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 JAMESTOWN AREA FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address): 133 E. MARKET STREET — Room/suite:

City or town, state, and ZIP code: XENIA, OH 45385

A Employer identification number: 31-1148328

B Telephone number: 937-372-4919

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*) ▶$ 10,426,204.

J Accounting method: [X] 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))

		(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	38,317.	38,317.		
	4 Dividends and interest from securities	261,894.	261,894.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-149,553.			
	b Gross sales price for all assets on line 6a 2,583,222.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	22,269.	22,269.		STATEMENT 1
	12 **Total.** Add lines 1 through 11	172,927.	322,480.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	102,259.	20,452.		81,807.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	76,973.	7,697.		69,276.
	b Accounting fees STMT 3	8,750.	8,750.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	20,773.	773.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	5,000.	248.		990.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	213,755.	37,920.		152,073.
	25 Contributions, gifts, grants paid	1,611,874.			1,611,874.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,825,629.	37,920.		1,763,947.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,652,702.			
	b **Net investment income** (if negative, enter -0-)		284,560.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year (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	3,113,793.	1,499,184.	1,499,182.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations STMT 7	1,703,494.	1,703,494.	1,782,636.
b Investments - corporate stock STMT 8	215,495.	215,495.	243,197.
c Investments - corporate bonds STMT 9	2,315,677.	1,811,105.	1,852,100.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 10	4,418,517.	4,861,091.	5,025,184.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ PREPAID EXPENSES)	0.	23,905.	23,905.
16 **Total assets** (to be completed by all filers)	11,766,976.	10,114,274.	10,426,204.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
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	11,425,510.	11,425,510.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	341,466.	-1,311,236.	
30 **Total net assets or fund balances**	11,766,976.	10,114,274.	
31 **Total liabilities and net assets/fund balances**	11,766,976.	10,114,274.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	11,766,976.
2 Enter amount from Part I, line 27a	2	-1,652,702.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,114,274.
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	10,114,274.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,583,222.		2,732,775.	-149,553.

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				
b				
c				
d				
e				-149,553.

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** -149,553.

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	838,779.	12,837,925.	.065336
2007	215,711.	13,585,756.	.015878
2006	304,898.	12,873,804.	.023684
2005	231,035.	12,465,235.	.018534
2004	42,245.	11,701,818.	.003610

2	**Total** of line 1, column (d)	2	.127042
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	.025408
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,952,461.
5	Multiply line 4 by line 3	5	329,096.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,846.
7	Add lines 5 and 6	7	331,942.
8	Enter qualifying distributions from Part XII, line 4	8	1,763,947.

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 ▶ [X] and enter 1% of Part I, line 27b		1	2,846.
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	2,846.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,846.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 18,006.		
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	18,006.
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	15,160.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	5,000. Refunded ▶	11	10,160.

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)? *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*	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? *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) ▶ OH			
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 ▶ N/A

14 The books are in care of ▶ DAVID L. PENDRY Telephone no ▶937-372-4919

Located at ▶133 E. MARKET ST., XENIA, OH ZIP+4 ▶45385

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			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)?	N/A	1b		
	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)*	N/A	3b		
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)*

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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [X] 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 [X] 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 [X] 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** Yes: X

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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 [X] 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 11		102,259.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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

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	11,084,849.
b	Average of monthly cash balances		1b	2,064,858.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	13,149,707.
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	13,149,707.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	197,246.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	12,952,461.
6	**Minimum investment return** Enter 5% of line 5		6	647,623.

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	647,623.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 2,846.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,846.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	644,777.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	644,777.
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	644,777.

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	1,763,947.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,763,947.
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	2,846.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,761,101.

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				644,777.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			469,586.	
b Total for prior years 2006, 2005, 2004		1,072,662.		
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 ▶ $ 1,763,947.				
a Applied to 2008, but not more than line 2a			469,586.	
b Applied to undistributed income of prior years (Election required - see instructions) *		1,072,662.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				221,699.
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				423,078.
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				

* SEE STATEMENT 12

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
GREENE COUNTY COMMUNITY FOUNDATION 25 GREENE STREET XENIA, OH 45385	NONE		SCHOLARSHIPS RESEARCH & CAPITAL IMPROVEMENTS	1352944.
MISC - SEE ATTACHED	NONE		SCHOLARSHIPS, ROOM & BOARD AND SCHOOL SUPPLIES	258,930.
Total			▶ 3a	1611874.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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					38,317.
4 Dividends and interest from securities					261,894.
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					22,269.
8 Gain or (loss) from sales of assets other than inventory					-149,553.
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.		0.	172,927.

