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

OMB No 1545-0052

**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 , 2009, and ending**

**G** Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>The Marmor Foundation</b>		<b>A</b> Employer identification number <b>23-7005963</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>c/o Leventhal Kline Mgt, 127 University Ave</b>		<b>B</b> Telephone number (see the instructions) <b>(510) 841-4123</b>
	City or town <b>Berkeley</b>	State ZIP code <b>CA 94710</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
	<b>H</b> 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		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 12,306,823.</b>		<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	1 Contributions, gifts, grants, etc. received (att sch)	0.			
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	1,623.	1,623.		
	4 Dividends and interest from securities	306,077.	306,077.		
	5a Gross rents	0.	0.		
	b Net rental income or (loss)	0.			
	6a Net gain/(loss) from sale of assets not on line 10	-816,704.			
	b Gross sales price for all assets on line 6a	5,682,371.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications			200,000.	
	10a Gross sales less returns and allowances	0.			
b Less Cost of goods sold	0.				
c Gross profit/(loss) (att sch)	0.				
11 Other income (attach schedule)					
12 <b>Total.</b> Add lines 1 through 11	-509,004.	307,700.	200,000.		
<b>ADMINISTRATIVE EXPENSES</b>	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	0.	0.		0.
	15 Pension plans, employee benefits	0.	0.		0.
	16a Legal fees (attach schedule) L-16a Stmt	1,428.	0.		1,428.
	b Accounting fees (attach sch) L-16b Stmt	2,000.	200.		1,800.
	c Other prof fees (attach sch) L-16c Stmt	126,834.	88,985.		37,635.
	17 Interest				
	18 Taxes (attach schedule) (see instr) Excise tax	4,033.			
	19 Depreciation (attach sch) and depletion	0.	0.		
	20 Occupancy	0.	0.		0.
	21 Travel, conferences, and meetings	0.	0.		0.
	22 Printing and publications	53.	0.		52.
	23 Other expenses (attach schedule) See Line 23 Stmt	30.	0.		30.
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	134,378.	89,185.		40,945.
	25 Contributions, gifts, grants paid	387,000.			587,000.
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	521,378.	89,185.		627,945.	
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>	-1,030,382.				
b <b>Net investment income</b> (if negative, enter -0-)		218,515.			
c <b>Adjusted net income</b> (if negative, enter -0-)			200,000.		

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**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
<b>ASSETS</b>	1 Cash – non-interest-bearing	0.	25,015.	25,015.
	2 Savings and temporary cash investments	573,822.	436,434.	436,434.
	3 Accounts receivable	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	4 Pledges receivable	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	5 Grants receivable	0.	0.	0.
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)	0.	0.	0.
	7 Other notes and loans receivable (attach sch)	0.		
	Less: allowance for doubtful accounts	0.	0.	0.
	8 Inventories for sale or use	0.	0.	0.
	9 Prepaid expenses and deferred charges	20,275.	16,242.	16,242.
	10a Investments – U.S. and state government obligations (attach schedule) L-10a Stmt	1,959,105.	1,973,210.	1,973,210.
	b Investments – corporate stock (attach schedule) L-10b Stmt	1,913,303.	2,457,937.	2,457,937.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	754,743.	875,336.	875,336.
	11 Investments – land, buildings, and equipment: basis	0.		
Less: accumulated depreciation (attach schedule)	0.	0.	0.	
12 Investments – mortgage loans	0.	0.	0.	
13 Investments – other (attach schedule) L-13 Stmt	4,629,403.	5,456,559.	5,456,559.	
14 Land, buildings, and equipment: basis	0.			
Less: accumulated depreciation (attach schedule)	0.	0.	0.	
15 Other assets (describe L-15 Stmt)	1,316,090.	1,066,090.	1,066,090.	
16 <b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item i)	11,166,741.	12,306,823.	12,306,823.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses	3,595.	3,834.	
	18 Grants payable	0.		
	19 Deferred revenue	0.		
	20 Loans from officers, directors, trustees, & other disqualified persons	0.		
	21 Mortgages and other notes payable (attach schedule)	0.		
	22 Other liabilities (describe)	0.		
	23 <b>Total liabilities</b> (add lines 17 through 22)	3,595.	3,834.	
<b>NET ASSETS OR FUND BALANCES</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input checked="" type="checkbox"/>			
	24 Unrestricted	11,163,146.	12,302,989.	
	25 Temporarily restricted	0.	0.	
	26 Permanently restricted	0.	0.	
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 <b>Total net assets or fund balances</b> (see the instructions)	11,163,146.	12,302,989.	
	31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	11,166,741.	12,306,823.	

