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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.

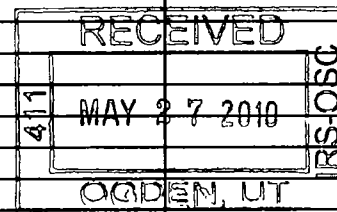
2009

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 <b>The Margaret Dunn Smith Family Foundation, Inc.</b>		A Employer identification number <b>20-2642871</b>
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number <b>203-625-9836</b>
	City or town, state, and ZIP code <b>Greenwich, CT 06831</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>1,310,378.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		15,288.	15,288.		Statement 1
4 Dividends and interest from securities		32,886.	32,886.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-269,637.			
b Gross sales price for all assets on line 6a <b>826,547.</b>					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		-221,463.	48,174.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 3		2,500.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes Stmt 4		941.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		11,021.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		14,462.	0.		0.
25 Contributions, gifts, grants paid		85,885.			85,885.
26 Total expenses and disbursements. Add lines 24 and 25		100,347.	0.		85,885.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-321,810.			
b Net investment income (if negative, enter -0-)			48,174.		
c Adjusted net income (if negative, enter -0-)				N/A	



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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		62,512.	20,124.	20,124.
	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				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock Stmt 6		983,547.	788,096.	931,644.
	c	Investments - corporate bonds Stmt 7		315,542.	224,291.	230,274.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 8		123,381.	130,661.	128,336.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers)		1,484,982.	1,163,172.	1,310,378.	
<b>Liabilities</b>	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				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		1,484,982.	1,163,172.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b>		1,484,982.	1,163,172.	
	31	<b>Total liabilities and net assets/fund balances</b>		1,484,982.	1,163,172.	

**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	1,484,982.
2	Enter amount from Part I, line 27a	2	-321,810.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,163,172.
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	1,163,172.

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**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.)
<b>1a</b>			
<b>b</b> See Attached Statements			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 826,547.		1,096,184.	-269,637.

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			-269,637.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	-269,637.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	<b>3</b>	N/A

**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 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	156,950.	1,514,400.	.103638
2007	97,350.	1,747,501.	.055708
2006	200,160.	1,700,212.	.117726
2005	6,150.	85,436.	.071984
2004	895,322.	1,490,786.	.600570

<b>2</b> Total of line 1, column (d)	<b>2</b>	.949626
<b>3</b> 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	<b>3</b>	.189925
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	47,146.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	8,954.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	482.
<b>7</b> Add lines 5 and 6	<b>7</b>	9,436.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	85,885.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	482.
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	482.
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	482.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,440.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,440.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	958.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 0.   Refunded <input checked="" type="checkbox"/>	11	958.	

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			X
1c Did the foundation file Form 1120-POL for this year?			X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> DE			
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

N/A

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14 The books are in care of ► <u>Randy Harrison CPA</u> Telephone no. ► <u>203-789-1040</u>			
Located at ► <u>700 State St, New Haven, CT</u> ZIP+4 ► <u>06511</u>			
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   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
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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(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)? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(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.) <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <span style="float: right;">N/A ► <input type="checkbox"/></span>	1b		
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? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes," list the years ► _____, _____, _____			
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 instructions.) <span style="float: right;">N/A</span>	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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.) <span style="float: right;">N/A</span>	3b		
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

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**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)?

☐ 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)?

N/A

5b

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

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

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

[illegible]**Total** number of others receiving over \$50,000 for professional services

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
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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.

1	N/A	
2		
3		
4		

## Part IX-B Summary of Program-Related Investments

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

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3.		0.

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**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	45,259.
b	Average of monthly cash balances	1b	2,605.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	47,864.
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	47,864.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	718.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	47,146.
6	Minimum investment return. Enter 5% of line 5	6	2,357.

**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	2,357.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	482.	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c	482.	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,875.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	1,875.	
6	Deduction from distributable amount (see instructions)	6	0.	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,875.	

