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

2009

Department of the Treasury
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation POLLYBILL FOUNDATION, INC.		A Employer identification number 39-6078550
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 111 EAST KILBOURN AVENUE, 19TH FLOOR		B Telephone number 414-273-1300
	City or town, state, and ZIP code MILWAUKEE, WI 53202		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,342,175. (Part I, column (d) must be on cash basis)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,661,750.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	87,050.	87,050.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,346,500.			
	b Gross sales price for all assets on line 6a	2,122,085.			
	7 Capital gain net income (from Part IV, line 2)		1,346,500.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-2,864.	-2,864.		STATEMENT 2	
12 Total. Add lines 1 through 11	4,092,436.	1,430,686.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	3,628.	0.		3,628.
	b Accounting fees STMT 4	3,029.	0.		3,029.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	38,315.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	89.	20.		69.
	24 Total operating and administrative expenses. Add lines 13 through 23	45,061.	20.		6,726.
	25 Contributions, gifts, grants paid	2,933,500.			2,933,500.
26 Total expenses and disbursements. Add lines 24 and 25	2,978,561.	20.		2,940,226.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,113,875.				
b Net investment income (if negative, enter -0-)		1,430,666.			
c Adjusted net income (if negative, enter -0-)			N/A		

917,18 9

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	2,102,044.	636,971.	636,971.
	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			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	1,303,682.	1,933,038.	3,579,564.
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	47,412.	35,990.	125,640.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	3,453,138.	2,605,999.	4,342,175.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
		and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,453,138.	2,605,999.	
	30	Total net assets or fund balances	3,453,138.	2,605,999.	
	31	Total liabilities and net assets/fund balances	3,453,138.	2,605,999.	

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	3,453,138.
2	Enter amount from Part I, line 27a	2	1,113,875.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,567,013.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,961,014.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,605,999.

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 666 SHARES OF BIOPURE		10/03/07	05/27/09
b 40,000 SHARES OF MCDONALDS		10/30/93	05/05/09
c 5,000 SHARES OF FIRST FEDERAL FINANCIAL		04/24/08	12/21/09
d 5,000 SHARES OF FIRST FEDERAL FINANCIAL		06/12/08	12/21/09
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 149.		53,116.	-52,967.
b 2,121,530.		589,706.	1,531,824.
c 203.		74,543.	-74,340.
d 203.		58,220.	-58,017.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-52,967.
b			1,531,824.
c			-74,340.
d			-58,017.
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	1,346,500.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,146,051.	5,338,715.	.214668
2007	1,052,430.	6,315,141.	.166652
2006	1,276,630.	5,628,385.	.226820
2005	1,416,087.	5,675,060.	.249528
2004	1,252,329.	5,339,918.	.234522

2 Total of line 1, column (d)	2	1.092190
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	.218438
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,601,197.
5 Multiply line 4 by line 3	5	1,005,076.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,307.
7 Add lines 5 and 6	7	1,019,383.
8 Enter qualifying distributions from Part XII, line 4	8	2,940,226.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	14,307.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	14,307.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	14,307.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	30,280.	
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	30,280.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	15,973.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 15,973. Refunded ☒ 0.	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ WI		
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

N/A

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?	13	X	

Website address ► **N/A**

14 The books are in care of ► **NINA DENTICI** Telephone no. ► **414-352-8149**
 Located at ► **9040 NORTH BAYSIDE DRIVE, MILWAUKEE, WI** ZIP+4 ► **53217**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► **15** **N/A**

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

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

	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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No	
If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(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)?

☐ 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)?
Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

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?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,605,302.
b	Average of monthly cash balances	1b	65,964.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,671,266.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,671,266.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	70,069.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,601,197.
6	Minimum investment return Enter 5% of line 5	6	230,060.

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

1	Minimum investment return from Part X, line 6	1	230,060.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	14,307.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,307.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	215,753.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	215,753.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	215,753.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,940,226.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,940,226.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	14,307.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,925,919.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				215,753.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	1,016,700.			
b From 2005	1,157,077.			
c From 2006	1,015,234.			
d From 2007	758,905.			
e From 2008	909,390.			
f Total of lines 3a through e	4,857,306.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 2,940,226.				
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				215,753.
e Remaining amount distributed out of corpus	2,724,473.			
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	7,581,779.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	2,661,750.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	4,920,029.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	527,261.			
c Excess from 2007	758,905.			
d Excess from 2008	909,390.			
e Excess from 2009	2,724,473.			

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

Employer identification number

POLLYBILL FOUNDATION, INC.

39-6078550

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

POLLYBILL FOUNDATION, INC.