13 Total. Add line 12, columns (b), (d), and (e) 13 172,927.

(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)
	THIS IS A GRANT-MAKING FOUNDATION THAT GENERALLY MAKES GRANTS TO
	PUBLIC CHARITIES OR INDIVIDUALS IN ORDER TO CARRY OUT ITS EXEMPT
	PURPOSE. IT INVESTS THE MONEY IT HAS IN ORDER TO OBTAIN INCOME TO
	MAKE THOSE GRANTS.

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: [signature] 11/12/10 (Date) Title: Chairman

Paid Preparer's Use Only

Preparer's signature	[signature] MELINDA S. COOPER C.P.A.	Date 11/11/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	BUSH AND ASSOCIATES C.P.A., LLC 2619 COMMONS BLVD., SUITE 110 BEAVERCREEK, OH 45431	EIN	
		Phone no 937-426-8024	

923622
02-02-10

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	100,000 SH AMERICAN BANK MO 3.25% DUE 02/06/09	P	01/28/08	02/06/09
b	25,000 SH FIRST ST BK CHAPEL HILL TN 4.8% DUE 12/	P	12/19/06	12/29/09
c	100,000 SH FOUNDERS BK & TR MI 3.25% DUE 08/04/09	P	01/28/08	08/04/09
d	5,503.577 SH KENSINGTON SELECT FD XXX INCOME CL C	P	06/03/05	03/04/09
e	31.185 SH KENSINGTON SELECT FD XXX INCOME CL C	P	12/16/05	03/04/09
f	35.17 SH KENSINGTON SELECT FD XXX INCOME CL C	P	12/18/06	03/04/09
g	100,000 SH MAINSTREET COMM BK 3.25% DUE 05/21/09	P	05/16/08	05/21/09
h	100,000 SH PATTERSON BK GA 3.6% DUE 12/04/09	P	08/27/08	12/04/09
i	100,000 SH SECURITY EXCH BK 3.25% DUE 02/03/09	P	01/28/08	02/13/09
j	100,000 SH SUMMIT COMM BK 3.25% DUE 08/06/09	P	01/28/08	08/06/09
k	100,000 SH FIRST GA CMTY 3.3% DUE 04/17/09	P	04/16/08	01/07/09
l	100,000 SH HERITAGE BK 3.25% DUE 02/02/09	P	02/01/08	02/02/09
m	100,000 SH CORNERSTONE NATL BK 3.25% DUE 02/08/09	P	02/08/08	02/02/09
n	100,000 SH CAPITAL ONE BK CD 3.35% DUE 04/23/09	P	04/23/08	04/23/09
o	100,000 SH CENTER BK JACKSONVILLE FL 3.3% DUE 05/	P	05/23/08	05/26/09

	(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	100,000.		100,005.	-5.
b	25,000.		25,005.	-5.
c	100,000.		100,005.	-5.
d	56,962.		200,005.	-143,043.
e	323.		1,048.	-725.
f	602.		2,045.	-1,443.
g	100,000.		100,005.	-5.
h	100,000.		100,005.	-5.
i	100,000.		100,005.	-5.
j	100,000.		100,005.	-5.
k	100,000.		100,005.	-5.
l	100,000.		100,005.	-5.
m	100,000.		100,005.	-5.
n	100,000.		100,005.	-5.
o	100,000.		100,005.	-5.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-5.
b				-5.
c				-5.
d				-143,043.
e				-725.
f				-1,443.
g				-5.
h				-5.
i				-5.
j				-5.
k				-5.
l				-5.
m				-5.
n				-5.
o				-5.