**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	85,885.
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	
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	85,885.
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	5	482.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	85,403.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				1,875.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004	896,150.			
<b>b</b> From 2005	3,009.			
<b>c</b> From 2006	119,516.			
<b>d</b> From 2007	11,932.			
<b>e</b> From 2008	82,636.			
<b>f</b> Total of lines 3a through e	1,113,243.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	85,885.			
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				1,875.
<b>e</b> Remaining amount distributed out of corpus	84,010.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	1,197,253.			
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	896,150.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	301,103.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005	3,009.			
<b>b</b> Excess from 2006	119,516.			
<b>c</b> Excess from 2007	11,932.			
<b>d</b> Excess from 2008	82,636.			
<b>e</b> Excess from 2009	84,010.			

**Part XIV Private Operating Foundations** (see 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)

- 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
- 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.

[illegible]

**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 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).)

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:

- 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:

<b>Part XV</b>	<b>Supplementary Information</b> (continued)
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### **3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
See Statement 10				
<b>Total</b>			► 3a	85,885.
<b>b</b> <i>Approved for future payment</i>				
None				
<b>Total</b>			► 3b	0.

Form **990-PF** (2009)

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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	<b>X</b>
	(2) Other assets	<b>1a(2)</b>	<b>X</b>
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>X</b>
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>X</b>
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>X</b>
	(4) Reimbursement arrangements	<b>1b(4)</b>	<b>X</b>
	(5) Loans or loan guarantees	<b>1b(5)</b>	<b>X</b>
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>X</b>
<b>d</b>	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.		

[illegible]




**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		

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.

Sign Here	Signature of officer or trustee		Date	President	
			Date		
Paid Preparer's Use Only	Preparer's signature			Check if self-employed	Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code	<b>Meyers, Harrison &amp; Pia, LLC</b> <b>700 State Street</b> <b>New Haven, CT 06511-6500</b>			EIN

**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 Banco Santander Sa Adr	P	05/21/08	01/21/09
b Cohen And Strs A I Ry Fd	P	05/21/08	01/14/09
c Cohen And Strs A I Ry Fd	P	07/14/08	01/14/09
d Apollo Investment Corp	P	05/21/08	03/04/09
e Apollo Investment Corp	P	05/21/08	03/05/09
f Apollo Investment Corp	P	05/21/08	03/06/09
g Apollo Investment Corp	P	05/21/08	03/09/09
h Apollo Investment Corp	P	05/21/08	03/11/09
i Apollo Investment Corp	P	07/14/08	03/11/09
j Us Bancorp (New)	P	05/21/08	03/04/09
k Us Bancorp (New)	P	07/14/08	03/04/09
l Wells Fargo & Co New Del	P	07/16/08	01/21/09
m Du Pont E I De Nemours	P	01/08/08	01/07/09
n Du Pont E I De Nemours	P	01/08/08	01/07/09
o Du Pont E I De Nemours	P	12/03/08	01/07/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,419.		7,443.	-5,024.
b 1,428.		7,473.	-6,045.
c 289.		1,138.	-849.
d 431.		2,157.	-1,726.
e 293.		1,849.	-1,556.
f 196.		1,323.	-1,127.
g 173.		1,196.	-1,023.
h 7.		54.	-47.
i 165.		972.	-807.
j 2,386.		7,463.	-5,077.
k 477.		1,053.	-576.
l 4,457.		7,389.	-2,932.
m 8,454.		14,183.	-5,729.
n 4,552.		7,639.	-3,087.
o 2,601.		2,278.	323.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-5,024.
b			-6,045.
c			-849.
d			-1,726.
e			-1,556.
f			-1,127.
g			-1,023.
h			-47.
i			-807.
j			-5,077.
k			-576.
l			-2,932.
m			-5,729.
n			-3,087.
o			323.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

