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

2009

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

 Initial return    Initial return of a former public charity    Final return  
 Amended return    Address change    Name change
Use the IRS  
label  
Otherwise,  
print  
or type.

Name of foundation

Cornerstone Bancshares Foundation

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

6401 Lee Highway, Suite 119

A Employer identification number

20-8115548

See Specific  
Instructions

City or town, state, and ZIP code

Chattanooga, TN 37421

B Telephone number

423-385-3097

H Check type of organization:

 Section 501(c)(3) exempt private foundationC 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 ► 

I Fair market value of all assets at end of year

J Accounting method:

 Cash    AccrualE If private foundation status was terminated under section 507(b)(1)(A), check here ► 

From Part II, col (c), line 16)

 Other (specify) \_\_\_\_\_F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► 

(\$ 375,746. (Part I, column (d) must be on cash basis))

Part I Analysis of Revenue and Expenses  
Revenue

(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)

POSTMARK DATE MAY 9

1 Contributions, gifts, grants, etc., received  
2 Check ►  if the foundation is not required to attach Sch B  
Interest on savings and temporary cash investments  
3 Dividends and interest from securities  
4 Gross rents  
b Net rental income or (loss) \_\_\_\_\_6a Net gain or (loss) from sale of assets not on line 10  
Gross sales price for all assets on line 6a  
b 135,572.7 Capital gain net income (from Part IV, line 2)  
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

13 Compensation of officers, directors, trustees, etc  
14 Other employee salaries and wages  
15 Pension plans, employee benefits  
16a Legal fees Stmt 3 1,386. 0. 1,386.  
b Accounting fees Stmt 4 4,260. 0. 4,260.  
c Other professional fees Stmt 5 1,817. 1,812. 0.

17 Interest

18 Taxes Stmt 6 861. 0. 0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses Stmt 7 605. 0. 0.

24 Total operating and administrative expenses Add lines 13 through 23

RECEIVED

25 Contributions, gifts, grants paid

26 Total expenses and disbursements Add lines 24 and 25

RS-OSC

27 Subtract lines 24 from 25

28 Excess of revenue over expenses and disbursements

29 Net investment income (if negative, enter -0-)

30 Adjusted net income (if negative, enter -0-)

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Assets	Part II Balance Sheets	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
1	Cash - non-interest-bearing		54,205.	67,903.	67,903.
2	Savings and temporary cash investments				
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
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 Stmt 9		74,346.	0.	0.
b	Investments - corporate stock Stmt 10		305,449.	319,617.	307,843.
c	Investments - corporate bonds				
11	Investments - land, buildings and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ► )				
16	<b>Total assets (to be completed by all filers)</b>		434,000.	387,520.	375,746.
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 (add lines 17 through 22)</b>		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		434,000.	387,520.	
30	<b>Total net assets or fund balances</b>		434,000.	387,520.	
31	<b>Total liabilities and net assets/fund balances</b>		434,000.	387,520.	

**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	434,000.
2	Enter amount from Part I, line 27a	2	-47,886.
3	Other increases not included in line 2 (itemize) ►	3	1,406.
4	Add lines 1, 2, and 3	4	387,520.
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	387,520.

**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						
b	<b>See Attached Statements</b>					
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e	135,572.	157,414.	-21,842.			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
a						
b						
c						
d						
e			-21,842.			
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	-21,842.		
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		

**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	23,750.	457,640.	.051897
2007	35,570.	466,371.	.076270
2006			
2005			
2004			

2 Total of line 1, column (d)

2 .128167

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 .064084

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 359,021.

5 Multiply line 4 by line 3

5 23,008.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 61.

7 Add lines 5 and 6

7 23,069.

8 Enter qualifying distributions from Part XII, line 4

8 30,646.

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 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 instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2009 estimated tax payments 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

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

0.

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

61.

10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

10

11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ►

Refunded ►

11

**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

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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*

1c X

c Did the foundation file Form 1120-POL for this year?

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?

