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Department of the Treasury

Return of Private Foundation

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

OMB No 1545-0052

		venue Service Note. The loundation may	be able to use a copy of this	return to satisfy state repo	rung requirements.	
		ndar year 2009, or tax year beginning		, and ending		
G	Chec	k all that apply: Initial return		ormer public charity	Final retu	'n
_		Amended return	Address chan	ge LJ	Name change	
Us	e the	IRS Name of foundation			A Employer identification	n number
	label		-		05 660040	
Ot	erwi				25-660310	<u> </u>
	prin r typ	j	elivered to street address)	Room/suite	B Telephone number	004
	Spe	OUO TODI KOAD EAST	 	480	203-226-1	
Ins	ructi	City or town, state, and ZIP code WESTPORT, CT 06880			C if exemption application is	• • • • • =
ш	hool		romat armeta foundation		D 1. Foreign organization 2. Foreign organizations n check here and attach of	
	_		cempt private foundation Other taxable private founda		check here and attach o	computation
		arket value of all assets at end of year J Accounts		Accrual	E If private foundation st	atus was terminated
			ther (specify)	Accidal	under section 507(b)(
	\$	360,809. (Part I, colu	mn (d) must be on cash b	basis.)	F If the foundation is in a under section 507(b)(
_	art l		(a) Revenue and	(b) Net investment		(d) Disbursements
		Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received			N/A	(Cash Dasis Offly)
	2	Check X If the foundation is not required to attach Sch B			11/22	
	3	Interest on savings and temporary cash investments	46.	46.		STATEMENT 1
	4	Dividends and interest from securities	8,425.	8,348.		STATEMENT 2
	5a	Gross rents		<u> </u>		
	b	Net rental income or (loss)				1
ď	6a	Net gain or (loss) from sale of assets not on line 10	43.			
Ž	b	Gross sales price for all				
Revenue	7	Capital gain net income (from Part IV, line 2)		43.		
<u>~</u>	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	200.	0.		STATEMENT 3
	12	Total. Add lines 1 through 11	8,714.	8,437.		<u>-</u>
	13	Compensation of officers, directors, trustees, etc	0.	0.	-	0.
	14	Other employee salaries and wages				
S	15	Pension plans, employee benefits				
nses	16a	Legal fees	2 504	1 (27		000
Expens	0	Accounting fees STMT 4	2,504.	1,627.	<u></u> -	877.
山山	17	Other professional fees STMT 5 Interest	3,235.	3,235.	·	0.
i. i	18	Taxes STMT 6	203.	62.		0.
Operating and Administrative	19	Depreciation and depletion		02.		<u> </u>
į	20	Occupancy				
) ģ	21	Travel, conferences, and meetings				
: P	22	Printing and publications				
- B	23	Other expenses STMT 7	325.	0.		325.
ž,		Total operating and administrative			· 	323.
ei.		expenses. Add three lotterough ZD	6,267.	4,924.		1,202.
ع ۾	25	Contributions, olfits grants paid	19,307.			19,307.
ນ 0 ວິ ວິ	26	Contributions, office grants paid Total expenses and disbursements.		-		
		Add line and AAY 1 8 2010 W	25,574.	4,924.		20,509.
	27	Add line 44 and AAY 1 8 2010 A Subtract line 26 from line 12:			-	
	а	Excess of evenue over expenses to diaporsements	<16,860.	>		<u>L</u>
	b	Net investment income (# negative, unter -0-)		3,513.		
		Adjusted net income (if negative, enter -0-)			N/A	
9235	71	1 HA For Privacy Act and Danaguark Reduction	Ant Mating and the instructi			Earm 990-PF (2000)