**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	Fidelity Natl Info Svcs	P	07/07/08	01/07/09
b	Franklin Res Inc	P	09/04/08	01/07/09
c	Franklin Res Inc	P	09/04/08	01/07/09
d	Franklin Res Inc	P	12/03/08	01/07/09
e	Franklin Res Inc	P	12/03/08	01/07/09
f	United Techs Corp Com	P	08/03/07	01/07/09
g	United Techs Corp Com	P	08/03/07	01/07/09
h	Metlife Inc Com	P	01/07/09	02/10/09
i	Metlife Inc Com	P	01/07/09	02/10/09
j	P P G Industries Inc	P	06/03/08	02/04/09
k	Peabody Energy Corp Com	P	12/03/08	02/04/09
l	Peabody Energy Corp Com	P	12/03/08	02/04/09
m	Precision Castparts	P	11/05/08	02/04/09
n	Precision Castparts	P	11/05/08	02/04/09
o	Precision Castparts	P	11/05/08	02/04/09

(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 17,260.		20,380.	-3,120.
b 6,714.		10,540.	-3,826.
c 6,714.		10,551.	-3,837.
d 2,686.		2,192.	494.
e 671.		548.	123.
f 5,362.		7,514.	-2,152.
g 10,724.		15,030.	-4,306.
h 2,738.		3,414.	-676.
i 10,952.		13,653.	-2,701.
j 11,999.		20,134.	-8,135.
k 2,695.		2,067.	628.
l 14,823.		11,380.	3,443.
m 6,548.		6,148.	400.
n 4,584.		4,303.	281.
o 6,549.		6,147.	402.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-3,120.
b			-3,826.
c			-3,837.
d			494.
e			123.
f			-2,152.
g			-4,306.
h			-676.
i			-2,701.
j			-8,135.
k			628.
l			3,443.
m			400.
n			281.
o			402.

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	
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). If (loss), enter "-0-" in Part I, line 8	3	



**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	Prudential Financial Inc	P	01/07/09	03/04/09
b	Principal Financial Grp	P	01/07/09	03/04/09
c	Principal Financial Grp	P	01/07/09	03/04/09
d	Principal Financial Grp	P	01/07/09	03/04/09
e	Citigroup Inc 5.30% 2016	P	01/25/06	04/02/09
f	Coca-Cola Co 5.75% Mar15 11	P	01/25/06	04/02/09
g	Agilent Technologies Inc	P	03/04/09	04/02/09
h	Agilent Technologies Inc	P	03/04/09	04/02/09
i	Agilent Technologies Inc	P	03/04/09	04/02/09
j	Agilent Technologies Inc	P	03/04/09	04/02/09
k	Avon Prod Inc	P	01/07/09	04/02/09
l	Avon Prod Inc	P	01/07/09	04/02/09
m	Bemis Co Inc	P	03/04/09	04/02/09
n	Federated Investrs B	P	02/04/09	04/02/09
o	Federated Investrs B	P	02/04/09	04/02/09

(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 7,305.		16,915.	-9,610.
b 2,284.		6,912.	-4,628.
c 761.		2,305.	-1,544.
d 2,474.		7,495.	-5,021.
e 35,559.		45,345.	-9,786.
f 48,240.		45,750.	2,490.
g 2,481.		2,033.	448.
h 4,962.		4,064.	898.
i 827.		677.	150.
j 827.		677.	150.
k 2,629.		3,118.	-489.
l 12,624.		14,969.	-2,345.
m 8,728.		7,243.	1,485.
n 1,771.		1,591.	180.
o 12,214.		10,967.	1,247.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-9,610.
b			-4,628.
c			-1,544.
d			-5,021.
e			-9,786.
f			2,490.
g			448.
h			898.
i			150.
j			150.
k			-489.
l			-2,345.
m			1,485.
n			180.
o			1,247.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

