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990-PF

Form 990-PF
Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

, 20

G Check all that apply:

 Initial return Initial return of a former public charity
 Amended return Address change Final return

Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	A Employer identification number 31-6672533			
	Number and street (or P O box number if mail is not delivered to street address) 231 S LASALLE ST IL1-231-14-19	Room/suite	B Telephone number (see page 10 of the instructions) (314) 466-7818		
	City or town, state, and ZIP code CHICAGO, IL 60697		C If exemption application is pending, check here <input type="checkbox"/>		
			D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 12,231,198.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
(Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
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 page 11 of 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 (attach schedule)					
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a 1,121,373.					
7 Capital gain net income (from Part IV, line 2)					
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) (attach schedule) IRS-OSC					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11 I.T.	-599,591.	161,097.			
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) STMT. 3.	11,840.				
b Accounting fees (attach schedule) STMT. 4.	929.				
c Other professional fees (attach schedule) STMT. 5.	19,611.	10,640.			
17 Interest STMT. 6.	20,425.	20,425.			
18 Taxes (attach schedule) (see page 14 of the instructions) STMT. 7.	19,500.				
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications	155.				
23 Other expenses (attach schedule) STMT. 8.	59,260.	59,260.			
24 Total operating and administrative expenses.					
Add lines 13 through 23	131,720.	90,325.			
25 Contributions, gifts, grants paid	636,141.				
26 Total expenses and disbursements Add lines 24 and 25	767,861.	90,325.			
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,367,452.				
b Net investment income (if negative, enter -0-)		70,772.			
c Adjusted net income (if negative, enter -0-)				NONE	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing		21,392.	21,392.
	2	Savings and temporary cash investments	93,070.	36,347.	31,093.
	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 page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	7,409,649.	3,580,820.	3,096,281.
	c	Investments - corporate bonds (attach schedule)	133,342.	89,081.	69,110.
	11	Investments - land, buildings, and equipment basis ►	359,514.		
		Less accumulated depreciation ► (attach schedule)		359,514.	326,940.
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	5,231,202.	7,270,420.	8,686,382.
	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 the instructions Also, see page 1, item I)	12,867,263.	11,357,574.	12,231,198.
	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 (attach schedule)			
	22	Other liabilities (describe ►)		16,567.	
	23	Total liabilities (add lines 17 through 22)		16,567.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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. ► <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	12,867,263.	11,341,007.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		NONE	
	30	Total net assets or fund balances (see page 17 of the instructions)	12,867,263.	11,341,007.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,867,263.	11,357,574.	

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	12,867,263.
2	Enter amount from Part I, line 27a	2	-1,367,452.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 9	3	41,593.
4	Add lines 1, 2, and 3	4	11,541,404.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 10	5	200,397.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,341,007.

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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 SEE PART IV DETAIL					
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			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-754,143.	
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		3		

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 page 18 of 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 (col. (b) divided by col. (c))
2008	764,333.	14,308,268.	0.05341897426
2007	889,475.	16,842,086.	0.05281263853
2006	688,111.	16,204,870.	0.04246322248
2005	653,322.	14,232,885.	0.04590228896
2004	414,298.	13,408,050.	0.03089919862

2 Total of line 1, column (d) 2 0.22549632285

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 0.04509926457

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 10,909,598.

5 Multiply line 4 by line 3 5 492,015.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 708.

7 Add lines 5 and 6 7 492,723.

8 Enter qualifying distributions from Part XII, line 4 8 658,036.
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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	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 ruling letter if necessary - see instructions)	1	708.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
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) . . .			
3	Add lines 1 and 2 . . .		2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0) . . .		3	708.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0 . . .		4	NONE
6	Credits/Payments		5	708.
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . .	6a		708.
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	7,200.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .		10	6,492.
11	Enter the amount of line 10 to be. Credited to 2010 estimated tax ►	708. Refunded	11	5,784.

