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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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 THE RJM FOUNDATION		A Employer identification number 23-6953316
	C/O R. JAMES MACALEER, TRUSTEE		B Telephone number 610-725-8371
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	
	1600 PAOLI PIKE		
	City or town, state, and ZIP code MALVERN, PA 19355		
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"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			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"/>
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 13,961,509. (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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,314.	1,314.		STATEMENT 1
4 Dividends and interest from securities		185,782.	185,782.		STATEMENT 2
5a Gross rents		<70.>	<70.>		STATEMENT 3
b Net rental income or (loss)		<70.>			
6a Net gain or (loss) from sale of assets not on line 10		<517,332.>			
b Gross sales price for all assets on line 6a		3,209,785.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<28,025.>	<28,025.>		STATEMENT 4
12 Total Add lines 1 through 11		<358,331.>	159,001.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		15,120.	0.		0.
c Other professional fees STMT 6		39,774.	39,774.		0.
17 Interest		14,420.	14,420.		0.
18 Taxes STMT 7		5,058.	5,043.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		48,879.	48,879.		0.
24 Total operating and administrative expenses Add lines 13 through 23		123,251.	108,116.		0.
25 Contributions, gifts, grants paid		646,000.			646,000.
26 Total expenses and disbursements. Add lines 24 and 25		769,251.	108,116.		646,000.
27 Subtract line 26 from line 12		<1,127,582.>			
a Excess of revenue over expenses and disbursements			50,885.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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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

Assets

1	Cash - non-interest-bearing		74,703.	96,242.	96,242.
2	Savings and temporary cash investments		457,958.	487,607.	487,607.
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		0.	876,351.	883,975.
b	Investments - corporate stock STMT 10		6,594,227.	5,914,704.	5,667,861.
c	Investments - corporate bonds STMT 11		0.	441,880.	456,135.
11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 12		5,120,618.	5,160,861.	6,363,354.
14	Land, buildings, and equipment, basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶ DUE FROM BROKERS)		6,335.	6,335.	6,335.
16	Total assets (to be completed by all filers)		12,253,841.	12,983,980.	13,961,509.

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				
22	Other liabilities (describe ▶ DUE TO BANK)		48,980.	48,980.	
23	Total liabilities (add lines 17 through 22)		48,980.	48,980.	

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		100.	100.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		12,204,761.	12,934,900.	
30	Total net assets or fund balances		12,204,861.	12,935,000.	
31	Total liabilities and net assets/fund balances		12,253,841.	12,983,980.	

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	12,204,861.
2	Enter amount from Part I, line 27a	2	<1,127,582.>
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	1,857,721.
4	Add lines 1, 2, and 3	4	12,935,000.
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	12,935,000.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b SEE ATTACHED STATEMENTS					
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 3,209,785.		3,727,117.	<517,332.>		
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			<517,332.>		
2 Capital gain net income or (net capital loss)			2	<517,332.>	
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	826,775.	15,512,249.	.053298
2007	772,974.	16,496,681.	.046856
2006	448,718.	15,344,654.	.029243
2005	770,650.	14,624,045.	.052697
2004	672,892.	13,106,714.	.051339
2 Total of line 1, column (d)			.233433
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			.046687
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			12,353,657.
5 Multiply line 4 by line 3			576,755.
6 Enter 1% of net investment income (1% of Part I, line 27b)			509.
7 Add lines 5 and 6			577,264.
8 Enter qualifying distributions from Part XII, line 4			646,000.

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 <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	509.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	509.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	509.
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 72,272.	7	72,272.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	71,763.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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			
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 <input checked="" type="checkbox"/> 71,763. Refunded <input checked="" type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► C/O R. JAMES MACALEER, TRUSTEE Telephone no ► 610-725-8371 Located at ► 1600 PAOLI PIKE, MALVERN, PA ZIP+4 ► 19355			
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?	<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	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
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 ►	<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 instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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
R. JAMES MACALEER	TRUSTEE			
907 ROBIN DRIVE				
WEST CHESTER, PA 19382	1.00	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 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	11,591,270.
b	Average of monthly cash balances	1b	950,514.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,541,784.
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	12,541,784.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	188,127.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,353,657.
6	Minimum investment return. Enter 5% of line 5	6	617,683.

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	617,683.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	509.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	509.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	617,174.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	617,174.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	617,174.

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	646,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	646,000.
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	509.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	645,491.

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				617,174.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	31,636.			
b From 2005	52,262.			
c From 2006	143,524.			
d From 2007	6,098.			
e From 2008	63,367.			
f Total of lines 3a through e	296,887.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	646,000.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				617,174.
e Remaining amount distributed out of corpus	28,826.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	325,713.			
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	31,636.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	294,077.			
10 Analysis of line 9:				
a Excess from 2005	52,262.			
b Excess from 2006	143,524.			
c Excess from 2007	6,098.			
d Excess from 2008	63,367.			
e Excess from 2009	28,826.			

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

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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 foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

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

R. JAMES MACALEER

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED STATMENT D	N/A	CHARITABLE ORGANIZATION	GENERAL OPERATIONS	646,000.
Total				▶ 3a 646,000.
b Approved for future payment NONE				
Total				▶ 3b 0.

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	1,314.		
4 Dividends and interest from securities			14	185,782.		
5 Net rental income or (loss) from real estate.						
a Debt-financed property			14	<70.>		
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	<28,025.>		
8 Gain or (loss) from sales of assets other than inventory			18	<517,332.>		
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.		<358,331.>		0.
13 Total Add line 12, columns (b), (d), and (e)					13	<358,331.>

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

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

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature⁴

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

THE FAIRMAN GROUP LLC
801 CASSATT ROAD, SUITE 111
BERWYN, PA 19312

Date _____

8/25/10

☐ Check if self-employed

Preparer's identifying number

▶ EIN

Phone no. 610-889-7300

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 SIRE GLOBAL PARTNERS LP	P	VARIOUS	VARIOUS
b SIRE GLOBAL PARTNERS LP	P	VARIOUS	VARIOUS
c DIRECTIONAL QUANTITATIVE EQUITY	P	VARIOUS	VARIOUS
d DIRECTIONAL QUANTITATIVE EQUITY	P	VARIOUS	VARIOUS
e PALO ALTO HEALTHCARE FUND, LP	P	VARIOUS	VARIOUS
f PALO ALTO HEALTHCARE FUND, LP	P	VARIOUS	VARIOUS
g PALO ALTO GLOBAL ENERGY FUND, LP - 1231 GAIN	P	VARIOUS	VARIOUS
h PALO ALTO GLOBAL ENERGY FUND, LP	P	VARIOUS	VARIOUS
i PALO ALTO GLOBAL ENERGY FUND, LP	P	VARIOUS	VARIOUS
j UBTI FREE, LP	P	VARIOUS	VARIOUS
k UBTI FREE, LP	P	VARIOUS	VARIOUS
l CMS TECHNOLOGY PARTNERS (Q)	P	VARIOUS	VARIOUS
m BROWN BROTHERS (6473) - SEE ATTACHED STMT A	P	VARIOUS	VARIOUS
n BROWN BROTHERS (6473) - SEE ATTACHED STMT A	P	VARIOUS	VARIOUS
o CHARLES SCHWAB (6880) - SEE ATTACHED STMT B	P	VARIOUS	VARIOUS

