Form **990-PF** | Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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 STACKPOLE-HALL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 44 S. SAINT MARYS STREET | Room/suite

City or town, state, and ZIP code: SAINT MARYS, PA 15857-1667

A Employer identification number: 25-6006650

B Telephone number: 814-834-1845

C If exemption application is pending, check here [ ]

D 1. Foreign organizations, check here [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 21,801,707.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,073.	3,073.		
	4 Dividends and interest from securities	600,922.	600,922.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,478.			
	b Gross sales price for all assets on line 6a 250,000.				
	7 Capital gain net income (from Part IV, line 2)		13,478.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	617,473.	617,473.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	203,111.	60,933.		142,178.
	14 Other employee salaries and wages	11,715.	3,515.		8,200.
	15 Pension plans, employee benefits	18,441.	5,532.		12,909.
	16a Legal fees STMT 1	290.	0.		290.
	b Accounting fees STMT 2	10,576.	3,173.		7,403.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	16,742.	6,092.		0.
	19 Depreciation and depletion	1,224.	0.		
	20 Occupancy	25,765.	7,730.		18,035.
	21 Travel, conferences, and meetings	5,413.	1,624.		3,789.
	22 Printing and publications	404.	121.		283.
	23 Other expenses STMT 4	8,426.	2,528.		5,898.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	302,107.	91,248.		198,985.
	25 Contributions, gifts, grants paid	619,271.			572,157.
	26 **Total expenses and disbursements.** Add lines 24 and 25	921,378.	91,248.		771,142.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-303,905.			
	b **Net investment income** (if negative, enter -0-)		526,225.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

P 22

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1 Cash - non-interest-bearing		258,379.	44,568.	44,568.
2 Savings and temporary cash investments		7,022.	196,206.	196,206.
3 Accounts receivable ▶	121,202.			
Less allowance for doubtful accounts ▶		120,340.	121,202.	121,202.
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		18,975.	12,391.	12,391.
10a Investments - U S and state government obligations				
b Investments - corporate stock	STMT 5	86,500.	86,500.	86,500.
c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 6	17,761,006.	21,247,064.	21,247,064.
14 Land, buildings, and equipment basis ▶	30,416.			
Less accumulated depreciation ▶	29,165.	2,475.	1,251.	1,251.
15 Other assets (describe ▶ STATEMENT 7)		90,525.	92,525.	92,525.
16 **Total assets** (to be completed by all filers)		18,345,222.	21,801,707.	21,801,707.
Liabilities 17 Accounts payable and accrued expenses		626.	443.	
18 Grants payable		147,445.	194,559.	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ STATEMENT 8)		50,000.	50,000.	
23 **Total liabilities** (add lines 17 through 22)		198,071.	245,002.	
Net Assets or Fund Balances **Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**				
24 Unrestricted		12,515,870.	14,882,886.	
25 Temporarily restricted				
26 Permanently restricted		5,631,281.	6,673,819.	
Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg , and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 **Total net assets or fund balances**		18,147,151.	21,556,705.	
31 **Total liabilities and net assets/fund balances**		18,345,222.	21,801,707.	

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	18,147,151.
2 Enter amount from Part I, line 27a	2	-303,905.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	3,713,459.
4 Add lines 1, 2, and 3	4	21,556,705.
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	21,556,705.

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	PUBLICALLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	250,000.		236,522.	13,478.
b				
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				13,478.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	13,478.
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	1,144,064.	22,719,056.	.050357
2007	1,201,769.	26,645,337.	.045102
2006	1,156,838.	24,864,670.	.046525
2005	1,134,494.	23,852,062.	.047564
2004	1,215,376.	23,328,382.	.052099

2	**Total** of line 1, column (d)	2	.241647
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048329
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	19,140,459.
5	Multiply line 4 by line 3	5	925,039.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,262.
7	Add lines 5 and 6	7	930,301.
8	Enter qualifying distributions from Part XII, line 4	8	771,142.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	10,525.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	10,525.
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	10,525.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	22,916.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	22,916.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	12,391.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	12,391.	**Refunded** ▶	11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6		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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
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?	13	X	

Website address ▶ WWW.STACKPOLEHALL.ORG

14 The books are in care of ▶ DENNIS J. BONANNO Telephone no ▶814-834-1845
Located at ▶44 S. SAINT MARYS ST, SAINT MARYS, PA ZIP+4 ▶15857-1667

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 0.

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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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		X
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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
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?	☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
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

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

		Yes	No
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
SEE STATEMENT 9		187,182.	15,929.	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

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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				946,498.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			148,196.	
b Total for prior years ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 771,142.				
a Applied to 2008, but not more than line 2a			148,196.	
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				622,946.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				323,552.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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))

NONE

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

SEE STATEMENT 10

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 XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) 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	3,073.	
4 Dividends and interest from securities			18	600,922.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	13,478.	
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.		617,473.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 617,473.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: William Conrad | Date: 5/13/10 | Title: Trustee

Paid Preparer's Use Only

Preparer's signature	Elizabeth E. Kuler	Date 04/27/2010	Check if self-employed ▶ ☐
Preparer's identifying number			
Firm's name (or yours if self-employed), address, and ZIP code	MAHER DUESSEL, CPA'S THREE GATEWAY CENTER, SIX WEST PITTSBURGH, PA 15222	EIN ▶	Phone no 412-471-5500

923622
02-02-10

FORM 990-PF | LEGAL FEES | STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES FOR CONTRACT REVIEWS	290.	0.		290.
TO FM 990-PF, PG 1, LN 16A	290.	0.		290.

