Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: CAMPBELL FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): 8 CANDLELIGHT COURT

Room/suite:

City or town, state, and ZIP code: TIMONIUM, MD 21093

A Employer identification number: 52-0794348

B Telephone number: 410-560-1170

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)* ▶$ 3,140,756.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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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	2,589.			
	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	48,868.	48,868.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-22,996.			
	b Gross sales price for all assets on line 6a 306,175.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	2,571.	2,571.	0.	STATEMENT 2
	12 **Total** Add lines 1 through 11	31,032.	51,439.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	4,600.	4,600.	0.	0.
	c Other professional fees STMT 4	15,725.	15,725.	0.	0.
	17 Interest				
	18 Taxes STMT 5	813.	507.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	2,600.	0.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,738.	20,832.	0.	0.
	25 Contributions, gifts, grants paid	150,500.			150,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	174,238.	20,832.	0.	150,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-143,206.			
	b **Net investment income** (if negative, enter -0-)		30,607.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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	8,453.	1,051.	1,051.
	2	Savings and temporary cash investments	804,232.	697,768.	697,768.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 8	299,642.	186,266.	186,266.
	b	Investments - corporate stock STMT 9	1,545,806.	2,259,946.	2,259,946.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 10)	2,803.	2,497.	2,497.
	16	**Total assets** (to be completed by all filers)	2,660,936.	3,147,528.	3,147,528.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	2,660,936.	3,147,528.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**	2,660,936.	3,147,528.	
	31	**Total liabilities and net assets/fund balances**	2,660,936.	3,147,528.	

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	2,660,936.
2	Enter amount from Part I, line 27a	2	-143,206.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	629,798.
4	Add lines 1, 2, and 3	4	3,147,528.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,147,528.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	306,175.		329,171.	-22,996.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-22,996.

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 -22,996.

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	161,000.	3,279,155.	.049098
2007	159,500.	3,608,112.	.044206
2006	171,000.	3,371,164.	.050724
2005	174,621.	2,998,796.	.058230
2004	160,105.	2,920,165.	.054827

2	Total of line 1, column (d)	2	.257085
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	.051417
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,794,551.
5	Multiply line 4 by line 3	5	143,687.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	306.
7	Add lines 5 and 6	7	143,993.
8	Enter qualifying distributions from Part XII, line 4	8	150,500.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	306.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	306.
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	306.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,803.		
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	2,803.
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	2,497.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 2,497. **Refunded** ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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 ▶ JOYCE T O'DWYER Telephone no. ▶ 410-828-1961

Located at ▶ 705 YORK ROAD, BALTIMORE, MD ZIP+4 ▶ 21204

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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)? N/A **5b**

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** No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		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.

Form **990-PF** (2009)

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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	2,014,872.
b	Average of monthly cash balances			1b	822,236.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	2,837,108.
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	2,837,108.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	42,557.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2,794,551.
6	**Minimum investment return** Enter 5% of line 5			6	139,728.

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	139,728.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	306.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	306.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	139,422.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	139,422.
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	139,422.

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	150,500.
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	150,500.
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	306.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	150,194.

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.

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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					139,422.
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	16,887.				
b From 2005	28,569.				
c From 2006	10,084.				
d From 2007					
e From 2008					
f Total of lines 3a through e		55,540.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $	150,500.				
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					139,422.
e Remaining amount distributed out of corpus		11,078.			
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		66,618.			
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)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		16,887.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		49,731.			
10 Analysis of line 9:					
a Excess from 2005	28,569.				
b Excess from 2006	10,084.				
c Excess from 2007					
d Excess from 2008					
e Excess from 2009	11,078.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

SEE GRANT APPLICATION PROCEDURE

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

SEE GRANT APPLICATION PROCEDURE

c Any submission deadlines:

NONE

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

SEE GRANT APPLICATION PROCEDURE

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				150,500.
Total			▶ 3a	150,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	48,868.	
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			14	2,571.	
8 Gain or (loss) from sales of assets other than inventory			18	-22,996.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		28,443.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 28,443.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Virginia T. Campbell 5/27/10

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature Joyce T O'Brien CPA Date 5-24-10 Check if self-employed ▶ ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code STOY, MALONE & COMPANY, PC
705 YORK ROAD
BALTIMORE, MD 21204

EIN ▶

Phone no 410-828-1961

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

CAMPBELL FOUNDATION, INC.