(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		5,959.	<5,959.>
b		6,230.	<6,230.>
c	147,026.		147,026.
d		168,687.	<168,687.>
e		1,919.	<1,919.>
f		9,726.	<9,726.>
g	19.		19.
h		4,594.	<4,594.>
i		14,125.	<14,125.>
j		6,306.	<6,306.>
k		186,441.	<186,441.>
l		1,400.	<1,400.>
m	288,770.	232,573.	56,197.
n	1,251,332.	1,279,994.	<28,662.>
o	195,563.	191,873.	3,690.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<5,959.>
b			<6,230.>
c			147,026.
d			<168,687.>
e			<1,919.>
f			<9,726.>
g			19.
h			<4,594.>
i			<14,125.>
j			<6,306.>
k			<186,441.>
l			<1,400.>
m			56,197.
n			<28,662.>
o			3,690.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CHARLES SCHWAB (2722) - SEE ATTACHED STMT C	P	VARIOUS	VARIOUS
b	DIRECTIONAL QUANTITATIVE EQUITY	P	VARIOUS	VARIOUS
c	PALO ALTO SMALL CAP	P	VARIOUS	VARIOUS
d	CMS TECHNOLOGY PARTNERS (Q)	P	VARIOUS	VARIOUS
e	CMS TECHNOLOGY PARTNERS (Q) - 1231 LOSS	P	VARIOUS	VARIOUS
f	PALO ALTO SMALL CAP	P	VARIOUS	VARIOUS
g	CHARLES SCHWAB (6880) - CASH IN LIEU	P	VARIOUS	VARIOUS
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,101,567.		1,336,898.	<235,331.>
b 204,400.		249,472.	<45,072.>
c		3,381.	<3,381.>
d		317.	<317.>
e		4.	<4.>
f		27,218.	<27,218.>
g 15,242.			15,242.
h 5,866.			5,866.
i			
j			
k			
l			
m			
n			
o			

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			<235,331.>
b			<45,072.>
c			<3,381.>
d			<317.>
e			<4.>
f			<27,218.>
g			15,242.
h			5,866.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<517,332.>
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 INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BROWN BROTHERS HARRIMAN (7022)	35.
SUSQUEHANNA BANK	1,279.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,314.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROWN BROTHERS HARRIMAN (6473)	28,424.	0.	28,424.
BROWN BROTHERS HARRIMAN (7022)	715.	0.	715.
CHARLES SCHWAB (2722)	88,803.	5,866.	82,937.
CHARLES SCHWAB (6880)	27,244.	0.	27,244.
CHARLES SCHWAB (6880) - ACCRUED INTEREST	<8,250.>	0.	<8,250.>
CMS STRUCTURED PRODUCTS FUND	24,400.	0.	24,400.
CMS TECHNOLOGY PARTNERS LP	2,495.	0.	2,495.
DIRECTIONAL QUANTITATIVE EQUITY	5,313.	0.	5,313.
PALO ALTO GLOBAL ENERGY FUND, LP	3,289.	0.	3,289.
PALO ALTO HEALTHCARE FUND, LP	438.	0.	438.
PALO ALTO SMALL CAP FUND, LP	1,191.	0.	1,191.
SIRE GLOBAL PARTNERS LP	13,822.	0.	13,822.
UBTI FREE, LP	3,764.	0.	3,764.
TOTAL TO FM 990-PF, PART I, LN 4	191,648.	5,866.	185,782.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
SIRE GLOBAL	1	<70.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<70.>

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SIRE GLOBAL PARTNERS, LP	<21,160.>	<21,160.>	
PALO ALTO GLOBAL ENERGY FUND, LP	<3,528.>	<3,528.>	
CMS TECHNOLOGY PARTNERS (Q) LP	<3,152.>	<3,152.>	
PALO ALTO SMALL CAP	<185.>	<185.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<28,025.>	<28,025.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREPARATION FEE	15,120.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	15,120.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHARLES SCHWAB - INVESTMENT EXPENSE	265.	265.		0.
CHARLES SCHWAB - INVESTMENT EXPENSE	2,363.	2,363.		0.
INVESTMENT ADVISORY FEES-CONVERGENT	32,422.	32,422.		0.
BROWN BROTHERS - INVESTMENT EXPENSE	4,724.	4,724.		0.
TO FORM 990-PF, PG 1, LN 16C	39,774.	39,774.		0.

FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SIRE GLOBAL PARTNERS LP - FOREIGN TAXES PAID	1,183.	1,183.		0.
SIRE GLOBAL PARTNERS LP - U.S. TAXES WITHHELD	31.	31.		0.
DIRECTIONAL QUANTITATIVE EQUITY - FOREIGN TAXES PAID	231.	231.		0.
PALO ALTO GLOBAL ENERGY FUND, LP - FOREIGN TAXES PAID	56.	56.		0.
UBTI FREE, LP - FOREIGN TAXES PAID	117.	117.		0.
BROWN BROTHERS HARRIMAN - FOREIGN TAXES PAID	644.	644.		0.
INSTITUTION OF PURELY PUBLIC CHARITY REGISTRATION STATEMENT	15.	0.		0.
CHARLES SCHWAB (2722) - FOREIGN TAXES PAID	2,781.	2,781.		0.
TO FORM 990-PF, PG 1, LN 18	5,058.	5,043.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SIRE GLOBAL PARTNERS - PORTFOLIO EXPENSES 2%	9,376.	9,376.		0.
DIRECTIONAL QUANTITATIVE EQUITY - PORTFOLIO EXPENSES 2%	349.	349.		0.
DIRECTIONAL QUANTITATIVE EQUITY - OTHER DEDUCTIONS	650.	650.		0.
PALO ALTO HEALTHCARE FUND, LP - PORTFOLIO EXPENSES 2%	6,702.	6,702.		0.
PALO ALTO GLOBAL ENERGY FUND, LP - PORTFOLIO EXPENSES 2%	2,771.	2,771.		0.
PALO ALTO GLOBAL ENERGY FUND, LP - OTHER DEDUCTIONS 59(E)(2)	1,875.	1,875.		0.

UBTI FREE, LP - PORTFOLIO			
EXPENSES 2%	9,179.	9,179.	0.
CMS TECHNOLOGY PARTNERS (Q)			
LP - OTHER DEDUCTIONS	6,799.	6,799.	0.
PALO ALTO SMALL CAP FUND -			
PORTFOLIO EXPENSES 2%	1,752.	1,752.	0.
SIRE GLOBAL PARTNERS - OTHER			
DEDUCTIONS	9,426.	9,426.	0.
TO FORM 990-PF, PG 1, LN 23	48,879.	48,879.	0.

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
CHARLES SCHWAB (6880) - SEE ATTACHED STMT E	X		341,969.	339,993.
CHARLES SCHWAB (6880) - SEE ATTACHED STMT E		X	534,382.	543,982.
TOTAL U.S. GOVERNMENT OBLIGATIONS			341,969.	339,993.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			534,382.	543,982.
TOTAL TO FORM 990-PF, PART II, LINE 10A			876,351.	883,975.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BBH CORE SELECT - SEE ATTACHED STMT G	1,412,000.	1,460,730.
FIRESTAR SOFTWARE	50,000.	50,000.
AXCESS INC	87,500.	87,500.
CHARLES SCHWAB - SEE ATTACHED STMT F	3,365,702.	3,215,198.
BBH HEDGE FUNDS (4732) - SEE ATTACHED STMT G	999,502.	854,433.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,914,704.	5,667,861.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB (6880) - SEE ATTACHED STMT E	441,880.	456,135.
TOTAL TO FORM 990-PF, PART II, LINE 10C	441,880.	456,135.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UBTI FREE FUND LP	COST	603,017.	603,017.
CMS STRUCTURED PRODUCTS FD III	COST	90,811.	394,938.
BBH PEP II - SEE ATTACHED STMT G	COST	188,263.	429,786.
TACONIC OFFSHORE FUND	COST	1,000,000.	1,304,487.
CMS TECHNOLOGY PARTNERS	COST	141,732.	213,342.
PALO ALTO GLOBAL ENERGY FUND LP	COST	360,029.	360,029.
PALO ALTO HEALTHCARE FUND LP	COST	697,674.	697,674.
PALO ALTO SMALL CAP FUND LP	COST	166,683.	166,683.
DQE FUND LLC	COST	20,440.	20,440.
SIRE GLOBAL PARTNERS LP	COST	893,984.	893,984.
CHARLES SCHWAB (6880) - SEE ATTACHED STMT E	COST	148,228.	149,121.
TACONIC MARKET DISLOCATION OFFSHORE FUND II	COST	850,000.	1,129,853.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,160,861.	6,363,354.

CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Brown Brothers Harriman Account #1035001530

January 01, 2009 to December 31, 2009

Realized Gains And Losses Summary	Cost Basis	Cost	Proceeds	Gains/Losses
Short Term	232,572 99	-	288,769 72	56,196 73
Long Term	1,279,992 43	-	1,251,330 23	(28,662 20)
Total Realized Gains and Losses	\$1,512,565 42	\$0 00	\$1,540,099 95 ✓	\$27,534 53

Open Date	Closed Date	Security Name	Quantity	Cost Basis	Adjustments	Proceeds	Short Term	Long Term
1/1/1950	6/30/2009	Nortel Networks	33.00	-	-	1 41		1 41
10/3/2007	3/19/2009	Intuit Inc	675.00	20,972 25	-	17,874 64		(3,097 61)
1/1/1951	4/15/2009	Bed Bath &	350.00	14,266.00	-	10,488 72		(3,777 28)
12/25/2006	4/21/2009	Aflac Inc	450.00	19,706.74	-	12,862 05		(6,844 69)
0/2008	4/21/2009	Aflac Inc	25.00	1,082.26	-	714 56	(367 70)	-
1/1/1951	4/30/2009	Dr Pepper	756 00	16,547.59	-	15,538 21		(1,009 38)
10/10/2008	5/18/2009	Aflac Inc	400 00	17,316 19	-	13,930 16	(3,386 03)	-
2/9/2009	6/8/2009	Aflac Inc	525.00	11,956 50	-	17,452 75	5,496 25	-
1/1/1951	7/15/2009	Liberty Global Inc	575.00	12,972 66	-	9,230 15		(3,742 51)
7/18/2008	8/7/2009	Ebay Inc	975 00	23,463 57	-	21,935.43		(1,528 14)
7/18/2008	9/14/2009	Ebay Inc	675 00	16,244.01	-	15,937 08		(306 93)
3/3/2008	9/17/2009	Automatic Data	750 00	30,060 00	-	29,477 99		(582 01)
1/1/1951	9/17/2009	XTO Energy	718.00	20,202.04	-	30,632 68		10,430 64
6/13/2008	9/17/2009	XTO Energy	150.00	10,349 93	-	6,399.59		(3,950.34)
7/23/2008	9/17/2009	XTO Energy	150 00	7,867 50	-	6,399 59		(1,467.91)
9/2/2008	9/17/2009	XTO Energy	25 00	1,160.24	-	1,066 59		(93.65)

This report is for illustrative purposes only. The information contained in this report has been gathered from sources we believe to be reliable, but we do not guarantee the accuracy or completeness of such information, and we assume no liability for any errors or omissions.

SIMTA

CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Brown Brothers Harriman Account #1035001530

January 01, 2009 to December 31, 2009

1/1/1951	9/17/2009	Bed Bath &	400 00	16,304 00	-	15,525 60	(778 40)
7/5/2007	9/17/2009	Bed Bath &	400.00	14,628 00	-	15,525 60	897 60
1/1/1951	9/17/2009	Pepsico Inc	475.00	25,049.27	-	27,917 40	2,868 13
11/18/2008	9/17/2009	Pepsico Inc	225 00	11,787 00	-	13,224 03	1,437 03
1/1/1951	9/17/2009	Occidental Pete	525 00	12,891 37	-	41,355 80	28,464 43
11/24/2008	9/17/2009	Occidental Pete	200.00	9,860 00	-	15,754 59	5,894 59
1/1/1951	9/17/2009	Costco	375 00	13,946 90	-	21,747 38	7,800 48
6/1/2007	9/17/2009	Costco	275 00	15,529 30	-	15,948 08	418 78
5/12/2009	9/17/2009	Costco	250 00	11,856 05	-	14,498 25	2,642 20
1/1/1951	9/17/2009	Waste	1,900 00	55,548 87	-	57,119 18	1,570 31
1/20/2007	9/17/2009	Waste	375 00	12,483 75	-	11,273 52	(1,210 23)
4/15/2009	9/17/2009	Waste	50 00	1,402.50	-	1,503 14	100 64
8/4/2009	9/17/2009	Waste	25 00	770 25	-	751 57	(18 68)
7/18/2008	9/17/2009	Ebay Inc	25 00	601.63	-	610 65	9 02
10/24/2008	9/17/2009	Ebay Inc	950 00	13,578 50	-	23,204 67	9,626 17
1/23/2009	9/17/2009	Ebay Inc	975.00	11,704 04	-	23,815 31	12,111 27
6/4/2007	9/17/2009	Chubb Corp	350 00	19,220.83	-	17,137.13	(2,083 70)
7/20/2007	9/17/2009	Chubb Corp	400.00	20,528 00	-	19,585 30	(942 70)
9/19/2007	9/17/2009	Chubb Corp	100 00	5,354.00	-	4,896 32	(457 68)
10/22/2008	9/17/2009	Chubb Corp	350 00	16,091.05	-	17,137 14	1,046 09
1/1/1951	9/17/2009	Microsoft Corp	1,675 00	47,952 04	-	42,234 20	(5,717 84)
10/10/2008	9/17/2009	Microsoft Corp	675.00	16,057.50	-	17,019.75	962.25
10/30/2008	9/17/2009	Dentsply Intl Inc	700.00	21,176.97	-	24,117 87	2,940 90

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STMT 1

CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Brown Brothers Harriman Account #1035001530

January 01, 2009 to December 31, 2009

11/21/2008	9/17/2009	Dentsply Intl Inc	525 00	13,356 57	-	18,088 41	4,731 84	-
1/1/1951	9/17/2009	Novartis AG	1,125 00	55,909 50	-	54,116 73		(1,792 77)
10/3/2007	9/17/2009	Novartis AG	25 00	1,419 50	-	1,202 59		(216 91)
1/1/1951	9/17/2009	Berkshire	27 00	78,835 09	-	91,532 91		12,697 82
1/18/2008	9/17/2009	W W Grainger Inc	250 00	18,087 50	-	22,405 68		4,318 18
2/19/2008	9/17/2009	W W Grainger Inc	150 00	11,310 00	-	13,443 41		2,133 41
6/26/2008	9/17/2009	W W Grainger Inc	125 00	10,576 21	-	11,202 84		626 63
9/10/2008	9/17/2009	W W Grainger Inc	100 00	8,924.94	-	8,962 26		37 32
1/1/1951	9/17/2009	Liberty Global Inc	400 00	9,024 46	-	9,755 67		731 21
7/24/2006	9/17/2009	Liberty Global Inc	400 00	8,782 32	-	9,755 67		973 35
2/2006	9/17/2009	Liberty Global Inc	400 00	8,991.20	-	9,755 66		764 46
7/25/2007	9/17/2009	Comcast Corp Cl	900 00	25,629 00	-	15,336 05		(10,292 95)
7/31/2007	9/17/2009	Comcast Corp Cl	925 00	25,072.00	-	15,762.06		(9,309 94)
8/1/2007	9/17/2009	Comcast Corp Cl	650.00	16,752 00	-	11,076 04		(5,675 96)
9/19/2007	9/17/2009	Comcast Corp Cl	350.00	8,722.50	-	5,964.02		(2,758 48)
6/13/2008	9/17/2009	Comcast Corp Cl	500 00	10,900 00	-	8,520 03		(2,379 97)
4/15/2009	9/17/2009	Ecolab Inc	325 00	12,221 50	-	15,373.97	3,152.47	-
5/23/2008	9/17/2009	Progressive Corp	750 00	14,459 93	-	12,862 76		(1,597 17)
4/28/2008	9/17/2009	Progressive Corp	1,700 00	31,722 00	-	29,155.60		(2,566 40)
10/10/2008	9/17/2009	Diageo PLC ADR	450.00	27,757 50	-	28,918 50	1,161 00	-
10/22/2008	9/17/2009	Diageo PLC ADR	100 00	5,815.91	-	6,426 33	610 42	-
4/2008	9/17/2009	Diageo PLC ADR	150.00	8,100.00	-	9,639 50	1,539 50	-