39-6078550

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	POLLY H. VAN DYKE 9040 NORTH BAYSIDE DRIVE BAYSIDE, WI 53217	\$ 2,661,750.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

Part II Noncash Property (see instructions)[illegible]

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ENTERPRISE PARTNERS (DIVIDEND)	8.	0.	8.
ENTERPRISE PARTNERS (INTEREST)	114.	0.	114.
INTERNATIONAL FLAVORS & FRAGRANCES INC	6,000.	0.	6,000.
SOLOMON SMITH BARNEY	80,928.	0.	80,928.
TOTAL TO FM 990-PF, PART I, LN 4	87,050.	0.	87,050.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME/LOSS FROM ENTERPRISE PRODUCTS PARTERS LP	-2,864.	-2,864.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,864.	-2,864.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	3,628.	0.		3,628.
TO FM 990-PF, PG 1, LN 16A	3,628.	0.		3,628.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	3,029.	0.		3,029.
TO FORM 990-PF, PG 1, LN 16B	3,029.	0.		3,029.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	38,315.	0.		0.
TO FORM 990-PF, PG 1, LN 18	38,315.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXPENSE RELATED TO INVESTMENT IN PARTNERSHIP	20.	20.		0.
CHECK PRINT	69.	0.		69.
TO FORM 990-PF, PG 1, LN 23	89.	20.		69.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
BASIS ADJUSTMENT FOR STOCK CONTRIBUTED	1,961,014.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,961,014.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AT&T INC	109,125.	112,120.
BANK OF AMERICA	112,704.	150,600.
BASIS ADJ	-23.	0.
BIOPURE CORP CLASS A-NEW	0.	0.
CANADIAN SUPERIOR ENERGY	223,493.	36,000.
FIRST FEDERAL FINANCIAL	0.	0.
GENERAL ELECTRIC CO	302,307.	226,950.
HEWLETT PACKARD CO	140,701.	206,040.
HUDSON CITY BANCORP, INC	65,955.	68,650.
INTL FLAVORS & FRAGRANCES, INC	9,127.	1,060,054.
MCDONALDS	111,031.	624,400.
MERCK & CO INC	16.	365,400.
MORGAN STANLEY	301,210.	296,000.
ST. JOE COMPANY	557,392.	433,350.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,933,038.	3,579,564.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ENTERPRISE PRODUCT PARTNERS LP	COST	35,990.	125,640.
TOTAL TO FORM 990-PF, PART II, LINE 13		35,990.	125,640.

FORM 990-PF

PART.VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
POLLY H. VAN DYKE 9040 NORTH BAYSIDE DRIVE BAYSIDE, WI 53217	DIRECTOR, PRESIDENT, TREAS 1.50	0.	0.	0.
WILLIAM D. VAN DYKE III 9040 NORTH BAYSIDE DRIVE BAYSIDE, WI 53217	DIRECTOR, VP, SECRETARY 0.50	0.	0.	0.
JOSEPH E. TIERNEY III 111 E. KILBOURN AVE, 19TH FL MILWAUKEE, WI 53202	DIRECTOR, ASST SECRETARY 0.00	0.	0.	0.
ELLEN VAN DYKE HOLTGERS 15050 GOLDEN POINT LANE WELLINGTON, FL 33414	DIRECTOR 0.00	0.	0.	0.
KATHRYN VAN DYKE 425 LAVERNE AVENUE MILL VALLEY, CA 94941	DIRECTOR 0.00	0.	0.	0.
HELLEN DEBORAH VAN DYKE KING 8029 FRONTAGE ROAD MANHATTAN, MT 59741	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BOERNER BOTANICAL GARDENS - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2,500.
BOYS AND GIRLS CLUB OF GREATER MILWAUKEE - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2,500.
CENTRO DE LA COMUNIDAD UNIDA - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2,500.
CHILDREN'S HOSPITAL FOUNDATION - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
COLUMBIA COLLEGE OF NURSING - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	10,000.
COLUMBIA FOUNDATION - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2000000.
COLUMBIA ST. MARY'S FOUNDATION, INC. - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	10,000.
CONNECTICUT COLLEGE - NEW LONDON, CT	NONE UNRESTRICTED	PUBLIC	1,000.

POLLYBILL FOUNDATION, INC.