Employer identification number

52-0794348

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 foundation

Check 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.**

Name of organization

CAMPBELL FOUNDATION, INC.

Employer identification number

52-0794348

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS CAMPBELL 1409 ELLENGLEN ROAD TOWSON, MD 21286	$ 354.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2		$	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
CAMPBELL FOUNDATION, INC.	52-0794348

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	700 P&G STOCK	$ 42,605.	12/30/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

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	1900 CONAGRA	P	04/04/06	06/22/09
b	1500 NOKIA	P	04/20/04	09/30/09
c	1000 PFIZER	P	07/26/06	03/04/09
d	1750 SCHERING PLOUGH	P	07/26/06	07/16/09
e	500 SIEMENS	P	05/24/06	10/13/09
f	759 TYCO ELECTR	P	08/30/99	02/11/09
g	759 TYCO INTL	P	08/30/99	02/06/09
h	900 WYETH	P	01/12/06	09/15/09
i	FHLMC GOLD	P	07/02/96	/ /09
j	FNMA	P	02/01/94	/ /09
k	GNMA	P	04/01/94	/ /09
l	USTN	P	07/02/07	06/30/09
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	35,775.		41,149.	-5,374.
b	22,613.		23,118.	-505.
c	12,412.		25,206.	-12,794.
d	44,309.		35,630.	8,679.
e	18,482.		16,907.	1,575.
f	11,247.		18,705.	-7,458.
g	17,992.		25,404.	-7,412.
h	42,805.		42,571.	234.
i	378.		344.	34.
j	120.		120.	0.
k	42.		26.	16.
l	100,000.		99,991.	9.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-5,374.
b				-505.
c				-12,794.
d				8,679.
e				1,575.
f				-7,458.
g				-7,412.
h				234.
i				34.
j				0.
k				16.
l				9.
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	-22,996.
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

923591
04-24-09

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PNC - DIV	564.	0.	564.
STATE STREET - DIV	35,950.	0.	35,950.
STATE STREET - INT	12,354.	0.	12,354.
TOTAL TO FM 990-PF, PART I, LN 4	48,868.	0.	48,868.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENTS	2,571.	2,571.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,571.	2,571.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,600.	4,600.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	4,600.	4,600.	0.	0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	15,725.	15,725.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	15,725.	15,725.	0.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	306.	0.	0.	0.
FOREIGN TAX W/H AT SOURCE	507.	507.	0.	0.
TO FORM 990-PF, PG 1, LN 18	813.	507.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RECORD KEEPING	2,600.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	2,600.	0.	0.	0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
NET UNREALIZED GAIN ON SECURITIES	587,193.
DIFFERENCE BETWEEN BASIS AND MARKET VALUE OF DONATED SECURITIES	42,605.
TOTAL TO FORM 990-PF, PART III, LINE 3	629,798.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	X		186,266.	186,266.
TOTAL U.S. GOVERNMENT OBLIGATIONS			186,266.	186,266.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			186,266.	186,266.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	2,259,946.	2,259,946.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,259,946.	2,259,946.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL EXCISE TAX RECEIVABLE	2,803.	2,497.	2,497.
TO FORM 990-PF, PART II, LINE 15	2,803.	2,497.	2,497.