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STMT A

CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Brown Brothers Harriman Account #1035001530

January 01, 2009 to December 31, 2009

1/1/1951	9/17/2009	Nestle Nam SA	1,875 00	52,433 82	-	79,659 37	27,225 55
1/1/1951	9/17/2009	Wal-Mart Stores	1,050 00	53,390 12	-	52,346 39	(1,043 73)
4/23/2007	9/17/2009	Wal-Mart Stores	50 00	2,527 19	-	2,492 69	(34 50)
9/19/2007	9/17/2009	Wal-Mart Stores	225 00	10,140 00	-	11,217 08	1,077 08
6/27/2008	9/17/2009	Walgreen Co	1,450 00	47,892 05	-	49,803 46	1,911 41
1/1/1951	9/17/2009	Dell Inc	2,475 00	71,344 56	-	41,938 04	(29,406 52)
9/7/2006	9/17/2009	Dell Inc	75 00	1,679 10	-	1,270.85	(408 25)
2/21/2008	9/17/2009	Dell Inc	250 00	4,937 50	-	4,236 16	(701 34)
1/1/1951	9/17/2009	Coca Cola Co	600 00	34,197 00	-	31,882.81	(2,314 19)
9/15/2008	9/17/2009	Coca Cola Co	275 00	15,380 25	-	14,612.96	(767 29)
10/13/2008	9/17/2009	Coca Cola Co	200 00	8,306 00	-	10,627 60	2,321 60 -
10/3/2007	9/17/2009	Intuit Inc	500 00	15,535 00	-	13,824 79	(1,710 21)
12/31/2007	9/17/2009	Intuit Inc	300 00	9,099 00	-	8,294 87	(804 13)
7/9/2008	9/17/2009	Intuit Inc	825 00	22,533 00	-	22,810 90	277 90
5/20/2008	9/17/2009	Vulcan Materials	375 00	30,380 21	-	22,597.66	(7,782 55)
6/13/2008	9/17/2009	Vulcan Materials	175 00	12,243.41	-	10,545 58	(1,697 83)
6/17/2009	9/17/2009	Vulcan Materials	275 00	12,376 70	-	16,571.62	4,194 92 -
12/13/2007	9/17/2009	Liberty Media	1,125.00	23,802.64	-	12,455.79	(11,346.85)
1/8/2008	9/17/2009	Liberty Media	1,000 00	17,570 00	-	11,071 81	(6,498 19)
1/14/2008	9/17/2009	Liberty Media	675.00	10,536.00	-	7,473 48	(3,062 52)
1/1/1951	9/17/2009	Cadbury PLC	1,008 00	44,235.94	-	51,976.18	7,740.24
9/16/2008	9/17/2009	Cadbury PLC	25 00	1,167 00	-	1,289 09	122 09

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STMT A

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
					Adjusted	Adjusted
BANK OF AMERICA 7 375%14NOTES DUE 05/15/14 06051GDY2	25,000.0000	05/08/09	12/11/09	\$28,444.75 ✓	\$24,861.25	\$3,583.50
Security Subtotal				\$28,444.75	\$24,861.25	\$3,583.50
FED FARM CR BK 3 6XXX** CALLED **DUE 05/05/15@ PAR EFF 11 31331GUN7	25,000.0000	04/30/09	11/19/09	\$25,000.00 ✓	\$24,945.00	\$55.00
Security Subtotal				\$25,000.00	\$24,945.00	\$55.00
FED FARM CR BK 2 875XXX** CALLED **DUE 05/06/13@ PAR EFF 09 31331GUE7	25,000.0000	05/05/09	09/25/09	\$25,000.00 ✓	\$25,000.00	\$0.00
Security Subtotal				\$25,000.00	\$25,000.00	\$0.00
FED HM LN MTG 3%13NOTES DUE 08/19/13 3128X86F4	30,000.0000	07/30/09	11/30/09	\$30,144.00 ✓	\$30,000.00	\$144.00
Security Subtotal				\$30,144.00	\$30,000.00	\$144.00
FED HM LN MTG 3 5XXX** CALLED **DUE 06/24/14@ PAR EFF 09 3128X8N24	25,000.0000	05/27/09	09/24/09	\$25,000.00 ✓	\$25,000.00	\$0.00
Security Subtotal				\$25,000.00	\$25,000.00	\$0.00
FED HOME LN BK 1.55XXX** CALLED **DUE 12/16/11@ PAR EFF 12 3133XTR81	25,000.0000	05/29/09	12/16/09	\$25,000.00 ✓	\$24,987.50	\$12.50
Security Subtotal				\$25,000.00	\$24,987.50	\$12.50

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

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STMT B

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

						Accounting Method First In First Out (FIFO)	
Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds		Cost Basis	Realized Gain or (Loss)
						Adjusted	Adjusted
NEW YORK ST DORM 4 81%11REV DUE	35,000 0000	07/31/09	10/07/09	\$36,974.35		\$37,256.10	(\$281.75)
12/15/11AUTH ST PERS 649902SY0						\$37,079.68	(\$105.33) ^b
Security Subtotal				\$36,974.35		\$37,256.10	(\$281.75)
Total Short-Term				\$195,563.10		\$192,049.85	\$3,513.25
						\$191,873.43	\$3,689.67^b
Total Realized Gain or (Loss)				\$195,563.10		\$192,049.85	\$3,513.25
						\$191,873.43	\$3,689.67^b

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premium of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol	Endnote Legend
b	When available, Adjusted Cost Basis values are used in Gain or (Loss) calculations

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

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CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Charles Schwab Institutional Account #61532722

January 01, 2009 to December 31, 2009

Realized Gains And Losses Summary	Cost Basis	Cost	Proceeds	Gains/Losses
Short Term	-	-	-	-
Long Term	1,336,897.67	-	1,101,566.72	(235,330.95)
Total Realized Gains and Losses	\$1,336,897.67	\$0.00	\$1,101,566.72	(\$235,330.95)