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	
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	

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	100,000 SH COLUMBUS BK & TR 3.3% DUE 04/23/09	P	04/23/08	04/23/09
b	100,000 SH FIRST CENTENNIAL BK 3.4% DUE 06/04/09	P	08/27/08	02/18/09
c	100,000 SH FIRST TR BK CHARLOTTE NC 3.25% DUE 05/	P	05/21/08	05/21/09
d	100,000 SH LIBERTY BANK EUGENE OR 3.25% DUE 05/21	P	04/16/08	02/23/09
e	100,000 SH MB FN BK 3.25% DUE 05/22/09	P	05/23/08	05/22/09
f	100,000 SH PROVIDENT BK OF MD 3.6% DUE 11/23/09	P	05/21/08	11/23/09
g	100,000 SH SEC BK GWINNET CO GA 3.55% DUE 08/25/0	P	04/25/08	08/26/09
h	100,000 SH SECURITY BK JONES CO GA 3.25% DUE 08/1	P	02/08/08	08/14/09
i	100,000 SH SECURITY BK BIBB CO GA 3.3% DUE 06/07/	P	02/08/08	08/07/09
j	500,000 SH FEDL FARM CREDIT BK 6.0% DUE 04/27/16	P	04/27/08	04/27/09
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	100,000.		100,005.	-5.
b	100,000.		100,005.	-5.
c	100,000.		100,005.	-5.
d	100,000.		100,005.	-5.
e	100,000.		100,005.	-5.
f	100,000.		100,005.	-5.
g	100,000.		100,005.	-5.
h	100,000.		100,005.	-5.
i	100,000.		100,005.	-5.
j	500,000.		504,572.	-4,572.
k	335.			335.
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-5.
b				-5.
c				-5.
d				-5.
e				-5.
f				-5.
g				-5.
h				-5.
i				-5.
j				-4,572.
k				335.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	-149,553.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF OTHER INCOME STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
REIT INCOME	22,269.	22,269.	
TOTAL TO FORM 990-PF, PART I, LINE 11	22,269.	22,269.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COOLIDGE WALL	76,973.	7,697.		69,276.
TO FM 990-PF, PG 1, LN 16A	76,973.	7,697.		69,276.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RAFALSKE & LAYNE, LLP	8,750.	8,750.		0.
TO FORM 990-PF, PG 1, LN 16B	8,750.	8,750.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	773.	773.		0.
2008 EXTENSION PAYMENT	15,000.	0.		0.
2009 ESTIMATED PAYMENT	5,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	20,773.	773.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT REORG FEE	25.	0.		0.
LIABILITY INSURANCE	3,300.	0.		0.
AWARDS	15.	0.		0.
ATTORNEY GENERAL	400.	0.		0.
POSTAGE	22.	0.		0.
SECRETARIAL ASSISTANT	1,238.	248.		990.
TO FORM 990-PF, PG 1, LN 23	5,000.	248.		990.

FOOTNOTES STATEMENT 6

STATEMENT REGARDING QUESTION 5A(3), PART VII-B, PAGE 6

GRANT PROCEDURES WERE EXTENSIVELY DISCUSSED IN ATTACHMENTS TO THE ORGANIZATIONS FORM 1023 WHICH WAS APPROVED BY THE SERVICE IN 2003.

THE DIRECTORS OF THE FOUNDATION HAVE ADDRESSED THIS ISSUE WITH THE LAW FIRM WHO PREPARED THE FORM 1023 TO INSURE COMPLIANCE WITH SECTION 4945 (G) UNDER THE DATA SUBMITTED WITH FORM 1023 AND BEEN INFORMED THAT SINCE THE PRIMARY DECISIONS AND SELECTION REST WITH THE INSTITUTIONS AND NOT THE FOUNDATION OFFICERS THE PRIOR GRANT MAKING PROCEDURES APPROVAL IS NOT NECESSARY