CAMPBELL FOUNDATION, INC.
52-0794348
12/31/2009

STATEMENT 8 - ATTACHMENT

SECURITIES	SHS	BOOK AND FAIR MARKET VALUE
FHLMC GOLD 7% 6-1-11	100,000	112
FED NATL MTG 7% 2-1-24	25,000	579
USTN 7.5% 11-15-16	65,000	81,915
USTN 4.5% 12-15-10	100,000	103,660
		186,266

STATEMENT 9 - ATTACHMENT

SECURITIES	SHS	BOOK AND FAIR MARKET VALUE
ABERDEEN INTL EQ FD	1,197	14,884
ABBOTT LABORATORIES	600	32,394
ACCENTURE LTD	1,500	62,250
APACHE CORP	600	61,902
APPLE INC	150	31,610
ARCH CAPITAL GROUP	350	25,043
BERKSHIRE HATHWAY INC	14	46,004
BEST BUY	1,600	63,136
BRISTOL MYERS SQUIBB	1,600	40,400
CAPITAL ONE FINANCIAL	900	34,506
CHESAPEAKE ENERGY CORP	1,600	41,408
CISCO SYSTEMS	1,900	45,486
COCA COLA CO	800	45,600
COMCAST CL A	1,200	20,232
CONAGRA INC	1,300	29,965
CORPORATE OFFICE PROPERTIES	500	18,315
COSTCO WHOLESALE CORP	700	41,419
COVIDIEN LTD	759	36,349
DISNEY WALT COMPANY	1,000	32,250
EQT RESOURCES	700	30,744
FEDERAL REALTY INVESTMENT TRUST	218	14,763
FRONTIER COMMUNICATIONS CO	5,000	39,050
FTI CONSULTING	900	42,444
GENERAL ELECTRIC CO	3,050	46,147
GOLDMAN SACHS	150	25,326
GOOGLE INC A	40	24,799
HARSCO CORP	1,000	32,230
HOSPIRA INCORPORATED	850	43,350
ICM SMALL CO. PORTFOLIO	9,315	230,650
INTEL CORP.	3,600	73,440
INT'L BUSINESS MACH CORP COM	400	52,360
JP MORGAN & CHASE	900	37,503
JOHNSON & JOHNSON	800	51,528
LEVEL 3 COMMUNICATIONS	11,400	17,442

LIFE TECHNOLOGY CORP	950	49,609
LOWES COS INC	1,000	23,390

CAMPBELL FOUNDATION, INC.
52-0794348
12/31/2009

STATEMENT 9 - ATTACHMENT (CONT'D)

SECURITIES	SHS	BOOK AND FAIR MARKET VALUE
MCCORMICK & CO	1,000	36,130
MICROSOFT CORP	1,700	51,816
NABORS INDUSTRIES LTD	2,400	52,536
OCEANEERING INTL INC	800	46,816
P&G	2,100	127,323
ROWE PRICE INTL FDS INC	1,327	16,720
SIEMENS AG	300	27,510
TJX COMPANIES	700	25,585
VANGUARD 500 INDEX PT	762	78,296
WELLS FARGO CO	1,350	36,437
WHITING PETROLEUM CORP	1,150	82,168
WHIRLPOOL CORP	800	64,528
ZIMMER HOLDINGS	950	56,153
		2,259,946

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
VIRGINIA CAMPBELL TIMONIUM, MD	PRESIDENT 0.50	0.	0.	0.
BRUCE S CAMPBELL III LUTHERVILLE, MD	TREASURER 0.50	0.	0.	0.
TABER CAMPBELL HOOK BALTIMORE, MD	SECRETARY 0.00	0.	0.	0.
MARY JO CAMPBELL COCKEYSVILLE, MD	DIRECTOR 0.00	0.	0.	0.
J TYLER CAMPBELL CHESTERTOWN, MD	DIRECTOR 0.00	0.	0.	0.
MARCIE MCHALE SEATTLE, WA	DIRECTOR 0.00	0.	0.	0.
LYNN KELZ BALTIMORE, MD	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
Assistance Center of Towson Churches 120 West Pennsylvania Avenue Towson, MD 21204	Unrestricted	1,000
Audubon Maryland - DC 23000 Wells Point Road Bozman, MD 21612	Unrestricted	1,000
Baltimore Chamber Orchestra 135 Village Queen Drive Owings Mills, MD 21117	Unrestricted	1,000
Baltimore Child Abuse Center 34 Market Place Suite 310 Baltimore, MD 21202	Unrestricted	1,000
Baltimore County Public Schools Education Foundation 6901 Charles Street Towson, MD 21204	Unrestricted	1,000
Baltimore Educational Scholarship Trust 808 N Charles Street, Suite 200C Baltimore, MD 21201	Unrestricted	3,500
The Baltimore Goodwill Industries, Inc. 4001 Southwestern Boulevard Baltimore, MD 21229	Unrestricted	1,000
Baltimore Independent School Learning Camp 5407 Roland Avenue Baltimore, MD 21201	Unrestricted	1,000
The Baltimore Museum of Art Art Museum Drive Baltimore, MD 21218	Unrestricted	3,000
Baltimore Museum of Industry 1415 Key Highway Baltimore, MD 21230	Unrestricted	1,500