Part VII-A Statements Regarding Activities

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? . . .		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .			X
	<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>			
1c	Did the foundation file Form 1120-POL for this year? . . .			X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>			X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . .			X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .			X
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .			X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T.</i>			X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .			X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV. . .			X
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ►	STMT 11		
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 . . .			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 on page 27)? If "Yes," complete Part XIV . . .			X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .			X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	(314) 466-0234	
15		15

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

		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 page 20 of the instructions)?		1b
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	
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
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 ►		
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 page 20 of the instructions)		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?	<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
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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 page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	X
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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 page 22 of the 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
SEE STATEMENT 12		- 0 -	- 0 -	- 0 -

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ► NONE

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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 page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services ► NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments. See page 24 of the instructions.	
3 NONE	

Total. Add lines 1 through 3 ►	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	11,075,734.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	11,075,734.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) STMT 13.	1e	847,104.
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,075,734.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	166,136.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,909,598.
6	Minimum investment return. Enter 5% of line 5	6	545,480.

Part XI Distributable Amount (see page 25 of the 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	545,480.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	708.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	708.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	544,772.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	544,772.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	544,772.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	658,036.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	NONE
3	Amounts set aside for specific charitable projects that satisfy the:	3b	NONE
a	Suitability test (prior IRS approval required)	4	658,036.
b	Cash distribution test (attach the required schedule)	5	708.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	657,328.
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 page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				544,772.
2 Undistributed income, if any, as of the end of 2009			644,212.	
a Enter amount for 2008 only		NONE		
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 658,036.			644,212.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				13,824.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below.				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				530,948.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	
2a 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)(ii)				
(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 page 28 of 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed
SEE STATEMENT 14

b The form in which applications should be submitted and information and materials they should include
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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 20				
Total				► 3a 636,141.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	
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					
4 Dividends and interest from securities				14	157,132.
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					NONE
8 Gain or (loss) from sales of assets other than inventory				18	-754,143.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 21					-2,580.
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					-599,591.
13 Total. Add line 12, columns (b), (d), and (e)					-599,591.

Part XV-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). (See page 29 of the instructions.)

11 PARTNERSHIP INCOME

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

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?		Yes	No
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.			

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

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.

Sign Here

Signature of officer or trustee

X WARRIOR, H. AUGUR, TRUSTEE

11/12/16

→ **Title**

Preparer's identifying
number (See Signature on
page 30 of the instructions)
P00174680

Sign Here

Preparer
signature

Firm's name (or yours if self-employed), address, and ZIP code

1

Date

Check if self-employed ►

Preparer's identifying
number (See Signature on
page 30 of the instructions)
P00174680

EIN ► 94-1687665

Form 990-PF (2009)

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

31-6672533

=====

RECIPIENT NAME:
CREEDE REPERTORY THEATRE
ADDRESS:
BOX 269
CREEDE, CO 81130
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 98,500.

RECIPIENT NAME:
GROWING GARDENS OF
BOULDER COUNTY INC
ADDRESS:
3198 BROADWAY
BOULDER, CO 80302
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
COLORADO STATE UNIVERSITY
ADDRESS:
Fort Collins, CO 80523
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 8,565.

STATEMENT 15

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

31-6672533

RECIPIENT NAME:
UNIVERSITY OF DENVER
ADDRESS:
2197 S. UNIVERSITY BLVD.
DENVER, CO 80208-4900
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
STUDENT SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 9,804.

RECIPIENT NAME:
CREEDE/MINERAL ARTS & REC
MS. ELOISE HOOPER, DIR.
ADDRESS:
P.O. BOX 457
CREEDE, CO 81130
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
CLYFFORD STILL MUSEUM
ADDRESS:
201 W. COLFAX AVE
DENVER, CO 80202
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 150,000.

STATEMENT 16

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

31-6672533

=====

RECIPIENT NAME:
MISSOURI BOTANICAL GARDEN
ADDRESS:
4344 SHAW BOULEVARD
ST. LOUIS, MO 63110
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
ADAMS STATE COLLEGE
ADDRESS:
208 EDGEWATER BLVD
Alamosa, CO 81102
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
STUDENT SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,042.

RECIPIENT NAME:
DENVER ART MUSEUM
ADDRESS:
100 W 14TH AVE PKWY
DENVER, CO 80204
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 59,649.

