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

**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.	<b>WHITMAN FAMILY FOUNDATION</b> <b>C/O NORTHPOINT FINANCIAL</b> <b>920 EAST LINCOLN</b> <b>BIRMINGHAM, MI 48009</b>		<b>A</b> Employer identification number <b>38-3191221</b>
			<b>B</b> Telephone number (see the instructions) <b>(248) 644-1901</b>
			<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
			<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ <b>1,516,198.</b>		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)				
	<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments	95.	95.	N/A	
	<b>4</b> Dividends and interest from securities	15,680.	15,680.		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10	-83,639.			
	<b>b</b> Gross sales price for all assets on line 6a	275,798.			
	<b>7</b> Capital gain net income (from Part IV, line 2).		0.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit/(loss) (att sch)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	-67,864.	15,775.			
<b>ADMINISTRATIVE EXPENSES</b>	<b>13</b> Compensation of officers, directors, trustees, etc	0.			
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach sch) SEE ST 1	5,500.			
	<b>c</b> Other prof fees (attach sch)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule)(see instr) SEE STM 2	20.			
	<b>19</b> Depreciation (attach sch) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule) SEE STATEMENT 3	92.				
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	5,612.				
<b>25</b> Contributions, gifts, grants paid PART XV	155,700.			155,700.	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	161,312.	0.		155,700.	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>	-229,176.				
<b>b Net investment income</b> (if negative, enter -0-)		15,775.			
<b>c Adjusted net income</b> (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

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash – non-interest-bearing	88,159.	167,019.	167,019.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) <b>STATEMENT 4</b>	361,545.	279,865.	722,366.
	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) <b>STATEMENT 5</b>	1,231,165.	814,127.	626,813.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe )				
16 <b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item I)	1,680,869.	1,261,011.	1,516,198.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>NET ASSETS OR FUND BALANCES</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,680,869.	1,261,011.	
	30 <b>Total net assets or fund balances</b> (see the instructions)	1,680,869.	1,261,011.	
	31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	1,680,869.	1,261,011.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,680,869.
2 Enter amount from Part I, line 27a	2	-229,176.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,451,693.
5 Decreases not included in line 2 (itemize) <b>SEE STATEMENT 6</b>	5	190,682.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,261,011.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1 a SEE STATEMENT 7</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss). <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>	<b>2</b>	-83,639.
<b>3</b> 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 the instructions) If (loss), enter -0- in Part I, line 8 <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8</span>	<b>3</b>	0.

**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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	158,151.	1,945,794.	0.081278
2007	207,901.	2,227,577.	0.093331
2006	94,000.	2,048,075.	0.045897
2005	103,493.	1,781,819.	0.058083
2004	84,315.	1,678,846.	0.050222

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.328811
<b>3</b> 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	<b>3</b>	0.065762
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	1,339,607.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	88,095.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	158.
<b>7</b> Add lines 5 and 6	<b>7</b>	88,253.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	155,700.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		
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		1 158.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2 0.
3 Add lines 1 and 2		3 158.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 158.
6 Credits/Payments:		
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 1,651.	
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 1,651.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,493.	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax	11 0.	1,493. Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) MI		
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)? 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

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**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MICHAEL TITUSKIN - NORTHPOINT</u> Telephone no. <u>(248) 644-1901</u> Located at <u>920 EAST LINCOLN BIRMINGHAM MI</u> ZIP + 4 <u>48009</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

**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
<b>1 a</b> 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>b</b> If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
<b>c</b> 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?	1 c	X
<b>2</b> 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))		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2 b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3 a</b> 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>b</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)	3 b	N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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?	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

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

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

**Total** number of others receiving over \$50,000 for professional services

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
<b>a</b>	Average monthly fair market value of securities	<b>1a</b> 1,326,972.
<b>b</b>	Average of monthly cash balances	<b>1b</b> 33,035.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b> 1,360,007.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ...	<b>1e</b> 0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b> 0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b> 1,360,007.
<b>4</b>	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b> 20,400.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b> 1,339,607.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b> 66,980.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b> 66,980.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b> 158.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>
<b>c</b>	Add lines 2a and 2b	<b>2c</b> 158.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 66,822.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>
<b>5</b>	Add lines 3 and 4	<b>5</b> 66,822.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b> 66,822.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
<b>a</b>	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1a</b> 155,700.
<b>b</b>	Program-related investments — total from Part IX-B	<b>1b</b>
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:	
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 155,700.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b> 158.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b> 155,542.

