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990-PF

Return of Private Foundation

OMB No	1545-0052
2(009

Department of the Internal Revenue Sci	reasury			tion 4947(a)(1) None Treated as a Private able to use a copy of	ate Foundatio	חח		2009
		, or tax year begin		e able to use a copy of		and endir		. 20
G Check all		Initial return		Initial return				Final return
G Check all	nat apply	Amended re		<u> </u>	ss change		Name change] i mai rotam
	Name of fo		tuiii		ss change		A Employer identifie	cation number
Use the IRS		, , , , , , , , , , , , , , , , , , ,					Linpleyor rectination	
label.	ARNOLD	& PORTER FOU	JNDAT	ION			52-	1656501
Otherwise,				mail is not delivered to street	address)	Room/suit		
print					0.000,		To start the start that the	
or type.	555 TWE	ELFTH STREET,	NW				(20	2) 942-5990
See Specific	City or tow	n, state, and ZIP code	······································				C if exemption applica	
Instructions.							pending, check here D 1 Foreign organizat	► 1 1
	WASHING	GTON, DC 2000) 4				2. Foreign organization	· · · · · · · · · · · · · · · · · · ·
H Check typ	e of organiz	zation: X Section	n 501(d	(3) exempt private f	oundation	_	85% test, check h	ere and attach
	_	nonexempt charitable t		Other taxable pr		tion	_ I	
				unting method. X Ca		rual	E If private foundation	x status was terminated (1)(A), check here
of year (fro	m Part II, c			her (specify)			l '	in a 60-month termination
16) ▶ \$				column (d) must be on	cash basis)			(1)(B), check here
Part I Anal	sis of Rev	enue and Expense	s (The	(-) Davis				(d) Disbursements
total c	f amounts in	columns (b), (c), and ly equal the amounts	(d)	(a) Revenue and expenses per	(b) Net inve		(c) Adjusted net income	for charitable
		age 11 of the instruction		books	IIICOII	'°	monie	purposes (cash basis only)
1 Contribu	tions, gifts, grant	ts, etc., received (attach schei	dule) .	69,650.				
2 Check	If the	e foundation is not required by Sch. B	red to					
3 Interes		nd temporary cash investr		1,333.		1,333.		
4 Divide	nds and inter	rest from securities .	[
5 a Gross	rents		[
b Net ren	tal income or ((loss)						
b Gross	ales price for a	m sale of assets not on lin	ie 10					
7 Capita	on line 6a Laain net ind	come (from Part IV, lin	ne 2)					
	•	otal gain	,					
4		ons						
10 a Gross s	ales less return wances • • •							
	ost of goods so	old .						
c Gross	profit or (loss	s) (attach schedule)						
11 Other	ncome (atta	ch schedule)		····				
12 Total.	Add lines 1 t	through 11		70,983.		1,333.		
13 Compe	nsation of offic	cers, directors, trustees, e	tc	0.				
		laries and wages						
15 Pensio	n plans, em	ployee benefits						
		schedule)	}					
™ b Accou	- '	ittach schedule) [1]	г	7,500.		0.	0.	7,500
c Other 17 Interes 18 Taxes (professional	fees (attach schedule))					
17 Interes			• • • • •					
Taxes (e) (see page 14 of the instru	. г	17.	<u> </u>			
	ciation (attac	ch schedule) and depl	etion .			+	<u> </u>	
	-		Г					
Travel		s, and meetings						
		ations		278.				
E 22 Other		ttach schedule) [3]		270.		 +		
		nd administrative exp		7,795.	1	0.	0.	7,500
Add lin		gh 23		75,000.				75,000
101	_	s, grants paid		82,795.		0.	0.	82,500
		om line 12	and 25	02,755.				32,300
7 b	ct line 26 fro	OM IING I∠ expenses and dishursemen		-11,812.				

c Adjusted net income (if negative, enter -0-). . For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. 9E1410 1 000 GWU 001 U473 4/14/2010 8:18:27 PM V 09-5.2

Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

JSA ** ATCH 2

1,333.

Form 990-PF (2009)