**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 Federated Investrs B	P	02/04/09	04/02/09
b Federated Investrs B	P	02/04/09	04/02/09
c Franklin Res Inc	P	02/04/09	04/02/09
d Franklin Res Inc	P	02/04/09	04/02/09
e Ishares Russell 1000	P	01/25/06	04/02/09
f Ishares Russell 1000	P	01/25/06	04/02/09
g Ishares Msci Eafe Index	P	06/14/04	04/02/09
h Ishares Msci Eafe Index	P	06/28/04	04/02/09
i Clough Glbl Equity	P	03/05/07	04/02/09
j Clough Glbl Equity	P	03/05/07	04/02/09
k Clough Glbl Equity	P	03/05/07	04/02/09
l Clough Glbl Equity	P	03/05/07	04/02/09
m Clough Glbl Equity	P	03/05/07	04/02/09
n Clough Glbl Equity	P	05/09/07	04/02/09
o Clough Glbl Equity	P	06/08/07	04/02/09

(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 117.		105.	12.
b 2,214.		1,989.	225.
c 5,877.		5,219.	658.
d 10,874.		9,655.	1,219.
e 62,797.		87,540.	-24,743.
f 5,943.		9,820.	-3,877.
g 16,496.		18,695.	-2,199.
h 1,016.		1,192.	-176.
i 1,009.		1,998.	-989.
j 7,063.		13,993.	-6,930.
k 8,072.		16,000.	-7,928.
l 1,010.		2,000.	-990.
m 8,080.		16,024.	-7,944.
n 414.		840.	-426.
o 11,706.		23,609.	-11,903.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12.
b			225.
c			658.
d			1,219.
e			-24,743.
f			-3,877.
g			-2,199.
h			-176.
i			-989.
j			-6,930.
k			-7,928.
l			-990.
m			-7,944.
n			-426.
o			-11,903.

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 }

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).  
If (loss), enter "-0-" in Part I, line 8

2

3

**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	Clough Gbl Equity	P	06/08/07	04/02/09
b	Clough Gbl Equity	P	06/08/07	04/02/09
c	Clough Gbl Equity	P	06/08/07	04/02/09
d	Clough Gbl Equity	P	08/07/07	04/02/09
e	Clough Gbl Equity	P	11/08/07	04/02/09
f	Clough Gbl Equity	P	01/15/08	04/02/09
g	Clough Gbl Equity	P	02/06/08	04/02/09
h	Clough Gbl Equity	P	05/22/08	04/02/09
i	Clough Gbl Equity	P	08/13/08	04/02/09
j	Clough Gbl Equity	P	11/13/08	04/02/09
k	Clough Gbl Equity	P	11/13/08	04/02/09
l	Clough Gbl Equity	P	02/12/09	04/02/09
m	Rydex Etf Tr Russell Top	P	12/17/07	04/02/09
n	Rydex Etf Tr Russell Top	P	12/17/07	04/02/09
o	Ishares Msci Emerging	P	04/24/08	04/02/09

(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	1,012.	2,037.	-1,025.
b	1,935.	3,891.	-1,956.
c	10,130.	20,390.	-10,260.
d	1,094.	2,192.	-1,098.
e	1,114.	2,249.	-1,135.
f	2,077.	4,240.	-2,163.
g	1,256.	2,436.	-1,180.
h	1,276.	2,482.	-1,206.
i	1,479.	2,556.	-1,077.
j	912.	1,009.	-97.
k	720.	796.	-76.
l	1,947.	1,848.	99.
m	40,469.	67,509.	-27,040.
n	6,591.	10,995.	-4,404.
o	16,350.	29,460.	-13,110.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1,025.
b			-1,956.
c			-10,260.
d			-1,098.
e			-1,135.
f			-2,163.
g			-1,180.
h			-1,206.
i			-1,077.
j			-97.
k			-76.
l			99.
m			-27,040.
n			-4,404.
o			-13,110.