2 X

*If "Yes," attach a detailed description of the activities*

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?

5 X

*If "Yes," attach the statement required by General Instruction T*

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?

N/A

7 Did the foundation have at least \$5,000 in assets at any time during the year?

6 X

*If "Yes," complete Part II, col. (c), and Part XIV*

7 X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

8b X

TN

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

9 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

10 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

**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 ► <http://www.thecornerstonefoundation.org> 13  X

14 The books are in care of ► Cornerstone Community Bank Telephone no. ► 423 385-3097 Located at ► 835 Georgia Avenue, Second Floor, Chattanooga, TN ZIP+4 ► 37402

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"/> X 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"/> X 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"/> X 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"/> X 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"/> X 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"/> X 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;">► <input type="checkbox"/> N/A 1b</span>		
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? <span style="float: right;">► <input type="checkbox"/> N/A 1c <input checked="" type="checkbox"/> X</span>		
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)): <span style="float: right;">► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No</span>		
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"/> X No</span>		
If "Yes," list the years ► _____, _____, _____, _____, _____ <span style="float: right;">► <input type="checkbox"/> N/A 2b</span>		
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;">► <input type="checkbox"/> N/A 3b</span>		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <span style="float: right;">► <input type="checkbox"/> N/A 4a <input checked="" type="checkbox"/> X</span>		
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"/> X 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;">► <input type="checkbox"/> N/A 4b <input checked="" type="checkbox"/> X</span>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <span style="float: right;">► <input type="checkbox"/> 4a <input checked="" type="checkbox"/> X</span>		
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? <span style="float: right;">► <input type="checkbox"/> 4b <input checked="" type="checkbox"/> X</span>		

**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

X

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

If "Yes" to 6b, file Form 8870

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

Yes  No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 11		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

**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."**

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

**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	<b>N/A</b>	
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.

Amount

1	<b>N/A</b>	
2		
3		
<b>Total.</b> Add lines 1 through 3		► 0.

Form 990-PF (2009)

**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	264,811.
b	Average of monthly cash balances	1b	99,677.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	364,488.
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	364,488.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,467.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	359,021.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	17,951.

**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	17,951.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	61.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	61.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,890.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,890.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,890.

**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	30,646.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,646.
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	61.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	30,585.

**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				17,890.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	12,301.			
e From 2008	868.			
f Total of lines 3a through e	13,169.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 30,646.			0.	
a Applied to 2008, but not more than line 2a				
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				17,890.
e Remaining amount distributed out of corpus	12,756.			
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:	25,925.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr.				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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	25,925.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	12,301.			
d Excess from 2008	868.			
e Excess from 2009	12,756.			



## Part XV Supplementary Information (continued)

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
<i>a Paid during the year</i>				
Chattanooga Area Food Bank 2009 Curtain Pole Road Chattanooga, TN 37406			Kid's Cafe	7,000.
Shepherd's Arms Rescue Mission, Inc. P.O. Box 16758 Chattanooga, TN 37416			Summer Enrichment Youth Camp and After-School	7,000.
First Things First 620 Lindsay Street Chattanooga, TN 37403			Educate & equip families about positive difference	5,000.
STARS of Chattanooga 1161 W. 40th Street Room 310 Chattanooga, TN 37409			Peer mediation student training and empowerment	3,000.
Hope for the Intercity P.O. Box 11584 Chattanooga, TN 37401			Summer Work Adventure Program	3,000.
<b>Total</b>			► 3a	<b>25,000.</b>
<i>b Approved for future payment</i>				
None				
<b>Total</b>			► 3b	<b>0.</b>

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

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	7,709.	
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			14	190.	
8 Gain or (loss) from sales of assets other than inventory			14	6,877.	-28,719.
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)		0.		14,776.	-28,719.
13 Total. Add line 12, columns (b), (d), and (e)			13		-13,943.
(See worksheet in line 13 instructions to verify calculations.)					

