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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 changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.The Dancing Skies Foundation
20 S. Clark St. #2310
Chicago, IL 60603

A Employer identification number

26-3286007

B Telephone number (see the instructions)

(312) 726-2468

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: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 6,509,005.

J Accounting method: ☒ Cash ☐ 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) (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)

1 Contributions, gifts, grants, etc., received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

27,237.

27,237.

4 Dividends and interest from securities

129,451.

129,451.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-224,346.

b Gross sales price for all assets on line 6a 920,698.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

0.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

-67,658.

156,688.

0.

13 Compensation of officers, directors, trustees, etc.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) See St 1

500.

250.

250.

b Accounting fees (attach sch) See St 2

3,000.

1,500.

1,500.

c Other prof fees (attach sch) See St 3

10.

5.

5.

17 Interest

18 Taxes (attach schedule)(see instr) See Stm 4

3,500.

1,750.

1,750.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23

7,010.

3,505.

3,505.

25 Contributions, gifts, grants paid Part XV

250,000.

250,000.

26 Total expenses and disbursements. Add lines 24 and 25

257,010.

3,505.

0.

253,505.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-324,668.

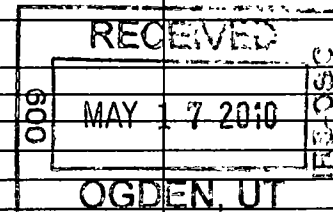
153,183.

b Net investment income (if negative, enter -0-)

0.

c Adjusted net income (if negative, enter -0-)

0.

P
2

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	809,058.	201,956.	201,956.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule) Statement 5		1,164,911.	1,149,767.
	b Investments — corporate stock (attach schedule) Statement 6	3,779,078.	3,357,872.	5,065,325.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 7	512,694.	89,272.	91,957.
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	5,100,830.	4,814,011.	6,509,005.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 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.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	5,100,830.	4,814,011.	
	30 Total net assets or fund balances (see the instructions)	5,100,830.	4,814,011.	
	31 Total liabilities and net assets/fund balances (see the instructions)	5,100,830.	4,814,011.	

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	5,100,830.
2 Enter amount from Part I, line 27a	2	-324,668.
3 Other increases not included in line 2 (itemize) See Statement 8	3	37,849.
4 Add lines 1, 2, and 3	4	4,814,011.
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	4,814,011.

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)
1a See Statement 9				
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			
b			
c			
d			
e			

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	
a			
b			
c			
d			
e			

2 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>		2	-224,346.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3	-54,942.

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. N/A

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			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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.)		1	3,064.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, 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	3,064.
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	3,064.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	3,500.	
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	3,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	436.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 436. Refunded	11	0.	

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?	1a	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>	1b	X
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? <i>If 'Yes,' attach a detailed description of the activities</i>	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? <i>If 'Yes,' attach a conformed copy of the changes</i>	3	X
4 a 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?	4b	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>	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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) IL		
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>	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)? <i>If 'Yes,' complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	10	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>Karl Leinberger</u> Telephone no <u>(312) 726-2468</u> Located at <u>20 S. Clark St., Ste 2310 Chicago IL</u> ZIP + 4 <u>60603-1806</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <input type="checkbox"/> N/A			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? <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	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 the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
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

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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)?

5b N/A

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? ☐ Yes ☐ No

N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

7b 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
Audrey Weaver 189 E. Lake Shore Drive , #7W Chicago, IL 60611	President 3.00	0.	0.	0.
Michael Vogan 189 E. Lake Shore Dr. , #7W Chicago, IL 60611	Director 1.00	0.	0.	0.
Merdith Erickson 10734 Victory Lane N.E. Seattle, WA 98125	Director 1.00	0.	0.	0.
Karl Leinberger 1017 Lake Avenue Wilmette, IL 60091	Director 1.00	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				

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

0

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 0

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 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	5,063,120.
b	Average of monthly cash balances	1b	253,767.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,316,887.
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	5,316,887.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	79,753.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,237,134.
6	Minimum investment return. Enter 5% of line 5	6	261,857.