STATEMENT 17

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

31-6672533

=====

RECIPIENT NAME:
SAVANNAH COLLEGE OF ART & DESIGN
ADDRESS:
P.O. BOX 3146
Savannah, GA 31402-3146
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
STUDENT SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 30,526.

RECIPIENT NAME:
FOUNTAIN VALLEY SCHOOL
ADDRESS:
6155 FOUNTAIN VALLEY SCHOOL RD
Colorado Springs, CO 80911
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 11,060.

RECIPIENT NAME:
COLORADO COLLEGE
ADDRESS:
902 N. CASCADE
Colorado Spgs, CO 80946
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
STUDENT SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,475.

STATEMENT 18

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

31-6672533

=====

RECIPIENT NAME:
SOUTHERN MAINE MUSIC SCHOOL
ADDRESS:
P.O. BOX 9300
PORTLAND, ME 04104
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
CREEDE MINING HERITAGE, INC
ADDRESS:
PO BOX 1273
SOUTH FORK, CO 81154-1273
RELATIONSHIP:
N/A
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 45,020.

RECIPIENT NAME:
CREEDE'S COMMUNITY CENTER
ADDRESS:
P.O. BOX 432
CREEDE, CO 81130
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
GENERAL
AMOUNT OF GRANT PAID 2,500.

STATEMENT 19

ELEANOR AND HENRY HITCHCOCK CHARITABLE
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

31-6672533

=====

RECIPIENT NAME:

SOL LEWITT/MASSMOCA PROJECT

ADDRESS:

1040 MASS MOCA WAY
North Adams, MA 01247

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

GENERAL

AMOUNT OF GRANT PAID 75,000.

TOTAL GRANTS PAID:

636,141.

=====

STATEMENT 20

ELEANOR AND HENRY HITCHCOCK CHARITABLE

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

31-6672533

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ROYALTY INCOME			16	4,077.	
BED DEF INCOME			14	8,537.	
END DEF INCOME			14	-14,659.	
ACCR. INC PAID			14	-578.	
ROYALTY TIMING			16	43.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,446.00			100. HELMERICH & PAYNE INC COM PROPERTY TYPE: SECURITIES 1,299.00			12/09/2000	05/29/2009	
3,451.00			100. HELMERICH & PAYNE INC COM PROPERTY TYPE: SECURITIES 1,299.00			12/09/2000	05/29/2009	
3,428.00			100. HELMERICH & PAYNE INC COM PROPERTY TYPE: SECURITIES 1,299.00			12/09/2000	05/29/2009	
41,727.00			1200. HELMERICH & PAYNE INC COM PROPERTY TYPE: SECURITIES 15,585.00			12/09/2000	05/29/2009	
55,570.00			1600. HELMERICH & PAYNE INC COM PROPERTY TYPE: SECURITIES 20,780.00			12/09/2000	05/29/2009	
62,296.00			5000. I-FLOW CORP PROPERTY TYPE: SECURITIES 69,435.00			07/18/2005	10/14/2009	
			.866 JER INVS TR INC REITS PROPERTY TYPE: SECURITIES			12/17/2007	02/20/2009	
			.087 JER INVS TR INC NEW COM REITS PROPERTY TYPE: SECURITIES 11.00			11/26/2007	03/04/2009	
			.213 JER INVS TR INC NEW COM REITS PROPERTY TYPE: SECURITIES 26.00			12/17/2007	03/04/2009	
14.00			.342 KINDER MORGAN MGMT LLC SHS PROPERTY TYPE: SECURITIES 14.00			04/14/2009	05/22/2009	
32.00			.7 KINDER MORGAN MGMT LLC SHS PROPERTY TYPE: SECURITIES 28.00			04/14/2009	08/21/2009	
							4.00	