## **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).
<b>Investment income to help further the mission of the Foundation</b>	



## 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	CBL & Associates	P	04/15/09	10/21/09
b	CBL & Associates	P	12/27/07	10/21/09
c	CBL & Associates	P	10/19/07	10/21/09
d	Corning, Inc	P	06/28/07	02/09/09
e	Corning, Inc	P	11/01/07	02/09/09
f	Nokia Corporation	P	11/20/07	03/27/09
g	Schering-Plough Corporation	P	06/12/07	03/09/09
h	Aegon NV	P	06/28/07	12/28/09
i	Aegon NV	P	07/26/07	12/28/09
j	Aegon NV	P	01/22/08	12/28/09
k	Aegon NV	P	09/17/08	12/20/09
l	Applied Materials Inc	P	11/26/07	03/27/09
m	Applied Materials Inc	P	07/18/07	03/27/09
n	Canon Inc - ADR New	P	09/17/08	09/30/09
o	CBL & Associates	P	01/22/08	09/14/09

(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 8.		2.	6.
b 353.		118.	235.
c 2,786.		1,648.	1,138.
d 1,768.		2,281.	-513.
e 2,358.		1,846.	512.
f 1,711.		3,861.	-2,150.
g 4,864.		3,887.	977.
h 1,962.		5,981.	-4,019.
i 1,308.		3,652.	-2,344.
j 1,308.		2,942.	-1,634.
k 1,962.		3,020.	-1,058.
l 2,225.		3,642.	-1,417.
m 1,113.		2,166.	-1,053.
n 3,913.		3,771.	142.
o 2,717.		6,830.	-4,113.

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			6.
b			235.
c			1,138.
d			-513.
e			512.
f			-2,150.
g			977.
h			-4,019.
i			-2,344.
j			-1,634.
k			-1,058.
l			-1,417.
m			-1,053.
n			142.
o			-4,113.

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):

3

If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

## Cornerstone Bancshares Foundation

## 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.)
a Cear Fair LP - Dep Rcpts Repstgf	P	09/28/07	06/24/09
b Cornerstone Bancshares Inc	P	07/23/07	07/03/09
c Cornerstone Bancshares Inc	P	07/23/07	07/03/09
d Cornerstone Bancshares Inc	P	07/23/07	07/03/09
e Cornerstone Bancshares Inc	P	07/23/07	07/07/09
f Cornerstone Bancshares Inc	P	07/23/07	10/05/09
g Corning, Inc	P	01/28/08	02/09/09
h Pfizer Inc	P	06/08/07	06/24/09
i Pfizer Inc	P	06/08/07	06/24/09
j Pfizer Inc	P	12/27/07	06/24/09
k PLC Capital Tr III	P	11/26/07	10/14/09
l PLC Capital Tr III	P	11/26/07	10/14/09
m Schering-Plough Corporation	P	02/12/08	03/09/09
n Vanguard Intl Equity Index	P	01/24/08	02/09/09
o Federal Home Loan Bank - Bond	P	01/20/08	01/20/09

(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 1,583.		3,665.	-2,082.
b 1.		3.	-2.
c 1.		3.	-2.
d 1.		1.	0.
e 1.		3.	-2.
f 1.		3.	-2.
g 1,768.		3,528.	-1,760.
h 4,422.		7,897.	-3,475.
i 1,474.		2,633.	-1,159.
j 1,474.		2,352.	-878.
k 2,146.		2,396.	-250.
l 2,146.		2,393.	-247.
m 4,864.		5,213.	-349.
n 3,457.		6,677.	-3,220.
o 25,000.		25,000.	0.

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			-2,082.
b			-2.
c			-2.
d			0.
e			-2.
f			-2.
g			-1,760.
h			-3,475.
i			-1,159.
j			-878.
k			-250.
l			-247.
m			-349.
n			-3,220.
o			0.

