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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. See Specific Instructions.	Name of foundation JAMES S HERR FOUNDATION		A Employer identification number 23-2531170	
	Number and street (or P O box number if mail is not delivered to street address) PO BOX 300		Room/suite	B Telephone number (see page 10 of the instructions) 610-932-9330
	City or town, state, and ZIP code NOTTINGHAM PA 19362			
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		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"/>		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 976,052	J Accounting method <input type="checkbox"/> Cash <input checked="" 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) (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		333,337			
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	224	224	224	
4	Dividends and interest from securities	7,711	7,711	7,711	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	190,560			
b	Gross sales price for all assets on line 6a	400,000			
7	Capital gain net income (from Part IV, line 2)		190,560		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
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	531,832	198,495	7,935	
Operating and Administrative Expenses		755			755
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 1	38			38
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 2				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch)				
24	Total operating and administrative expenses.	793	0		793
	Add lines 13 through 23				
25	Contributions, gifts, grants paid	969,737			969,737
26	Total expenses and disbursements. Add lines 24 and 25	970,530	0	0	970,530
27	Subtract line 26 from line 12	-438,698			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		198,495		
c	Adjusted net income (if negative, enter -0-)			7,935	

Assets	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
1	Cash—non-interest-bearing		433,314	317,266	317,266
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 (attach schedule) (see page 16 of the instructions)				
7	Other notes and loans receivable (att 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)	See Stmt 3	460,768	251,328	480,000
c	Investments—corporate bonds (attach schedule)				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	See Statement 4	291,996	178,786	178,786
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
15	Other assets (describe ►				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I))	1,186,078	747,380	976,052
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 ►)	0	0
	23	Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	25	Unrestricted	1,186,078	747,380	
	26	Temporarily restricted			
	27	Permanently restricted			
	28	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 27 through 31.			
	29	Capital stock, trust principal, or current funds			
	30	Paid-in or capital surplus, or land, bldg , and equipment fund			
	31	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,186,078	747,380	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,186,078	747,380	

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	1,186,078
2	Enter amount from Part I, line 27a	2	-438,698
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	747,380
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	747,380

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 HERR FOODS CLASS B STOCK			P	12/21/06	12/31/09
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 400,000			209,440	190,560	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(l) 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				190,560	
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	190,560
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	624,406	1,313,946	0.475214
2007	515,761	1,290,000	0.399815
2006	641,329	1,423,935	0.450392
2005	964,835	1,745,107	0.552880
2004	1,291,794	2,213,090	0.583706

2 Total of line 1, column (d) **2** **2.462007**

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** **0.492401**

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** **1,199,810**

5 Multiply line 4 by line 3 **5** **590,788**

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** **1,985**

7 Add lines 5 and 6 **7** **592,773**

8 Enter qualifying distributions from Part XII, line 4 **8** **970,530**

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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1,985
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	
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	800
b	Exempt foreign organizations—tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	1,185
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ►	
	Refunded ►	

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 X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	
c	Did the foundation file Form 1120-POL for this year?	
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	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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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? If "Yes," complete Part II, col (c), and Part XV	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► PA	
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	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	
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 page 20 of the instructions) 11

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13

14 The books are in care of ► **KEVIN S THOMSON**
PO BOX 300
Located at ► **NOTTINGHAM, PA** Telephone no ► **610-932-9330**
ZIP+4 ► **19362**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A ► <input type="checkbox"/>	
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?	N/A	
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))	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20	N/A	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a <input checked="" type="checkbox"/> 4b <input checked="" type="checkbox"/>	

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 (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 Statement 5				

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 SOLE PURPOSE IS THE DISTRIBUTION OF FUNDS TO 501(C) (3) ORGANIZATIONS

2

3

4

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 N/A

2

All other program-related investments. See page 24 of the instructions

3

Total. Add lines 1 through 3



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	842,791
b	Average of monthly cash balances	1b	375,290
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	1,218,081
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	1,218,081
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	18,271
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,199,810
6	Minimum investment return. Enter 5% of line 5	6	59,991

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	59,991
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,985
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,985
3	Distributable amount before adjustments Subtract line 2c from line 1	3	58,006
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	58,006
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	58,006

