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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 01-01-2009 , and ending 12-31-2009

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 BARBARA GOEDE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1895 ROHLWING ROAD

City or town, state, and ZIP code
ROLLING MEADOWS, IL 60008

A Employer identification number
36-4407528

B Telephone number (see page 10 of the instructions)
(847) 259-9700

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 954,475

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	6	6		
	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	-199,741			
	b	Gross sales price for all assets on line 6a 868,566				
	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)				
	11	Other income (attach schedule)	27,098	27,098		
	12	**Total.** Add lines 1 through 11	-172,637	27,104		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,150			2,150
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest	42	42		42
	18	Taxes (attach schedule) (see page 14 of the instructions)	302			302
	19	Depreciation (attach schedule) and depletion	0			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	8,520	8,520		8,520
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,014	8,562		11,014
	25	Contributions, gifts, grants paid	18,000			18,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	29,014	8,562		29,014
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-201,651			
	b	**Net investment income** (if negative, enter -0-)		18,542		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		2,068	2,068
	2	Savings and temporary cash investments	2,370	1,105	1,105
	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 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,043,046	793,583	951,302
	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)	1,045,416	796,756	954,475
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 (attach schedule)			
	22	Other liabilities (describe ▶)	47,009		
	23	**Total liabilities** (add lines 17 through 22)	47,009	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	998,407	796,756	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	998,407	796,756	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,045,416	796,756	

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	998,407
2	Enter amount from Part I, line 27a	2	-201,651
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	796,756
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	796,756

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			
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) 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				

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) (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	125,551	1,106,402	0 11348
2007	125,174	1,292,358	0 09686
2006	88,820	1,155,402	0 07687
2005	59,155	1,106,706	0 05345
2004	53,546	1,136,979	0 04710

2	**Total** of line 1, column (d)	2	0 38775
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 07755
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	859,426
5	Multiply line 4 by line 3	5	66,649
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	185
7	Add lines 5 and 6	7	66,834
8	Enter qualifying distributions from Part XII, line 4	8	29,014

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	371
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	
3	Add lines 1 and 2	3	371
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	371
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
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	
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	371
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0 **Refunded** ▶	11	

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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		No
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶NM			
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	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JAMES M RENINGER Telephone no ▶(847) 259-9700

Located at ▶1895 ROHLWING RD SUITE B ROLLING MEADOWS IL ZIP+4 ▶60008

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 |

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
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 ▶ 20____, 20____, 20____, 20____			
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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		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 Additional Data Table				

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				

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

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		

Total number of others receiving over $50,000 for professional services . . . . ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions **3**	
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	870,746
b	Average of monthly cash balances	1b	1,768
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	872,514
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	
3	Subtract line 2 from line 1d	3	872,514
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	13,088
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	859,426
6	**Minimum investment return.** Enter 5% of line 5	6	42,971

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	42,971
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 371		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	371
3	Distributable amount before adjustments Subtract line 2c from line 1	3	42,600
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	42,600
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	42,600

Part XII **Qualifying Distributions** (see page 25 of the 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	29,014
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	29,014
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)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	29,014

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				42,600
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004.				
b From 2005.				
c From 2006.				
d From 2007. 44,976				
e From 2008. 70,941				
f **Total** of lines 3a through e.	115,917			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 29,014				
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)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2009 distributable amount.				29,014
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	13,586			13,586
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	102,331			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
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				0
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)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	102,331			
10 Analysis of line 9				
a Excess from 2005. . . .				
b Excess from 2006. . . .				
c Excess from 2007. . . . 31,390				
d Excess from 2008. . . . 70,941				
e Excess from 2009. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization 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**
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)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

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*				
Santa Fe Botanical Gardens PO BOX 23343 Santa Fe, NM 87502	None		General support	15,000
Espanola Valley Humane Society 108 Hamm Parkway Espanola, NM 87532	None		General support	3,000
Total . . . . ▶ **3a**				18,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					6
4 Dividends and interest from securities. . . .					
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					-199,741
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Ordinary loss from Ptr					-4,678
b Dividends					31,776
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .					-172,637

13 Total. Add line 12, columns (b), (d), and (e). . . . . 13 -172,637

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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

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

****** | 2010-05-25 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Preparer's Signature	James M Reninger			
Firm's name (or yours if self-employed), address, and ZIP code	Whitfield & Reninger Ltd 1895 Rohlwing Road Suite B Rolling Meadows, IL 60008		EIN ▶	
			Phone no (847) 259-9700	

Additional Data

Software ID: 09000047
Software Version:
EIN: 36-4407528
Name: THE BARBARA GOEDE FOUNDATION