Fo	m 99	90-PF (2009) THE BAXTER FOUNDATION		25-	6603101 Page 2	
			Beginning of year	End of year		
	arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value	
	1	Cash - non-interest-bearing	64,424.	47,564.	47,564.	
	2	Savings and temporary cash investments				
	3	Accounts receivable ►				
		Less; allowance for doubtful accounts				
	4	Pledges receivable ▶				
		Less; allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other				
	•	disqualified persons				
	7	Other notes and loans receivable				
	'	Less; allowance for doubtful accounts				
w	Q	Inventories for sale or use				
Assets		Prepaid expenses and deferred charges		_		
As	1	Investments - U.S. and state government obligations	-			
	I	_	395,954.	395,954.	313,245.	
	I		333,334.	333,334.	313,243.	
	I -	Investments - corporate bonds			······································	
	111	Investments - land, buildings, and equipment basis				
	l	Less accumulated depreciation				
	12	Investments - mortgage loans			 	
	13	Investments - other				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation				
	15	Other assets (describe				
	16	Total assets (to be completed by all filers)	460,378.	443,518.	360,809.	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Ø	19	Deferred revenue				
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons				
abi	21	Mortgages and other notes payable				
Ξ		Other liabilities (describe)				
				"		
	23	Total liabilities (add lines 17 through 22)	0.	0.		
		Foundations that follow SFAS 117, check here				
		and complete lines 24 through 26 and lines 30 and 31.				
ŝ	24	Unrestricted				
2	25	Temporarily restricted				
39,	1	Permanently restricted	-			
or Fund Balances	20	Foundations that do not follow SFAS 117, check here				
ᆵ		and complete lines 27 through 31.				
þ	27	Capital stock, trust principal, or current funds	0.	0.		
ets	27	The state of the s	0.	0.		
SS	28	Paid-in or capital surplus, or land, bldg., and equipment fund	460,378.	443,518.		
Net Assets	29	Retained earnings, accumulated income, endowment, or other funds	460,378.			
ž	30	Total net assets or fund balances	400,3/0.	443,518.		
	31	Total liabilities and net assets/fund balances	460,378.	443,518.		
P	art	III Analysis of Changes in Net Assets or Fund Ba	alances			
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line (30			
		st agree with end-of-year figure reported on prior year's return)		1	460,378.	
2	•	r amount from Part I, line 27a		2	<16,860.>	
		r increases not included in line 2 (itemize)		3	0.	
		lines 1, 2, and 3		4	443,518.	
		eases 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, co	lumn (b), line 30	6	443,518.	

923511 02-02-10

Part,IV (Capital Gains a	and Losses for Tax on I	nvestmen	t Income						
		be the kind(s) of property sold (e q ehouse; or common stock, 200 sh			(b)	How ac - Purc - Dona	cquired hase ation		acquired ay, yr.)	(d) Date sold (mo., day, yr.)
1a CAPIT	AL GAINS I	DIVIDENDS								
<u>b</u>				1	<u> </u>					
<u>c</u>					-					
					┼—					
	s sales price	(f) Depreciation allowed (or allowable)		est or other basis expense of sale	1		l		aın or (loss) s (f) mınus (
<u>a</u>	43.		1	· · · · · · · · · · · · · · · · · · ·			-			43.
b										
_c										
. <u>d</u>			 							
Complete o	aly for accets chowing	gain in column (h) and owned by	the foundation	0.00.12/21/60			· · · · · · · · · · · · · · · · · · ·			
Complete o	ily for assets showing	(j) Adjusted basis	T	xcess of col. (1)	_		(CO	I) Gains (C I. (k). but r	ol. (h) gain ot less than	minus i -0-) or
(i) F.M.V.	as of 12/31/69	as of 12/31/69		col. (j), if any					(from col. (I	
a										43.
b								 -		
C										
d		· · · · · · · · · · · · · · · · · · ·								
<u>e</u>			<u></u>	· · ·						
2 Capital gain i	net income or (net cap	ortal loss) { If gain, also entering if (loss), enter -0			}	2				43.
		s) as defined in sections 1222(5) ai	nd (6):		١, ١					
	enter in Part I, line 8, c	olumn (c).							37/3	
	r -0- in Part I, line 8 Jualification Un	nder Section 4940(e) for	r Reduced	Tax on Net	Inv	estm	ent Inc	ome	N/A	
Was the foundat	dation does not qualify	on 4942 tax on the distributable an y under section 4940(e). Do not co ich column for each year; see instr	omplete this pa	art.						Yes X No
	(a)		uctions before	making any entri						(d)
	se periód years (or tax year beginning			Net value of no	(c) nchar	ıtable-			Distribi col. (b) divi	itión ratio ded by col. (c))
	2008		4,472.				6,340			.036514
	2007 2006		0,793. 8,512.				9,124 6,318			.044323
_	2005	_	9,984.				7,316			.024507
-	2004	1	6,348.				$\frac{7,33}{2,711}$.040595
2 Total of line								2		.189362
		year base period - divide the total (on line 2 by 5,	or by the number	of yea	ars				<u> </u>
	n has been in existend			•	•			3		.037872
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5					4		327,085.			
5 Multiply line 4 by line 3					5		12,387.			
6 Enter 1% of net investment income (1% of Part I, line 27b)					6		35.			
7 Add lines 5 a	nd 6							7		12,422.
8 Enter qualifyi	ng distributions from F	Part XII, line 4						8		20,509.
If line 8 is equ	ial to or greater than li	ine 7, check the box in Part VI, line	1b, and comp	lete that part using	g a 19	√ tax ra	ate.	استسا		
See the Part \	/I instructions.	·							Fo	m 990-PF (2009)