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	261,857.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,064.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,064.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	258,793.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	258,793.
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	258,793.

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	253,505.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	253,505.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	253,505.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				258,793.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			4,532.	
b Total for prior years: 20__, 20__, 20__		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 ▶ \$ 253,505.				
a Applied to 2008, but not more than line 2a			4,532.	
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				248,973.
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 instructions			0.	
f Undistributed income for 2009: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				9,820.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	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 XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Statement 10				
Total			3a	250,000.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

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		
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					27,237.
4	Dividends and interest from securities					129,451.
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					-224,346.
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)					-67,658.
13	Total. Add line 12, columns (b), (d), and (e)					-67,658.

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

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

[illegible]

The Dancing Skies Foundation

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Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 500.	\$ 250.		\$ 250.
Total	<u>\$ 500.</u>	<u>\$ 250.</u>	<u>\$ 0.</u>	<u>\$ 250.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 3,000.	\$ 1,500.		\$ 1,500.
Total	<u>\$ 3,000.</u>	<u>\$ 1,500.</u>	<u>\$ 0.</u>	<u>\$ 1,500.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Secretary of State	\$ 10.	\$ 5.		\$ 5.
Total	<u>\$ 10.</u>	<u>\$ 5.</u>	<u>\$ 0.</u>	<u>\$ 5.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Taxes	\$ 3,500.	\$ 1,750.		\$ 1,750.
Total	<u>\$ 3,500.</u>	<u>\$ 1,750.</u>	<u>\$ 0.</u>	<u>\$ 1,750.</u>

The Dancing Skies Foundation

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Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
US TREASURY NOTES	Cost	\$ 1,164,911.	\$ 1,149,767.
		\$ 1,164,911.	\$ 1,149,767.
	Total	<u>\$ 1,164,911.</u>	<u>\$ 1,149,767.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
178,231 Shares Amcol International Corp.	Cost	\$ 3,357,872.	\$ 5,065,325.
	Total	<u>\$ 3,357,872.</u>	<u>\$ 5,065,325.</u>

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Mutual Funds	Cost	\$ 0.	\$ 0.
<u>Other Securities</u>			
Taxable Bonds	Cost	89,272.	91,957.
	Total	<u>\$ 89,272.</u>	<u>\$ 91,957.</u>

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Final Transfer from Weaver Family Foundation		\$ 37,849.
	Total	<u>\$ 37,849.</u>