JS
9E1730 1000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
14.00		.293 KINDER MORGAN MGMT LLC SHS PROPERTY TYPE: SECURITIES 11.00				04/14/2009	11/19/2009	
70,500.00		75000. PEABODY ENERGY CORP SR NT CALL 4/ PROPERTY TYPE: SECURITIES 72,938.00				05/04/2007	09/24/2009	
13,685.00		500. PLAINS EXPLORATION & PRODUCTION CO PROPERTY TYPE: SECURITIES 4,098.00				04/02/2003	12/23/2009	
44,131.00		7000. PROVIDENT ENERGY TR TR UNIT PROPERTY TYPE: SECURITIES 29,452.00				12/19/2008	11/12/2009	
73,872.00		6000. ROCHESTER MED CORP PROPERTY TYPE: SECURITIES 27,396.00				12/01/2003	01/21/2009	
1400803.00		1. EAGLE CAP PARTNERS LTD PARTNERSHIP PROPERTY TYPE: SECURITIES 1346685.00				01/01/2000	04/01/2009	
2.00		.5 REINET INVESTMENTS SCA COM PROPERTY TYPE: SECURITIES 1.00				04/19/2007	03/03/2009	
660.00		342. REINET INVESTMENTS SCA WT EXPIRES 1 PROPERTY TYPE: SECURITIES 1.00				11/25/2008	01/12/2009	
7,757.00		99. TRANSOCEAN LTD COM PROPERTY TYPE: SECURITIES 7,658.00				06/23/2006	05/29/2009	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property	Description				P or D	Date acquired	Date sold
	Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)
TOTAL GAIN(LOSS)							-754,143. =====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI	67.	67.
FOREIGN DIVIDENDS	16,846.	16,846.
DOMESTIC DIVIDENDS	34,161.	34,161.
OTHER INTEREST	57,387.	57,387.
MUNICIPAL INTEREST	155.	
NONDISTRIBUTIVE OTHER INTEREST	5,063.	5,063.
ACCRUED MARKET DISCOUNT INTEREST	673.	673.
NONQUALIFIED DOMESTIC DIVIDENDS	42,780.	42,780.
TOTAL	157,132.	156,977.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BEG DEF INCOME	8,537.	
END DEF INCOME	-14,659.	
ACCR. INC PAID	-578.	
ROYALTY TIMING	43.	43.
MESA ROYALTY INCOME	4,077.	4,077.
TOTALS	-2,580.	4,120.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BRYAN CAVE, LLP	11,840.			11,840.
TOTALS	=====	11,840.	NONE	11,840.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BANK OF AMERICA TAX PREP FEE	929.			929.
TOTALS	929.		NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
US TRUST INVESTMENT	17,733.	10,640.	7,093.
MAURICE LAMEE	1,500.		1,500.
SCHOLARSHP SERVICE			
AMY HARRIS	378.		378.
WEBSITE DESIGN			
TOTALS	19,611.	10,640.	8,971.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INV. INT'L. EXP.	20,425.	20,425.
TOTALS	20,425.	20,425.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION

PRIOR YEAR TAX BALANCE 19,500.

TOTALS 19,500.

=====

REVENUE
AND
EXPENSES
PER BOOKS

STATEMENT 7

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RENT AND ROYALTY EXP PTNR INVESTMENT EXP (FROM PTNR K-1)	320. 58,940.	320. 58,940.
TOTALS	59,260.	59,260.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
REFUND OF EXCISE TAX	25,593.
PARTNERSHIP CONTRIBUTED CAPITAL	16,000.
TOTAL	41,593.

STATEMENT 9

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
AMERSHAM NOTE	100,000.
PARTNERSHIP DISTRIBUTIONS	17,435.
PARTNERSHIP NET ORDINARY LOSS	82,962.
TOTAL	200,397.

STATEMENT 10

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MO

STATEMENT 11

ELEANOR AND HENRY HITCHCOCK CHARITABLE

31-6672533

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

HARRISON H. AUGUR

ADDRESS:

C/O BANK OF AMERICA

ST. LOUIS, MO 63178

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

STATEMENT 12

FORM 990PF, PART X - REDUCTION CLAIMED FOR BLOCKAGE

DESCRIPTION	AMOUNT
SEE ATTACHED SCHEDULE	847,104.
TOTAL	847,104.