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	970,530
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	970,530
b	Cash distribution test (attach the required schedule)	5	1,985
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	968,545
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				58,006
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	1,292,910			
b From 2005	965,541			
c From 2006	642,382			
d From 2007	515,761			
e From 2008	624,406			
f Total of lines 3a through e	4,041,000			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 970,530				
a Applied to 2008, but not more than line 2a				
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				58,006
e Remaining amount distributed out of corpus	912,524			
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:	4,953,524			
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				0
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)	1,292,910			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,660,614			
10 Analysis of line 9				
a Excess from 2005	965,541			
b Excess from 2006	642,382			
c Excess from 2007	515,761			
d Excess from 2008	624,406			
e Excess from 2009	912,524			

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 ATTACHED SCHEDULE				969,737
Total			► 3a	969,737
b Approved for future payment N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	224
4 Dividends and interest from securities				14	7,711
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					190,560
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		7,935	190,560
13 Total Add line 12, columns (b), (d), and (e)				13	198,495

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
3	PRIMARY SOURCE OF INCOME OTHER THAN CONTRIBUTIONS
4	PRIMARY SOURCE OF INCOME OTHER THAN CONTRIBUTIONS

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

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

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.

15/6/10

PRESIDENT

Title

Sign Here

11. *W. E. B. DuBois* (1868-1963) was an African American historian, sociologist, and civil rights leader.

Paid
Preparer's
Use Only

Preparer's
signature

Preparer's
signature

LAWRENCE R. REICH

Date

Ch

Preparer's identifying
number (see Signature on
page 30 of the instructions)
P00073673

Firm's name (or yours if self-employed), address and ZIP code

Ross Buehler Falk & Company, LLP
1500 Lititz Pike
Lancaster, PA 17601-6506

EIN ► 23-2327390

Phone no 717-393-2700

Name of the organization

JAMES S HERR FOUNDATION

Employer identification number

23-2531170

Organization type (check one)

Fillers of:

Form 990 or 990-EZ 501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF 501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

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

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

► \$

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

Name of organization

JAMES S HERR FOUNDATION

Employer identification number

23-2531170

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HERR FOODS PO BOX 300 NOTTINGHAM PA 17362	\$ 183,337	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	GUARDIAN EXPLORATION, LLC PO BOX 225 HUNT TX 78024	\$ 150,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 755	\$ 755	\$ 0	\$ 755
Total	\$ 755	\$ 755	\$ 0	\$ 755

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES	\$ 38	\$ 38	\$ 0	\$ 38
Total	\$ 38	\$ 38	\$ 0	\$ 38

Federal Statements

Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
HERR FOODS CLASS B COMMON STOCK	\$ 460,768	\$ 251,328	Cost	\$ 480,000
Total	\$ 460,768	\$ 251,328		\$ 480,000

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
NOTES RECEIVABLE	\$ 291,996	\$ 100,547	Cost	\$ 100,547
LIFE INSURANCE		78,239	Cost	78,239
Total	\$ 291,996	\$ 178,786		\$ 178,786

Federal Statements**Statement 5 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JAMES S HERR PO BOX 300 NOTTINGHAM PA 19362	TRUSTEE	0.00	0	0	0
JAMES M HERR PO BOX 300 NOTTINGHAM PA 19362	TRUSTEE	0.00	0	0	0
MIRIAM HERR PO BOX 300 NOTTINGHAM PA 19362	TRUSTEE	0.00	0	0	0
EDWIN HERR PO BOX 300 NOTTINGHAM PA 19362	TRUSTEE	0.00	0	0	0
GENE HERR PO BOX 300 NOTTINGHAM PA 19362	TRUSTEE	0.00	0	0	0
MARTHA THOMAS 7 LAKEWOOD DR OXFORD PA 19363	TRUSTEE	0.00	0	0	0
JUNE GUNDEN PEACH TREE CITY PEACH TREE CITY GA 30269	TRUSTEE	0.00	0	0	0

Statement 6 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

NO APPLICATIONS, JUST SEND A LETTER OF REQUEST AND YOUR CHARITABLE STATUS

JAMES S HERR FOUNDATION
EIN 23-2531170
12/31/2009

PART XV SUPPLEMENTARY INFORMATION
3 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

PURPOSE OF GRANT OR CONTRIBUTION

All contributions are given to 501 c 3 organizations for use in carrying out their particular religious or charitable purpose at their discretion. No restrictions are put on the use of contributed funds.