	n 990-PF (2009) THE BAXTER FOUNDATION 25-66 art.VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - se)3101 e instri	uctio	Page 4
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%			<u>35.</u>
	of Part I, line 27b			
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
3	Add lines 1 and 2			35.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			<u>35.</u>
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009			
Ь	Exempt foreign organizations - tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			_
	Total credits and payments. Add lines 6a through 6d			0.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			<u>35.</u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
	Enter the amount of line 10 to be: Credited to 2010 estimated tax			
	art VII-A Statements Regarding Activities	- ,	137	
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1a	ļ	X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b	ļ	<u> </u>
	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.			
	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:			ĺ
	(1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
_	managers. ► \$.
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		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
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law			
	remain in the governing instrument?	6	X	<u> </u>
	Did the foundation have at least \$5,000 in assets at any time during the year?	7	X	
	If "Yes," complete Part II, col. (c), and Part XV			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)	-		
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	86	X	<u></u>
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
	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X
		orm 990	-PF	(2009)

923531 02-02-10

Form **990-PF** (2009)

had not been removed from jeopardy before the first day of the tax year beginning in 2009?

orm 990-PF (2009) THE BAXTER FOUNDATION			<u> 25-66031</u>	01 Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	nued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	on 4945(e))?	Y	es X No	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indir	ectly,		
any voter registration drive?		Y	es X No	
(3) Provide a grant to an individual for travel, study, or other similar purpose	s?	Y	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or			
the prevention of cruelty to children or animals?	,,		es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify ur	nder the exceptions described			
section 53.4945 or in a current notice regarding disaster assistance (see instr	•	ga.a	N/A	5b
Organizations relying on a current notice regarding disaster assistance check	•			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		uned		
expenditure responsibility for the grant?		. —	es 🗔 No - -	
If "Yes," attach the statement required by Regulations section 53.494		1/A	53 L NO	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to				
a personal benefit contract?	pay premiums on		es X No	
·		L Y0		0.
b Did the foundation, during the year, pay premiums, directly or indirectly, on a <i>lf</i> "Yes" to 6b, file Form 8870.	personal benefit contract?		-	6b X
•			()	
7a At any time during the tax year, was the foundation a party to a prohibited tax		Ye	es X No	
b If yes, did the foundation receive any proceeds or have any net income attribu				7b
Part VIII Information About Officers, Directors, Trust	tees, Foundation Ma	inagers, Highly	y	
List all officers, directors, trustees, foundation managers and their	componentian			·
List all officers, directors, a distees, foundation managers and their	, 	(c) Compensation	(cf) Contributions to	(-) Evenence
(a) Name and address	(b) Title, and average hours per week devoted	(If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
WOWA C. C. DAVIND	to position	`enter'-0-)	compensation	allowances
CHOMAS G. BAXTER	TRUSTEE			
506 POST ROAD EAST SUITE 480	-			_
VESTPORT, CT 06880	2.00	0.	0.	<u> </u>
VIRGINIA T. BAXTER	TRUSTEE			
06 POST ROAD EAST SUITE 480		_	. 1	
WESTPORT, CT 06880	2.00	0.	0.	0.
			ĺ	
Compensation of five highest-paid employees (other than those in	cluded 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	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	devoted to position	(c) Compensation	and deferred compensation	allowances
NONE				
]			
	1			
	 			
