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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

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 BERNAU FAMILY FOUNDATION INC		A Employer identification number 22-3382599	
	Number and street (or P O box number if mail is not delivered to street address) Room/suite PO BOX 916		B Telephone number (see page 10 of the instructions) (540) 719-0985	
	City or town, state, and ZIP code HARDY, VA 24101		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,941,202		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	483	483		
	4 Dividends and interest from securities.	51,590	51,566		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-1,911			
	b Gross sales price for all assets on line 6a <u>722,802</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		124		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	50,162	52,173		
	13 Compensation of officers, directors, trustees, etc	488			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	188			188
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,490	2,450		40
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	289	289		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,330			
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,943			4,381
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	10,728	2,739		4,609
	25 Contributions, gifts, grants paid	80,168			80,168
	26 Total expenses and disbursements. Add lines 24 and 25	90,896	2,739		84,777
	27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements		-40,734			
b Net investment income (if negative, enter -0-)			49,434		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	182,275	129,727	129,727
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,677,810	1,667,990	1,538,367
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	238,578	243,212	219,108
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	37,000	54,000	54,000	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,135,663	2,094,929	1,941,202	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,135,663	2,094,929	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,135,663	2,094,929	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,135,663	2,094,929	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	2,135,663
2	Enter amount from Part I, line 27a	2	-40,734
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,094,929
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . .	6	2,094,929

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						
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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						
b						
c						
d						
e						
2		Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	124
3		Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If “Yes,” the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))		
2008	156,398	2,055,750	0 076078		
2007	132,360	2,414,178	0 054826		
2006	113,565	2,138,686	0 053100		
2005	73,492	1,977,642	0 037161		
2004	98,771	1,940,837	0 050891		
2 Total of line 1, column (d).				2	0 272056
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years				3	0 054411
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.				4	1,666,828
5 Multiply line 4 by line 3.				5	90,694
6 Enter 1% of net investment income (1% of Part I, line 27b).				6	494
7 Add lines 5 and 6.				7	91,188
8 Enter qualifying distributions from Part XII, line 4.				8	134,777
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18					

Part VI

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

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			1	494
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	
3 Add lines 1 and 2.			3	494
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			5	494
6 Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,041	
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	1,041
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			10	547
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 547 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		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NJ, VA _____			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW BERNAUFF ORG	13	Yes	
14	The books are in care of THEODORE G BERNAU Telephone no (540) 719-0985 Located at PO BOX 916 HARDY VA ZIP+4 24101			
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.			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 BLUE RIDGE CAMP	50,000
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	50,000

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,480,767
b	Average of monthly cash balances.	1b	211,444
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,692,211
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,692,211
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	25,383
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,666,828
6	Minimum investment return. Enter 5% of line 5.	6	83,341

Part XI

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

1	Minimum investment return from Part X, line 6.	1	83,341
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	494
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	494
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	82,847
4	Recoveries of amounts treated as qualifying distributions.	4	33,000
5	Add lines 3 and 4.	5	115,847
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	115,847

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	84,777
b	Program-related investments—total from Part IX-B.	1b	50,000
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	134,777
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	494
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	134,283
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2008			
a	Enter amount for 2008 only. 134,490			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2009			
a	From 2004.			
b	From 2005.			
c	From 2006.			
d	From 2007.			
e	From 2008.			
f	Total of lines 3a through e.			
4	Qualifying distributions for 2009 from Part XII, line 4 ➤ \$ 134,777			
a	Applied to 2008, but not more than line 2a 134,490			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2009 distributable amount. 287			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions. . .			
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. 115,560			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.			
10	Analysis of line 9			
a	Excess from 2005.			
b	Excess from 2006.			
c	Excess from 2007.			
d	Excess from 2008.			
e	Excess from 2009.			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