The Dancing Skies Foundation

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Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	25000 Federal Home Loan Bank	Purchased	4/25/2008	1/02/2009
2	213 Ace Limited	Purchased	4/25/2008	1/05/2009
3	38 Daimler AG	Purchased	11/13/2007	1/05/2009
4	145 Diageo PLC	Purchased	4/25/2008	1/05/2009
5	212 Accenture Ltd.	Purchased	4/28/2008	1/05/2009
6	125 Arcelormittal SA	Purchased	8/27/2007	1/05/2009
7	300 Nokia Corp.	Purchased	4/25/2008	1/05/2009
8	1 Nortel Networks	Purchased	6/03/2008	1/05/2009
9	50 Renaissancere Holdings	Purchased	3/13/2008	1/05/2009
10	212 Teva Pharmaceuticals	Purchased	7/27/2007	1/05/2009
11	275 Unilever N V New York	Purchased	7/27/2007	1/05/2009
12	63 Apple Inc.	Purchased	4/25/2008	1/05/2009
13	25 Autozone Inc.	Purchased	10/25/2006	1/05/2009
14	62 Bank of America	Purchased	10/09/2001	1/05/2009
15	143 Beckman Coulter	Purchased	4/25/2008	1/05/2009
16	150 BJS Wholesale Club	Purchased	7/27/2007	1/05/2009
17	257 Chudd Corp.	Purchased	4/25/2008	1/05/2009
18	187 Colgate Palmolive	Purchased	4/25/2008	1/05/2009
19	135 Conocophillips	Purchased	4/25/2008	1/05/2009
20	163 Cisco Systems	Purchased	10/02/2002	1/05/2009
21	350 Convergys Corp.	Purchased	4/25/2008	1/05/2009
22	163 Walt Disney	Purchased	6/08/2007	1/05/2009
23	145 Dun & Bradstreet	Purchased	4/25/2008	1/05/2009
24	57 Energen Corp.	Purchased	3/21/2007	1/05/2009
25	125 Embarq Corp.	Purchased	4/25/2008	1/05/2009
26	125 Ensco International	Purchased	4/25/2008	1/05/2009
27	63 Freeport Mcmoran Copper	Purchased	4/25/2008	1/05/2009
28	315 General Electric	Purchased	4/25/2008	1/05/2009
29	50 Goldman Sachs	Purchased	7/14/2006	1/05/2009
30	150 Hewitt Packard	Purchased	12/03/2008	1/05/2009
31	102 International Business Machines	Purchased	4/25/2008	1/05/2009
32	88 Johnson & Johnson	Purchased	4/25/2008	1/05/2009
33	162 JP Morgan Chase	Purchased	4/25/2008	1/05/2009
34	325 Life Technologies Corp.	Purchased	4/25/2008	1/05/2009
35	175 Lam Research Corp.	Purchased	4/25/2008	1/05/2009
36	115 Manpower Inc. Wisc.	Purchased	4/25/2008	1/05/2009
37	162 Metlife	Purchased	4/25/2008	1/05/2009
38	75 Northrop Grumman Corp.	Purchased	4/25/2008	1/05/2009
39	175 National Oil-well Varco	Purchased	11/29/2007	1/05/2009
40	138 Northern Trust Corp.	Purchased	11/29/2007	1/05/2009
41	538 Oracle Corp.	Purchased	7/28/2005	1/05/2009
42	112 Occidental Pete Corp.	Purchased	4/25/2008	1/05/2009
43	38 Priceline Com.	Purchased	11/13/2007	1/05/2009
44	62 Precision Castparts Corp.	Purchased	8/27/2007	1/05/2009
45	438 Pfizer	Purchased	4/25/2008	1/05/2009
46	97 Procter & Gamble	Purchased	4/25/2008	1/05/2009
47	112 Perrigo Co.	Purchased	3/13/2008	1/05/2009
48	90 Raytheon Co.	Purchased	11/23/2004	1/05/2009
49	288 Charles Schwab Corp.	Purchased	2/28/2006	1/05/2009
50	88 Sunoco Inc.	Purchased	2/28/2006	1/05/2009
51	212 AT&T	Purchased	4/25/2008	1/05/2009
52	163 US Bancorp	Purchased	4/25/2008	1/05/2009
53	150 V F Corp.	Purchased	4/25/2008	1/05/2009
54	300 Western Digital	Purchased	4/25/2008	1/05/2009
55	112 Wellpoint Inc.	Purchased	4/25/2008	1/05/2009
56	200 Exxon Mobil	Purchased	4/25/2008	1/05/2009