FORM 990-PF | ACCOUNTING FEES | STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX RETURN PREPARATION	10,576.	3,173.		7,403.
TO FORM 990-PF, PG 1, LN 16B	10,576.	3,173.		7,403.

FORM 990-PF | TAXES | STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	10,650.	0.		0.
FOREIGN TAX	6,092.	6,092.		0.
TO FORM 990-PF, PG 1, LN 18	16,742.	6,092.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	4,196.	1,259.		2,937.
OFFICE AND MISCELLANEOUS EXPENSES	4,230.	1,269.		2,961.
TO FORM 990-PF, PG 1, LN 23	8,426.	2,528.		5,898.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	86,500.	86,500.
TOTAL TO FORM 990-PF, PART II, LINE 10B	86,500.	86,500.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKET	FMV	3,320.	3,320.
TOTAL BOND MARKET INDEX FUND	FMV	3,523,610.	3,523,610.
INTERMEDIATE CORPORATE BOND	FMV	2,118,797.	2,118,797.
SHORT TERM INVESTMENT GRADE BOND	FMV	1,423,147.	1,423,147.
500 INDEX FUND	FMV	4,035,898.	4,035,898.
WINDSOR FUND	FMV	2,405,271.	2,405,271.
TOTAL INTERNATIONAL STOCK INDEX FUND	FMV	4,028,060.	4,028,060.
EXTENDED MARKET INDEX FUND	FMV	1,115,011.	1,115,011.
PRIMECAP FUND	FMV	2,593,950.	2,593,950.
TOTAL TO FORM 990-PF, PART II, LINE 13		21,247,064.	21,247,064.

FORM 990-PF OTHER ASSETS STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CASH SURENDER VALUE - LIFE INSURANCE	90,525.	92,525.	92,525.
TO FORM 990-PF, PART II, LINE 15	90,525.	92,525.	92,525.

FORM 990-PF OTHER LIABILITIES STATEMENT 8

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
SPLIT DOLLAR LIFE INSURANCE PAYABLE	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	50,000.	50,000.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
R. DAUER STACKPOLE 44 S. ST. MARYS STREET ST. MARYS, PA 15857	CHAIRMAN 1.00	3,500.	0.	0.
HEATHER CONRAD 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	2,500.	0.	0.
DOUGLAS DOBSON 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	3,500.	0.	0.
FRANCIS GRANDINETTI 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	2,500.	0.	0.
J.M. HAMLIN JOHNSON 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	3,500.	0.	0.

RICHARD MASSON 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	0.	0.	0.
DEBORAH PONTZER 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	0.	0.	0.
JOHN SAALFIELD 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	3,500.	0.	0.
LAUREY TURNER 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	2,500.	0.	0.
LAWRENCE WHITEMAN 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 1.00	2,500.	0.	0.
GRETA FREDRICKSON 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	500.	0.	0.
LYLE HALL 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	500.	0.	0.
CARA HALL LIU 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	500.	0.	0.
LAUREY NIXON 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	0.	0.	0.
JORDAN HALL 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	500.	0.	0.
ALEXANDER SHEBLE-HALL 44 S. ST. MARYS STREET ST. MARYS, PA 15857	TRUSTEE 0.25	500.	0.	0.
WILLIAM CONRAD 44 S. ST. MARYS STREET ST. MARYS, PA 15857	EXECUTIVE DIREC 40.00	112,956.	11,630.	0.
DENNIS BONANNO 44 S. ST. MARYS STREET ST. MARYS, PA 15857	SEC / TREAS 40.00	47,726.	4,299.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		187,182.	15,929.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. WILLIAM C. CONRAD STACKPOLE HALL FOUNDATION
44 SOUTH ST. MARYS STREET
ST. MARYS, PA 15857

TELEPHONE NUMBER

814-834-1845

FORM AND CONTENT OF APPLICATIONS

APPLICANTS SHOULD SUBMIT REQUESTS IN WRITING TO INCLUDE A BRIEF BACKGROUND OF ORGANIZATIONS, DETAILED DESCRIPTION OF THE PROJECT FOR WHICH THE GRANT IS BEING SOUGHT, AND EXPLANATION OF WHO WILL BE RESPONSIBLE FOR CARRYING OUT PROJECT GOALS AND DEFINITION OF THEIR QUALIFICATIONS, MOST RECENT AUDITED FINANCIALS STATEMENTS, PROJECT BUDGET -INCLUDE SOURCES OF SUPPORT, LISTING OF CURRENT OFFICERS, DIRECTORS, AND ADMINISTRATIVE STAFF, AND A STATEMENT IDENTIFYING THE SPECIFIC AMOUNT BEING REQUESTED FROM THE STACKPOLE HALL FOUNDATION.

ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED ANYTIME DURING THE YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

ALL THINGS BEING EQUAL, THE QUALIFIED INSTITUTION, ORGANIZATION OR SERVICE AVAILABLE, SHOULD BE TO THE ADVANTAGE OF PEOPLE OF ELK COUNTY, PENNSYLVANIA AS THE FIRST PRIORITY.

Stackpole-Hall Foundation
Schedule of Contributions - Grants Paid 2009
Form 990-PF Schedule XV

Date	Num	Name	Location	Status	Memo	Amount
Arts and Culture						
12/18/2009	6022	Elk County Council on the Arts	Ridgway, PA	Public	Unrestricted Grant	1,500 00
Total Arts and Culture						1,500 00
Community Development						
01/13/2009	4994	City of St Marys	St Marys, PA	Govt	Police K-9 Vehicle	2,500 00
12/01/2009	6001	Ridgway YMCA	Ridgway, PA	Public	Swimming Pool Renovations	25,000 00
12/10/2009	6002	Johnsonburg Fire Department	Johnsonburg, PA	Public	Loan Interest for Pump Truck	2,432 00
12/01/2009	6006	St Marys Public Library	St Marys, PA	Public	Unrestricted Grant	500 00
12/02/2009	6011	Wilcox Public Library	Wilcox, PA	Public	Unrestricted Grant	500 00
12/11/2009	6016	Ridgway Public Library	Ridgway, PA	Public	Unrestricted Grant	500 00
12/28/2009	6035	Johnsonburg Public Library	Johnsonburg, PA	Public	Unrestricted Grant	500 00
Total Community Development						31,932 00
Education						
08/18/2009	5090	Community Education Council	St Marys, PA	Public	Student Scholarships	7,500 00
08/21/2009	5097	Cambridge School of Weston	Weston, MA	Public	Media Lab	29,133 00
12/29/2009	6037	Elk County Catholic High School	St Marys, PA	Church	Unrestricted Grant	1,000 00
Total Education						37,633 00
Summer Jobs Program						
09/02/2009	5102	Elk County Housing Authority	Johnsonburg, PA	Govt	Summer Jobs Program	3,480 00
09/02/2009	5103	City of St Marys	St Marys, PA	Govt	Summer Jobs Program	34,738 00
09/02/2009	5104	Jay Township	Weedville, PA	Govt	Summer Jobs Program	1,740 00
09/02/2009	5105	St Marys Public Library	St Marys, PA	Public	Summer Jobs Program	2,945 00
09/02/2009	5107	American Red Cross	St Marys, PA	Public	Summer Jobs Program	3,480 00
09/03/2009	5108	North Central PA Reg Planning & Develop	Ridgway, PA	Public	Summer Jobs Program	22,169 00
09/03/2009	5109	Elcam, Inc	St Marys, PA	Public	Summer Jobs Program	4,794 00
09/08/2009	5112	Holy Rosary Church	Johnsonburg, PA	Church	Summer Jobs Program	1,603 00
09/08/2009	5113	Elk County Council on the Arts	Ridgway, PA	Public	Summer Jobs Program	1,338 00
09/08/2009	5114	Jones Township	Wilcox, PA	Govt	Summer Jobs Program	3,451 00
09/08/2009	5115	Ridgway YMCA	Ridgway, PA	Public	Summer Jobs Program	4,644 00
09/10/2009	5116	Elk County Cooperative Extension Office	Ridgway, PA	School	Summer Jobs Program	1,740 00
09/10/2009	5117	Ridgway Borough	Ridgway, PA	Govt	Summer Jobs Program	8,971 00
09/10/2009	5118	Johnsonburg Municipal Authority	Johnsonburg, PA	Govt	Summer Jobs Program	4,756 00
09/10/2009	5119	Ridgway Public Library	Ridgway, PA	Public	Summer Jobs Program	1,740 00
09/22/2009	5124	Elk County Catholic High School	St Marys, PA	Church	Summer Jobs Program	2,989 00
09/22/2009	5125	Dickinson Mental Health Center	Ridgway, PA	Public	Summer Jobs Program	4,826 00
09/22/2009	5126	Elk County Community Foundation	St Marys, PA	Public	Summer Jobs Program	1,740 00
09/22/2009	5127	Fox Township	Kersey, PA	Govt	Summer Jobs Program	8,700 00
09/22/2009	5128	Johnsonburg Public Library	Johnsonburg, PA	Public	Summer Jobs Program	4,497 00
09/22/2009	5129	Ridgway Area School District	Ridgway, PA	School	Summer Jobs Program	10,150 00
09/22/2009	5130	St Marys Area School District	St Marys, PA	School	Summer Jobs Program	19,516 00
09/28/2009	5132	Elk County Commissioner's Office	Ridgway, PA	Govt	Summer Jobs Program	7,301 00
09/28/2009	5133	Elk Regional Health Center	St Marys, PA	Public	Summer Jobs Program	23,175 00
09/28/2009	5134	Wilcox Public Library	Wilcox, PA	Public	Summer Jobs Program	1,298 00