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

WENDI BUTLER
4904 BELLADONNA DR
FORT WORTH, TX 76123
(410) 857-6169

b

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

NEW ORGANIZATIONS SHOULD COMPLETE THE GRANT LETTER OF INQUIRY AND E-MAIL IT TO BERNAUFF@GMAIL COM YOU WILL BE NOTIFIED IF YOU ARE ELIGIBLE TO CONTINUE TO THE NEXT PHASE OF APPLICATION RETURNING ORGANIZATIONS SHOULD COMPLETE THE GRANT APPLICATION AND A PROPOSAL SUMMARY, BUDGET FOR THE PROJECT, AND OTHER INFORMATION AS DETAILED ON OUR WEBSITE

c

Any submission deadlines

APPLICANTS ARE ENCOURAGED TO SUBMIT PROPOSALS WELL IN ADVANCE OF, BUT NO LATER THAN JULY 15TH FOR TH

d

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

GRANTS ARE NOT MADE TO LARGE, PUBLIC CHARITIES THE FOUNDATION PREFERS TO FUND ORGANIZATIONS THAT DO NOT RECEIVE WIDE PUBLIC SUPPORT WE GIVE PREFERENCE TO THOSE ORGANIZATIONS WHICH HAVE CUSTOM PROGRAMS FOR WORKING ONE ON ONE WITH INDIVIDUALS WHO WILL THEN TURN THEIR LIVES AROUND AND HAVE A POSTIVE IMPACT ON PEOPLE IN THEIR OWN SPHERE OF INFLUENCE EXCEPT IN RARE CIRCUMSTANCES, GRANTS ARE CURRENTLY LIMITED TO PROGRAMS AND PROJECTS THAT WILL IMPACT THE COMMUNITIES IN THE FOLLOWING GEOGRAPHIC AREAS MONETA, VA, FORT WORTH, TX, CHICAGO, IL, HARTFORD, CT, NEW YORK, NY, PROVO, UT PREFERENCE IN AWARDING GRANTS WILL BE MADE TO THOSE PROJECTS THAT ENCOURAGE CONSTRUCTIVE CHANGE, STRIVE TO ACHIEVE EXCELLENCE, HAVE A SIGNIFICANT COMPONENT OF PUBLIC SERVICE, AND HAVE A LONG TERM IMPACT

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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	80,168
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2009)

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
*****		2010-05-13	*****	
Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's Signature JANET B BELL	Date 2010-05-15	Check if self-employed ☒	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code JANET B BELL CPA 19 MELROSE DR CHESTER, NJ 079302304		EIN	
			Phone no (908) 879-8040	

Additional Data

Software ID: 09000034
Software Version: 09510951
EIN: 22-3382599
Name: BERNAU FAMILY FOUNDATION INC

Form 990PF Part VIII Line 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
THEODORE G BERNAU	PRES & TREAS 8 00	0	0	0
PO BOX 916 HARDY, VA 24101				
RUTH E BERNAU	VP & SEC'Y 3 00	0	0	0
PO BOX 916 HARDY, VA 24101				
SALLY BISHOP	VP 0 50	0	0	500
415 E 85TH ST NEW YORK, NY 10028				
KEVIN KNAPP	VP 0 50	0	0	0
1445 WEST HOOD CHICAGO, IL 60660				
DAVID KNAPP	VP 0 50	0	0	0
181 PENN DRIVE W HARTFORD, CT 06119				
WENDI BUTLER	VP 4 60	488	0	2,362
4904 BELLADONNA DR FORT WORTH, TX 76123				

Form 990PF Part XV Line 1a - 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).