**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.

BAA

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				66,822.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only.			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	8,159.			
c From 2006				
d From 2007	112,720.			
e From 2008	62,559.			
f Total of lines 3a through e	183,438.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 155,700.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				66,822.
e Remaining amount distributed out of corpus	88,878.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	272,316.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	272,316.			
10 Analysis of line 9:				
a Excess from 2005	8,159.			
b Excess from 2006				
c Excess from 2007	112,720.			
d Excess from 2008	62,559.			
e Excess from 2009	88,878.			

BAA

Form 990-PF (2009)

N/A

**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

**b 85%** of line 2a

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**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(i)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

## 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) )

SEE STATEMENT 9

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

## 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc. Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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)				
<b>a</b> Paid during the year SEE STATEMENT 10				
<b>Total</b>			<b>3a</b>	155,700.
<b>b</b> Approved for future payment				
<b>Total</b>			<b>3b</b>	

**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 the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	95.	
4	Dividends and interest from securities			14	15,680.	
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					-83,639.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				15,775.	-83,639.
13	Total. Add line 12, columns (b), (d), and (e)				13	-67,864.

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

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

[illegible]



STATEMENT 1  
FORM 990-PF, PART I, LINE 16B  
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	\$ 4,000.			
TAX PREPARATION	1,500.			
TOTAL	\$ 5,500.	\$ 0.		\$ 0.

STATEMENT 2  
FORM 990-PF, PART I, LINE 18  
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MICHIGAN REGISTRATION	\$ 20.			
TOTAL	\$ 20.	\$ 0.		\$ 0.

STATEMENT 3  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EMA ANNUAL FEES	\$ 92.			
TOTAL	\$ 92.	\$ 0.		\$ 0.

STATEMENT 4  
FORM 990-PF, PART II, LINE 10B  
INVESTMENTS - CORPORATE STOCKS

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS			
MARKETABLE SECURITIES	MKT VAL	\$ 279,865.	\$ 722,366.
	TOTAL	\$ 279,865.	\$ 722,366.

2009

## FEDERAL STATEMENTS

PAGE 2

WHITMAN FAMILY FOUNDATION  
C/O NORTHPOINT FINANCIAL

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STATEMENT 5  
FORM 990-PF, PART II, LINE 13  
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
MUTUAL FUNDS	MKT VAL	\$ 814,127.	\$ 626,813.
	TOTAL	\$ <u>814,127.</u>	\$ <u>626,813.</u>

STATEMENT 6  
FORM 990-PF, PART III, LINE 5  
OTHER DECREASES

PRIOR YEAR ADJUSTMENTS BETWEEN FMV AND COST BASIS	\$ 190,682.
TOTAL	\$ <u>190,682.</u>

STATEMENT 7  
FORM 990-PF, PART IV, LINE 1  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	578.441 BLACKROCK BASIC VALUE A	PURCHASED	5/11/2007	VARIOUS
2	775.086 BLACKROCK FUNDMNTL GRW A	PURCHASED	5/11/2007	VARIOUS
3	560.085 BLACKROCK GLBL SM CAP A	PURCHASED	5/11/2007	VARIOUS
4	3,767.951 BLACKROCK LG CAP CORE A	PURCHASED	5/11/2007	VARIOUS
5	849.116 BLACKROCK SM CAP GR II A	PURCHASED	5/11/2007	VARIOUS
6	627.414 BLACKROCK VALUE OPPS A	PURCHASED	5/11/2007	VARIOUS
7	2,204 JPMORGAN CHASE & CO	DONATED	1/03/2001	12/15/2009
8	1,353.929 MARSICO GROWTH FDP FD A	PURCHASED	5/11/2007	VARIOUS
9	1,876.231 MFS INTERNATNL FDP FD A	PURCHASED	5/11/2007	VARIOUS
10	13,000 ML&CO ROGRER ARN	PURCHASED	2/28/2008	5/06/2009
11	1,730.579 VAN KAMPEN VAL FDP FD A	PURCHASED	5/11/2007	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	11,615.		20,708.	-9,093.				\$ -9,093.
2	12,751.		15,975.	-3,224.				-3,224.
3	9,271.		15,940.	-6,669.				-6,669.
4	32,616.		57,348.	-24,732.				-24,732.
5	7,995.		13,297.	-5,302.				-5,302.
6	7,902.		16,338.	-8,436.				-8,436.
7	89,584.		25,287.	64,297.				64,297.
8	11,607.		16,220.	-4,613.				-4,613.
9	16,630.		27,055.	-10,425.				-10,425.
10	62,862.		130,000.	-67,138.				-67,138.
11	12,965.		21,269.	-8,304.				-8,304.
							TOTAL	\$ <u>-83,639.</u>