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
Baltimore Reads 1010 Park Avenue, Suite 100 Baltimore, MD 21201	Unrestricted	1,000
The Baltimore Symphony Orchestra 1212 Cathedral Street Baltimore, MD 21201	Unrestricted	3,000
The Baltimore Zoological Society Druid Hill Park Baltimore, MD 21217	Unrestricted	3,000
Big Brothers Big Sisters 3600 Clipper Mill Road, Suite 250 Baltimore, MD 21211	Unrestricted	1,000
B&O Railroad Museum 901 West Pratt Street Baltimore, MD 21223	Unrestricted	1,000
Boys Hope Girls Hope 300 E. Lombard Street, Ste 1111 Baltimore, MD 21202	Unrestricted	7,500
Boys Latin School of Maryland 822 W Lake Avenue Baltimore, MD 21210	Unrestricted	9,000
Calvert School 105 Tuscany Road Baltimore, MD 21210	Unrestricted	500
CASA of Baltimore County 305 West Chesapeake Avenue, Suite 206 Towson, MD 21204	Unrestricted	1,000
Center Stage 700 North Calvert Street Baltimore, MD 21202	Unrestricted	1,500

* RECIPIENT	PURPOSE	2009 AMOUNT
CHADD of Greater Baltimore 316 Wickersham Way Cockeysville, MD 21030	Unrestricted	1,000
Chesapeake Bay Foundation P.O. Box 17447 Baltimore, MD 21298	Unrestricted	1,000
Chesapeake Foundation for Youth Development Chesapeake Center 301 E. Patapsco Avenue Baltimore, MD 21222	Unrestricted	2,000
Clark County Young Lives 1311 E. Reserve Street Vancouver, WA 98661	Unrestricted	1,000
College Bound Foundation 204 E. Lombard Street, 4th Floor Baltimore, MD 21202	Unrestricted	2,000
Collington Square Non-Profit Corporation 1211 North Chester Street Baltimore, MD 21213	Unrestricted	1,000
Community Assistance Network 7701 Dunmanway Baltimore, MD 21222	Unrestricted	1,500
Deerwood Foundation 213 South Street Portsmouth, NH 03801	Unrestricted	1,000
Dyslexia Tutoring Program The Rotunda, Suite 310 711 W. 40th Street Baltimore, MD 21211-2109	Unrestricted	1,000
Echo Hill Outdoor School Worton, MD 21678	Unrestricted	1,000

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
El Camino de Emaus PO Box 690 Burlington, WA 98233	Unrestricted	3,000
Enoch Pratt Free Library 400 Cathedral Street Baltimore, MD 21201-4484	Unrestricted	2,000
Enterprise Foundation 10227 Wincopin Circle, Suite 500 Columbia, MD 21044	Unrestricted	1,000
Episcopal Community Services of Maryland 1014 West 36th Street Baltimore, MD 21211	Unrestricted	1,000
Everyman Theatre 1727 N Charles Street Baltimore, MD 21201	Unrestricted	1,500
Full Circle Grief Center PO Box 29066 Richmond, VA 23242	Unrestricted	1,000
Garrison Forest School 300 Garrison Forest Road Owings Mills, MD 21127	Unrestricted	500
Garden Harvest, Inc. 14045 Mantua Mill Road Glyndon, MD 21071	Unrestricted	1,000
Genesis Jobs Inc. 2629 Huntingdon Avenue Baltimore, MD 21211-3111	Unrestricted	1,000
Greater Homewood Community Corporation 3501-03 North Charles Street Baltimore, MD 21218	Unrestricted	1,000