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	
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). If (loss), enter "-0-" in Part I, line 8 }	3	

**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 Goodyear Tire Rubber	P	02/04/09	04/02/09
b Goodyear Tire Rubber	P	02/04/09	04/02/09
c Goodyear Tire Rubber	P	02/04/09	04/02/09
d Itt Corp	P	02/10/09	04/02/09
e Itt Corp	P	02/10/09	04/02/09
f Ishares Dow Jones Us	P	01/25/06	04/02/09
g Ishares Dow Jones Us	P	01/25/06	04/02/09
h Intl Game Technology	P	12/03/08	04/02/09
i Intl Game Technology	P	12/03/08	04/02/09
j Intl Game Technology	P	12/03/08	04/02/09
k Northrop Grumman Corp	P	06/03/08	04/02/09
l Northrop Grumman Corp	P	06/03/08	04/02/09
m Tyco Intl Ltd Namen-Akt	P	12/03/08	04/02/09
n Ishares Russell 1000	P	01/25/06	08/10/09
o Ishares Russell 1000	P	01/25/06	08/10/09

(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 1,486.		1,358.	128.
b 2,976.		2,716.	260.
c 11,190.		10,185.	1,005.
d 7,766.		8,650.	-884.
e 6,213.		6,920.	-707.
f 3,744.		4,774.	-1,030.
g 19,972.		25,460.	-5,488.
h 5,145.		5,203.	-58.
i 6,174.		6,246.	-72.
j 1,029.		1,041.	-12.
k 10,429.		16,688.	-6,259.
l 4,636.		7,417.	-2,781.
m 14,033.		13,209.	824.
n 52,418.		61,558.	-9,140.
o 61,752.		82,688.	-20,936.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			128.
b			260.
c			1,005.
d			-884.
e			-707.
f			-1,030.
g			-5,488.
h			-58.
i			-72.
j			-12.
k			-6,259.
l			-2,781.
m			824.
n			-9,140.
o			-20,936.

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

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).  
If (loss), enter "-0-" in Part I, line 8

3

**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	(c) Date acquired	(d) Date sold
		P - Purchase D - Donation	(mo., day, yr.)	(mo., day, yr.)
1a	Ishares Msci Eafe Index	P	06/28/04	08/10/09
b	Ishares Msci Eafe Index	P	07/12/04	08/10/09
c	Goldman Sachs Gro Opp A	P	04/02/09	08/10/09
d	Mfs Research Intl I	P	04/02/09	08/11/09
e	Artio Intl Equity Ii I	P	04/02/09	08/10/09
f	Lord Abbett Val Opp Fd F	P	04/02/09	08/10/09
g	Davis Ny Venture Fd Cl Y	P	04/02/09	08/10/09
h	Rydex Etf Tr Russell Top	P	12/17/07	10/12/09
i	Rydex Etf Tr Russell Top	P	04/24/08	10/12/09
j	Rydex Etf Tr Russell Top	P	08/10/09	10/12/09
k	Capital Gains Dividends			
l				
m				
n				
o				

	(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	25,420.		23,842.	1,578.
b	18,760.		17,417.	1,343.
c	2,282.		1,785.	497.
d	2,490.		1,971.	519.
e	2,655.		2,088.	567.
f	1,119.		901.	218.
g	2,306.		1,815.	491.
h	19,145.		25,948.	-6,803.
i	24,337.		31,188.	-6,851.
j	4,949.		4,675.	274.
k	38.			38.
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			1,578.
b			1,343.
c			497.
d			519.
e			567.
f			218.
g			491.
h			-6,803.
i			-6,851.
j			274.
k			38.
l			
m			
n			
o			

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	-269,637.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

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Source	Amount
Merrill Lynch	20.
Merrill Lynch	14,090.
Merrill Lynch Accrued Interest Earned	1,178.
Total to Form 990-PF, Part I, line 3, Column A	15,288.

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Form 990-PF Dividends and Interest from Securities Statement 2

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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Merrill Lynch	13,814.	38.	13,776.
Merrill Lynch	19,110.	0.	19,110.
Total to Fm 990-PF, Part I, ln 4	32,924.	38.	32,886.

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Form 990-PF Accounting Fees Statement 3

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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	2,500.	0.		0.
To Form 990-PF, Pg 1, ln 16b	2,500.	0.		0.

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Form 990-PF Taxes Statement 4

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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Income Taxes	886.	0.		0.
Foreign Taxes	55.	0.		0.
To Form 990-PF, Pg 1, ln 18	941.	0.		0.