STATEMENT 13

ELEANOR AND HENRY HITCHCOCK CHARITABLE
12/31/2009

Form 990-PF, Part X - REDUCTION CLAIMED FOR BLOCKAGE

<u>CLOSELY HELD SECURITY</u>	<u>AVERAGE FMV</u>	<u>DISCOUNT 10%</u>
ALTA COMMUNICATIONS IX LIMITED PARTNERSHIP	\$ 201,637.00	\$ 20,163.70
ALTA EMBARCADERO BIOPHARMA PARTNERS III LLC	156,896.00	\$ 15,689.60
CA PARTNERS OFFSHORE FUND SPC CAM FUND CL B SHS	1,774,452.98	\$ 177,445.30
CA PARTNERS OFFSHORE FUND SPC CAM INTERNATIONAL CL D SHS	1,360,622.96	\$ 136,062.30
CA PARTNERS OFFSHORE FUND SPC CAM MULTI STRATEGY CL E SHS	703,482.85	\$ 70,348.29
CA PARTNERS OFFSHORE FUND SPC CAM SMALL CAP CL C SHS	1,519,449.63	\$ 151,944.96
CAM SPEC OPPORTUNITIES FUND	1,588,701.25	\$ 158,870.13
ELM STREET VENTURES LP	8,741.00	\$ 874.10
LUCAS ENERGY VENTURES II LP	101,380.00	\$ 10,138.00
PROVIDENCE CAPITAL LLC	100,000.00	\$ 10,000.00
EAGLE CAP PARTNERS LTD PARTNERSHIP	463,500.00	\$ 46,350.00
PATIENCE PARTNERS LIMITED PARTNERSHIP	492,173.33	\$ 49,217.33
TOTAL	\$ 8,471,037.00	\$ 847,103.70

A discount under § 4942(e)(2) is appropriate. The securities are closely held

=====

RECIPIENT NAME:

HARRISON H. AUGUR

ADDRESS:

P.O. BOX 4389

ASPEN, CO 81612

FORM, INFORMATION AND MATERIALS:

NONE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

LETTER DEMONSTRATING FINANCIAL NEED AND/OR ACADEMIC SUCCESS

SEE ATTACHED PAGE FROM WEBSITE

<http://www.hitchcockfoundation.org/Hitchcock/Home.html>

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION

31-6672533

Balance Sheet
12/31/2009

Asset Type	Units	Federal Cost	Market Value
CASH/CURRENCY		21,391 86	21,391 86
CASH EQUIVALENTS		-	-
BLACKROCK FLOATING RATE INCOME		-	-
STRATEGIES FUND INC	1,000 000	19,483 76	14,230 00
COLUMBIA CASH RESERVES		-	-
TRUST CLASS	16,862 800	16,862 80	16,862 80
Total CASH EQUIVALENTS		57,738 42	52,484 66
Total CASH/CURRENCY		57,738 42	52,484 66
EQUITIES			
U.S. LARGE CAP			
ALTRIA GROUP INC			
COM	2,600 000	46,117 45	51,038 00
AMERICAN TOWER CORP			
CL A	2,500 000	3,984 94	108,025 00
BANK AMER CORP			
COM	3,300 000	168,306 81	49,698 00
BLACKROCK HEALTH SCIENCES TR	7,000 000	179,471 19	183,610 00
CONOCOPHILLIPS			
COM	1,803 000	105,100 00	92,079 21
GENERAL ELEC CO			
COM	5,232 000	288,332 25	79,160 16
NFJ DIVID INT & PREMIUM STRATEGY			
FUND	1,500 000	19,348 08	22,125 00
PEABODY ENERGY CORP			
CONV JR SUB DEB C12/20/36 @100			
DTD 12/20/06 4 750% DUE 12/15/41	100,000 000	92,625 00	101,000 00
WILLIAMS COS INC DEL			
COM	5,000 000	43,902.86	105,400 00
Total U.S. LARGE CAP		947,188 58	792,135 37
U.S. MID CAP			
AES TR III			
PFD CV 6 75%	1,500 000	60,109 75	69,375 00
ARCH COAL INC			
COM	500 000	28,405 93	11,125 00
KINDER MORGAN MGMT LLC			
SHS	1,069 000	41,423 41	58,410 16
PIONEER NAT RES CO			
COM	6,212 000	114,283 42	299,232 04
PLAINS EXPL & PRODTN CO			
COM	9,000 000	73,768 50	248,940 00
WEYERHAEUSER CO			
COM	1,600 000	88,065 08	69,024 00
WINDSTREAM CORP			
COM	4,800 000	41,309 34	52,752 00
Total U.S. MID CAP		447,365 43	808,858 20
U.S. SMALL CAP			
ALLIED CAP CORP NEW			
COM	8,500 000	202,098 18	30,685 00
BARRETT BILL CORP			