	1	1		
	1	· · · · · · · · · · · · · · · · · · ·		
	1			
		 		
	1]		
-A-I number of other employees and over \$50,000	<u> </u>	J		
otal number of other employees paid over \$50,000				<u>0</u>

Form **990-PF** (2009)

Form 990-PF	t i i i i i i i i i i i i i i i i i i i	25-6	603101 Page 7
Part VIII	Information About Officers, Directors, Trustees, Four Paid Employees, and Contractors (continued)	idation Managers, Highly	
3 Five high	hest-paid independent contractors for professional services. If none, e	nter "NONE."	
	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
	NONE		
· · · · · · · · · · · · · · · · · · ·			
T-t-i numbo	er of others receiving over \$50,000 for professional services		• · · · · · · · · · · · · · · · · · · ·
	A Summary of Direct Charitable Activities		
List the foun	idation's four largest direct charitable activities during the tax year. Include relevant st rganizations and other beneficiaries served, conferences convened, research papers	atistical information such as the produced, etc.	Expenses
1	N/A		
3			
4			
Part IX-I	B Summary of Program-Related Investments		***************************************
	two largest program-related investments made by the foundation during the tax year	on lines 1 and 2.	Amount
1	N/A		

Total. Add lines 1 through 3

All other program-related investments. See instructions.

P	art'X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	s, 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	275,746.
	Average of monthly cash balances	1b	56,320.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	332,066.
	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	332,066.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,981.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	327,085.
6	Minimum investment return. Enter 5% of line 5	6 -	16,354.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	ıd certain	
1	Minimum investment return from Part X, line 6	1	16,354.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	35.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,319.
4	Recoveries of amounts treated as qualifying distributions	4	200.
5	Add lines 3 and 4	5	16,519.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	16,519.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	20,509.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	20,509.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	35.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	20,474.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies f	or the section

Form **990-PF** (2009)

4940(e) reduction of tax in those years.

Part'XIII Undistributed Income (see instructions)