**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	11,163,146.
2 Enter amount from Part I, line 27a	2	-1,030,382.
3 Other increases not included in line 2 (itemize) <u>See Other Increases Stmt</u>	3	2,170,225.
4 Add lines 1, 2, and 3	4	12,302,989.
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	12,302,989.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a Publicly traded securities</b>		P	Various	Various
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 5,682,371.	0.	6,499,075.	-816,704.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
<b>a</b>			-816,704.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	-816,704.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		<b>3</b>	

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

**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 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 (column (b) divided by column (c))
2008	482,297.	11,800,030.	0.040873
2007	631,885.	13,073,101.	0.048335
2006	575,188.	11,844,524.	0.048562
2005	163,131.	11,197,885.	0.014568
2004	242,821.	3,519,126.	0.069000

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.221338
<b>3</b> Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.044268
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	10,067,480.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	445,667.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	2,185.
<b>7</b> Add lines 5 and 6	<b>7</b>	447,852.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	627,945.

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 the instructions)**

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,185.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,185.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,185.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	16,242.	
b Exempt foreign organizations – tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments Add lines 6a through 6d	7	16,242.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,057.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	14,057.	Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 the instructions for definition)? <i>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.</i>		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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	n/a	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA - California		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Leventhal Kline Management Inc.</u> Telephone no <u>(510) 841-4123</u> Located at <u>127 University Avenue</u> <u>Berkeley</u> <u>CA</u> ZIP + 4 <u>94710-1616</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

**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
<b>1a</b> 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 checked="" type="checkbox"/> Yes <input 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>b</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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> <input type="checkbox"/>	1b	X
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
<b>2</b> 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)).			
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 the instructions.) <u>N/A</u>	2b	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3a</b>	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>b</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) <u>N/A</u>	3b	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

N/A ☐**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?

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

**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 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
Michael F. Marmor 127 University Ave Berkeley CA 94710	Pres & Dir 2.00	0.	0.	0.
Jane B. Marmor 127 University Ave Berkeley CA 94710	Secty & Dir 1.00	0.	0.	0.
David J. Marmor 127 University Ave Berkeley CA 94710	Director 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1— see 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				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

None

**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 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

None

**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 The foundation lends notable works of art to other charitable organizations for public display.	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,635,634.
b	Average of monthly cash balances	1b	585,158.
c	Fair market value of all other assets (see instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	10,220,792.
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	10,220,792.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	153,312.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,067,480.
6	Minimum investment return. Enter 5% of line 5	6	503,374.

**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	503,374.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,185.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	0.
c	Add lines 2a and 2b	2c	2,185.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	501,189.
4	Recoveries of amounts treated as qualifying distributions	4	200,000.
5	Add lines 3 and 4	5	701,189.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	701,189.

**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	627,945.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	627,945.
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 instructions)	5	2,185.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	625,760.

**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.

BAA

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				701,189.
<b>2</b> Undistributed income, if any, as of the end of 2009.				
<b>a</b> Enter amount for 2008 only			559,604.	
<b>b</b> Total for prior years. 20____, 20____, 20____	0.			
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004	0.			
<b>b</b> From 2005	0.			
<b>c</b> From 2006	0.			
<b>d</b> From 2007	0.			
<b>e</b> From 2008	0.			
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: \$ 627,945.				
<b>a</b> Applied to 2008, but not more than line 2a			559,604.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				68,341.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				632,848.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005	0.			
<b>b</b> Excess from 2006	0.			
<b>c</b> Excess from 2007	0.			
<b>d</b> Excess from 2008	0.			
<b>e</b> Excess from 2009	0.			

