNDATION, INC	**Employer identification number** 20-1893940
File by the extended due date for filing the return See instructions	Number, street, and room or suite number If a P O box, see instructions PIAKER & LYONS, PC PO BOX 190, 5862 COUNTY RD 32	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions NORWICH, NY 13815	

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

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ► GARY R CLARK

  Telephone No ► (607) 334-5492 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box ► [ ] . If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15 , 20 10

5 For calendar year 2009 , or other tax year beginning ________ , 20 __ , and ending ________ , 20 __

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 493.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 625.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instrs	**8c**	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► Title ► TREASURER Date ►