Form 990PF Part VIII Line 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
JAMES M RENINGER 1895 ROHLWING RD SUITE B ROLLING MEADOWS, IL 60008	Trustee 0 00	2,150		
MARY ANN BROWN 1895 Rohlwing Road Suite B Rolling Meadows, IL 60008	Trustee 0 00	0		
DAVID R PLOTE 1100 BRANDT DR ELGIN, IL 601201699	Trustee 0 00	0		
DANIEL R PLOTE 1100 BRANDT DR ELGIN, IL 601201699	Trustee 0 00	0		
BARBARA A GOEDE 1895 Rohlwing Road Suite B Rolling Meadows, IL 60008	Trustee 0 00	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Gain/Loss from Sale of Other Assets Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 09000047

Software Version: 2009v1.3

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
265 071 PIMCO MGT SERV TOTAL RET FD	2009-04	Purchase	2009-12		2,917	2,902	Cost		15	
286 821 HARBOR INT'L GRW	2008-11	Purchase	2009-11		17,082	15,932	Cost		1,150	
2457 772 WESTERN ASSET CORE BOND	2008-01	Purchase	2009-02		21,849	26,113	Cost		-4,264	
4523 439 WESTERN ASSET CORE PLUS BOND	2009-02	Purchase	2009-04		38,810	38,894	Cost		-84	
1014 529 WELLS FARGO ADV ENDEAVOR	2009-02	Purchase	2009-12		8,441	6,391	Cost		2,050	
11,000 ULTRA FIN PRO SHRS	2008-11	Purchase	2009-02		32,336	69,578	Cost		-37,242	
431 992 THORNBURG INV INC BUILDER	2009-02	Purchase	2009-11		7,767	5,603	Cost		2,164	
636 943 THORNBURG INV INC BUILDER	2009-02	Purchase	2009-06		9,777	8,261	Cost		1,516	
2837 606 TCW DIV VAL FD	2008-11	Purchase	2009-02		24,048	25,880	Cost		-1,832	
69 501 RS INVT TR VAL FD	2009-02	Purchase	2009-06		1,143	1,008	Cost		135	
184 943 RS INVT TR VAL FD	2009-02	Purchase	2009-12		3,764	2,681	Cost		1,083	
3987 756 RIVERSOURCE FDS	2008-11	Purchase	2009-02		17,839	20,368	Cost		-2,529	
1691 057 QUANTITATIVE GRP FORGN VAL FD	2009-01	Purchase	2009-02		15,163	26,959	Cost		-11,796	
6456 805 PRINCIPAL HI YLD	2009-02	Purchase	2009-06		45,455	39,995	Cost		5,460	
273 492 PIMCO TOTAL RET FD	2008-03	Purchase	2009-01		2,820	2,989	Cost		-169	
446 025 OPPENHEIMER INT'L BD FD	2009-02	Purchase	2009-12		2,995	2,524	Cost		471	
797 280 OPPENHEIMER INT'L GRW	2008-11	Purchase	2009-02		13,397	14,203	Cost		-806	
1936 939 OAKMARK HARRIS	2008-11	Purchase	2009-02		19,655	23,515	Cost		-3,860	
5000 NUVEEN MULTI CUR ST GOV'T	2008-12	Purchase	2009-02		64,373	65,609	Cost		-1,236	
552 249 NUEBERGER SM CAP	2008-11	Purchase	2009-02		6,136	6,925	Cost		-789	
181 636 MUNDER MIDCAP	2008-11	Purchase	2009-12		13,679	13,923	Cost		-244	
607 882 MFS EMERGING MKTS DEBT FD	2009-02	Purchase	2009-11		7,487	6,875	Cost		612	
458 226 METRO WEST TOT RET FD	2009-04	Purchase	2009-12		4,474	4,096	Cost		378	
256 455 MANAGERS FUNDS BD FD	2009-02	Purchase	2009-12		6,159	5,111	Cost		1,048	
1221 273 MAINSTAY HI YLD	2009-02	Purchase	2009-12		6,838	5,532	Cost		1,306	
631 266 LEGG MASON VALUE	2008-04	Purchase	2009-02		18,376	40,394	Cost		-22,018	
1282 156 IVY GLB NAT RES FD	2008-04	Purchase	2009-02		15,226	22,735	Cost		-7,509	
4272 433 HOTCHKIS & WILEY CORE VAL	2008-11	Purchase	2009-02		23,830	27,542	Cost		-3,712	
2671 088 HARBOR SM CAP	2008-04	Purchase	2009-02		13,366	19,712	Cost		-6,346	
5549 GOLDMAN SACHS FIN SQ	2009-01	Purchase	2009-01		5,549	5,549	Cost			