The Dancing Skies Foundation

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Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
57	170 Yum Brands	Purchased	4/25/2008	1/05/2009
58	528 Ishares Trust Dow Jones	Purchased	4/25/2008	1/05/2009
59	270 Select Sector SPDR Funds	Purchased	4/25/2008	1/05/2009
60	602 Select Sector SPDR AMEX	Purchased	4/25/2008	1/05/2009
61	1338.253 Columbia Acorn TR FD	Purchased	12/28/2007	1/05/2009
62	1.153 Columbia Acorn TR FD	Purchased	12/11/2008	1/05/2009
63	8.556 Columbia Acorn TR FD	Purchased	12/11/2008	1/05/2009
64	1225.372 Dodge & Cox Funds Inter	Purchased	11/01/2005	1/05/2009
65	54.955 Dodge & Cox Funds Inter	Purchased	12/24/2008	1/05/2009
66	3.508 Dodge & Cox Funds Inter	Purchased	12/24/2008	1/05/2009
67	88.98 Dodge & Cox Funds Inter	Purchased	12/24/2008	1/05/2009
68	1302.635 ING Mutual Funds Int'l Small Cap	Purchased	6/09/2006	1/05/2009
69	51.995 ING Mutual Funds Int'l Small Cap	Purchased	12/18/2008	1/05/2009
70	.716 ING Mutual Funds Int'l Small Cap	Purchased	1/05/2009	1/05/2009
71	1535.405 Rainer Invt Mgmt Mutual Fund	Purchased	3/27/2008	1/05/2009
72	5.913 Rainer Invt Mgmt Mutual Fund	Purchased	12/18/2008	1/05/2009
73	.24 Rainer Invt Mgmt Mutual Fund	Purchased	12/18/2008	1/05/2009
74	6.892 Rainer Invt Mgmt Mutual Fund	Purchased	12/18/2008	1/05/2009
75	12630.12 Templeton Foreign Fund	Purchased	10/17/2001	1/05/2009
76	995.484 Templeton Foreign Fund	Purchased	12/22/2008	1/05/2009
77	5740.391 Templeton Foreign Fund	Purchased	12/22/2008	1/05/2009
78	25000 Genworth Global Trust	Purchased	10/30/2007	1/05/2009
79	25000 Chase Manhattan Corp.	Purchased	9/12/2000	6/10/2009
80	300000 US Treasury Note	Purchased	1/05/2009	11/24/2009

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	25,000.		25,024.	-24.				\$ -24.
2	11,165.		12,613.	-1,448.				-1,448.
3	1,380.		3,921.	-2,541.				-2,541.
4	8,468.		11,503.	-3,035.				-3,035.
5	7,140.		5,976.	1,164.				1,164.
6	3,275.		8,018.	-4,743.				-4,743.
7	4,818.		6,612.	-1,794.				-1,794.
8	1.		1.	0.				0.
9	2,544.		2,613.	-69.				-69.
10	8,868.		9,034.	-166.				-166.
11	6,765.		8,431.	-1,666.				-1,666.
12	6,033.		9,333.	-3,300.				-3,300.
13	3,473.		2,720.	753.				753.
14	897.		1,633.	-736.				-736.
15	6,308.		8,362.	-2,054.				-2,054.
16	5,061.		5,209.	-148.				-148.
17	12,858.		11,581.	1,277.				1,277.
18	12,783.		10,406.	2,377.				2,377.
19	7,537.		5,656.	1,881.				1,881.
20	2,799.		1,743.	1,056.				1,056.
21	2,506.		8,683.	-6,177.				-6,177.
22	3,892.		5,506.	-1,614.				-1,614.
23	11,298.		8,028.	3,270.				3,270.
24	1,857.		2,824.	-967.				-967.
25	4,652.		7,281.	-2,629.				-2,629.
26	3,939.		5,489.	-1,550.				-1,550.
27	1,845.		5,910.	-4,065.				-4,065.