# STATEMENT 7 - SUPPLEMENTAL INFORMATION

## EMA Fiscal Statement

WHITMAN FAMILY FOUNDATION

33-3191221

2009

### REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
339.3050	BLACKROCK SM CAP GR II A	05/11/07	04/15/09	2,714.43	5,313.51	(2,599.08) LT
1.0000	BLACKROCK SM CAP GR II A	05/11/07	04/15/09	8.01	15.65	(7.64) LT
1,325.8560	BLACKROCK LG CAP CORE A	05/11/07	04/15/09	10,341.66	20,179.52	(9,837.86) LT
1.0000	BLACKROCK LG CAP CORE A	05/11/07	04/15/09	7.82	15.21	(7.39) LT
728.0690	MFS INTERNATNL FDP FD A	05/11/07	04/15/09	5,293.06	10,498.76	(5,205.70) LT
643.5760	VAN KAMPEN VAL FDP FD A	05/11/07	04/15/09	4,183.24	7,909.54	(3,726.30) LT
543.8510	MARSICO GROWTH FDP FD A	05/11/07	04/15/09	4,024.48	6,515.34	(2,490.86) LT
1.0000	MARSICO GROWTH FDP FD A	05/11/07	04/15/09	7.42	11.98	(4.56) LT

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**38-3191221****EMA<sup>SM</sup> Fiscal Statement****2009****REALIZED CAPITAL GAIN AND LOSS SUMMARY**