1 Distributable amount for 2009 from Part XI, Inn 7 2 Undestouded receive, if any, as of the end of 2009 a Enter amount for 2008 only b Total for prory grass: 3 Excess distributions carryover, if any, to 2009; a From 2004 b From 2006 G From 200		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
Inter 7 2 Underbroated roceme, 4 any, as of the end of 2009 a Enter amount for 2008 only 5 Total of the proxy years; 3 Excess distributions carryover, if any, to 2009; a From 2006 for a From 2008 for a From	1 Distributable amount for 2009 from Part YI	Обіраб	1 car o prior to 2000		2003
2 Lindestabuted income, if any, as of the end of 2000 a fairter amount for 2008 only b Total for prior years: 3 Excess distributions carryover, if any, to 2009: a From 2004 b From 2005 c From 2006 d From 2006 d From 2007 e From 2006 d From 2007 e From 2008 d From 2008 d From 2009 e From 2009	l e e e e e e e e e e e e e e e e e e e				16 510
a Enter amount for 2008 only b Total for prior years' Excess distributions carryover, if any, to 2009: a From 2004 b From 2006 e From 2006 e From 2008 I Total of lines 3a through e O. 4 Outsilying distributions to 2009 from Part XII, Inex 4* INEX 20, 25, 95, a Applied to 2009, but not more than line 2a Applied to addistributed income of prior years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) Applied to addistributed normal of corpus (Election required - see instructions) C Treated as distributions out of corpus C Treated as dis					10,313.
\$ Excess distributions carryover, if any, to 2009: a From 2006 From 2006 From 2006 From 2007 From 2008 1 Total of lines 3a through e Coularlying distributions for 2009 from Part XII, line 4* ► ► \$ 20,509 a Applied to undistributed income of prior years (Election required - see instructions) Created as distributions out of corpus (Election required - see instructions) Created as distributions out of corpus (Election required - see instructions) Created as distributions amount R Remaining amount distributed out of corpus (Election required - see instructions) 6 Enter the net total of each column as indicated below: 8 Carpus Add Imms 34, 4e, and 4e Subtract line 9 Control of the form line 2b 10 Control of the form line 2b 11 Control of the form line 2b 12 Control of the form line 2b 13 Control of the form line 2b 14 Control of the form line 2b 15 Christ the semont of prior years' undistributed income for 2008. Subtract line 4a from line 2b 15 Christ the semont of prior years' undistributed income for 2008. Subtract line 4a from line 2b 15 Christ the semont of prior years' undistributed income for 2008. Subtract line 4a from line 2b 16 Control of the form line 2b 17 Amounts treated as distributions out of corpus subtract line 4a from line 2b 18 Excess distributions carryover from 2004 19 Control of the form line 2b 10 Control of the form line 2b 18 Excess distributions carryover from 2004 19 Excess distributions carryover from 2004 10 Control of line 5c 10 Control of li	- '			19 675	
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lines 4d and 5 from line 1. This amount must be distributed in 2010 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 0 Analysis of line 9:	4a from line 2a. Taxable amount - see instr.			0.	
be distributed in 2010 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 0 Analysis of line 9:	f Undistributed income for 2009. Subtract				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	lines 4d and 5 from line 1. This amount must				
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	be distributed in 2010				<u> 15,685.</u>
section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	7 Amounts treated as distributions out of				1
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	corpus to satisfy requirements imposed by				ı
not applied on line 5 or line 7 9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	section 170(b)(1)(F) or 4942(g)(3)	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	8 Excess distributions carryover from 2004				
Subtract lines 7 and 8 from line 6a 10 Analysis of line 9:	not applied on line 5 or line 7	0.			
10 Analysis of line 9:	9 Excess distributions carryover to 2010				
		0.			
a Excess from 2005	· I				
b Excess from 2006					
c Excess from 2007					
d Excess from 2008					
e Excess from 2009 Form 990-PF (2009)	e Excess from 2009				5 000 DE (0000)

Form 990-PF (2009) THE BAX	TER FOUNDAT	CION			<u>-6603101</u>	Page 10
Part XIV Private Operating F	oundations (see in	structions and Part VI	I-A, question 9)	N/A		
1 a If the foundation has received a ruling of	ır determination letter tha	t it is a private operating				
foundation, and the ruling is effective fo	r 2009, enter the date of	the ruling	▶ ∟	_		
b Check box to indicate whether the found	dation is a private operati	ng foundation described		4942(j)(3) or	4942(j)(5)	
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years			
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) To	tal
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				İ		
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	1					
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	<u> </u>					
Part XV Supplementary Info			if the foundation	n had \$5,000 oı	more in asse	∍ts
at any time during t		instructions.)				
1 Information Regarding Foundatio	_					
a List any managers of the foundation wh year (but only if they have contributed n			ributions received by th	e foundation before th	e close of any tax	
- ,	τοτο τημη φο,ουσ). (σου σ	(U)(E).)				
SEE STATEMENT 9 b List any managers of the foundation who		a stack of a serverstop (You are according to the same and	ton of the assessment of		
other entity) of which the foundation has			or an equally large poin	don of the ownership t	n a partitership of	
NONE	-					
2 Information Regarding Contributi	on, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:			
Check here ► X if the foundation o				not accept unsolicited	requests for funds	lf.
the foundation makes gifts, grants, etc.						
a The name, address, and telephone numl	ber of the person to whor	n applications should be	addressed:	· · · · · · · · · · · · · · · · · · ·		
<u> </u>						
b The form in which applications should b	e submitted and informat	tion and materials they sh	iould include;			
c Any submission deadlines:					-	
d Any restrictions or limitations on awards	s, such as by geographica	al areas, charitable fields,	kınds of ınstitutions, or	other factors:		
923601 02-02-10					Form 990-P	F (2009)