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

N/A

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

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

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- 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(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

**Part XV** **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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) )

n/a

- 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

n/a

**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:

n/a

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

n/a

- c Any submission deadlines?

n/a

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

n/a

**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
<b>a Paid during the year</b> Please see attached schedule		public	various	587,000.
<b>Total</b>			<b>3a</b>	587,000.
<b>b Approved for future payment</b> none	n/a	n/a	n/a	0.
<b>Total</b>			<b>3b</b>	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) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b>	Program service revenue:					
a						
b						
c						
d						
e						
f						
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments			14	1,623.	
<b>4</b>	Dividends and interest from securities			14	306,077.	
<b>5</b>	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	-816,704.	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue					
a						
b						
c						
d						
e						
<b>12</b>	Subtotal. Add columns (b), (d), and (e)				-509,004.	
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)					-509,004.

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]



Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
California filing fees	10.	0.		10.
Domain Registration	20.	0.		20.
Total	30.	0.		30.

Form 990-PF, Page 2, Part III, Line 3

**Other Increases Stmt**

FMV adjustment in basis of donated art	190,000.
Unrealized increase - FMV investments	1,980,225.
Total	2,170,225.

Form 990-PF, Page 6, Part VIII, Line 1

**Information about Officers, Directors, Trustees, Etc.**

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Andrea Marmor 127 University Ave Berkeley CA 94710	Director 0.25	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Harald J. Leventhal 127 University Ave Berkeley CA 94710	CFO 1.00	0.	0.	0.
Person <input type="checkbox"/> Business <input type="checkbox"/> Benita R. Kline 127 University Ave Berkeley CA 94710	Asst Secretary 1.00	0.	0.	0.

Total

0.      0.      0.

Form 990-PF, Page 1, Part I

**Line 16a - Legal Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Adler Colvin	Legal services	1,428.	0.		1,428.
Total		1,428.	0.		1,428.

Form 990-PF, Page 1, Part I

**Line 16b - Accounting Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>Leventhal Kline Mgt</u>	<u>Tax &amp; regulatory filing</u>	<u>2,000.</u>	<u>200.</u>		<u>1,800.</u>
Total		<u>2,000.</u>	<u>200.</u>		<u>1,800.</u>

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>Leventhal Kline Mgt</u>	<u>Fdn mgt svcs</u>	<u>42,240.</u>	<u>4,391.</u>		<u>37,635.</u>
<u>First Republic</u>	<u>Invest mgt svcs</u>	<u>84,594.</u>	<u>84,594.</u>		<u>0.</u>
Total		<u>126,834.</u>	<u>88,985.</u>		<u>37,635.</u>

Form 990-PF, Page 2, Part II, Line 10a

**L-10a Stmt**

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
<u>Total from attached Schedule</u>	<u>752,385.</u>	<u>752,385.</u>	<u>1,191,565.</u>	<u>1,191,565.</u>
<u>Accrued Interest Receivable</u>			<u>29,260.</u>	<u>29,260.</u>
Total	<u>752,385.</u>	<u>752,385.</u>	<u>1,220,825.</u>	<u>1,220,825.</u>

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
<u>Total from attached Schedule</u>	<u>2,443,035.</u>	<u>2,443,035.</u>
<u>Accrued Dividends &amp; Income Receivable</u>	<u>14,902.</u>	<u>14,902.</u>
Total	<u>2,457,937.</u>	<u>2,457,937.</u>



Form 990-PF, Page 2, Part II, Line 10c

**L- 10c Stmt**

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Total from attached Schedule	872,393.	872,393.
Accrued Interest Receivable	2,943.	2,943.
Total	<u>875,336.</u>	<u>875,336.</u>

Form 990-PF, Page 2, Part II, Line 13

**L-13 Stmt**

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Total from attached Schedule	5,456,559.	5,456,559.
Total	<u>5,456,559.</u>	<u>5,456,559.</u>

Form 990-PF, Page 2, Part II, Line 15

**Other Assets Stmt**

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Artwork on loan to Art Museums	1,316,090.	1,066,090.	1,066,090.
Total	<u>1,316,090.</u>	<u>1,066,090.</u>	<u>1,066,090.</u>