THEODORE G BERNAU
RUTH E BERNAU

Form 990PF Part XV Line 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)				
a Paid during the year				
COMMUNITY SCHOOL620 STATE STREET KNOXSVILLE,TN 37902	NONE	PUB CHARITY	GENERAL USE	10,000
BLUE RIDGE HOLINESS CAMP PARKWAY HOUSE OF PRAYER3230 KING ST ROANOKE,VA 24012	NONE	PUB CHARITY	BEDS FOR SHELTER	1,168
ALICE LLOYD COLLEGEROUTE 899 PIPPA PASSES,KY 41844	NONE	PUB CHARITY	GENERAL USE	4,000
EASTLAKE COMMUNITY CHURCH 14917 MONETA RD MONETA,VA 24121	NONE	PUB CHARITY	MISSIONS	2,000
EASTERN APPALACHIAN TEEN CHALLENGE INCPO BOX 19385 ROANOKE,VA 240191039	NONE	PUB CHARITY	GENERAL USE	10,000
CORNERSTONE ASSISTANCE NT 3500 NOBLE AVE FORT WORTH,TX 76111	NONE	PUB CHARITY	GENERAL USE	10,000
AMERICA SCORES - CHICAGO222 S MORGAN ST 4C CHICAGO,IL 60607	NONE	PUB CHARITY	GENERAL USE	10,000
AGAPE CENTER EAST LAKE COMMUNITY CHURCH 14917 MONETA RD MONETA,VA 24121	NONE	PUB CHARITY	GENERAL USE	2,000
RENEWANATION PARKWAY HOUSE OF PRAYER3230 KING STREET ROANOKE,VA 24012	NONE	PUB CHARITY	GENERAL USE	10,000
JUNE BUCHANAN SCHOOL100 PURPOSE ROAD PIPPA PASSES,KY 41844	NONE	PUB CHARITY	GENERAL USE	4,000
ALDERSGATE CHRISTIAN ACAD 1810 YOUNG STREET CINCINNATI,OH 45202	NONE	PUB CHARITY	GENERAL USE	7,000
FORT WORTH OPERA1300 GENDY ST FORT WORTH,TX 76107	NONE	PUB CHARITY	GENERAL USE	10,000
Total  3a				80,168

TY 2009 Accounting Fees Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	2,490	2,450		40

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Gain/Loss from Sale of Other Assets Schedule