3 Grants and Contributions Paid During the	Year or Approved for Future	Payment		
Recipient	If recipient is an individual,	Foundation	Burnoss of great or	
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of	Purpose of grant or contribution	Amount
· · · · · · · · · · · · · · · · · · ·	or substantial contributor	recipient		
a Paid duning the year SEE ATTACHED STATEMENT		PUBLIC CHARITY	TO HELP FUND THE OPERATING BUDGETS OF THE	19,307.
			RECIPIENTS	
-				
		L		10 205
Total b Approved for future payment	1		▶ 3a	19,307.
NONE				
Total	<u> </u>		▶ 3b	0.
23811 02-02-10			For	m 990-PF (2009)

Part XVI-A	Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelate	d business income		ded by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
a					
b					
C					
d					
e					<u>-</u>
1					
g Fees and contracts from government agencies					
2 Membership dues and assessments					•
3 Interest on savings and temporary cash					
investments			14	46.	
4 Dividends and interest from securities			14	8,425.	
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			i l		
7 Other investment income		·	1		
8 Gain or (loss) from sales of assets other					
than inventory			18	43.	
9 Net income or (loss) from special events			11		
10 Gross profit or (loss) from sales of inventory			-		
11 Other revenue:					
a MISCELLANEOUS INCOME	1		01	200.	
b	<u> </u>		<u> </u>		
			1		·
d			1		v
ae			+ 1		
12 Subtotal. Add columns (b), (d), and (e)		0	1 1	8,714.	0.
13 Total. Add line 12, columns (b), (d), and (e)	<u>-</u>		<u>- 1 </u>		8,714.
(See worksheet in line 13 instructions to verify calculations.)					0,7111
				D	
Part XVI-B Relationship of Activities t	to the Acco	mplishment of E	xemp	Purposes	
Line No. Explain below how each activity for which inco	me is reported in	column (e) of Part XVI-	A contrib	uted importantly to the accom-	olishment of
▼ the foundation's exempt purposes (other than				, , , , , , , , , , , , , , , , , , , ,	
		-		-	
The state of the s				· · · · · · · · · · · · · · · · · · ·	
					
					
	· · · · · ·				
		 			
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923621 02-02-10					Form 990-PF (2009)

_	m 990- art X				25-66 nd Relationships With Nonch			ige 13
1	Did ti	ne organization directly or indi	rectly engage in any of the followi	ng with any other organization	described in section 501(c) of		Yes	No
	the C	ode (other than section 501(c	rations?					
а	Trans	sfers from the reporting found		1 1		ĺ		
	(1)		1a(1)		X			
		Other assets				1a(2)		X
b		transactions:						
	٠.,	Sales of assets to a noncharita				1b(1)		X
		Purcnases of assets from a no Rental of facilities, equipment,	oncharitable exempt organization			1b(2) 1b(3)		X
	• •					1b(3)		X
	(4) Reimbursement arrangements (5) Loans or loan guarantees							X
			embership or fundraising solicitatio	ons		1b(5) - 1b(6)		-X -
_ C	_		ailing lists, other assets, or paid en			10		X
			The state of the s		ays show the fair market value of the good	s, other asse	ets,	
	or se	rvices given by the reporting f	oundation. If the foundation receiv	ved less than fair market value	in any transaction or sharing arrangemen	t, show in		
	colun		other assets, or services received					
(a)	Line no	(b) Amount involved	(c) Name of noncharitable	e exempt organization	(d) Description of transfers, transactions, a	nd sharing arra	angeme	nts
			N/A					
					-			
			 					