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
256 757 FRANKLIN VALUE	2008-11	Purchase	2009-02		6,561	7,037	Cost		-476	
110 981 FORWARD SM CAP FDS	2009-02	Purchase	2009-06		1,579	1,282	Cost		297	
1146 185 FMI FOCUS	2008-04	Purchase	2009-02		18,100	30,292	Cost		-12,192	
881 550 EVERGREEN EQ INTRIN VAL	2009-02	Purchase	2009-06		7,823	5,933	Cost		1,890	
3174 179 EATON VANCE BOSTON INC	2008-11	Purchase	2009-02		13,015	13,679	Cost		-664	
43 377 DWS CORE FIXED INC	2008-11	Purchase	2009-06		377	393	Cost		-16	
5097 238 DWS CORE FIXED INC	2009-01	Purchase	2009-10		45,722	45,090	Cost		632	
96 038 DODGE & COX STK FD	2009-02	Purchase	2009-11		9,166	6,429	Cost		2,737	
723 306 CRM MID CAP VALUE FD	2008-04	Purchase	2009-02		13,522	20,102	Cost		-6,580	
1925 059 COLUMBIA MARSICO FOCUSED EQ	2008-11	Purchase	2009-02		26,801	29,699	Cost		-2,898	
99 282 COHEN & STEERS RLTY SHS	2009-06	Purchase	2009-11		4,526	3,232	Cost		1,294	
529 214 CAMBIAR CONQUISTOR	2009-01	Purchase	2009-01		4,764	7,144	Cost		-2,380	
630 590 CALAMOS GRW	2008-04	Purchase	2009-02		18,532	33,693	Cost		-15,161	
1335 348 BRIDGEWAY SM CAP	2009-02	Purchase	2009-06		12,753	11,406	Cost		1,347	
1456 112 BRANDYWINE BLUE FD	2008-11	Purchase	2009-01		27,627	29,079	Cost		-1,452	
10,000 BLACKROCK PFD EQTY	2009-01	Purchase	2009-02		77,723	138,567	Cost		-60,844	
180 656 ARTISAN SM CAP FD	2009-06	Purchase	2009-11		2,531	2,007	Cost		524	
1495 879 ARTIO INT'L EQTY	2009-01	Purchase	2009-01		32,897	62,994	Cost		-30,097	
1980 707 ARTIO GLOBAL INVT EQTY	2009-01	Purchase	2009-06		20,243	17,168	Cost		3,075	
343 027 AM CENTURY MUT FDS	2009-02	Purchase	2009-01		7,543	5,550	Cost		1,993	
143 964 AM CENTURY DIV BD FDS	2009-10	Purchase	2009-01		1,546	1,531	Cost		15	
1748 591 AM CENTURY QUAN GRW	2009-01	Purchase	2009-06		31,318	28,674	Cost		2,644	
318 449 ALLIANCE BERNSTEIN INT'L VAL FD	2009-02	Purchase	2009-06		8,391	5,941	Cost		2,450	
407 930 ALGER SMIDCAP GRW FD	2009-02	Purchase	2009-01		4,755	3,586	Cost		1,169	

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TY 2009 Investments - Other Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 09000047

Software Version: 2009v1.3

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1085 WORLD MONITOR TR III SERIES J	AT COST	100,000	135,107
CAMPBELL STRATEGIC ALLOCATION FUND L.P.	AT COST	90,686	91,249
3,000 NUVEEN MTG OPPORTUNITY TERM FD	AT COST	75,000	75,000
5,457 WELLS FARGO ADV ENDEAVOR FD	AT COST	35,461	45,999
2,591 THORNBURG INVT INC BUILDER	AT COST	33,863	46,500
1,582 ALGER FDS SML CAP GRW	AT COST	13,670	20,238
954 RS INVT TR VALUE FD	AT COST	13,548	19,707
3,850 OPPENHEIMER INT'L BD FD	AT COST	21,820	24,641
4,516 METROPOLITAN WEST TOTAL RET FD	AT COST	40,550	44,707
917 MFS SER TR X EM MKTS DEBT FD	AT COST	10,436	12,899
2,100 MANAGERS FUND BOND FUND	AT COST	43,290	51,022
11,614 MAINSTAY HI YLD FD	AT COST	55,021	65,621
903 FORWARD FDS SMALL CAP	AT COST	10,265	13,525
3488 EVERGREEN EQUITY TR INTRINSIC VALUE	AT COST	23,110	32,992
479 DODGE & COX STK FD	AT COST	32,962	46,017
296 COHEN & STEERS RLTY SHARES	AT COST	9,695	13,932
947 ARTISAN FDS SM CAP	AT COST	10,527	13,570
4,179 AMERICAN CENTY DIV BD FD	AT COST	44,463	44,126
2,084 AMERICAN CENTY GRW FD	AT COST	35,434	46,292
1,379 ALLIANCE BERNSTEIN VALUE FD	AT COST	12,536	19,181
5,870 PIMCO TOTAL RETURN FD	AT COST	61,608	63,403
1,740 HARBOR INT'L GRW FD	AT COST	13,334	19,270
6304 GOLDMAN SACHS FIN SQ MMKT FD	AT COST	6,304	6,304

TY 2009 Other Expenses Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 09000047

Software Version: 2009v1.3

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	8,520	8,520		8,520

TY 2009 Other Income Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 09000047

Software Version: 2009v1.3

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Ordinary loss from Ptr	-4,678	-4,678	
Dividends	31,776	31,776	

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TY 2009 Taxes Schedule

Name: THE BARBARA GOEDE FOUNDATION

EIN: 36-4407528

Software ID: 09000047

Software Version: 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX	302			302