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BOND 11.250% DUE 02/15/15	X		65,362.	28,216.
US TREASURY BOND 11.250% DUE 02/15/15	X		33,519.	55,020.
US TREASURY BOND 6.250% DUE 08/15/23	X		565,755.	597,190.
US TREASURY BOND 6.250% DUE 08/15/23	X		985,364.	1,051,054.
MONTGOMERY CNTY OH REV CATHOLIC HLTH INITATIVES 6.00% DUE 12/01/26		X	26,747.	25,578.
MONTGOMERY CNTY OH REV CATHOLIC HLTH INITATIVES 6.00% DUE 12/01/26		X	26,747.	25,578.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,650,000.	1,731,480.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			53,494.	51,156.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,703,494.	1,782,636.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
174 SH EXELON	5,125.	8,503.
1850 SH GENERAL ELECTRIC	54,704.	27,991.
1600 SH. PROCTER & GAMBLE	69,832.	97,008.
400 SH. PROGRESS ENERGY	16,196.	16,404.
1552 SH. ROYAL DUTCH PETROLEUM	69,638.	93,291.
TOTAL TO FORM 990-PF, PART II, LINE 10B	215,495.	243,197.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
5TH3RD BANKCORP SR NT 6.25% DUE 11/20/01 DUE 05/01/13	50,862.	51,481.
AMER EXP BANK FSB MED TERM NT 5.55% DUE 10/17/12	51,191.	53,472.
AMERICAN INTL GP MED TERM NT 5.375% DUE 10/18/11	50,963.	49,656.
BANK ONE CORP SUB NT 5.9% DUE 11/15/11	53,149.	53,365.
BK OF AMER CORP SR UNS NT 4.875% DUE 09/15/12	51,422.	52,392.
FEDERAL HOME LOAN MTG CORP 4.79% DUE 08/14/10	499,655.	512,355.
FEDERAL HOME LOAN MTGE ASSN 5.25% DUE 04/18/16	251,038.	275,000.
GE CAPITAL CORP INTERNTS 2.0% DUE 12/15/12	51,564.	52,062.
GOLDEN WEST FN CORP SR NT 4.75% DUE 10/01/12	49,283.	52,204.
GOLDMAN SACHS GP NT 5.0% DUE 01/15/11	51,168.	51,942.
HSBC FN CORP INTERNTS 5.5% DUE 08/15/11	50,520.	51,315.
JOHN HANCOCK SIG NTS 4.35% DUE 09/15/12	20,353.	19,920.
JPMORGAN CHASE GLOBAL SUB NTS 4.5% DUE 01/15/012	30,567.	31,440.
JPMORGAN CHASE GLOBAL SUB NTS 5.75% DUE 01/02/13	52,627.	53,325.
MORGAN STANLEY GP NT 6.75% DUE 04/15/11	52,328.	52,974.
ROYAL BK SCOTLAND GP SUB NT 6.375% DUE 02/01/11	52,918.	50,139.
TN VALLEY AUTH PWR BOND 6% DUE 3/15/13	339,305.	335,679.
WELLS FARGO & CO. NEW SR NT 5.25% DUE 10/23/12	52,192.	53,379.
FEDERAL FARM CREDIT BANK 6.00% DUE 04/27/16	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,811,105.	1,852,100.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERICAN SCANDIA APEX II VARIABLE POLICY E0527132	COST	1,900,000.	2,106,430.
11421.753 SH DELAWARE LIMITED TERM DIVERSIFIED INCOME FUND CLASS C	COST	100,865.	101,311.
108063.461 SH FRANKLIN INCOME FUND	COST	288,799.	223,691.
100403.378 SH FRANKLIN INCOME FUND CL A	COST	203,723.	207,835.
34240.267 SH HARTFORD MUTUAL FUNDS	COST	339,608.	289,673.
31864.672 SH HARTFORD MUTUAL FUNDS	COST	316,046.	269,575.
20,000 SH. INLAND AMERICAN RE TRUST	COST	200,000.	200,000.
0 SH KENSINGTON SELECT INCOME FD	COST	0.	0.
22227.83 SH LORD ABBETT INVESTMENT TRUST SHORT DURATION INCOME FUND CLASS C	COST	101,150.	101,581.
150.11 SH OPPENHEIMER GOLD & SPC MINERALS	COST	5,450.	5,158.