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Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Investment Fees	2,461.	0.			0.
Investment Fees	8,219.	0.			0.
Corporation Agent Fees	341.	0.			0.
To Form 990-PF, Pg 1, ln 23	11,021.	0.			0.

Form 990-PF	Corporate Stock		Statement	6
Description	Book Value	Fair Market Value		
IShares Russell 1000 Growth Index Fund - 3,475 Sh	0.	0.		
IShares Russell 1000 Value Index Fund - 2,100 Sh	0.	0.		
IShares MSCI EAFE Index Fund - 540 Sh	0.	0.		
Ishares S&P Globabl Energy Sector - 1350 Sh	48,303.	48,168.		
IShares IBoxx Invt Grade 160 Sh	14,851.	16,664.		
Vanguard Value - 1259 Sh	55,835.	60,117.		
Vanguard Growth - 1115 Sh	52,305.	59,162.		
Vanguard All World - 1045 Sh	41,903.	45,572.		
Health Care Select Spdr - 1647 Sh	40,649.	51,172.		
Rydex ETF TR Russell Top - 950 Sh	0.	0.		
IShares Dow Jones US Healthcare Sector Index - 475 Sh	0.	0.		
Sector Spdr Consmrs Stpl - 1890 Sh	43,646.	50,028.		
Amex Technology Select Spdr - 2143 Sh	48,547.	49,139.		
Goldman Sachs Growth Opportunities - 2081 Sh	27,344.	40,664.		
Blackrock Large Cap - 3437 Sh	37,572.	46,540.		
Neuberger Berman - 8188 Sh	43,363.	55,270.		
MFS Research International - 3849 Sh	39,676.	55,118.		
Mainstay Large Cap - 13047 Sh	59,263.	79,850.		
Western Asset Core Bond - 1798 Sh	15,518.	19,098.		
Artio International - 4569 Sh	41,204.	53,831.		
Lord Abbett - 3032 Sh	28,228.	38,689.		
Pimco Total Return - 1551 Sh	15,707.	16,752.		
Davis New York Venture - 1509 Sh	33,560.	47,236.		
Loomis Sayless - 1602 Sh	15,464.	18,717.		
Annaly Cap Mgmt 475 Sh	8,198.	8,242.		
AT& T 170 Sh	4,231.	4,765.		
AT& T 75 Sh	1,905.	2,102.		
Banco Santander SA ADR 345 Sh	0.	0.		
Baytex Energy Tr 185 Sh	5,203.	5,236.		
Canadian Oil Sands Trust 140 Sh	7,123.	3,994.		

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Chimera Investment Corp 850 Sh	3,272.	3,298.
Chimera Investment Corp 365 Sh	1,448.	1,416.
Chimera Investment Corp 250 Sh	1,001.	970.
Entertainment Properties Trust REIT 140 Sh	7,624.	4,938.
Exelon Corp	3,934.	4,154.
FirstEnergy Corp 100 Sh	5,313.	4,645.
Apollo Investment Corp 433 Sh	0.	0.
Genuine Parts Co 45 Sh	1,781.	1,708.
Scottish & Sthn Energy Spadr 225 Sh	4,758.	4,214.
US Bancorp 270 Sh	0.	0.
Vornado Realty Trust 60 Sh	4,558.	4,196.
Vornado Realty Trust 1 Sh	32.	70.
Ventas 170 Sh	7,928.	7,435.
Verizon Comm 65 Sh	2,016.	2,153.
Verizon Comm 80 Sh	2,276.	2,650.
Vodafone Group PLC 225 Sh	4,277.	5,195.
Westpac Banking 75 Sh	8,280.	8,476.
Wells Fargo 305 Sh	0.	0.
Cohen and Steers 505 Sh	0.	0.
Total to Form 990-PF, Part II, line 10b	788,096.	931,644.