## Schedule of Investments, Part II, Lines 10a, 10b, 10c &amp; 13

Attachment Page 1 of 5

<b>Line 10a - Investments - U.S. &amp; State Government Obligations:</b>			
<b>Description</b>	<b>Par Value</b>	<b>Book Value 12/31/09</b>	<b>Market Value 12/31/09</b>
Fed Home Loan Mtge Grp #G11731	33,425 71	35,761 33	35,761 33
Fed Home Ln Bks	50,000 00	49,368.50	49,368 50
Fed Home Loan Mtge	75,000.00	74,398.73	74,398 73
Fed Farm Credit Bank	75,000.00	78,246.08	78,246 08
Fed Home Loan Bnks	35,000 00	35,045.36	35,045.36
Federal Home Loan Mtge Corp	50,000 00	50,691 65	50,691 65
Federal Home Loan Mtge Corp	55,003 47	57,966 50	57,966 50
Federal Home Loan Mtge Corp	51,956 72	53,065 47	53,065 47
Fed Natl Mtg Assn	60,000 00	59,400 18	59,400 18
Fed Natl Mtg Assn Pool #545091	50,705 73	55,046 65	55,046 65
Fed Natl Mtg Assn #254906	73,075 90	76,601 81	76,601 81
Fed Natl Mtg Assn	75,000 00	75,921 15	75,921 15
Fed Natl Mtg Assn	50,000 00	50,872 05	50,872 05
-----		-----	-----
<b>Sub-total U.S. Government Obligations</b>		<b>752,385.46</b>	<b>752,385.46</b>
-----			
Antigo Wisconsin	75,000.00	76,305 00	76,305 00
Atlanta GA Urban Residential	75,000.00	79,623 00	79,623 00
Columbus Ohio	75,000 00	74,241.00	74,241 00
Connecticut St	75,000.00	78,371 25	78,371.25
El Paso Texas	50,000.00	48,736 50	48,736 50
Florida Hsg Fin Corp Rev 5.949%	55,000.00	55,000 00	55,000 00
Florida St Dept of Management Svcs	40,000.00	39,914 40	39,914 40
Missouri State Hsg Dev Comm	75,000.00	71,224 50	71,224 50
Monrovia CA	75,000 00	76,904 25	76,904 25
New York St Urban Dev Corp	40,000.00	43,776.40	43,776 40
Ohio Hsg Fin Agcy Mtg Rev	75,000.00	77,811.75	77,811 75
Oklahoma Housing Fin Agcy	75,000 00	79,991.25	79,991 25
Oregon State Dept Admin	75,000 00	78,101.25	78,101.25
Pasadena Calif Pension Fdg	50,000 00	54,546 00	54,546 00
San Diego Cnty Calif Pension	35,000 00	36,371.65	36,371 65
Sapula OK Mun Auth Cap	75,000 00	68,430 00	68,430 00
University of New Mexico	75,000 00	77,018 25	77,018.25
Wisconsin Hsg & Economic Dev	75,000 00	75,198 00	75,198 00
-----		-----	-----
<b>Sub-total State &amp; Local Government Obligations</b>		<b>1,191,564 45</b>	<b>1,191,564 45</b>
-----			
<b>Total US &amp; State Government Obligations</b>		<b>1,943,949.91</b>	<b>1,943,949.91</b>