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION

31-6672533

Balance Sheet
12/31/2009

Asset Type	Units	Federal Cost	Market Value
CONV SR UNSECD NT C3/26/12 @100			
DTD 03/12/08 5 000% DUE 03/15/28	50,000 000	47,875 00	48,125 00
BLACKROCK KELSO CAP			
COORPORATION COM	5,000 000	42,081 84	42,600 00
CAPITALSOURCE INC			
COM	3,000 000	50,957 26	11,910 00
FIFTH ST FIN CORP			
COM	2,800 000	25,766 89	30,072 00
HUTCHINSON TECHNOLOGY INC			
CONV SUB NT CALL 1/21/11 @100 93			
DTD 01/25/06 3 250% DUE 01/15/26	60,000 000	46,200 00	48,225 00
MACQUARIE INFRASTRUCTURE CO LLC			
MEMBERSHIP INT			
COM	1,000 000	36,504 28	12,280 00
MESA RTY TR			
UNIT BEN INT	1,000 000	41,318 78	36,900 00
NGP CAP RES CO			
COM	10,000 000	139,094 47	81,300 00
NORDIC AMERICAN TANKER SHIPPING			
LTD COM			
BERMUDA	500 000	19,419 74	15,000 00
PURECYCLE CORP COM	510 000	979 00	1,453 50
SABINE ROYALTY TR			
UNIT BEN INT	1,400 000	58,371 22	57,386 00
SCOLR PHARMA INC			
COM	10,000 000	50,000 00	4,800 00
WHITING USA TR I			
TR UNIT	2,700 000	30,562 64	46,861 20
Total U.S. SMALL CAP		791,229 30	467,597 70
INTERNATIONAL DEVELOPED			
AKZO NOBEL NV			
SPONSORED ADR			
NETHERLANDS	1,600 000	134,925 42	106,515 20
BAYTEX ENERGY TR			
COM TR UNIT			
CANADA	2,000 000	41,025 45	56,600 00
BP P L C			
SPONSORED ADR			
UNITED KINGDOM	1,500 000	74,730 18	86,955 00
COMPAGNIE FINANCIERE RICHEMONT			
SA COM			
ISIN CH0045039655 SWITZERLAND	2,500 000	148,384 62	83,990 33
PENN WEST ENERGY TR			
TR UNIT			
CANADA	1,000 000	30,532 51	17,600 00
Total INTERNATIONAL DEVELOPED		429,598 18	351,660 53
EMERGING MARKETS			
REINET INVESTMENTS SCA			
COM			
ISIN LU0383812293 LUXEMBOURG	342 000	5,397 52	5,397 52
Total EMERGING MARKETS			