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
294.6660	BLACKROCK FUNDMNTL GRW A	05/11/07	04/15/09	4,249.07	6,073.07	(1,824.00) LT
1.0000	BLACKROCK FUNDMNTL GRW A	05/11/07	04/15/09	14.43	20.61	(6.18) LT
203.7960	BLACKROCK GLBL SM CAP A	05/11/07	04/15/09	2,900.02	5,800.03	(2,900.01) LT
232.5730	BLACKROCK BASIC VALUE A	05/11/07	04/15/09	4,007.22	8,326.11	(4,318.89) LT
1.0000	BLACKROCK BASIC VALUE A	05/11/07	04/15/09	17.24	35.79	(18.55) LT
241.6350	BLACKROCK VALUE OPPS A	05/11/07	04/15/09	2,602.40	6,292.18	(3,689.78) LT
1.0000	BLACKROCK VALUE OPPS A	05/11/07	04/15/09	10.78	26.04	(15.26) LT
13,000.0000	ML&CO ROGRER ARN	02/28/08	05/06/09	62,861.79	130,000.00	(67,138.21) LT
566.3920	BLACKROCK LG CAP CORE A	05/11/07	05/22/09	4,570.78	8,620.48	(4,049.70) LT
7.3030	BLACKROCK LG CAP CORE A	05/11/07	05/22/09	58.94	111.15	(52.21) LT
165.1700	VAN KAMPEN VAL FDP FD A	05/11/07	05/22/09	1,128.11	2,029.92	(901.81) LT
10.2350	MARSICO GROWTH FDP FD A	05/11/07	05/22/09	80.34	122.61	(42.27) LT
37.0040	BLACKROCK FUNDMNTL GRW A	05/11/07	05/22/09	543.96	762.65	(218.69) LT
15.6070	BLACKROCK FUNDMNTL GRW A	05/11/07	05/22/09	229.42	321.66	(92.24) LT
66.3800	BLACKROCK GLBL SM CAP A	05/11/07	05/22/09	1,009.64	1,889.17	(879.53) LT
174.0630	BLACKROCK SM CAP GR II A	05/11/07	10/05/09	1,805.03	2,725.82	(920.79) LT
638.8320	BLACKROCK LG CAP CORE A	05/11/07	10/05/09	5,947.53	9,723.02	(3,775.49) LT
392.7830	MFS INTERNATNL FDP FD A	05/11/07	10/05/09	3,798.21	5,663.93	(1,865.72) LT
315.3560	VAN KAMPEN VAL FDP FD A	05/11/07	10/05/09	2,579.61	3,875.72	(1,296.11) LT
273.2820	MARSICO GROWTH FDP FD A	05/11/07	10/05/09	2,503.26	3,273.90	(770.64) LT
146.0100	BLACKROCK FUNDMNTL GRW A	05/11/07	10/05/09	2,587.30	3,009.26	(421.96) LT
99.1770	BLACKROCK GLBL SM CAP A	05/11/07	10/05/09	1,825.85	2,822.57	(996.72) LT
117.9780	BLACKROCK BASIC VALUE A	05/11/07	10/05/09	2,538.89	4,223.61	(1,684.72) LT
131.6320	BLACKROCK VALUE OPPS A	05/11/07	10/05/09	1,823.10	3,427.68	(1,604.58) LT
172.6150	BLACKROCK SM CAP GR II A	05/11/07	11/03/09	1,750.32	2,703.15	(952.83) LT
633.5200	BLACKROCK LG CAP CORE A	05/11/07	11/03/09	5,923.41	9,642.17	(3,718.76) LT
389.5160	MFS INTERNATNL FDP FD A	05/11/07	11/03/09	3,770.51	5,616.82	(1,846.31) LT
312.7340	VAN KAMPEN VAL FDP FD A	05/11/07	11/03/09	2,561.29	3,843.50	(1,282.21) LT
271.0090	MARSICO GROWTH FDP FD A	05/11/07	11/03/09	2,504.12	3,246.68	(742.56) LT
144.7960	BLACKROCK FUNDMNTL GRW A	05/11/07	11/03/09	2,573.02	2,984.24	(411.22) LT
98.3520	BLACKROCK GLBL SM CAP A	05/11/07	11/03/09	1,769.35	2,799.09	(1,029.74) LT
116.9970	BLACKROCK BASIC VALUE A	05/11/07	11/03/09	2,537.66	4,188.49	(1,650.83) LT
130.5370	BLACKROCK VALUE OPPS A	05/11/07	11/03/09	1,754.42	3,399.17	(1,644.75) LT
2,204.0000	JPMORGAN CHASE & CO	01/03/01	12/15/09	89,584.33	25,286.69	64,297.64 LT
162.1330	BLACKROCK SM CAP GR II A	05/11/07	12/03/09	1,716.99	2,539.00	(822.01) LT
595.0480	BLACKROCK LG CAP CORE A	05/11/07	12/03/09	5,766.02	9,056.63	(3,290.61) LT
365.8630	MFS INTERNATNL FDP FD A	05/11/07	12/03/09	3,768.39	5,275.74	(1,507.35) LT
293.7430	VAN KAMPEN VAL FDP FD A	05/11/07	12/03/09	2,511.50	3,610.10	(1,098.60) LT
254.5520	MARSICO GROWTH FDP FD A	05/11/07	12/03/09	2,486.97	3,049.52	(562.55) LT
136.0030	BLACKROCK FUNDMNTL GRW A	05/11/07	12/03/09	2,554.14	2,803.02	(248.88) LT

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# EMA<sup>SM</sup> Fiscal Statement

WHITMAN FAMILY FOUNDATION

38-3191221

2009

## REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
92.3800	BLACKROCK GLBL SM CAP A	05/11/07	12/03/09	1,766.31	2,629.13	(862.82) LT
109.8930	BLACKROCK BASIC VALUE A	05/11/07	12/03/09	2,514.35	3,934.16	(1,419.81) LT
122.6100	BLACKROCK VALUE OPPS A	05/11/07	12/03/09	1,711.64	3,192.76	(1,481.12) LT
				<u>275,797.78</u>	<u>359,436.55</u>	<u>(83,638.77)</u>

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WHITMAN FAMILY FOUNDATION  
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38-3191221

**STATEMENT 8**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
MARINA V.N. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	PRESIDENT 0.50	\$ 0.	\$ 0.	\$ 0.
ROBERT F. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	VP, TREASURER 0.50	0.	0.	0.
MALCOLM WHITMAN 276 AMORY STREET # 2 JAMAICA PLAIN, MA 02130	DIRECTOR 0.50	0.	0.	0.
LAURA M. WHITMAN 655 WARNER HILL ROAD SOUTHPORT, CT 06890	SECRETARY 0.50	0.	0.	0.
DAVID L. DOWNIE 655 WARNER HILL ROAD SOUTHPORT, CT 06890	DIRECTOR 0.50	0.	0.	0.
MARINA V.N. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	DIRECTOR 0.50	0.	0.	0.
ROBERT F. WHITMAN 2101 BELMONT ROAD ANN ARBOR, MI 48104	DIRECTOR 0.50	0.	0.	0.
LAURA WHITMAN 655 WARNER HILL ROAD SOUTHPORT, CT 06890	DIRECTOR 0.50	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