## Schedule of Investments, Part II, Lines 10a, 10b, 10c &amp; 13

Attachment Page 2 of 5

<b>Line 10b- Investments - Corporate Stock</b>			
<b>Description</b>	<b># Shares</b>	<b>Book Value 12/31/09</b>	<b>Market Value 12/31/09</b>
Morgan Stanley Cap TR III	1,000.00	21,450.00	21,450 00
Brinks Home Sec Holdgs Inc	460 00	15,014.40	15,014 40
DirectTV Com Cl A	1,118.00	37,285.30	37,285 30
Foot Locker Inc	2,400.00	26,736 00	26,736 00
Ford Motor Co Del Com Par \$0.01	7,684.00	76,840 00	76,840 00
Liberty Global Inc	1,347.00	29,485 83	29,485 83
Mens Wearhouse Inc Com	740 00	15,584 40	15,584 40
Sothebys Holding Inc Cl A	860 00	19,332 80	19,332 80
TJX Cos Inc New Com	741 00	27,083 55	27,083 55
Vail Resorts Inc	770.00	29,106 00	29,106 00
Campbell Soup Co Com	926.00	31,298 80	31,298 80
Coca-Cola Enterprise	1,468 00	31,121.60	31,121 60
Caseys Gen Stores Inc Com	590.00	18,826 90	18,826 90
CVS Corporation Delaware	799.00	25,735 79	25,735 79
Kroger Co Com	1,250.00	25,662 50	25,662 50
Safeway Inc Com New	1,318.00	28,060 22	28,060 22
Winn Dixie Stores Inc Com New	1,310.00	13,152.40	13,152 40
Cabot Oil & Gas Corp Com	580.00	25,282 20	25,282.20
CNX Gas Corp Com	670.00	19,778 40	19,778.40
Denbury Resources Inc	940 00	13,912 00	13,912.00
Devon Energy	600 00	44,100.00	44,100 00
Encore Acquisition Co	280 00	13,445.60	13,445.60
Exxon Mobil Corp Com	406 00	27,685.14	27,685 14
Overseas Shipholding Corp	630.00	27,688.50	27,688 50
Valero Energy	1,424.00	23,852 00	23,852 00
Williams Cos Inc	1,600.00	33,728 00	33,728 00
Americredit Corp Com	1,160.00	22,086 40	22,086 40
Bank of America Corporation	2,000.00	30,120 00	30,120 00
Berkeley W R Corp	330.00	8,131 20	8,131.20
Capitol Federal Finl	510.00	16,044 60	16,044 60
Fifth Third Bancorp	1,170.00	11,407 50	11,407.50
Genworth Finl	3,600.00	40,860 00	40,860 00
Hudson City Bancorp	1,810 00	24,851.30	24,851 30
Investors Bancorp Inc Com	1,840 00	20,129.60	20,129 60
Jefferies Group Inc	750.00	17,797 50	17,797.50
Plum Creek Timber So Inc	750 00	28,320 00	28,320 00
Raymond James Financial Inc	730.00	17,352 10	17,352.10
Leucadia National Corp	1,100.00	26,169 00	26,169 00
Regions Finl Corp	2,150.00	11,373.50	11,373 50
SL Green Realty Corp	430.00	21,603 20	21,603 20
TFS Financial Corp	1,050 00	12,747.00	12,747 00
UMB Financial Corp	560 00	22,036.00	22,036 00
White Mountain Ins Group	85 00	28,276 10	28,276.10

## Schedule of Investments, Part II, Lines 10a, 10b, 10c &amp; 13

Attachment Page 3 of 5

Line 10b- Investments - Corporate Stock (continued)			
Description	# Shares	Book Value 12/31/09	Market Value 12/31/09
Amerisourcebergen	2,552 00	66,530 64	66,530.64
Assisted Living Concept Inc	534 00	14,081.58	14,081 58
Boston Scientific Corp	3,900 00	35,100 00	35,100.00
Cardinal Health Inc Com	1,030.00	33,207.20	33,207.20
Carefusion Corp	1,500 00	37,515.00	37,515.00
Espress Scripts Inc	367.00	31,716.14	31,716.14
Hospira	700.00	35,700.00	35,700.00
McKesson Corporation	489.00	30,562.50	30,562 50
Medco Health Solutions	512.00	32,721 92	32,721 92
Mylan Inc Com	2,200.00	40,546 00	40,546.00
Pharmerica Corp Com	2,600.00	41,288 00	41,288 00
Amerco	194.00	9,645.68	9,645 68
Ameron Intl Inc Com	240 00	15,230.40	15,230.40
Delta Air Lines Inc Del Com New	5,200 00	59,176 00	59,176.00
Encore Sire Corp	880 00	18,541 60	18,541 60
General Elec Co Com	2,500 00	37,825 00	37,825 00
Granite Construction	290 00	9,761 40	9,761 40
Lockheed Martin Corp Com	412 00	31,044 20	31,044.20
Raytheon Co New	634 00	32,663.68	32,663 68
Textron Inc Com	1,600 00	30,096.00	30,096 00
Trinity Industries Inc	1,280 00	22,323.20	22,323.20
ADC Telecommunications Inc	1,700 00	10,557.00	10,557.00
Avnet Inc Com	880 00	26,540 80	26,540.80
Molex Inc Cl A	700 00	13,391 00	13,391 00
Tellabs Inc Com	2,360.00	13,404.80	13,404.80
Western Union Co Com	2,100 00	39,585 00	39,585 00
Allegheny Technologies Inc	640.00	28,652 80	28,652 80
Commercial Metals	830.00	12,989 50	12,989 50
Kaiser Aluminum Corp Com Par \$0 01	350.00	14,567 00	14,567 00
Newmont Minig Corp Com	700.00	33,117 00	33,117.00
Schnitzer Steel Inds Inc Cl A	350 00	16,695 00	16,695 00
BCE Inc Com New	1,229.00	33,932 69	33,932 69
CenturyTel Inc	808.30	29,257.68	29,257 68
Oneok Inc New Com	680.00	30,307 60	30,307 60
Daimler AG Ord	534.00	28,462 20	28,462 20
Fiat Spa ADR New	3,573.00	52,546.32	52,546 32
Nissan Motors Spon ADR	2,087.00	36,316.93	36,316.93
Kirin Brewery Ltd	1,837 00	29,401 37	29,401.37
Montpelier RE Hldg Ltd	2,300 00	39,836 00	39,836.00
XL Capital Ltd Cl A ISIN	1,800 00	32,994 00	32,994 00
Deutsche Lufthansa AG Spon ADR	1,693 00	28,541 78	28,541 78
Flextronics Intl Ltd Ord	4,114.00	30,073.34	30,073 34
Hitachi Ltd	937 00	28,747 16	28,747 16