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION

31-6672533

Balance Sheet
12/31/2009

Asset Type	Units	Federal Cost	Market Value
EQUITY OTHER			
PATIENCE PARTNERS	1 000	622,208 00	615,657 00
LIMITED PARTNERSHIP			
SESI L L C GTD SR NT			
STEP CPN 12/11 C12/15/11 @100			
DTD 12/12/06 1 500% DUE 12/15/26	60,000 000	54,975 00	54,975 00
Total EQUITY OTHER		677,183 00	670,632 00
EQUITY CALL			
DIAMOND OFFSHORE DRILLING INC COM	1,000 00	85,185 61	98,420 00
MC DONALDS CORP COM	1,500 00	82,519 73	93,660 00
PEPSICO INC COM	1,500 00	84,780 01	91,200 00
TRANSOCEAN LTD	600 00	46,413 73	49,680 00
AMERICAN TOWER	4,500 00	7,136 55	194,445 00
Total Equity Call		306,035 63	527,405 00
Total EQUITIES		3,598,600 12	3,096,281 32
FIXED INCOME			
INVESTMENT GRADE TAXABLE			
AMERICAN SELECT PORTFOLIO INC			
COM	3,000 000	24,097 15	34,110 00
Total INVESTMENT GRADE TAXABLE		24,097 15	34,110 00
GLOBAL HIGH YIELD TAXABLE			
BLACKROCK SR HIGH INCOME FUND			
INC	10,000 000	28,326 24	35,000 00
WILLIAMS COMMUNICATIONS GROUP			
INC ESC SEC IN DEFAULT			
DT 10/06/99 10 875% DUE 10/01/09	100,000 000	36,187 50	-
Total GLOBAL HIGH YIELD TAXABLE		64,513 74	35,000 00
Total FIXED INCOME		88,610 89	69,110 00
REAL ESTATE			
PUBLIC REITS			
ANNALY CAP MGMT INC			
REIT	5,000 000	83,566 42	86,750 00
COHEN & STEERS QUALITY INCOME			
RLTY FUND INC	1,779 449	43,162 25	10,801 26
HATTERAS FINL CORP			
REITS	2,000 000	59,202 76	55,920 00
HEALTH CARE REIT INC			
COM	2,254 000	57,759 32	99,897 28
JER INVS TR INC			
NEW COM REITS	573 000	39,208 75	71 63
MFA FINL INC			
REITS	10,000 000	75,183 48	73,500 00
Total PUBLIC REITS		358,082 98	326,940 17
Total REAL ESTATE		358,082 98	326,940 17
TANGIBLE ASSETS			
COMMODITIES			

ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION

31-6672533

Balance Sheet
12/31/2009

Asset Type	Units	Federal Cost	Market Value
BLACKROCK ENERGY & RESOURCES			
TRUST	11,217 000	288,910 99	287,491 71
KAYNE ANDERSON MLP INV CO	2,000 000	46,169 29	50,080 00
TORTOISE ENERGY INFRASTRUCTURE			
CORP COM	2,000 000	52,278 27	62,040 00
Total COMMODITIES		387,358 55	399,611 71
Total TANGIBLE ASSETS		387,358 55	399,611 71
OTHER NON-INVESTABLE ASSETS			
OTHER NON-INVESTABLE ASSETS			
ALTA COMMUNICATIONS IX			
LIMITED PARTNERSHIP	1 000	207,381 00	201,637 00
ALTA EMBARCADERO BIOPHARMA			
PARTNERS III LLC	1 000	130,178 00	156,896 00
CA PARTNERS OFFSHORE FUND SPC			
CAM FUND CL B SHS	153,476 933	1,857,122 00	1,894,735 66
CA PARTNERS OFFSHORE FUND SPC			
CAM INTERNATIONAL CL D SHS	80,212 546	1,071,607 00	1,759,184 66
CA PARTNERS OFFSHORE FUND SPC			
CAM MULTI STRATEGY CL E SHS	60,164 899	247,717 00	777,382 24
CAM SPECIAL OPPORTUNITIES FUND			
(CSOF)	128,176 987	1,377,422 00	1,624,506 16
CAM SPECIAL OPPORTUNITIES FUND			
LP	1 000	1,584,535 00	1,662,308 00
ELM STREET VENTURES LP	1 000	74,664 00	8,741 00
LUCAS ENERGY VENTURES II LP	1 000	220,569 18	101,380 00
PROVIDENCE CAPITAL LLC	1 000	95,988 00	100,000 00
WARRANT RTO PURCHASE 3750 SHARES			
OF COMMON STOCK OF AMERICAN			
TECHNOLOGY CORP CTF #W-N05A	1 000		
Total OTHER NON-INVESTABLE ASSETS		6,867,183 18	8,286,770 72
TOTAL ASSETS		11,357,574 14	12,231,198 00
LIABILITIES			
DIAMOND OFFSHORE DRILLING INC COM	1,000 00	(5,861 77)	(5,861 77)
MC DONALDS CORP COM	1,500 00	(1,674 95)	(1,674 95)
PEPSICO INC COM	1,500 00	(909 97)	(909 97)
TRANSOCEAN LTD	600 00	(1,944 98)	(1,944 98)
AMERICAN TOWER CORP	4,500 00	(6,174 96)	(6,174 96)
TOTAL LIABILITIES		(16,566 63)	(16,566 63)
PARTNERSHIP INSTALLMENT			
ALTA EMBARCADERO BIOPHARMA			
PARTNERS III LP			
NET TOTAL		11,341,007 51	12,193,240 09