JAMES S HERR FOUNDATION
LISTING OF DONATIONS
Calendar Year 2009

RECIPIENT	ADDRESS 1	ADDRESS 2	CITY	ST	ZIP CODE	AMOUNT
Abundant Living Ministries		541 West 28th Division Highway	Lititz	PA	17543	2,500
Aeropagus II America		PO Box 262	Monsjon	ME	04464-0262	4,000
Back to the Bible		PO Box 82808	Lincoln	NE	68501	50,000
Bethany Christian Services		1689 Crown Avenue, STE 1	Lancaster	PA	17601	3,000
Bible League		5535 Egypt Valley NE	Belmont	MI	49306	12,500
Bowery Mission	Murray Hill Station	PO Box 2000	New York	NY	10156-1999	1,000
Brandywine River Museum		PO Box 141	Chadds Ford	PA	19317	3,500
Camp Andrews		1226 Silver Springs Road	Holtwood	PA	17532	1,000
Camp Oak Hill		53 Camp Road	Nottingham	PA	19362	2,000
Camp Sandy Cove		60 Sandy Cove Road	North East	MD	21901-5436	10,000
Campus Crusade for Christ		PO Box 628222	Orlando	FL	32862-8222	11,500
Capitol Ministries-PA		1121 L Street, STE B-8	Sacramento	CA	95814	5,000
Care Net		44180 Riverside Parkway STE 200	Lansdowne	VA	20176	2,500
CEF of Lancaster County		5307 Main Street	East Petersburg	PA	17520-01609	1,000
Center for Parent-Youth Understanding		PO Box 414	Elizabethtown	PA	17022-0414	1,000
Challenger Films		3235 Satellite Blvd	Duluth	GA	30096	2,500
Chester County Christian Chorale		4 Moccasin Drive	Atglen	PA	19310	3,000
Children's Scholarship Fund Philadelphia		1616 Walnut Street, STE 2200	Philadelphia	PA	19103	5,000
Christian Farmers Outreach		PO Box 136	Hamstead	MD	21074	2,000
Christian Union		240 Nassau Street	Princeton	NJ	8542	1,000
Church of the Vineyard						1,000
Cornerstone Pregnancy Care Services		835 Houston Run Road, STE 330	Gap	PA	17527	4,000
Cornerstone Presbyterian Church		Box 339	Kemblesville	PA	19347	25,000
County Corrections Gospel Mission		PO Box 1136	Coatesville	PA	19320	2,000
Cystic Fibrosis Foundation, De Valley Chapter		2004 Sproul Road, STE 208	Broomall	PA	19008	30,000
ELIM International		49 Timberline Drive	Leola	PA	17540	1,500
Friendship Community Fdn		1149 East Oregon Road	Lititz	PA	19543-9208	2,000
Friendship Ministries Fdn		PO Box 55	Devon	PA	19333	10,000
Front Line Ministries		PO Box 9	Tipton	PA	16684	5,000
Global Action		7660 Goddard Street, STE 200	Colorado Springs	CO	80920-8236	30,000
Global Disciples		315 West James Street STE 202	Lancaster	PA	17603	10,000