Open Date	Closed Date	Security Name	Quantity	Cost Basis	Adjustments	Proceeds	Short Term	Long Term
12/7/2007	3/4/2009	Chesapeake Core	9,832.93	208,949.78	-	84,956.52		(123,993.26)
12/11/2007	3/4/2009	Chesapeake Core	2.07	41.40	-	17.86		(23.54)
12/11/2007	3/4/2009	Chesapeake Core	395.37	7,919.34	-	3,416.03		(4,503.31)
7/26/2006	6/17/2009	SSgA Emrg Mkts	24,544.92	500,000.00	-	361,533.87		(138,466.13)
10/20/2006	6/17/2009	SSgA Emrg Mkts	1,034.92	21,516.08	-	15,243.89		(6,272.19)
10/20/2006	6/17/2009	SSgA Emrg Mkts	394.92	8,210.28	-	5,816.89		(2,393.39)
10/20/2006	6/17/2009	SSgA Emrg Mkts	90.91	1,889.96	-	1,339.01		(550.95)
12/15/2006	6/17/2009	SSgA Emrg Mkts	176.93	4,042.78	-	2,606.04		(1,436.74)
10/19/2007	6/17/2009	SSgA Emrg Mkts	986.14	31,063.36	-	14,525.30		(16,538.06)
10/19/2007	6/17/2009	SSgA Emrg Mkts	443.71	13,976.80	-	6,535.59		(7,441.21)
10/19/2007	6/17/2009	SSgA Emrg Mkts	306.08	9,641.53	-	4,508.40		(5,133.13)
12/14/2007	6/17/2009	SSgA Emrg Mkts	137.30	4,073.67	-	2,022.34		(2,051.33)
12/14/2007	6/17/2009	SSgA Emrg Mkts	291.86	8,659.35	-	4,298.87		(4,360.48)
12/14/2007	6/17/2009	SSgA Emrg Mkts	386.06	11,454.41	-	5,686.47		(5,767.94)
12/4/2007	6/17/2009	Forward Intl Small	10,054.30	200,000.00	-	102,841.78		(97,158.22)
12/7/2007	6/17/2009	Forward Intl Small	406.41	7,555.13	-	4,157.00		(3,398.13)
12/7/2007	6/17/2009	Forward Intl Small	456.28	8,482.21	-	4,667.10		(3,815.11)
12/28/2007	6/17/2009	Forward Intl Small	90.49	1,635.07	-	925.54		(709.53)

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STMT C

CONVERGENT

REALIZED GAINS AND LOSSES

RJM Foundation

Charles Schwab Institutional Account #61532722

January 01, 2009 to December 31, 2009

4/1/2003	7/30/2009	Vanguard Energy	3,926 65	170,089 70	-	390,179 32	220,089 62
12/19/2006	7/30/2009	Vanguard Energy	104 72	12,900 21	-	10,405 50	(2,494 71)
12/19/2006	7/30/2009	Vanguard Energy	137 66	16,958 46	-	13,678 94	(3,279 52)
3/21/2007	7/30/2009	Vanguard Energy	2 27	271 10	-	225 46	(45 64)
3/21/2007	7/30/2009	Vanguard Energy	14 29	1,707 92	-	1,420 25	(287 67)
3/21/2007	7/30/2009	Vanguard Energy	107 14	12,802 59	-	10,646 56	(2,156 03)
12/17/2007	7/30/2009	Vanguard Energy	22 66	3,319 45	-	2,251 75	(1,067 70)
12/17/2007	7/30/2009	Vanguard Energy	107 51	15,748 43	-	10,683 13	(5,065 30)
12/17/2007	7/30/2009	Vanguard Energy	257 66	37,742 39	-	25,603 07	(12,139 32)
3/27/2008	7/30/2009	Vanguard Energy	1 91	271 47	-	190 09	(81 38)
3/27/2008	7/30/2009	Vanguard Energy	112 55	15,974 80	-	11,184 15	(4,790 65)

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THE RJM FOUNDATION
 CHARITABLE CONTRIBUTIONS
 FOR YEAR ENDED 12/31/09
 EIN: 23-6953316

AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
5,000 00	Providence Pres. Church 171 Cordillo Pkwy Hilton Head, SC 29928-7503	Public Charity	To Fund Operating Budget
5,000 00	Chester County Council, BSA 504 S. Concord Street West Chester, PA 19382	Public Charity	To Fund Operating Budget
100,000.00	Philadelphia Zoo 3400 West Girard Avenue Philadelphia, PA 19104	Public Charity	To Fund Operating Budget
105,000 00	Westtown School 975 Westtown Road West Chester, PA 19382-5700	Public Charity	To Fund Operating Budget
10,000.00	United Way of Chester County 2 West Market Street West Chester, PA 19382-3007	Public Charity	To Fund Operating Budget
87,000.00	Phila Academy of Natural Science 1900 Benjamin Franklin Parkway Philadelphia, PA 19103-1101	Public Charity	To Fund Operating Budget
10,000.00	VF Chapter, Trout Unlimited 1300 N. 17th St. Ste 500 Arlington, VA 22209-2404	Public Charity	To Fund Operating Budget
82,000.00	Ned Smith Center 176 Water Company Road Millersburg, PA 17061	Public Charity	To Fund Operating Budget
25,000.00	Island Conservation University of California 100 Shaffer Road Santa Cruz, California 95060	Public Charity	To Fund Operating Budget
20,000 00	Land Trust Alliance 1660 L St. NW, Suite 1100 Washington, DC 20036	Public Charity	To Fund Operating Budget

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AMOUNT PAID	NAME OF ORGANIZATION	FOUNDATON STATUS OF RECIPIENT	PURPOSE
5,000.00	Princeton University 1 Nassau Hall Princeton, NJ 08544	Public Charity	To Fund Operating Budget
5,000.00	TU Coldwater Conservation Fund 1300 N 17th St. Ste 500 Arlington, VA 22209-2404	Public Charity	To Fund Operating Budget
15,000 00	Barrett Hospital Foundation 90 Hwy 91 South Dillon, Montana 59725	Public Charity	To Fund Operating Budget
92,000	Chester County Futures 704 Haywood Drive Exton, PA 19341	Public Charity	To Fund Operating Budget
55,000	Russell Byers Charter School 1911 Arch Street Philadelphia, PA 19103-1403	Public Charity	To Fund Operating Budget
5,000	Project Healing Waters PO Box 695 LaPlata, MD 20646	Public Charity	To Fund Operating Budget
10,000	Operation Warm 1653 Brintons Bridge Road Chadds Ford, PA 19317	Public Charity	To Fund Operating Budget
10,000	West Chester Food Cupboard 545 East Gay Street West Chester, PA 19380	Public Charity	To Fund Operating Budget
<u>646,000.00</u>	Total Charitable Contributions		

STMTI

Income Summary	This Period		Year to Date	
	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0 00	0 42	0 00	52 83
Corporate Bond Interest	0 00	3,931 89	0 00	21,944 11
Government Obligation Interest	0 00	953 25	0 00	5,672 51
Accrued Interest Paid ⁴	0 00	(651 36)	0 00	(8,250 04)

⁴Certain accrued interest paid on taxable bonds may be deductible, consult your tax advisor

Investment Detail - Money Market Funds [Sweep]

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB GOVT MONEY FUND SWGXX	53,423 8300	1 0000	53,423 83	0 01%	3%

Investment Detail - Fixed Income

Government Obligations	Par	Market Price	Market Value	% of Account Assets
FED FARM CR BK 4.55%12 NOTES DUE 08/10/12 CUSIP 31331S2T9 MOODY'S Aaa S&P AAA	25,000.0000	106 9218	26,730 45	2%
				Accrued Interest. 445.52

Investment Detail - Fixed Income (continued)