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
Girls Rock! Chicago PO Box 47377 Chicago, IL 60647	Unrestricted	1,000
Guide Dogs for the Blind PO Box 151200 San Rafael, CA 94915-1200	Unrestricted	3,000
Health Care for Homeless 111 Park Avenue Baltimore, MD 21201	Unrestricted	6,500
Horizons c/o Kent School 6788 Wilkins Lane PO Box 507 Chestertown, MD 21620	Unrestricted	1,000
The Humane Society of Baltimore County, Inc. 1601 Nicodemus Road Reisterstown, MD 21136	Unrestricted	1,000
Independent College Fund of Maryland 2216 N. Charles Street Baltimore, MD 21218	Unrestricted	5,000
Irvine Natural Science Center 8400 Greenspring Avenue Stevenson, MD 21153	Unrestricted Capital campaign	1,500
JOIN 3338 SE 17th Avenue Portland OR, 97202	Unrestricted	2,000
Johns Hopkins Children's Center 100 North Charles Street, Suite 200 Baltimore, MD 21201	Unrestricted	1,000
Johns Hopkins School of Nursing 525 North Wolfe Street, Room 501 Baltimore, MD 21205	Unrestricted	1,000

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS * RECIPIENT	PURPOSE	2009 AMOUNT
Jubilee Baltimore, Inc 2001 E Baltimore Street Baltimore, MD 21231	Unrestricted Capital campaign	2,000
Kennedy Krieger Institute 707 North Broadway Baltimore, MD 21205	Unrestricted	1,000
Ladew Topiary Gardens 3535 Jarrettsville Pike Monkton, MD 21111	Unrestricted	500
Living Classrooms Foundation 717 Eastern Avenue Baltimore, MD 21202	Unrestricted Capital campaign	2,000
MANNA Food Bank 627 Swannanoa River Rd Asheville, NC 28805	Unrestricted	1,000
Maryland Family Network 1001 Eastern Ave, 2nd Fl Baltimore, MD 21202-4325	Unrestricted	1,000
Maryland Food Bank 2200 Halethorpe Farms Baltimore, MD 21227	Unrestricted	3,000
Maryland Historical Society 201 W. Monument Street Baltimore, MD 21201	Unrestricted	1,000
Maryland Mentoring Partnership 517 N. Charles St, Ste 200 Baltimore, MD 21201	Unrestricted	1,000
The Maryland School for the Blind 3501 Taylor Avenue Baltimore, MD 21236	Unrestricted	2,000

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
Maryland Science Center 601 Light Street Baltimore, MD 21230	Unrestricted	3,000
Maryland Society for Sight 1313 W Old Cold Spring Avenue Baltimore, MD 21218	Unrestricted	1,000
Maryland Special Olympics 2343 Foster Avenue, Suite 205 Baltimore, MD 21234	Unrestricted	1,000
McKim Center Summer Camp 1130 E. Baltimore Street Baltimore, MD 21202	Unrestricted	1,000
Meals on Wheels 515 South Aven Street Baltimore, MD 21224	Unrestricted	1,000
Mount Washington Pediatric Hospital, Inc 1708 West Rogers Avenue Baltimore, MD 21209	Unrestricted	1,000
The National Aquarium in Baltimore Pier 3, 501 E. Pratt Street Baltimore, MD 21202	Unrestricted	2,500
Nehemiah House, Inc. 1607 Cromwell Bridge Road Baltimore, MD 21234	Unrestricted	1,000
Odyssey School 4906 Roland Avenue Baltimore, MD 21210	Unrestricted	4,000
Odyssey School Financial Aid 4906 Roland Avenue Baltimore, MD 21210	Unrestricted	500