**STATEMENT 9**  
**FORM 990-PF, PART XV, LINE 1A**  
**FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS**

MARINA V.N. WHITMAN  
ROBERT F. WHITMAN

STATEMENT 10  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FAMILIES IN TRANSITION 309 BROOKS STREET BRIDGEPORT, CT 06608	NONE	501C3	EMERGENCY SHELTER	\$ 100.
CAROLINE HOUSE 574 STILLMAN STREET BRIDGEPORT, CT 06608	NONE	501C3	MINISTRY FOR IMMIGRANT WOMEN AND CHILDREN	5,000.
OPERATION HOPE 636 OLD POST ROAD FAIRFIELD, CT 06824	NONE	501C3	FOOD & SHELTER	3,000.
THE CENTER FOR WOMEN AND FAMILIES 753 FAIRFIELD AVENUE BRIDGEPORT, CT 06604	NONE	501C3	STRENGTHENING FAMILIES AND ELIMINATING ABUSE	2,000.
PINE STREET INN 444 HARRISON AVENUE BOSTON, MA 02118	NONE	501C3	SERVICES FOR THE HOMELESS	5,000.
BIKES NOT BOMBS 284 AMORY STREET JAMAICA PLAIN, MA 02130	NONE	501C3	EMPOWERING INNER-CITY YOUTHS	1,000.
OPEN HOUSE NEW YORK 555 WEST 25TH STREET, 6TH FLOOR NEW YORK, NY 10001	NONE	501C3	ARCHITECTURAL DESIGN PROGRAMS	2,000.
FCA FAMILY & CHILDREN'S AGENCY, INC 9 MOTT AVENUE, 4TH FLOOR NORWALK, CT 06850	NONE	501C3	STRENGTHENING FAMILIES IN NEED	3,000.
GREAT LAKES PERFORMING ARTIST ASSOC. 1100 N. MAIN STREE, STE. 207 ANN ARBOR, MI 48104	NONE	501C3	HELPING SUPPORT MUSIC ARTS	10,000.
PERFORMANCE NETWORK THEATRE 120 EAST HURON ANN ARBOR, MI 48104	NONE	501C3	PROVIDING MUSIC PERFORMANCES	17,500.
YALE MULAGO MEDICAL FELLOWSHIP CORP. 64 ROBBINS STREET WATERBURY, CT 06708	NONE	501C3	MEDICAL EDUCATION	15,000.

WHITMAN FAMILY FOUNDATION  
C/O NORTHPOINT FINANCIAL

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STATEMENT 10 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
WORLD VISION PO BOX 70102 TACOMA, WA 98481	NONE	501C3	PROVIDING FOOD FOR THE HUNGRY	\$ 100.
DOCTORS WITHOUT BORDORS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	501C3	MEDICAL CARE	1,000.
ASHOKA 1700 NORTH MOORE STREET, STE 2000 ARLINGTON, VA 22209	NONE	501C3	SUPPORTS INNOVATIVE ENTREPRENEURS	1,000.
PEOPLE & STORIES 140 EAST HANOVER STREET TRENTON, NJ 08608	NONE	501C3	LITERATURE AND EDUCATION	1,000.
PETERSON INST. OF INT'L ECONOMICS 1750 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20036	NONE	501C3	ECONOMIC EDUCATION	10,000.
HARVARD UNIV. - RADCLIFF INSTITUTE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	501C3	SCHLESINGER LIBRARY FUND	10,000.
UNIVERSITY OF MICHIGAN MUSEUM OF ART 3003 SOUTH STATE STREET, STE 8000 ANN ARBOR, MI 48109	NONE	501C3	ART BUILDING PROJECT	2,000.
SALZBURG GLOBAL SEMINAR 1828 L STREET, NW, ELEVENTH FLOOR WASHINGTON, DC 20036	NONE	501C3	GENERAL FUND	20,000.
INSTITUTE FOR ADVANCED STUDY EINSTEIN DRIVE PRINCETON, NJ 08540	NONE	501C3	ADVANCE STUDIES	5,000.
THE NATURE CONSERVANCY 4245 N. FAIRFAX DRIVE, STE 100 ARLINGTON, VA 22203	NONE	501C3	ENVIRONMENTAL PRESERVATION	1,000.