Government Obligations (continued)	Par	Market Price	Market Value	% of Account Assets
FED HM LN MTG 2%12 NOTES DUE 11/15/12 CALLABLE 05/15/10 AT 100.00000 CUSIP 3133F27A7 MOODY'S Aaa S&P AAA	25,000 0000	99 8975	24,974 38	2%
			Accrued Interest: 63.89	
FED HM LN MTG 4.34%17 NOTES DUE 12/18/17 CALLABLE 06/18/10 AT 100 00000 CUSIP 3128X8BM3 MOODY'S Aaa S&P AAA	35,000 0000	99 3881	34,785 84	2%
			Accrued Interest: 54.85	
FED HM LN MTG 2.375%12 NOTES DUE 02/24/12 CALLABLE 02/24/10 AT 100 00000 CUSIP 3128X8KX9 MOODY'S Aaa S&P AAA	25,000 0000	100 2425	25,060 63	2%
			Accrued Interest: 209.46	
FED HOME LN BK 4%19 NOTES DUE 05/13/19 CALLABLE 05/13/11 AT 100 00000 CUSIP 3133XTLS3 MOODY'S Aaa S&P AAA	25,000 0000	97 2779	24 319 48	2%
			Accrued Interest: 133.33	
FED HOME LN BK 2.7%13 NOTES DUE 10/09/13 CALLABLE 04/09/10 AT 100 00000 CUSIP 3133XUY56 MOODY'S Aaa S&P AAA	25,000 0000	99 9133	24,978 33	2%
			Accrued Interest: 153.75	
FED HOME LN BK 3.05%14 NOTES DUE 05/12/14 CALLABLE 02/12/10 AT 100 00000 CUSIP 3133XTLW4 MOODY'S Aaa S&P AAA	25,000 0000	99 7973	24,949 33	2%
			Accrued Interest: 103.78	

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Investment Detail - Fixed Income (continued)

Government Obligations (continued)	Par	Market Price	Market Value	% of Account Assets
FED NATL MTG 3%19 NOTES DUE 05/20/19 MULTI STEP CPN CALLABLE 02/20/10 AT 100.00000 CUSIP 3136FHRG2 MOODY'S Aaa S&P AAA	25,000 0000	98 8139	24,703 48	2%
				Accrued Interest 85 42
FED NATL MTG 1.3%12 NOTES DUE 05/04/12 MULTI STEP CPN CALLABLE 05/04/10 AT 100.00000 CUSIP 3136FHMP7 MOODY'S Aaa S&P AAA	25,000 0000	100 2445	25,061 13	2%
				Accrued Interest 51 46
FED NATL MTG 2.8%14 NOTES DUE 05/05/14 CALLABLE 05/05/11 AT 100 00000 CUSIP 31398AXB3 MOODY'S Aaa S&P AAA	25,000 0000	99 1021	24,775 53	2%
				Accrued Interest 108.89
FED NATL MTG 1.25%11 NOTES DUE 11/28/11 MULTI STEP CPN CALLABLE 05/28/10 AT 100 00000 CUSIP 3136FHUS2 MOODY'S Aaa S&P AAA	25,000 0000	100 3313	25,082 83	2%
				Accrued Interest 28.65
FED NATL MTG 3.45%16 NOTES DUE 04/08/16 CALLABLE 04/08/10 AT 100 00000 CUSIP 31398AWM0 MOODY'S Aaa S&P AAA	25,000 0000	99 4876	24,871 90	2%
				Accrued Interest 198 85

Investment Detail - Fixed Income (continued)

Government Obligations (continued)	Par	Market Price	Market Value	% of Account Assets
FED NATL MTG 2.625%14	30,000 0000	99 0003	29,700 09	2%
NOTES DUE 11/20/14				
CUSIP 31398AZV7				
MOODY'S Aaa S&P AAA				Accrued Interest: 89.69

Total Accrued Interest for Government Obligations: 1,727 54

Corporate Bonds	Par	Market Price	Market Value	% of Account Assets
ALLSTATE LF GLB 5.375%13	30,000 0000	106 8075	32,042 25	2%
NOTES DUE 04/30/13				
CUSIP 02003MBO6				
MOODY'S A1 S&P AA-				Accrued Interest: 273.23
APACHE 6.0%13	25,000 0000	109 9127	27,478 18	2%
NOTES DUE 09/15/13				
CALLABLE				
CUSIP 037411AU9				
MOODY'S A3 S&P A-				Accrued Interest: 441 67
BANK OF AMERICA 6.5%16	25,000 0000	107 8261	26,956 53	2%
NOTES DUE 08/01/16				
CALLABLE				
CUSIP 06051GEA3				
MOODY'S A2 S&P A				Accrued Interest: 690 63
BP CAP MKTS 3.625%14F	25,000 0000	102 2194	25,554 85	2%
NOTES DUE 05/08/14				
CALLABLE				
CUSIP 05565QBL1				
MOODY'S Aa1 S&P AA				Accrued Interest: 133 42

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
CATERPILLAR FINL 5.75%12	25,000 0000	107 9667	26,991 68	2%
NOTES DUE 02/15/12				
CUSIP 14912L4G3				
MOODY'S A2 S&P A				
				Accrued Interest: 543 06
CITIGROUP 6.375%14	25,000 0000	104 6050	26,151 25	2%
NOTES DUE 08/12/14				
CUSIP 172967EY3				
MOODY'S A3 S&P A				
				Accrued Interest: 615 36
CME 5.75%14	25,000 0000	109 2007	27,300 18	2%
NOTES DUE 02/15/14				
CALLABLE				
CUSIP 12572QAD7				
MOODY'S Aa3 S&P AA				
				Accrued Interest: 543 06
GEN ELEC CAP 5.625%18	25,000 0000	102 2706	25 567 65	2%
BONDS DUE 05/01/18				
CUSIP 36962G3U6				
MOODY'S Aa2 S&P AA+				
				Accrued Interest: 234 38
GOLDMAN SACHS GROUP 6%14	25,000 0000	109 5830	27,395 75	2%
NOTES DUE 05/01/14				
CUSIP 38141EA33				
MOODY'S A1 S&P A				
				Accrued Interest: 250 00
HONEYWELL INTL 4.25%13	25,000 0000	105 3419	26,335 48	2%
NOTES DUE 03/01/13				
CALLABLE				
CUSIP 438516AW6				
MOODY'S A2 S&P A				
				Accrued Interest: 354 17

STMT E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
IDAHO PWR CO 1ST 6.6%11 FR DUE 03/02/11 CUSIP 45138LAJ2 MOODY'S A3 S&P A-	25,000 0000	104 9005	26,225 13	2%
				Accrued Interest: 412.50
MARATHON OIL CORP 6.5%14 NOTES DUE 02/15/14 CALLABLE CUSIP 565849AG1 MOODY'S Baa1 S&P BBB+	25,000 0000	110 8418	27,710 45	2%
				Accrued Interest: 613.89
MORGAN STANLEY 6.0%15 NOTES DUE 04/28/15 CUSIP 61747YCE3 MOODY'S A2 S&P A	25,000 0000	106 5522	26,638 05	2%
				Accrued Interest: 262.50
NATL RURAL UTIL 7.25%12 NOTES DUE 03/01/12 CALLABLE CUSIP 637432CU7 MOODY'S A2 S&P A	25,000 0000	110 1627	27,540 68	2%
				Accrued Interest: 604.17
OCCIDENTAL PETE 4.125%16 NOTES DUE 06/01/16 CALLABLE CUSIP 674599BX2 MOODY'S A2 S&P A	25,000 0000	101 0748	25,268 70	2%
				Accrued Interest: 85.94
PNC FUNDING CP 5.125%10 SNR NOTES DUE 12/14/10 CUSIP 69347UAC4 MOODY'S A3 S&P A	25,000 0000	103 8347	25,958 68	2%
				Accrued Interest: 60.50

STMT E

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
PRAXAIR INC 3.25%15 BONDS DUE 09/15/15 CALLABLE CUSIP 74005PAV6 MOODY'S A2 S&P A	25,000 0000	100 0789	25,019 73	2%
				Accrued Interest 270 83
				Total Accrued Interest for Corporate Bonds 6,389 31