150.11 SH OPPENHEIMER GOLD & SPC MINERALS	COST	5,450.	5,158.
THE DIRECTOR OUTLOOK M VAR ANNUITY 712524630	COST	1,000,000.	1,114,772.
20,000 SH. WELL REIT II	COST	200,000.	200,000.
20,000 SH. CPA 17 REIT	COST	200,000.	200,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,861,091.	5,025,184.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID L. PENDRY 133 E. MARKET ST. XENIA, OH 45385	DIRECTOR 8.00	32,923.	0.	0.
EDWARD W. BRILL 133 E. MARKET ST. XENIA, OH 45385	DIRECTOR 4.00	14,362.	0.	0.
GEORGE E. SMITH 133 E. MARKET ST. XENIA, OH 45385	DIRECTOR 4.00	14,362.	0.	0.
MARCIA A BRILL 133 E. MARKET ST. XENIA, OH 45385	DIRECTOR 4.00	14,362.	0.	0.
SHEILA R. HOAG 133 E. MARKET ST. XENIA, OH 45385	SEC/TREAS 16.00	26,250.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		102,259.	0.	0.

FORM 990-PF ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME STATEMENT 12

I AM ATTACHING FORM 4720 WITH AN EXPLAINATION OF THE CORRECTIVE ACTION TAKE DURING 2009. IT WAS ATTACHED TO THE 2008 990 PF ALSO. SINCE THE MONEY WAS PAID OUT DURING 2009, I WANTED YOU TO BE ABLE TO SEE WHERE THE DISTRIBUTIONS MADE DURING 2009 WERE APPLIED.

ATTACHMENT TO 2009 FORM 990-PF
JAMESTOWN AREA FOUNDATION, INC
31-1148928

PART XV SUPPLEMENTARY INFORMATION (CONTINUED)

3. GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO FOUNDATION MGR. OR SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Columbus Community College				
ROBERT GOULD	NONE		FUND SCHOLARSHIP	
Tuition				1,245 00
JESSICA DAWN COE (KIDD)	NONE		FUND SCHOLARSHIP	
Tuition				1,049 00
Ohio State University				
JAMESON GILBERT RITTER	NONE		FUND SCHOLARSHIP	
Tuition				12,097.00
Board				1,200.00
Supplies				16,483.00
JESSICA DAWN COE (KIDD)	NONE		FUND SCHOLARSHIP	
Tuition				2,517.50
Board				8,074 00
SETH MATTHEW DAVIS	NONE		FUND SCHOLARSHIP	
Tuition				6,000 00
JOSHUA GRANT AREHART	NONE		FUND SCHOLARSHIP	
Tuition				7,593.00
Board				1,200 00
Supplies				12,446 00
ROBERT GOULD	NONE		FUND SCHOLARSHIP	
Tuition				11,825.75
Board				12,446 00
Supplies				2,000 00
RYNE MICHAL BAUGHN	NONE		FUND SCHOLARSHIP	
Tuition				8,327.00
Board				1,200 00
Supplies				9,256 00
ZACHARY S. HORTON	NONE		FUND SCHOLARSHIP	
Tuition				9,667 00
Board				8,409 00
Supplies				1,200.00
University of Cincinnati				
ISAIAH JEFFERY WHITSETT	NONE		FUND SCHOLARSHIP	
Tuition				10,036 00
Supplies				3,020 00
University of Dayton				

ATTACHMENT TO 2009 FORM 990-PF
JAMESTOWN AREA FOUNDATION, INC
31-1148928

PART XV SUPPLEMENTARY INFORMATION (CONTINUED)

3. GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO FOUNDATION MGR. OR SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PATRICIA LYNN MOORE	NONE		FUND SCHOLARSHIP	
Tuition				22,622.70
Supplies				1,479 00
Urbana University				
SETH E. REYNOLDS	NONE		FUND SCHOLARSHIP	
Tuition				5,905 00
Supplies				1,931.00
Wilmington College				
KORINNE LOUISE GUTHRIE	NONE		FUND SCHOLARSHIP	
Tuition				17,587 00
Supplies				5,133 60
Wright State University				
AMANDA RAE HORMANN	NONE		FUND SCHOLARSHIP	
Tuition				4,361 00
Board				5,219.00
Supplies				2,195.98
EDWARD T BONK	NONE		FUND SCHOLARSHIP	
Tuition				4,267 00
Board				1,200 00
Supplies				5,219 00
JACKLYN PAIGE NOES	NONE		FUND SCHOLARSHIP	
Tuition				4,046.00
Supplies				1,200 00
JOEL D WISH	NONE		FUND SCHOLARSHIP	
Tuition				7,942 00
Board				7,559.50
Supplies				981 00
MICHAEL W BEEGLE	NONE		FUND SCHOLARSHIP	
Tuition				6,609.00
Supplies				6,181.30
Total 2009 Cash Contributions (Cash Basis)				258,930 33