STATEMENT 10 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MICHIGAN OPERA THEATRE 1526 BROADWAY DETROIT, MI 48226	NONE	501C3	OPERA THEATRE SUPPORT	\$ 1,000.
UNIV. OF MICHIGAN - FORD SCHOOL BUILDING 3003 SOUTH STATE STREET, STE 8000 ANN ARBOR, MI 48109	NONE	501C3	FORD SCHOOL BUILDING FUND	20,000.
BUCKINGHAM BROWNE & NICHOLS SCHOOL 80 GERRY'S LANDING ROAD CAMBRIDGE, MA 02138	NONE	501C3	OPEN MINDS CAMPAIGN	5,000.
UNIV. OF MICHIGAN MEDICAL SCHOOL 3003 SOUTH STATE STREET, SUITE 8000 ANN ARBOR, MI 48109	NONE	501C3	MEDICAL SCHOOL SUPPORT	10,000.
PRINCETON DAY SCHOOL PO BOX 75, THE GREAT ROAD PRINCETON, NJ 08542	NONE	501C3	SCHOOL SUPPORT	5,000.
TOTAL				\$ 155,700.

2009

FEDERAL SUPPORTING DETAIL

PAGE 1

WHITMAN FAMILY FOUNDATION  
C/O NORTHPOINT FINANCIAL

38-3191221

OTHER INCOME PRODUCING ACTIVITIES  
INTEREST ON SAVINGS & CASH INVESTMENTS

MERRILL LYNCH # 6ZT-04F11

TOTAL \$ 95.  
\$ 95.

OTHER INCOME PRODUCING ACTIVITIES  
DIVIDENDS/INTEREST FROM SECURITIES.

MERRILL LYNCH # 6ZT-04F11

TOTAL \$ 15,680.  
\$ 15,680.



# WHITMAN FAMILY FOUNDATION

T.I.N. 38-3191221

## SECURITIES SUMMARY

CALENDAR YEAR 2009

Shares 12/31/2009	Security	Purchased or Donated	Date Acquired	Basis 12/31/2009	FMV 12/31/2009
<b>Marketable Securities</b>					
100	JP Morgan Chase	Donated	01/03/2001	1,147.31	4,167.00
800	Procter & Gamble	Donated	01/01/1976	4,859.20	48,504.00
800	Procter & Gamble	Donated	05/03/1989	4,836.20	48,504.00
800	Procter & Gamble	Donated	06/01/1992	10,170.00	48,504.00
800	Procter & Gamble	Donated	06/01/1992	10,170.00	48,504.00
1	Berkshire Hathaway	Donated	08/17/1989	3,974.50	99,200.00
2	Berkshire Hathaway	Donated	11/02/1989	8,599.00	198,400.00
1,966	Ishares Tr Kld Select Social Index	Purchase	03/04/2005	101,829.00	96,334.00
4,000	EXPT DJUBS ARN	Purchase	05/11/2009	40,000.00	44,760.00
3,776	Rogers International Commodity	Purchase	11/02/2005	94,280.00	85,489.00
				<u>279,865.21</u>	<u>722,366.00</u>
<b>Mutual Funds</b>					
4,373.561	American Capital World	Purchase	12/16/1999	155,095.00	149,051.00
3,071.138	Blackrock Small Cap Growth Fund A	Purchase	05/11/2007	46,596.00	34,274.00
11,271.407	Blackrock Large Cap Core A	Purchase	05/11/2007	165,802.00	111,023.00
2,576.177	Blackrock Fundamental Growth A	Purchase	05/11/2007	53,091.00	49,643.00
1,749.866	Blackrock Global Small Cap A	Purchase	05/11/2007	47,115.00	34,087.00
2,081.594	Blackrock Basic Value A	Purchase	05/11/2007	71,843.00	47,918.00
2,322.501	Blackrock Value Opportunities A	Purchase	05/11/2007	54,243.00	34,582.00
4,821.737	Marsico Growth Fund A	Purchase	05/11/2007	57,756.00	47,542.00
6,930.171	MFS Research International A	Purchase	05/11/2007	95,729.00	70,341.00
5,564.085	Van Kampen Value A	Purchase	05/11/2007	66,857.00	48,352.00
				<u>814,127.00</u>	<u>626,813.00</u>
<b>COMBINED TOTALS</b>				<u>1,093,992.21</u>	<u>1,349,179.00</u>