Municipal Bonds	Par	Market Price	Market Value	% of Account Assets
ATLANTA GA DEV 4.95%16 REV DUE 07/01/16 AUTH EDL OID TXBL AGC CUSIP 04780RBK3 MOODY'S Aa3 S&P AAA	25,000 0000	106 1010	26,525 25	2%
				Accrued Interest 618.75
ATLANTA GA DEV AU 6.3%16 REV DUE 01/01/16 OID SUBJ XTRO TXBL NPFG PRE-REFUNDED 01/01/12 AT 100 00000 CUSIP 04780NBS5 MOODY'S Aa2 S&P A	25,000 0000	108 6770	27,169 25	2%
				Accrued Interest 787.50
BURLINGTON VT 4.4%16 GO UTX DUE 11/01/16 TXBL CUSIP 122062PD8 MOODY'S Aa3 S&P N/R	30,000 0000	102 0780	30,623 40	2%
				Accrued Interest 487 67

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
CALIFORNIA ST 5.95%16 GO UTX DUE 04/01/16 TXBL CUSIP 13063A5D2 MOODY'S Baa1 S&P A	25,000 0000	100 8710	25,217 75	2%
				Accrued Interest: 371.88
COMMONWEALTH FI 5.592%17 REV DUE 06/01/17 AUTH PA REV TXBL CUSIP 20281PBZ4 MOODY'S A1 S&P AA-	25,000 0000	103 7520	25,938 00	2%
				Accrued Interest: 116.50
DU PAGE CNTY ILL 2.9%11 GO UTX DUE 10/01/11 CMNTY UNIT SCH TXBL FSA CUSIP 263493TT5 MOODY'S Aa3 S&P AAA	25,000 0000	101 6130	25,403 25	2%
				Accrued Interest: 181.25
EL PASO TEX 5.181%22 COMB LTX DUE 08/15/22 TXBL CALLABLE 08/15/19 AT 100 00000 CUSIP 283734MU2 MOODY'S N/R S&P AA	35,000 0000	97 4730	34,115 55	2%
				Accrued Interest: 387.86
FRESNO CNTY CAL 4.408%15 REV DUE 08/15/15 PENSION OBLIG TXBL FGIC CUSIP 358266BU7 MOODY'S N/R S&P A+	25,000 0000	97 4590	24,364 75	2%
				Accrued Interest: 416.31

SMTE

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
LIVINGSTON CNTY 2.5%11	25,000 0000	101.9250	25,481.25	2%
GO LTX DUE 04/01/11				
MICH TXBL				
CUSIP 5386025P4				
MOODY'S N/R S&P SP-1+				
				Accrued Interest: 156.25
METROPOLITAN ST 3.51%14	35,000 0000	98.0790	34,327.65	2%
REV BAB DUE 12/01/14				
COLLEGE DENVER COLO TXBL				
CUSIP 592566AD5				
MOODY'S Aa3 S&P AA-				
				Accrued Interest: 126.26
MIAMI FLA REV 4.75%13	25,000 0000	103.9330	25,983.25	2%
REV DUE 12/01/13				
TXBL				
CALLABLE				
CUSIP 593469BV0				
MOODY'S A3 S&P A				
				Accrued Interest: 98.96
NEW YORK N Y 5.96%16	25,000 0000	111.2920	27,823.00	2%
GO UTX DUE 04/01/16				
TXBL				
CUSIP 64966HJR2				
MOODY'S Aa3 S&P AA				
				Accrued Interest: 372.50
NORTHERN CALIF 4.37%12	25,000 0000	103.7050	25,926.25	2%
REV DUE 05/01/12				
TRANSMISSION AGY TXBL				
CUSIP 664848AZ1				
MOODY'S Aa3 S&P A+				
				Accrued Interest: 182.08

0000022160716

SMF E

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
OHIO ST 5.46%18	30,000 0000	103 2780	30,983 40	2%
REV DUE 10/01/18				
TXBL AMBAC				
CALLABLE 04/01/14 AT 100 00000				
CUSIP 677519WS5				
MOODY'S Aa3 S&P AA				
				Accrued Interest: 409 50
PHILADELPHIA PA 3.875%11	25,000 0000	102 2740	25,568 50	2%
GO UTX DUE 06/01/11				
SCH DIST TXBL AGC				
CUSIP 717883HK1				
MOODY'S Aa3 S&P AAA				
				Accrued Interest: 80 73
RILEY CNTY KANS 4.73%15	25,000 0000	105 0610	26,265 25	2%
GO UTX DUE 09/01/15				
UNI SCH DIST NO 383 TXBL				
CUSIP 766651NP4				
MOODY'S Aa3 S&P N/R				
				Accrued Interest: 788 33
SOUTH CAROLINA 4.27%15	25,000 0000	105 1910	26,297 75	2%
REV DUE 01/01/15				
ST PUB SVC AUTH REV TXBL				
CUSIP 8371475V5				
MOODY'S Aa2 S&P AA-				
				Accrued Interest: 655.33
SOUTH DAKOTA BR 2.875%12	25,000 0000	101 1860	25,296 50	2%
REV BAB DUE 04/01/12				
REGTS HSG & TXBL AGC				
CUSIP 837542BV0				
MOODY'S N/R S&P AAA				
				Accrued Interest: 179 69

SMTE

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value	% of Account Assets
SOUTHERN ILL UNI 3 25%13 REV DUE 04/01/13 REVS TXBL AGC CUSIP 843146Y47 MOODY'S Aa3 S&P AAA	25 000 0000	101 6130	25,403 25	2%
				Accrued Interest, 203.13
WAUWATOSA WIS 2.125%10 GO UTX BAB DUE 12/01/10 TXBL CUSIP 943504M56 MOODY'S Aaa S&P N/R	25,000 0000	101 0750	25 268 75	2%
				Accrued Interest, 44 27
				Total Accrued Interest for Municipal Bonds 6,664.75

Mortgage Pools	Par	Market Price	Market Value	% of Account Assets
FHLMC G1-2665 6.5%22 DUE 03/01/22 CUSIP 3128MBFE2 FACTOR= 522517770 REMAIN PRIN=\$28,738 48	55,000 0000	107 4250	30,872 31	2%
FHLMC G1-3637 5.5%23 DUE 12/01/23 CUSIP 3128MCHN8 FACTOR= 865702570 REMAIN PRIN=\$21,642 56	25,000 0000	106 0188	22,945 19	1%

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STMT E

Investment Detail - Fixed Income (continued)

Mortgage Pools (continued)	Par	Market Price	Market Value	% of Account Assets
FHLMC G1-8316 4%24 DUE 07/01/24 CUSIP 3128MMK69 FACTOR= 968844090 REMAIN PRIN=\$33,909 54	35,000 0000	100 7750	34,172 34	2%
FNMA PL 555549 5%18 DUE 06/01/18 CUSIP 31385XEW3 FACTOR= 257857830 REMAIN PRIN=\$28,364.36	110,000 0000	105 9688	30,057 37	2%
FNMA PL 790636 6%19 DUE 09/01/19 CUSIP 31405JLR3 FACTOR= 263349550 REMAIN PRIN=\$28,968 45	110,000 0000	107 2688	31,074 11	2%

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment

STMT E

Income Summary	This Period		Year to Date	
	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0 00	0 91	0 00	60 36
Cash Dividends	0 00	45,876 37	0 00	69,295 73
Total Capital Gains	0 00	5,865 67	0 00	5,865 67

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value	% of Account Assets
Cash	1 219 82	<1%

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB US TREAS MONEY FD SWUXX	91,667.2900	1 0000	91,667 29	0 01%	3%

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value	% of Account Assets
ALPINE GLOBAL PREMIER FD SYMBOL AWP	40,660.5605	6 2320	253,396.61	8%