Name: BERNAU FAMILY FOUNDATION INC
EIN: 22-3382599

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
897 535 GROWTH FUND OF AMERICA	2005-11	PURCHASE	2009-03		17,403	27,023			-9,620	
20 999 INCOME FUND OF AMERICA	2005-11	PURCHASE	2009-03		247	87			160	
1132 82 NEW PERSPECTIVE FUND	2005-11	PURCHASE	2009-03		19,609	32,359			-12,750	
500 ADP	2004-11	PURCHASE	2009-03		18,329	20,111			-1,782	
285 CARDINAL HEALTH INC	2002-01	PURCHASE	2009-03		8,977	17,866			-8,889	
330 HARLEY DAVIDSON	2002-01	PURCHASE	2009-03		4,498	18,058			-13,560	
900 LOEWS CORP	2002-01	PURCHASE	2009-03		20,827	17,986			2,841	
562 PACCAR INC	2004-11	PURCHASE	2009-03		14,674	19,045			-4,371	
435 VANGUARD HEALTH CARE FD	2004-06	PURCHASE	2009-03		39,455	54,471			-15,016	
BANK OF AMERICA CORP	2002-01	PURCHASE	2009-07		4,500	17,884			-13,384	
FORD MOTOR CO	2008-11	PURCHASE	2009-10		34,999	5,454			29,545	
FORD MOTOR CO	2008-11	PURCHASE	2009-10		35,249	5,454			29,795	
CISCO SYSTEMS INC	2001-04	PURCHASE	2009-10		4,638	3,006			1,632	
CISCO SYSTEMS INC	2001-04	PURCHASE	2009-10		18,552	12,024			6,528	
GENERAL ELECTRIC CO	2002-01	PURCHASE	2009-10		7,411	17,968			-10,557	
WESTERN DIGITAL CORP	2009-03	PURCHASE	2009-10		30,915	15,070			15,845	
2000 SH EXXONMOBIL CORP	1997-11	PURCHASE	2009-10		137,836	68,525			69,311	
ISHARES TR S&P LATIN AMERICA	2009-03	PURCHASE	2009-12		9,784	5,272			4,512	
POWERSHS ETF TR GOLDEN DRAGON	2009-03	PURCHASE	2009-12		2,465	1,415			1,050	
POWERSHS ETF TR GOLDEN DRAGON	2009-03	PURCHASE	2009-12		7,396	4,245			3,151	
305 SH SEACOR HOLDINGS	2009-10	PURCHASE	2009-12		22,867	25,270			-2,403	
FIDELITY NATL FINL INC	2004-11	PURCHASE	2009-12		7,179	10,238			-3,059	
FIDELITY NATL FINL INC	2005-10	PURCHASE	2009-12		1,202	1,936			-734	
FIDELITY NATL INFO SVCS	2004-01	PURCHASE	2009-12		6,368	7,241			-873	
LENDER PROCESSING SVCS	2004-11	PURCHASE	2009-12		5,657	3,871			1,786	
1229 7210 OPPENHEIMER QUEST OPPORTUN	2008-11	PURCHASE	2009-03		27,160	26,648			512	
49 772 OPPENHEIMER QUEST OPPORTUNITY	2008-12	PURCHASE	2009-03		1,099	1,047			52	
1000 ANADARKO PETROLEUM	2008-11	PURCHASE	2009-04		42,339	37,645			4,694	
1000 BANK OF AMERICA	2009-04	PURCHASE	2009-06		11,498	8,511			2,987	
835 8660 QUAKER STRATEGIC GROWTH	2008-05	PURCHASE	2009-06		10,995	25,857			-14,862	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
1000 VERTEX PHARMACEUTICALS	2007-03	PURCHASE	2009-06		30,398	28,085			2,313	
262 839 QUAKER STRATEGIC GROWTH	2008-12	PURCHASE	2009-08		3,484	3,199			285	
500 INTEL	2000-10	PURCHASE	2009-08		9,275	21,099			-11,824	
500 INTEL	2001-05	PURCHASE	2009-08		9,275	14,810			-5,535	
780 6880 QUAKER STRATEGIC GROWTH	2008-05	PURCHASE	2009-08		10,348	24,150			-13,802	
500 RESEARCH IN MOTION	2009-04	PURCHASE	2009-10		32,313	31,865			448	
500 RESEARCH IN MOTION	2007-11	PURCHASE	2009-10		32,313	68,596			-36,283	
1000 SUNTRUST BANKS	2009-08	PURCHASE	2009-11		20,709	20,887			-178	
ABB LTD SPONS ADR	2009-08	PURCHASE	2009-08		435	435				

TY 2009 Investments Corporate Stock Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB 15407511	747,469	776,119
WACHOVIA	848,086	681,186
AMERIPRISE	72,435	81,062

TY 2009 Investments - Other Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD 500 INDEX FUND	AT COST	243,212	219,108

TY 2009 Other Assets Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PARKWAY HOUSE	9,000	4,000	4,000
AMERICA SCORES - CHICAGO	28,000		
BLUE RIDGE CAMP		50,000	50,000

TY 2009 Other Expenses Schedule**Name:** BERNAU FAMILY FOUNDATION INC**EIN:** 22-3382599

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES & ASSOCIATION FEES	495			
NJ STATE FEE				
BANK FEE				
POST OFFICE BOX				
INVESTMENT FEE - SCHWAB				
REIMBURSED EXPENSES	4,381			4,381
INVESTMENT FEE - AMERIPRISE				
OFFICE EXPENSES	67			

TY 2009 Taxes Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD - WACHOVIA	289	289		
EST FED TAX PYMT				
FOREIGN TAX WITHHELD - AMERIPRIS				
FOREIGN TAX WITHHELD - AMERIPRIS				