				<u> </u>				
			 					
						-		
								
		<u> </u>	<u> </u>		<u> </u>			
2a			tly affiliated with, or related to, one	· -	itions described		(75	7
			er than section 501(c)(3)) or in sec	tion 52/7		Yes	<u>X</u>	No
<u>D</u>	IT Ye	s," complete the following sch (a) Name of org		(b) Type of organization	(c) Description of relation	nshin		
	-	N/A	janization	(b) Type of organization	(b) Description of relation	ПЭПІР		
		Π/Α						
				† -				
\exists					nts, and to the best of my knowledge and belief, it	is true, correct	it,	
	and con	polete Declaration of preparer (other	er than jaxorayer or fiduciary) is based on	all information of which preparer ha	as any knowledge			
_	L -	UUUMUO	Julie	10-13-2010	JAMILLE .			
Sign Here	Sı	gnature of officer or trustee) - ('s	Date	Title			
힐	w -	Preparers	t. 11 A	Da Dai	T.— self-	arer's identifyii	_	ber
S	Paid Preparer's Use Only	signature V	myayo	TOTO	employed P P	003614	<u> 193</u>	
];	Paid epare se On	Firm's name (or yours BLUM		PANY, P.C.	EIN ► 06-10	09205		
	ڎۜؾٞ	if self-employed),		0110		212 1		^
		address, and ZIP code SOUT	HPORT, CT 06890	1-0TTA		<u>-319-6</u>		
						Form 990-	-r- (2009)

FORM 990-PF INTEREST ON SAVINGS	A NTO MIEN	MDODADY C	N C U	TARTECOMENIOC	CMAMEMENT	 1
TORM 990 FF INTEREST ON SAVINGS A			non .		STATEMENT	
SOURCE					AMOUNT	
MORGAN STANLEY/SMITH BARNEY				·		46.
TOTAL TO FORM 990-PF, PART I, LIN	E 3, C	OLUMN A				46.
FORM 990-PF DIVIDENDS AND	D INTE	REST FROM	SEC	URITIES	STATEMENT	2
SOURCE	GROS	S AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
MORGAN STANLEY/SMITH BARNEY		8,468.	43.		8,425.	
TOTAL TO FM 990-PF, PART I, LN 4		8,468.		43.	8,4	25.
FORM 990-PF (OTHER :	INCOME			STATEMENT	3
DESCRIPTION		(A) REVENUE PER BOOKS	5	(B) NET INVEST- MENT INCOME		
MISCELLANEOUS INCOME			200.	0	•	
TOTAL TO FORM 990-PF, PART I, LINI	E 11	•	200.	0	•	
FORM 990-PF ACCOUNTING FEES					STATEMENT	4
EXPI	(A) ENSES BOOKS	(B) NET INVI MENT INC		(C) ADJUSTED NET INCOM		
ACCOUNTING	2,504	1,	,627	•	8'	77.
TO FORM 990-PF, PG 1, LN 16B	2,504	1,	,627	•	8'	77.

• . . .

FORM 990-PF (OTHER PROFESSIONAL FEES		STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME			
INVESTMENT FEES	3,235.	3,235.		0.	
TO FORM 990-PF, PG 1, LN 16C =	3,235.	3,235.		0.	
FORM 990-PF	TAXES		STATEMENT		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME			
EXCISE TAX FOREIGN TAX	141. 62.	0. 62.		0.	
TO FORM 990-PF, PG 1, LN 18 =	203.	62.		0.	
FORM 990-PF	OTHER E	XPENSES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) (D) ADJUSTED CHARITABI NET INCOME PURPOSES		
OFFICE EXPENSE	325.	0.		325.	
TO FORM 990-PF, PG 1, LN 23	325.	0.		325.	
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 8	
DESCRIPTION		вос	OK VALUE	FAIR MARKET VALUE	
SEE ATTACHED SCHEDULE		395,954.	954. 313,245		
TOTAL TO FORM 990-PF, PART II		395,954.	313,245.		