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

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STMT F

Investment Detail - Mutual Funds

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets
ARTISAN INTL SMALL CAP ° FUND INVESTOR SHARE SYMBOL ARTJX	8,549 9540	17 4000	148,769 20	4%
EATON VANCE STRUCTURED ° EMRG MKTS CL I SYMBOL EIEMX	41,619 1890	13 1600	547,708 53	17%
HARBOR INTERNATIONAL FUND INST CL SYMBOL HAINX	9,970 1610	54 8700	547,062 73	17%
PIMCO COMMODITY REAL ° RETURN STRAT CL INSTL SYMBOL PCRIX	44,678 5500	8 2800	369,938 39	11%
T ROWE PRICE CAPITAL APPRECIATION FUND SYMBOL PRWCX	9,753 3040	18 1600	177,120.00	5%
VANGUARD GLOBAL EQUITY FUND INVESTOR SHARE SYMBOL VHGX	32,304 2030	15 6700	506,206 86	15%
VANGUARD HEALTH CARE FD ADMIRAL SHARE SYMBOL VGHAX	7,032 1270	50.7300	356,739.80	11%

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement
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STMT F

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value	% of Account Assets
VANGUARD GROWTH SYMBOL VUG	3,093 8752	53 0600	164,161 02	5%
VANGUARD VALUE SYMBOL VTV	3,017 6816	47 7500	144,094 30	4%

Transaction Detail - Purchases & Sales

Equity Funds Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
12/09/09	12/09/09	Reinvested Shares	PIMCO COMMODITY REAL RETURN STRAT CL INSTL PCRIX	529 7000	8 0600	(4,269 38)
12/17/09	12/17/09	Reinvested Shares	ARTISAN INTL SMALL CAP FUND INVESTOR SHARE ARTJX	58 8970	16.8100	(990 06)
12/30/09	12/30/09	Reinvested Shares	EATON VANCE STRUCTURED EMRG MKTS CL I EIEMX	364 1630	13.1300	(4,781 46)
12/30/09	12/30/09	Reinvested Shares	PIMCO COMMODITY REAL RETURN STRAT CL INSTL PCRIX	1,058 6260	8 3100	(8,797 18)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement
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STMT F

Holdings Report by Security Type

As of December 31, 2009
Custodied at BROWN BROTHERS HARRIMAN & CO

				Cost Value				Market Value				
Par/Shares	Security Description	EH YTM	Estimated Annual Income	Unit	Value	Market Price	Principal	Accrued Income	Total	Unrealized Gain/(Loss)	% Grp	% MV
CASH AND CASH EQUIVALENTS												
Cash and Cash Equivalents												
	Cash Adj For Unsettled Trades		0.00		95,021.50		95,021.50	0.00	95,021.50	0.00	82.55	3.32
20,082,090	BBH MONEY MARKET FUND 0.010% CUSIP 05528C105	0.01	2.01	1,000	20,082.09	1,000	20,082.09	0.00	20,082.09	0.00	17.45	0.70
	Total Cash and Cash Equivalents		2.01		115,103.59		115,103.59	0.00	115,103.59	0.00	100.00	4.02
	TOTAL CASH AND CASH EQUIVALENTS		2.01		115,103.59		115,103.59	0.00	115,103.59	0.00	100.00	4.02
EQUITIES												
Mutual Funds												
Domestic Mutual Fund - Large Cap												
116,023,007	BBH CORE SELECT CL N DIVIDEND RATE 0.056 CUSIP 05528X604	0.44	6,497.29	12,170	1,412,000.00	12,590	1,460,729.66	0.00	1,460,729.66	48,729.66	100.00	51.07
	Total Domestic Mutual Fund - Large Cap		6,497.29		1,412,000.00		1,460,729.66	0.00	1,460,729.66	48,729.66	100.00	51.07
	TOTAL EQUITIES		6,497.29		1,412,000.00		1,460,729.66	0.00	1,460,729.66	48,729.66	100.00	51.07
ALTERNATIVE INVESTMENTS												
Private Equity Funds												
429,786,270	BBH PRIVATE EQ PARTNERS II (valued as of 09/30/09) CUSIP 801647123	0.00	0.00	0,438	188,263.05	1,000	429,786.27	0.00	429,786.27	241,523.22	33.47	15.03
	Total Private Equity Funds		0.00		188,263.05		429,786.27	0.00	429,786.27	241,523.22	33.47	15.03

Holdings Report by Security TypeAs of December 31, 2009
Custodied at BROWN BROTHERS HARRIMAN & CO

Par/Shares	Security Description	Eff YTM	Estimated Annual Income	Cost Value		Market Price	Market Value			Unrealized Gain/(Loss)	% Grp	% MV
				Unit	Value		Principal	Accrued Income	Total			
Hedge Funds												
17 117	BBH ABS RET O/S FD SER E TR 1 FINAL PRICES AS OF 12/31/08 CUSIP 1159769	0.00	0.00	73 518	1 258 38	0.000	0.00	0.00	0.00	(1 258 38)	0.00	0.00
4 982 272	BBH ABS RET O/S SER A TR 1 PRELIM PRICES AS OF 12/31/09 CUSIP BLANK BLANK	0.00	0.00	100 003	498 243 72	31 960	159 233 41	0.00	159 233 41	(339 010 31)	12 40	5 57
5 000	BBH L/S EQTY O/S FD SER A TR 1 PRELIM PRICES AS OF 12/31/09 CUSIP BLANK BLANK	0.00	0.00	100 000	500 000 00	139 040	695 200 00	0.00	695 200 00	195 200 00	54 13	24 31
Total Hedge Funds			0.00		999 502.10		854 433 41	0.00	854,433.41	(145,068 69)	66 53	29 88
TOTAL ALTERNATIVE INVESTMENTS			0.00		1,187,765 15		1,284,219 68	0.00	1,284,219 68	96,454.53	0.00	44.91
TOTAL MARKETABLE SECURITIES				6,499 30	2,714,868.74		2,860,052.93	0.00	2,860,052.93	145,184 19		100 00
TOTAL PORTFOLIO				6 499.30	2,714,868 74		2,860 052.93	0.00	2,860,052.93	145,184 19		

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)A corporation required to file Form 990 T and requesting an automatic 6 month extension check this box and complete Part I only ☐

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

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

Type or print	Name of Exempt Organization THE RJM FOUNDATION C/O R. JAMES MACALEER, TRUSTEE	Employer identification number 23-6953316
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 1600 PAOLI PIKE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MALVERN, PA 19355	

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

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990 T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990 BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990 T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041 A | <input type="checkbox"/> Form 8870 |

C/O R. JAMES MACALEER, TRUSTEE

- The books are in the care of ▶ **1600 PAOLI PIKE - MALVERN, PA 19355**

Telephone No ▶ **610-725-8371**

FAX No ▶

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

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 16, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____

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

3a	If this application is for Form 990 BL, 990 PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	72,272.
b	If this application is for Form 990 PF or 990 T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	72,272.
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

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

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

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

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)		
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE RJM FOUNDATION C/O R. JAMES MACALEER, TRUSTEE	Employer identification number 23-6953316
	Number, street, and room or suite no. If a P O box, see instructions 1600 PAOLI PIKE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MALVERN, PA 19355	

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

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041 A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

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

C/O R. JAMES MACALEER, TRUSTEE

• The books are in the care of **▶ 1600 PAOLI PIKE - MALVERN, PA 19355**
 Telephone No **▶ 610-725-8371** FAX No **▶**

• If the organization does not have an office or place of business in the United States, check this box ☐ **X**

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**

5 For calendar year **2009**, or other tax year beginning _____, and ending _____

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	72,272.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	72,272.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

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

Signature **▶ *Randi J. Jowers*** Title **▶ CPA** Date **▶ 8/9/10**

Form 8868 (Rev. 4-2009)