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
Oregon Ridge Nature Center Council 13555 Beaver Dam Road Cockeysville, MD 21030	Unrestricted	1,000
Parks & People Foundation 1901 Eagle Drive Baltimore, MD 21207	Unrestricted	1,500
Paul's Place Outreach Center, Inc. P.O. Box 27070 Baltimore, MD 21230	Unrestricted Capital campaign	1,500
The Peabody Institute Peabody Institute of Johns Hopkins University Baltimore, MD 21202	Unrestricted	1,500
Planned Parenthood of Maryland 610 N. Howard Street Baltimore, MD 21201	Unrestricted	1,000
Presbyterian Home for Children 80 Lake Eden Road Black Mountain, NC 28711	Unrestricted	1,000
Prospect Hill Cemetery of Towson, Inc. 9720 York Road Cockeysville, MD 21030	Unrestricted	1,000
Radcliffe Creek School 201 Talbot Blvd. Suite A Chestertown, MD 21620	Unrestricted	1,000
Roland Park Country School 5294 Roland Avenue Baltimore, MD 21202	Unrestricted	1,000
Salvation Army - Boys & Girls Club 215 N. Calhoun Street Baltimore, MD 21201	Unrestricted	1,000

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
St. Vincent de Paul of Baltimore 320 Cathedral Street Baltimore, MD 21201	Unrestricted	1,000
Sheppard & Enoch Pratt Hospital 6501 N. Charles Street Baltimore, MD 21204	Unrestricted Capital campaign	1,000
Students Sharing Coalition 2418 St Paul Street Baltimore, MD. 21218	Unrestricted	1,000
Swannanoa Valley Christian Minist 101 W Ridgeway Ave Black Mountain, NC 28711	Unrestricted	1,000
The Arc of Baltimore 7215 York Road Baltimore, MD 21212	Unrestricted	2,000
The Family Tree PANDA Program - Family Tree 733 West 40th Street, Suite 20 Baltimore, MD 21211	Unrestricted	1,000
The Fifth Avenue Committee 651 Degraw Street Brooklyn, NY 11217	Unrestricted	1,000
Towson YMCA YMCA of Greater Baltimore 600 W. Chesapeake Avenue Towson, MD 21204	Unrestricted Capital campaign	1,000
The Walters Art Gallery 600 N. Charles Street Baltimore, MD 21201-5185	Unrestricted	2,500

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS

* RECIPIENT	PURPOSE	2009 AMOUNT
The Weathervane Theater Dave LaBaron PO Box 127 Whitefield, NH 03598	Unrestricted	3,000
Young Audiences of Maryland 927 N Calvert Street Baltimore, MD 21202	Unrestricted	2,000
		150,500

* The organization is a public charity as described in IRC Sec. 509(a)(1), (2), or (3).

THE CAMPBELL FOUNDATION, INC.
52-0794348
12-31-09

FORM 990PF, PART XV - GRANT APPLICATION PROCEDURE

The Foundation does not make grants to individuals. Its grants are primarily in support of education, civic, cultural and health programs for the greater Baltimore area.

All requests for funds must be made in writing, stated as briefly as possible, and addressed to:

The Campbell Foundation, Inc
Attention. Virginia T. Campbell
705 York Road
Baltimore, Maryland 21204

Requests for funds should include such information as:

1. Description of project for which funds are requested.
2. What is hoped to be achieved by the project.
3. Amount of funding requested.
4. Evidence of tax-exempt status of applicant.
5. Names of Officers and Directors of tax-exempt organization making application.
6. Latest financial statement and current operating budget.
7. All exhibits and materials in support of project
8. Details of support of project by members of applicant institution and of the community at large.

After review of the original application by the Board of Directors of the Foundation, should it prove to be within the scope of the Foundation's interests, applicant will be notified, and interviews, inspections and detailed study of the project will then follow It is not possible for the Foundation to grant personal interviews to every prospective grantee, nor can it entertain telephone inquiries or solicitations for funding of grants.

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization CAMPBELL FOUNDATION, INC.	**Employer identification number** 52-0794348
	Number, street, and room or suite no If a P O box, see instructions 8 CANDLELIGHT COURT	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions TIMONIUM, MD 21093	

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

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

- The books are in the care of ▶ JOYCE T O'DWYER 705 YORK ROAD - BALTIMORE, MD 21204
  Telephone No ▶ 410-828-1961 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 2009 or

▶ ☐ tax year beginning ______________, and ending ______________.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 306.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 2,803.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 4-2009)

923831
05-26-09