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ESPERANZA UNIDA, INC. - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	5,000.
GIRL SCOUTS OF GREATER MILWAUKEE AREA, INC. - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
GOODWILL INDUSTRIES OF SOUTHEASTERN WISCONSIN - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,500.
GREAT LAKES UNITED - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2,000.
GREATER MILWAUKEE FOUNDATION - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
LITERACY SERVICES OF WISCONSIN - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
MASTERS SCHOOL - FERRY, NY	NONE UNRESTRICTED	PUBLIC	1,000.
MEQUON NATURE PRESERVE - MEQUON, WI	NONE UNRESTRICTED	PUBLIC	10,000.
MILWAUKEE ART MUSEUM - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
MILWAUKEE INSTITUTE OF ART & DESIGN - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	2,500.

POLLYBILL FOUNDATION, INC.

39-6078550

MILWAUKEE PUBLIC MUSEUM - ANNUAL, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
MILWAUKEE PUBLIC MUSEUM - ENDOWMENT, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
MILWAUKEE SCHOOL OF ENGINEERING - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
MILWAUKEE SYMPHONY ORCHESTRA - AUCTION, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	3,000.
MILWAUKEE SYMPHONY ORCHESTRA - ENDOWMENT, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	350,000.
MILWAUKEE SYMPHONY ORCHESTRA - PLEDGE, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	100,000.
NEIGHBORHOOD HOUSE OF MILWAUKEE, INC. - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
PLANNED PARENTHOOD OF WISCONSIN - ANNUAL, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	35,000.
PLANNED PARENTHOOD OF WISCONSIN - ENDOWMENT, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	50,000.
SCHLITZ AUDUBON CENTER - ANNUAL, BAYSIDE, WI	NONE UNRESTRICTED	PUBLIC	20,000.

POLLYBILL FOUNDATION, INC.

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SCHLITZ AUDUBON CENTER - BAYSIDE, WI	NONE UNRESTRICTED	PUBLIC	50,000.
SILVER SPRING NEIGHBORHOOD CENTER - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
SOJOURNER TRUTH HOUSE - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.
ST. CHRISTOPHER'S EPISCOPAL CHURCH - ENDOWMENT, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
TEN CHIMNEY'S, WAUKESHA, WI	NONE UNRESTRICTED	PUBLIC	5,000.
UNITED PERFORMING ARTS FUND, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	5,000.
UNITED WAY OF GREATER MILWAUKEE, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	5,000.
UNIVERSITY SCHOOL OF MILWAUKEE - ENDOWMENT, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	25,000.
UNIVERSITY SCHOOL OF MILWAUKEE - PLEDGE, MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	100,000.
URBAN ECOLOGY CENTER - MILWAUKEE, WI	NONE UNRESTRICTED	PUBLIC	1,000.

POLLYBILL FOUNDATION, INC.

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WALKER'S POINT YOUTH AND FAMILY
CENTER, MILWAUKEE, WI .

NONE
UNRESTRICTED

PUBLIC

1,000.

YWCA, MILWAUKEE, WI

NONE
UNRESTRICTED

PUBLIC

1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

2,933,500.

Pollybill Foundation, Inc.
EIN: 39-6078500

**ELECTION TO TREAT UNUSED PRIOR YEAR CORPUS DISTRIBUTIONS AS
CURRENT YEAR CORPUS DISTRIBUTIONS**

Pursuant to Reg. 53.4942(a)-3(c)(2)(iv), the above referenced foundation hereby elects to treat, as a current distribution out of corpus, the following unused prior tax year's distributions that were treated as corpus distributions under Reg. 53.4942(a)-3(d)(1)(iii) in such prior tax year:

Tax Year:	Amount:
2004	\$1,016,700
2005	\$1,157,077
2006	\$ 487,973

x Polly H. Van Dyke
Signature

11/10/10
Date

William D. Van Dyke III
William D. Van Dyke III, Vice President

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)		
Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	POLLYBILL FOUNDATION, INC.	39-6078550
	Number, street, and room or suite no. If a P.O. box, see instructions 111 EAST KILBOURN AVENUE, 19TH FLOOR	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MILWAUKEE, WI 53202	

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

- | | | | | | |
|--------------------------------------|---|--|--------------------------------------|------------------------------------|------------------------------------|
| ☐ Form 990 | ☐ Form 990-EZ | ☐ Form 990-T (sec 401(a) or 408(a) trust) | ☐ Form 1041-A | ☐ Form 5227 | ☐ Form 8870 |
| ☐ Form 990-BL | ☒ Form 990-PF | ☐ Form 990-T (trust other than above) | ☐ Form 4720 | ☐ Form 6069 | |

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

- The books are in the care of **9040 NORTH BAYSIDE DRIVE - MILWAUKEE, WI 53217**
Telephone No **414-352-8149** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE INCOME TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	14,307.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	30,280.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

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

Signature Title Date