REQUEST FOR ABATEMENT - SEC. 4962

Form **4720**

Department of the Treasury
Internal Revenue Service

Return of Certain Excise Taxes Under Chapters 41 and 42 of the Internal Revenue Code

(Sections 170(f)(10), 664(c)(2), 4911, 4912, 4941, 4942, 4943, 4944, 4945, 4955, 4958, 4965, 4966, and 4967)

▶ See separate instructions.

OMB No. 1545-0052

2008

For calendar year 2008 or other tax year beginning , 2008, and ending , 20

COPY

Name of organization or entity	Employer identification number
THE JAMESTOWN AREA FOUNDATION, INC.	31 : 1148328
Number, street, and room or suite no (or P O. box if mail is not delivered to street address)	Check box for type of annual return.
113 E. MARKET ST.	☐ Form 990 ☐ Form 990-EZ
City or town, state, and ZIP code	☑ Form 990-PF
XENIA, OH 45385	☐ Form 5227

		Yes	No
A	Is the organization a foreign private foundation within the meaning of section 4948(b)?		✓
B	Has corrective action been taken on any taxable event that resulted in Chapter 42 taxes being reported on this form? (Enter "N/A" if not applicable)	✓	

If "Yes," attach a detailed description and documentation of the corrective action taken and, if applicable, enter the fair market value of any property recovered as a result of the correction ▶ $ ________ . If "No," (i.e., any uncorrected acts, or transactions), attach an explanation (see page 4 of the instructions).

Part I Taxes on Organization (Sections 170(f)(10), 664(c)(2), 4911(a), 4912(a), 4942(a), 4943(a), 4944(a)(1), 4945(a)(1), 4955(a)(1), 4965(a)(1), and 4966(a)(1))

1	Tax on undistributed income—Schedule B, line 4	1	321799
2	Tax on excess business holdings—Schedule C, line 7	2	
3	Tax on investments that jeopardize charitable purpose—Schedule D, Part I, column (e)	3	
4	Tax on taxable expenditures—Schedule E, Part I, column (g)	4	
5	Tax on political expenditures—Schedule F, Part I, column (e)	5	
6	Tax on excess lobbying expenditures—Schedule G, line 4	6	
7	Tax on disqualifying lobbying expenditures—Schedule H, Part I, column (e)	7	
8	Tax on premiums paid on personal benefit contracts	8	
9	Tax on being a party to prohibited tax shelter transactions—Schedule J, Part I, column (h)	9	
10	Tax on taxable distributions—Schedule K, Part I, column (f)	10	
11	Tax on a charitable remainder trust's unrelated business taxable income. Attach schedule	11	
12	Total (add lines 1-11) SEE STATEMENT RE. CORRECTIVE ACTION	12	321799

Part II-A Taxes on Managers, Self-Dealers, Disqualified Persons, Donors, Donor Advisors, and Related Persons (Sections 4912(b), 4941(a), 4944(a)(2), 4945(a)(2), 4955(a)(2), 4958(a), 4965(a)(2), 4966(a)(2), and 4967(a))

	(a) Name and address of person subject to tax	(b) Taxpayer identification number
a		
b		
c		
d		

	(c) Tax on self-dealing—Schedule A, Part II, col (d), and Part III, col. (d)	(d) Tax on investments that jeopardize charitable purpose—Schedule D, Part II, col (d)	(e) Tax on taxable expenditures—Schedule E, Part II, col (d)	(f) Tax on political expenditures—Schedule F, Part II, col (d)
a				
b				
c				
d				
Total				