<u>RECIPIENT</u>	<u>ADDRESS 1</u>	<u>ADDRESS 2</u>	<u>CITY</u>	<u>ST</u>	<u>ZIP CODE</u>	<u>AMOUNT</u>
Global Partnership Initiative	1412 Fairway Circle		West Palm Beach	FL	33413	1,000
GMF (Oxford)	PO Box 1150		Cordova	TN	38088-1150	100,000
Good Works	PO Box 1441		Coatesville	PA	19320	3,000
Haggai Institute	PO Box 13		Atlanta	GA	30370-2801	100,000
Haiti Partners	PO Box 28656		Vero Beach	FL		10,000
Harrisburg Area Community College	HAAC Foundation	One HACC Drive	Harrisburg	PA	17110	5,000
Heroes, Inc.	PO Box 386512		Baltimore	MD	21231	5,000
Hope International	227 Granite Run Drive STE 102		Lancaster	PA	17601	5,000
InterVarsity Christian Fellowship	6400 Schroeder Road, PO Box 7895		Madison	WI	53707	2,000
Jesus Film Project	PO Box 628222		Orlando	FL	32862-8222	5,000
Junior Achievement DE Valley	419 Avenue of the States		Chester	PA	19013	22,500
Key Life	PO Box 945000		Maitland	FL	32794-5000	5,000
Lamplighter Ministries	PO Box 777		Waverly	PA	18471-0777	1,000
Lancaster Co Day of Prayer	PO Box 5200		Lancaster	PA	17605-5200	1,000
Lincoln University	PO Box 179 MSC 96		Lincoln University	PA	19352	2,500
Luis Palau Evangelistic Association						15,000
Marketplace Chaplains, USA	2001 W Piano Pkwy, STE 3200		Piano	TX	75230-1328	25,010
Marketplace Ministries	12900 Preston Road, STE 1215		Dallas	TX	75230-1328	110,727
MARKINC Ministries	2880 Summit Bridge Road		Bear	DE	19701	1,000
Metro Maryland Youth For Christ	8900 Bel Air Road		Baltimore	MD	21236	2,500
Millersville International House	321 Manor Avenue		Millersville	PA	17551	10,000
Mission Year	PO Box 17628		Atlanta	GA	30316	7,500
MTW	PO Box 116284		Atlanta	GA	30368-6284	5,000
Naaman Center	4600 E Harrisburg Pike		Elizabethtown	PA	17022-9004	1,000
Natl Day of Prayer	PO Box 15616		Colorado Springs	CO	80935	5,000
Navigators	PO Box 6400		Colorado Springs	CO	80934-6400	3,000
Navigators CDM	PO Box 6000		Colorado Springs	CO	80934	10,000
Neffsville Mennonite Church	2371 Liltz Pike		Lancaster	PA	17601	1,000
Neighborhood Services Center	35 North Third Street		Oxford	PA	19363	7,500
New London Presbyterian Church	1096 State Road		New London	PA	19360	1,000
Northern Youth Program	PO BOX 171		International Falls	MN	56649-0171	2,000
NY City Relief	PO Box 64	Times Square PO	New York	NY	10108-0064	35,000
Onesimus Prison Ministry	145 Bethel Road		Oxford	PA	19363	3,000
Opportunity Int'l	PO BOX 3655		Oakbrook	IL	60522-9967	5,000
PA Family Institute	23 N Front Street		Harrisburg	PA	17101-9947	5,000

RECIPIENT	ADDRESS 1	ADDRESS 2	CITY	ST	ZIP CODE	AMOUNT
Penn Foundation		PO Box 32	Sellersville	PA	18960	1,000
Phil Haven	283 South Buller Road	PO Box 550	Mt Gretna	PA	17064-0550	1,000
Phila Mennonite High School		PO Box 770	New Providence	NJ	7974	1,000
Reach Out	1505 Lilburn-Stone Mtn Rd STE 235		Stone Mountain	GA	30087-1857	1,000
Salvation Army of Greater Phila	701 North Broad Street		Philadelphia	PA	19123	40,000
Samaritan's Purse	PO Box 3000		Boone	NC	28607-3000	25,000
Sandy Cove	60 Sandy Cove Road		North East	MD	21901-5436	30,000
Set Free to Set Free, Inc.	PO Box 116		Kelton	PA	19346	3,000
Songline	131 Attucks Lane		Hyannis	MA	02601-8119	1,000
St. Joseph's University (Campbell Food Mktg Library)	Campbell Library, St. Joe's U	5600 City Avenue	Philadelphia	PA	19131	3,000
Steve Wingfield Ministries		2389 Grace Chapel Road	Harrisonburg	VA	22801	15,000
Student Venture		3655 White Oak Drive	Norton	OH	44203	2,000
Stumptown Mennonite Church		2813 Stumptown Road	Bird-In-Hand	PA	17505	3,000
Sunday Breakfast Rescue Mission	302 N 13th Street	PO Box 296	Philadelphia	PA	19105-0296	1,000
Teen Challenge		PO Box 4915	Philadelphia	PA	19144	1,000
The House DC, Inc		PO Box 30958	Washington	DC	20030	1,000
The Navigators CDM		PO Box 6000	Colorado Springs	CO	80934-6000	30,000
Urban Family Council		PO Box 11415	Philadelphia	PA	19111-0415	7,500
Urban Promise		PO Box 1479	Camden	NJ	8105	2,500
Water Street Rescue Mission	210 S Prince Street	PO Box 7267	Lancaster	PA	17604-7267	5,000
YMCA of Lampeter-Strasburg						5,000
Young Life of Fayette County	Receipt Office	PO Box 2920	Colorado Springs	CO	80801	2,500
Young Life of Oxford		421 Broad Street	Oxford	PA	19363	7,500
Young Life of Richmond		PO Box 2920	Colorado Springs	CO	80801-2920	3,000
YWAM Jamaica		PO Box 3000	Garden Valley	TX	75771-3000	5,000
Zacharias Ministries (RZIM)		4725 Peachtree Corners Circle, STE 250	Norcross	GA	30092-2586	5,000

969,737