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):

3

If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

(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>a</b>	<b>Federal Home Loan Bank - Bond</b>	<b>P</b>	<b>03/06/08</b>	<b>03/06/09</b>
<b>b</b>	<b>Federal Home Loan Bank - Bond</b>	<b>P</b>	<b>07/27/08</b>	<b>07/27/09</b>
<b>c</b>	<b>Capital Gains Dividends</b>			
<b>d</b>				
<b>e</b>				
<b>f</b>				
<b>g</b>				
<b>h</b>				
<b>i</b>				
<b>j</b>				
<b>k</b>				
<b>l</b>				
<b>m</b>				
<b>n</b>				
<b>o</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> 25,000.		<b>25,000.</b>	<b>0.</b>
<b>b</b> 25,000.		<b>25,000.</b>	<b>0.</b>
<b>c</b> 6,877.			<b>6,877.</b>
<b>d</b>			
<b>e</b>			
<b>f</b>			
<b>g</b>			
<b>h</b>			
<b>i</b>			
<b>j</b>			
<b>k</b>			
<b>l</b>			
<b>m</b>			
<b>n</b>			
<b>o</b>			

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	
<b>a</b>			<b>0.</b>
<b>b</b>			<b>0.</b>
<b>c</b>			<b>6,877.</b>
<b>d</b>			
<b>e</b>			
<b>f</b>			
<b>g</b>			
<b>h</b>			
<b>i</b>			
<b>j</b>			
<b>k</b>			
<b>l</b>			
<b>m</b>			
<b>n</b>			
<b>o</b>			

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	-21,842.
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

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
RBC Dain Rauscher	14,586.	6,877.	7,709.
Total to Fm 990-PF, Part I, ln 4	14,586.	6,877.	7,709.

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Non-Taxable Distributions	190.	190.	
Total to Form 990-PF, Part I, line 11	190.	190.	

Form 990-PF	Legal Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	1,386.	0.		1,386.
To Fm 990-PF, Pg 1, ln 16a	1,386.	0.		1,386.

Form 990-PF	Accounting Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	4,260.	0.		4,260.
To Form 990-PF, Pg 1, ln 16b	4,260.	0.		4,260.

Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Brokerage Fees	1,817.	1,812.		0.
To Form 990-PF, Pg 1, ln 16c	1,817.	1,812.		0.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes Withheld	69.	0.		0.
Other Taxes and Penalties	792.	0.		0.
To Form 990-PF, Pg 1, ln 18	861.	0.		0.

Form 990-PF	Other Expenses	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Miscellaneous Expenses	14.	0.		0.
To Form 990-PF, Pg 1, ln 23	14.	0.		0.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	8
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Description	Amount
Cummulative change in Unrealized Appreciation (Depreciation) in Investments	1,406.
Total to Form 990-PF, Part III, line 3	1,406.

Form 990-PF	U.S. and State/City Government Obligations	Statement 9
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Investments - Brooks, Moore, & Associates	X		0.	0.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			0.	0.

Form 990-PF	Corporate Stock	Statement 10
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Description	Book Value	Fair Market Value
Investments - Brooks, Moore, & Associates	319,617.	307,843.
Total to Form 990-PF, Part II, line 10b	319,617.	307,843.

Form 990-PF

Part VIII - List of Officers, Directors  
Trustees and Foundation Managers

Statement 11

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Frank Hughes 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 5.00	0.	0.	0.
Jerry D. Lee 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Miller Wellborn 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Turner Smith 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Doyce Payne 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Marsha Yessick 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Lawrence Levine 6401 Lee Highway, Suite B Chattanooga, TN 37421	Director 2.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF

Grant Application Submission Information  
Part XV, Lines 2a through 2d

Statement 12

## Name and Address of Person to Whom Applications Should be Submitted

Charlotte Lindeman  
835 Georgia Avenue  
Chattanooga, TN 37402

## Telephone Number

## Form and Content of Applications

The Application and Letter should outline the needs of the individual or the organization and how the donation from the foundation is to be expended.

## Any Submission Deadlines

N/A

## Restrictions and Limitations on Awards

N/A