The Dancing Skies Foundation

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Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
28	5,333.		9,347.	-4,014.				\$ -4,014.
29	4,541.		6,968.	-2,427.				-2,427.
30	5,480.		4,465.	1,015.				1,015.
31	8,920.		8,297.	623.				623.
32	5,244.		4,710.	534.				534.
33	4,902.		7,273.	-2,371.				-2,371.
34	8,115.		14,127.	-6,012.				-6,012.
35	3,894.		8,564.	-4,670.				-4,670.
36	3,984.		6,838.	-2,854.				-2,854.
37	5,918.		6,374.	-456.				-456.
38	3,688.		4,977.	-1,289.				-1,289.
39	5,017.		12,181.	-7,164.				-7,164.
40	7,311.		10,939.	-3,628.				-3,628.
41	9,765.		7,452.	2,313.				2,313.
42	7,049.		8,160.	-1,111.				-1,111.
43	2,859.		4,036.	-1,177.				-1,177.
44	4,065.		8,585.	-4,520.				-4,520.
45	8,024.		12,618.	-4,594.				-4,594.
46	6,018.		3,703.	2,315.				2,315.
47	3,460.		3,992.	-532.				-532.
48	4,719.		3,528.	1,191.				1,191.
49	4,501.		4,708.	-207.				-207.
50	3,959.		5,820.	-1,861.				-1,861.
51	5,985.		8,667.	-2,682.				-2,682.
52	3,936.		4,686.	-750.				-750.
53	8,455.		9,985.	-1,530.				-1,530.
54	3,708.		7,800.	-4,092.				-4,092.
55	4,928.		5,389.	-461.				-461.
56	16,408.		7,773.	8,635.				8,635.
57	5,562.		2,543.	3,019.				3,019.
58	8,815.		12,609.	-3,794.				-3,794.
59	6,437.		7,646.	-1,209.				-1,209.
60	17,891.		17,361.	530.				530.
61	24,275.		59,913.	-35,638.				-35,638.
62	20.		19.	1.				1.
63	157.		143.	14.				14.
64	27,436.		40,939.	-13,503.				-13,503.
65	1,230.		1,151.	79.				79.
66	78.		73.	5.				5.
67	1,993.		1,865.	128.				128.
68	29,478.		54,788.	-25,310.				-25,310.
69	1,176.		1,163.	13.				13.
70	17.		17.	0.				0.
71	28,097.		42,039.	-13,942.				-13,942.
72	108.		105.	3.				3.
73	5.		5.	0.				0.
74	127.		124.	3.				3.
75	57,088.		116,449.	-59,361.				-59,361.
76	4,499.		4,380.	119.				119.
77	25,948.		25,259.	689.				689.
78	17,913.		25,254.	-7,341.				-7,341.
79	25,000.		24,999.	1.				1.
80	300,000.		300,128.	-128.				-128.

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Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
							Total	<u>\$-224,346.</u>

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Greater Chicago Food Depository 4100 W. Ann Lurie Place Chicago, IL 60632	NONE	501C(3)	Charitable	\$ 10,000.
Chicago Symphony Orchestra 220 S. Michigan Ave Chicago, IL 60604	NONE	501C(3)	Charitable	15,000.
Doctors Without Borders 333 7th Avenue, 2nd FL New York, NY 10001	NONE	501C(3)	Charitable	15,000.
4th Presbyterian Church 126 E. Chestnut St. Chicago, IL 60611	NONE	501C(3)	Charitable	20,000.
Ravinia 418 Sheridan Road Highland Park, IL 60035	NONE	501C(3)	Charitable	60,000.
Alzheimer's Foundation 322 Eighth Ave. 7th Fl. New York, NY 10001	NONE	501C(3)	Charitable	15,000.
Planned Parenthood 18 S. Michigan Ave. 6th Fl. Chicago, IL 60603	NONE	501C(3)	Charitable	15,000.
American Cancer Society 225 N. Michigan Ave. Chicago, IL 60601	NONE	501C(3)	Charitable	10,000.
Aids Foundation of Chicago 200 W. Jackson Blvd. #2200 Chicago, IL 60603	NONE	501C(3)	Charitable	5,000.

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Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
United Negro College Fund 8260 WILLOW Oaks Corp. Dr. Fairfax, VA 22031	NONE	501C(3)	Charitable	\$ 5,000.
Berea College Short Street Berea , KY 40404	NONE	501C(3)	Charitable	5,000.
Steppenwolf Theatre 1650 N. Halsted Chicago, IL 60614	NONE	501C(3)	Charitable	10,000.
Amnesty International 5 Penn Plaza New York, NY 10001	NONE	501C(3)	Charitable	5,000.
Habitat for Humanity Windy City chapter 2201 S. Halsted St. #1251 Chicago, IL 60608	NONE	501C(3)	Charitable	10,000.
The American Parkinsons Disease Assoc. 135 Parkinsons Ave. Staten Island, NY 10305	NONE	501C(3)	Charitable	15,000.
Lyric Opera of Chicago 20 N. Wacker Dr. Chicago, IL 60606	NONE	501C(3)	Charitable	5,000.
Metropolitan Family Services One North Dearborn, 10th Fl. Chicago, IL 60602	NONE	501C(3)	Charitable	15,000.
Thrive Counseling Center 120 South Marion St. Oak Park , IL 60302	NONE	501C(3)	Charitable	15,000.

Total \$ 250,000.