## Schedule of Investments, Part II, Lines 10a, 10b, 10c &amp; 13

Attachment Page 4 of 5

**Line 10b- Investments - Corporate Stock (continued)**

Description	# Shares	Book Value 12/31/09	Market Value 12/31/09
Anglogold Ltd ADR	900 00	36,162 00	36,162 00
Deutsche Telekom AG Spon ADR	2,069 00	30,414 30	30,414.30
Korea Electric Power ADR	2,800 00	40,712 00	40,712 00
-----	-----	-----	-----
<b>Total Corporate Stock</b>		<b>2,443,034.74</b>	<b>2,443,034.74</b>

**Line 10c - Investments - Corporate Bonds**

Description	Par Value/# Units	Book Value 12/31/09	Market Value 12/31/09
ATT Inc Notes callable	50,000 00	53,423.90	53,423.90
BP Cap Mkts Plc Gtd Nt	35,000 00	35,776.79	35,776.79
Caterpillar Inc	50,000 00	61,025.40	61,025.40
Citigroup Inc	50,000 00	52,302 50	52,302.50
CME Group Inc	35,000 00	38,220 25	38,220.25
Deere &Co	50,000 00	50,163.40	50,163.40
DuPont Ei De Nemours & Co	35,000 00	37,356.76	37,356.76
General Electric Cap Corp	50,000 00	51,135 30	51,135.30
Goldman Sachs Group Med	50,000 00	54,791.50	54,791.50
Hewlett Packard Co	50,000 00	53,405.70	53,405 70
Honeywell Intl Inc	35,000 00	36,869 67	36,869.67
Idaho Pwr Co Mtn	45,000 00	47,205.23	47,205 23
Morgan Stanley Sr Nt	35,000.00	37,293 27	37,293 27
National Rural Utils Coop	50,000 00	55,081.35	55,081.35
Novartis Sec Invst Ltd	35,000 00	36,528 98	36,528 98
Occidental Pete Corp	50,000 00	57,195 05	57,195 05
Shell Intl Fin BV	35,000 00	36,607 13	36,607 13
United Parcel Service Inc	25,000 00	26,590 35	26,590 35
Wells Fargo Notes 11/6/02	50,000.00	51,420 15	51,420 15
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<b>Total Corporate Bonds</b>		<b>872,392.68</b>	<b>872,392.68</b>

**Line 10d - Investments - Other**

Description	Par Value/# Units	Book Value 12/31/09	Market Value 12/31/09
Excelsior LaSalle Property Fund Inc	1,863 42	122,165 75	122,165 75
Metropolitan Real Estate Partners VLP	1 00	195,610.00	195,610 00
PIMCO Commodity Real Return Strategy	41,200 35	341,138.90	341,138 90
Man-Ahl Diversified II LP	1.00	256,465.68	256,465.68
Artio International Equity Fund CI 1	23,773.76	671,370 92	671,370.92
Eaton Vance Structured Emerging	32,185 04	423,555 08	423,555 08
Forward Internatl Small Companies	28,152 82	342,338.29	342,338 29