	(g) Tax on disqualifying lobbying expenditures—Schedule H, Part II, col (d)	(h) Tax on excess benefit transactions—Schedule I, Part II, col. (d), and Part III, col (d)	(i) Tax on being a party to prohibited tax shelter transactions—Schedule J, Part II, col (d)	(j) Tax on taxable distributions—Schedule K, Part II, col (d)
a				
b				
c				
d				
Total				

	(k) Tax on prohibited benefits—Sch L, Part II, col (d), and Part III, col (d)		(l) Total—Add cols (c) through (k)
a			
b			
c			
d			
Total			

Part II-B **Summary of Taxes** (See **Tax Payments** on page 3 of the instructions.)

1	Enter the taxes listed in Part II-A, column (l), that apply to managers, self-dealers, disqualified persons, donors, donor advisors, and related persons who sign this form. If all sign, enter the total amount from Part II-A, column (l)	1	
2	**Total tax.** Add Part I, line 12, and Part II-B, line 1. (Make check(s) or money order(s) payable to the United States Treasury.)	2	

SCHEDULE A—Initial Taxes on Self-Dealing (Section 4941)

Part I **Acts of Self-Dealing and Tax Computation**

(a) Act number	(b) Date of act	(c) Description of act
1		
2		
3		
4		
5		

(d) Question number from Form 990-PF, Part VII-B, or Form 5227, Part VI-B, applicable to the act	(e) Amount involved in act	(f) Initial tax on self-dealing (10% of col. (e))	(g) Tax on foundation managers (if applicable) (lesser of $20,000 or 5% of col (e))

Part II **Summary of Tax Liability of Self-Dealers and Proration of Payments**

(a) Names of self-dealers liable for tax	(b) Act no from Part I, col (a)	(c) Tax from Part I, col. (f), or prorated amount	(d) Self-dealer's total tax liability (add amounts in col. (c)) (see page 6 of the instructions)

Part III **Summary of Tax Liability of Foundation Managers and Proration of Payments**

(a) Names of foundation managers liable for tax	(b) Act no from Part I, col (a)	(c) Tax from Part I, col (g), or prorated amount	(d) Manager's total tax liability (add amounts in col. (c)) (see page 6 of the instructions)

SCHEDULE B—Initial Tax on Undistributed Income (Section 4942)

1	Undistributed income for years before 2007 (from Form 990-PF for 2008, Part XIII, line 6d)	1	1072662
2	Undistributed income for 2007 (from Form 990-PF for 2008, Part XIII, line 6e)	2	
3	Total undistributed income at end of current tax year beginning in 2008 and subject to tax under section 4942 (add lines 1 and 2)	3	1072662
4	**Tax**—Enter 30% of line 3 here and on page 1, Part I, line 1	4	321799

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) is based on all information of which preparer has any knowledge

Chairman 11/13/09

Signature of officer or trustee | Title | Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person | Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person | Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person | Date

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person | Date

Paid Preparer's Use Only

Preparer's signature James E. Rohan	Date 11.12.09	Check if self-employed ☐	Preparer's SSN or PTIN P00074362
Firm's name (or yours if self-employed), address, and ZIP code	RAFALSKE & LAYNE, LLP		EIN 31 1036432
	2186 VICTORY PARKWAY CINCINNATI, OH 45206		Phone no. (513) 861-1686

Exhibit A

The Jamestown Area Foundation, Inc.
EIN: 31-1148328

Election Statement under Regs. § 53.4942(a)-3(d)(2)

Taxpayer, The Jamestown Area Foundation, Inc., Employer Identification No. 31-1148328, hereby elects under Regs. § 53.4942(a)-3(d)(2) to designate the qualifying distribution of $1,159,462 it made on August 11, 2009, and the qualifying distribution of $193,482 it made on November 12, 2009, for a total of $1,352,944. The taxpayer elects that the distribution be allocated in the following manner: (1) $280,282 to the taxable year ending December 31, 2008; (2) $418,470 to the taxable year ending December 31, 2006; (3) $309,337 to the taxable year ending December 31, 2005; and (4) $344,855 to the taxable year ending December 31, 2004.

Date: November 13, 2009

David L. Pendry, Chairman

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