Form 990-PF	Corporate Bonds	Statement	7
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Description	Book Value	Fair Market Value
Anheuser Busch Cos Inc Notes	44,459.	46,931.
Bank of America Notes	44,697.	44,104.
General Electric Company Notes	45,099.	47,608.
Citigroup Inc Senior Notes GLB	0.	0.
Coca-Cola Co Notes	0.	0.
NM Merrill Lynch & Co	45,124.	45,822.
NM Genl Elec Cap Corp BE Senior Notes	44,912.	45,809.
Total to Form 990-PF, Part II, line 10c	224,291.	230,274.

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
Copano Energy LLC 205 Sh	FMV	7,575.	4,902.
Buckeye Partners LP 175 Sh	FMV	8,490.	9,529.
Kinder Morgan Energy Partners LP 125 Sh	FMV	7,576.	7,623.
Kinder Morgan Energy Partners LP 40 Sh	FMV	1,921.	2,439.



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Terra Nitrogen LP 60 Sh	FMV	7,558.	6,246.
Terra Nitrogen LP 15 Sh	FMV	1,808.	1,562.
Enbridge Energy Partners LP 150 Sh	FMV	7,142.	8,054.
Enbridge Energy Partners LP 59 Sh	FMV	1,783.	3,168.
Natural Resource Partners LP 195 Sh	FMV	7,671.	4,727.
Enterprise Prdts Partners LP 235 Sh	FMV	7,447.	7,381.
Enterprise Prdts Partners LP 80 Sh	FMV	1,768.	2,512.
Plains All American LP 155 Sh	FMV	7,401.	8,192.
Alliance Resource Partners LP 155 Sh	FMV	7,468.	6,722.
Inergy LP 280 Sh	FMV	8,029.	9,991.
Penn VA Resources Partners LP 270 Sh	FMV	7,518.	5,821.
Sunoco Logistics LP 145 Sh	FMV	7,626.	9,699.
Magellan Midstream Partners LP 180 Sh	FMV	7,448.	7,800.
Energy Transfer Partners LP 165 Sh	FMV	8,187.	7,421.
Williams Partners LP 230 Sh	FMV	8,191.	7,054.
Energy Transfer Equity LP 245 Sh	FMV	8,054.	7,493.
Total to Form 990-PF, Part II, line 13		130,661.	128,336.

Form 990-PF      Part VIII - List of Officers, Directors      Statement      9  
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Margaret Dunn Smith 3 MacPherson Dr Greenwich, CT 06830	President 0.00	0.	0.	0.
Christina S. DiSabato 66 Parkwood Rd Fairfield, CT 06824	Treasurer 0.00	0.	0.	0.
Winthrop H. Smith, III 246 Galloping Wind Trail Warren, VT 05674	Secretary 0.00	0.	0.	0.
Cameron W. Smith 3 MacPherson Dr Greenwich, CT 06830	Asst Treasurer 0.00	0.	0.	0.
Heather S. Smith 3 MacPherson Dr Greenwich, CT 06830	Asst Secretary 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF

Grants and Contributions  
Paid During the Year

Statement 10

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Chase Collegiate School 565 Chase Parkway Waterbury, CT 06708	To promote the organization's exempt purpose	501(c)(3)	18,000.
Greenwich Teen Center 100 Arch Street Greenwich, CT 06830	To promote the organization's exempt purpose	501(c)(3)	7,000.
Petit Family Foundation PO Box 310 Plainville, CT 06062	To promote the organization's exempt purpose	501(c)(3)	2,500.
Wheaton College 501 College Ave Wheaton, IL 60187	To promote the organization's exempt purpose	501(c)(3)	56,500.
World Vision PO Box 9716 Federal Way, WA 98063	To promote the organization's exempt purpose	501(c)(3)	210.
MSV Home 4159 Lowell Boulevard Denver, CO 80211	To promote the organization's exempt purpose	501(c)(3)	1,000.
Morris Land Trust 19 Boonton Avenue Boonton, NJ 07005	To promote the organization's exempt purpose	501(c)(3)	500.
Pathways 55 W 125th St Floor New York, NY 10027	To promote the organization's exempt purpose	501(c)(3)	175.

Total to Form 990-PF, Part XV, line 3a

85,885.