## Schedule of Investments, Part II, Lines 10a, 10b, 10c &amp; 13

Attachment Page 5 of 5

<b>Line 10d - Investments - Other</b>			
<b>Description</b>	<b>Par Value/# Units</b>	<b>Book Value 12/31/09</b>	<b>Market Value 12/31/09</b>
Lazard Emerging Mkts Fund Instit.	14,771.54	266,035.45	266,035.45
The Access Fund	1.00	428,670.00	428,670.00
Champlain Small Co Fund	69,408.81	814,165.29	814,165.29
Edgewood Growth Fund Instl	92,341.92	927,112.89	927,112.89
Ishares TR S&P 500 Index	5,275.00	589,797.75	589,797.75
Directive Quantitative Equity Fund LLC	0.10	55,936.35	55,936.35
Plains All American Pipeline LP	420.00	22,197.00	22,197.00
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<b>Total Other Investments</b>		<b>5,456,559.35</b>	<b>5,456,559.35</b>

**The Marmor Foundation**

**EIN 23-7005963**

**2009 Form 990-PF, Part VIII, Officers, Directors, etc**

**Attachment Page 1 of 1**

Benita Kline and Harald Leventhal, as individuals, received no payment for serving as officers (but not directors) of the Foundation. However, they are the owners of Leventhal Kline Management Inc., which provides a full range of management services to the foundation, including accounting, general administrative support, and grant management and administration. The Foundation's directors approved payment of \$44,240.29 to Leventhal Kline Management Inc. for services during 2009.

## The Marmor Foundation

EIN 23-7005963

Schedule of Grants Paid During the Year  
January through December 2009

## 2009 Form 990-PF, Part XV, Line 3a

Date	Recipient Name & Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<b>Arts, Culture &amp; Humanities</b>					
05/15/2009	American Conservatory Theatre 30 Grant Ave San Francisco, CA 94108-5834	n/a	509(a)(1) Publicly Supported	To support A C T 's Annual Fund	\$ 7,500
05/15/2009	Fine Arts Museums Foundation DeYoung Museum 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	n/a	509(a)(3) Supporting Org	Unrestricted support	5,000
05/15/2009	Philharmonia Baroque Orchestra 180 Redwood Street, Ste 200 San Francisco, CA 94102	n/a	509(a)(1) Publicly Supported	Unrestricted support	3,000
05/15/2009	San Francisco Museum of Modern Art 151 Third Street San Francisco, CA 94103	n/a	509(a)(1) Publicly Supported	Unrestricted support	5,000
05/15/2009	San Francisco Opera Assoc War Memorial Opera House 301 Van Ness Avenue San Francisco, CA 94102-4509	n/a	509(a)(1) Publicly Supported	Unrestricted support	7,500
05/15/2009	San Francisco Symphony Davies Symphony Hall 201 Van Ness Ave San Francisco, CA 94102	n/a	509(a)(1) Publicly Supported	Unrestricted support	7,500
05/15/2009	TheatreWorks PO Box 50458 Palo Alto, CA 94303-0458	n/a	509(a)(1) Publicly Supported	Unrestricted support	6,000
05/15/2009	American Conservatory Theatre 30 Grant Ave San Francisco, CA 94108-5834	n/a	509(a)(1) Publicly Supported	To support A C T 's Endowment	7,500
05/15/2009	Stanford Department of Music Braun Music Center Stanford, CA 94305-3076	n/a	509(a)(1) School	To support St Lawrence String Quartet program	1,500
06/30/2009	Music @ Menlo Menlo School 50 Valparaiso Avenue Atherton, CA 94027	n/a	509(a)(1) School	Unrestricted support	2,500
09/30/2009	Stanford Lively Arts 537 Lomita Mall, MC 2250 Stanford, CA 94305-2250	n/a	509(a)(1) School	Unrestricted support	7,500
09/23/2009	de Saisset Museum Santa Clara University 500 El Camino Real Santa Clara, CA 95053-0550	n/a	509(a)(1) School	Unrestricted support	5,000
11/30/2009	Cantor Center for Visual Arts Stanford University Stanford, CA 94305	n/a	509(a)(1) School	To conserve loaned and granted art	10,000
11/30/2009	American Beethoven Society Ira F Brilliant Ctr for Beethoven Studies San Jose State University One Washington Square San Jose, CA 95192-0171	n/a	509(a)(1) School	Unrestricted support	1,000