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Eleanor and Henry Hitchcock Charitable Foundation

How to Apply



To be eligible for a grant, an individual must be a United States citizen enrolled in, or planning to enroll as full-time student in a college, university, trade or technical school or secondary school in the United States and who has either a financial need or has achieved or promises academic success

To apply,

- * Initially, submit a brief letter by email stating your intentions: where you plan to study and what you hope to contribute to your community thru your education.
- * Include any special family circumstances, previous extra-curricular activities and any work experience
- * A letter of recommendation from an academic instructor or employer
- * All letters should be sent as attachments to apply@hitchcockfoundation.org

If your letters are accepted to the next phase of selection, you will be contacted. The following will be required

- * Students who are seeking a scholarship on the basis of need, please have parents or student, if independent, submit a true and correct signed copy of their income tax form 1040, 1040A or 1040EZ for the most recent tax year
- * Students who are seeking a scholarship on the basis of academics, please submit an official transcript and/or ACT and SAT scores.

*** PLEASE NOTE, AS A RESULT OF RECENT FINANCIAL MARKET CONDITIONS AND EXISTING SCHOLARSHIP COMMITMENTS, THE ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION WILL NOT BE ACCEPTING APPLICATION FOR NEW SCHOLARSHIP UNTIL THE SCHOOL YEAR BEGINNING FALL 2010.

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete **only Part I** and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete **only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only.

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	Employer identification number 31-6672533
	Number, street, and room or suite no. If a P.O. box, see instructions. 231 S LASALLE ST IL1-231-14-19	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60697

Check type of return to be filed (file a separate application for each return)

<input type="checkbox"/>	Form 990	<input type="checkbox"/>	Form 990-T (corporation)
<input type="checkbox"/>	Form 990-BL	<input type="checkbox"/>	Form 990-T (sec. 401(a) or 408(a) trust)
<input type="checkbox"/>	Form 990-EZ	<input type="checkbox"/>	Form 990-T (trust other than above)
<input checked="" type="checkbox"/>	Form 990-PF	<input type="checkbox"/>	Form 1041-A

Form 4720
Form 5227
Form 6069
Form 8870

- The books are in the care of ► BANK OF AMERICA

Telephone No. ► (314) 466-0234

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is

for the whole group, check this box . ► . If it is for part of the group, check this box . . ► and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/16, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 2009 or
► tax year beginning , and ending ,

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,227.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	7,200.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ►

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization ELEANOR AND HENRY HITCHCOCK CHARITABLE FOUNDATION	Employer identification number 31-6672533
File by the extended due date for filing the return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 231 S LASALLE ST IL1-231-14-19	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60697	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► BANK OF AMERICA
Telephone No. ► (314) 466-0234 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box . . . ► . If it is for part of the group, check this box . . . ► and attach a list with the names and EINs of all members the extension is for.

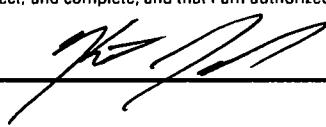
4 I request an additional 3-month extension of time until	<u>11/15/2010</u>		
5 For calendar year	<u>2009</u> , or other tax year beginning	and ending	
6 If this tax year is for less than 12 months, check reason:	<input type="checkbox"/> Initial return	<input type="checkbox"/> Final return	<input type="checkbox"/> Change in accounting period
7 State in detail why you need the extension	<u>ADDITIONAL TIME IS REQUIRED TO PREPARE A COMPLETE AND ACCURATE TAX RETURN</u>		

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$ <u>1,227.</u>
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$ <u>7,200.</u>
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$ <u></u>

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ►



Title ► CPA

Date ►

7-20-2010

Form 8868 (Rev. 4-2009)

BANK OF AMERICA, N.A.

231 S. LASALLE

CHICAGO, IL 60697

JSA

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