• • •

FORM 990-PF

PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT

NAME OF MANAGER

THOMAS G. BAXTER VIRGINIA T. BAXTER

THE BAXTER FOUNDATION SUMMARY OF INVESTMENTS EIN: # 25-6603101 12/31/2009

Quantity	Description	Book Value	Market Value
374 Ariba	Inc Com	23,690 00	4,682.48
250 AT&	Т	8,927.50	7,007.50
	ol Myers Squibb	9,638.15	10,731.25
	o Sys Inc	7,739.00	11,970 00 T
	cast corp CI A	0.00	9,606.00
250 Covi		11,067.50	11,972.50
400 Dow	Chemical Co	13,304.00	11,052.00
1,000 Dyco	om Ind Inc	24,812.00	8,030 00
	point Communications	40 65	0.13
500 Gen	eral Electric Co	19,029.00	7,565.00
573 Ishai	res Barclay Agg.Bd Fd	57,797.28	59,127.87
	res Barclay 1 - 3 yr TSY BD	7,147 68	7,217.52
	res MSCI Japan Index	9,999 29	6,934 88
	res S&P Mid Cap 400 Value	2,376.84	1,912.26
26 Isha	res S&P Mid Cap 400 Growth	2,379.70	2,020.46
	res S&P Small Cap 600 Val	2,437.35	1,984.92
614 Isha	res S&P 500 Grwth Index	43,549 53	35,605.86
492 Isha	res S&P 500 Value Index	38,872.40	26,080.92
34 Isha	res Small Cap 600 Growth	2,337.46	1,942.76
	res Barclay Tips BD FD	7,123 76	7,065 20
	osoft Corp	16,093 00	18,288.00
619 Nuve	een Multi Strat Inc	9,209.36	4,760 41
500 Orac	cle Corp	7,082.50	12,265.00
108 S&P	North Amer Nat Res Sector	4,730.95	3,705.48
250 Sun	Microsystems Inc	9,120.00	2,342 50
	International	13,602 50	8,920.00
•	guard EMRG Mkts	4,910.60	3,690.00
	guard European	24,711.58	15,125.76
	guard REIT	4,985.14	3,355 50
	zon Communications	9,239 38	8,282.50
		395,954 10	313,244.66

THE BAXTER FOUNDATION SUMMARY OF CONTRIBUTIONS PAID EIN: 25-6603101 12/31/2009

NAME	STATUS OF RECIPIENT	PURPOSE OF CONTRIBUTION	AMOUNT
Sister, Servants of the Immaculate Heart of Mary	Public Charity	To fund the recipients operating budget	7,105 00
Immaculata, PA 19345-0200		operating budget	
St John's University Institutional Advancement Forensic Society Scholarship Fund 8000 Utopia Parkway Queens, NY 11439	Public Charity	To fund the recipients operating budget	1,000 00
Hobart and William Smith College Parents Fund 615 S. Main Street Geneva, NY 14456	Public Charity	To fund the recipients operating budget	3,525 00
Neurofibromatosis Inc NF Midwest P O. Box 1923 Lombardo IL	Public Charity	To fund the recipients operating budget	677.00
Dominique's Fund for Suicide Prevention 25 Elm Avenue Mount Vernon, NY 10550	Public Charity	To fund the recipients operating budget	100.00
College of the Holy Cross 1 College Street Worcester, MA 01610	Public Charity	To fund the recipients operating budget	500.00
Delbarton School 230 Mendham Road Morristown, NJ 07960	Public Charity	To fund the recipients operating budget	100 00
WPKN 344 University Avenue Bridgeport, CT 06604	Public Charity	To fund the recipients operating budget	100.00
Hands Together P.O. Box 80985 Springfield, MA 01138	Public Charity	To fund the recipients operating budget	100.00
Methodist Home for Children 4300 Monument Road Philadelphia, PA 19131	Public Charity	To fund the recipients operating budget	1,000.00
Thomas Hartman Foundation for Parkinson's Research	Public Charity	To fund the recipients	1,000.00

THE BAXTER FOUNDATION SUMMARY OF CONTRIBUTIONS PAID EIN: 25-6603101 12/31/2009

NAME	STATUS OF RECIPIENT	PURPOSE OF CONTRIBUTION	AMOUNT
72 West Main Street East Islip, NY 11730		operating budget	
Preston Hirten Memorial Scholarship Fund P.O Box 2561 Westport, CT 06880	Public Charity	To fund the recipients operating budget	250.00
Assumption Church 98 Riverside Ave. Westport, CT 06880	Public Charity	To fund the recipients operating budget	600.00
Foundation House P O. Box 6279 Cape Elizabeth, ME 04107	Public Charity	To fund the recipients operating budget	3,000.00
Holy Trinity High School 98 Cherry Lane Hicksville, NY 11801	Public Charity	To fund the recipients operating budget	250.00
,		-	19,307.00