## The Marmor Foundation

EIN 23-7005963

Schedule of Grants Paid During the Year  
January through December 2009

## 2009 Form 990-PF, Part XV, Line 3a

Date	Recipient Name & Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant	Amount
11/30/2009	Museum Associates c/o LA County Museum of Art 5905 Wilshire Blvd Los Angeles, CA 90036	n/a	509(a)(3) Supporting Org	Unrestricted support	5,000
11/30/2009	Museum of Contemporary Art 250 South Grand Avenue Los Angeles, CA 90012	n/a	509(a)(1) Publicly Supported	Unrestricted support	5,000
11/30/2009	National Film Preservation Foundation 870 Market Street, Suite 1113 San Francisco, CA 94102	n/a	509(a)(1) Publicly Supported	Unrestricted support	7,500
11/30/2009	de Saisset Museum Santa Clara University 500 El Camino Real Santa Clara, CA 95053-0550	n/a	509(a)(1) School	Unrestricted support	5,000
11/30/2009	de Saisset Museum Santa Clara University 500 El Camino Real Santa Clara, CA 95053-0550	n/a	509(a)(1) School	To support Jewelry exhibition	5,000
12/14/2009	Cantor Center for Visual Arts Stanford University Stanford, CA 94305	n/a	509(a)(1) School	Gift of 9 pieces of Art	440,000
Note on grant of art at FMV Book value \$250,000 Method to determine book value December 2005 appraisal Method to determine FMV December 2009 appraisal					
12/15/2009	Music @ Menlo Menlo School 50 Valparaiso Avenue Atherton, CA 94027	n/a	509(a)(1) School	Unrestricted support	1,500

**Total Arts, Culture & Humanities****545,500****Health-General & Rehabilitative**

06/30/2009	Los Angeles Free Clinic 8405 Beverly Blvd Los Angeles, CA 90048	n/a	509(a)(1) Publicly Supported	Unrestricted support	2,000
06/30/2009	Planned Parenthood Los Angeles 1929 Marengo St. Los Angeles, CA 90033	n/a	509(a)(1) Publicly Supported	Unrestricted support	3,000
06/30/2009	Venice Family Clinic 604 Rose Ave Venice, CA 90291	n/a	509(a)(1) Hospital / Med Rsrch	Unrestricted support	2,000
11/30/2009	Interntl Pediatnc Outreach Project 5 Humphrey Place Oakland, CA 94610	n/a	509(a)(1) Publicly Supported	Unrestricted support	10,000
11/30/2009	Sequoia Hospital Foundation 170 Alameda de las Pulgas Redwood City, CA 94062	n/a	509(a)(3) Supporting Org	To support the New Sequoia Hospital Campaign	10,000

**Total Health-General & Rehabilitative****27,000****Spec Diseases/Disorders/Disc**

11/30/2009	Breast Cancer Connections 390 Cambridge Avenue Palo Alto, CA 94306	n/a	509(a)(1) Publicly Supported	Unrestricted support	3,000
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## The Marmor Foundation

EIN 23-7005963

Schedule of Grants Paid During the Year  
January through December 2009

## 2009 Form 990-PF, Part XV, Line 3a

Date	Recipient Name & Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant	Amount
11/30/2009	Pediatric Asthma Clinic/SF General/UCSF SFGH Pediatric Asthma Clinic 101 Potrero Street San Francisco, CA 94110	n/a	509(a)(1) School	To support SFGH Pediatric Asthma Clinic	5,000
11/30/2009	Vista Center for the Blind & Visually Impaired 2470 E Camino Real, Suite 107 Palo Alto, CA 94306	n/a	509(a)(1) Publicly Supported	Unrestricted support	1,000
11/30/2009	Lighthouse for Blind & Visually Impaired 214 Van Ness Avenue San Francisco, CA 94102-4508	n/a	509(a)(1) Publicly Supported	Unrestricted support	2,000
11/30/2009	Stanford University Dept of Radiation Oncology 875 Blake Wilbur Drive, Room CC-G225 Stanford, CA 94305	n/a	509(a)(1) School	To support H S Kaplan Resident Research Fund	1,000
<b>Total Spec Diseases/Disorders/Disc</b>					<b>12,000</b>
<b>Medical Research-Specific</b>					
08/15/2008	Foundation of Am Acad of Ophthalmology PO Box 7424 San Francisco, CA 94120-7424	n/a	509(a)(3) Supporting Org	Museum of Vision operating support	2,500
<b>Total Medical Research-Specific</b>					<b>2,500</b>
<b>TOTAL</b>					<b>\$ 587,000</b>