PAGE 2

Part	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	End o	of year
	amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	1,217,350.	1,205,538.	1,205,538
3	Accounts receivable			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other			
	disqualified persons (attach schedule) (see page 16 of the instructions)			
7				
1	Less. allowance for doubtful accounts			
, 8	Inventories for sale or use			
ssets	Prepaid expenses and deferred charges			
\$ 10	a Investments - U S and state government obligations (attach schedule)			<u> </u>
- 1	b Investments - corporate stock (attach schedule)		·	
	c Investments - corporate bonds (attach schedule).			
111	Investments - land, buildings,			
	Less accumulated depreciation			
12	(attach schedule) Investments - mortgage loans			<u> </u>
13	Investments - other (attach schedule)			<u> </u>
14	Land, buildings, and			
- 1	equipment basis Less accumulated depreciation (attach schedule)			
4.5	(attach schedule)			
15	Other assets (describe			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,217,350.	1,205,538.	1,205,538
-			1,203,330.	1,203,330
17	Accounts payable and accrued expenses			
18	Grants payable			
SE 19	Deferred revenue			
20 21	Loans from officers, directors, trustees, and other disqualified persons			
· 71	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe			
23	Total liabilities (add lines 17 through 22)			
123				
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
<u>ي</u>			1,205,538.	
25 26	Unrestricted	 	1,200,000.	
ē 25	Temporarily restricted			
<u>m</u> 26	Permanently restricted			
Pun	Foundations that do not follow SFAS 117,			
티	check here and complete lines 27 through 31. ▶			
Ö 27	Capital stock, trust principal, or current funds			
Net Assets 0 8 8 8	Paid-in or capital surplus, or land, bldg , and equipment fund	} }		
SS 29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the	1 217 250	1 206 520	
1	instructions)	1,217,350.	1,205,538.	
31	Total liabilities and net assets/fund balances (see page 17	1 217 250	1 205 520	
	of the instructions)	1,217,350.	1,205,538.	
	Analysis of Changes in Net Assets or Fund			
	tal net assets or fund balances at beginning of year - Part II			1 217 250
end	d-of-year figure reported on prior year's return)		· · · · · · · · · · · · · · · · · · ·	1,217,350 -11,812
2 Ent	ter amount from Part I, line 27a		<u>2</u>	-11,812
3 Otr	ner increases not included in line 2 (itemize)			1 205 520
	d lines 1, 2, and 3			1,205,538
5 De	creases not included in line 2 (itemize) ▶ tal net assets or fund balances at end of year (line 4 minus		5	1 205 530
6 Tot	ial net assets or fund balances at end of year (line 4 minus)	line 5) - Part II, column (b), line 30 6	1,205,538

(a) List and	acquired P-Purchase	(c) Date acquired (mo, day, yr)	(d) Date sold (mo , day, yr)			
	2-story brick warehouse, or common stock, 200 shs. MLC Co) SEE PART IV SCHEDULE					
b						
C						
d						
0						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) min		
a						
b						
с						
0		<u> </u>				
Complete only for assets s	howing gain in column (h) and owr	ned by the foundation on 12/31/69		Gains (Col (h) g		
(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	col.	(k), but not less Losses (from co		
a						
<u>b</u>	:		ļ			
<u>c</u>						
d						
6	· · · · · · · · · · · · · · · · · · ·	<u> </u>	<u> </u>			
2 Capital gain net income or	(net capital loss) If	gain, also enter in Part I, line 7				
	υ "	(loss), enter -0- in Part I, line 7	2			
	or (loss) as defined in sections 12					
	line 8, column (c) (see pages 13		\		N/A	
	line 8		3		N/A	
		uced Tax on Net Investment Ince e section 4940(a) tax on net investi				
	·	outable amount of any year in the b	ase perio	d? □	Yes X No	
		; see page 18 of the instructions be	efore mak	ung any entries	·	
(a)	(b)	(c)	1	(d)		
Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of nonchantable-use assets		Distribution r. (col (b) divided by	atio / col (c))	
2008	89,983.	685,986.			0.131173	
2007	105,227.	747,189.			0.140830	
2006	199,960.	783,284.			0.255284	
2005	109,965.	902,710.			0.121817	
2004	51,982.	870,458.			0.059718	
2 Total of line 1, column (d)	for the 5-year base period - divide		2		0.708822	
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 foun-	dation has been in existence if less	than 5 years	3		0.141764	
4 Enter the net value of nor	ncharitable-use assets for 2009 fro	m Part X, line 5	4		1,210,880.	
5 Multiply line 4 by line 3			5		171,659.	
6 Enter 1% of net investme	nt income (1% of Part I, line 27b)		6		13.	
7 Add lines 5 and 6			7		171,672.	
8 Enter qualifying distribution	ons from Part XII. line 4		8		82,500.	
If line 8 is equal to or gree Part VI instructions on page	eater than line 7, check the box is	n Part VI, line 1b, and complete t	hat part	using a 1% ta	x rate See the	

Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of t	ne ins	truction	ons)
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 ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check			27.
	here and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%			
	of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 2			
3	Add lines 1 and 2			27.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			27.
6	Credits/Payments·			
а	2009 estimated tax payments and 2008 overpayment credited to 2009 6a 0.			
	Exempt foreign organizations-tax withheld at source 6b 0.			
С	Tax paid with application for extension of time to file (Form 8868) 6c 0.			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d			0.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			27.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ▶ 0 · Refunded ▶ 11			
Par	t VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	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 page 19			
	of the 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			1
	published or distributed by the foundation in connection with the activities			
C	Did the foundation file Form 1120-POL for this year?	1 c		X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			ì
	(1) On the foundation \blacktriangleright \$ 0 . (2) On foundation managers \blacktriangleright \$ 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?	2		X
	If "Yes," attach a detailed description of the activities			1
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of			١
	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?	4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	By language in the governing instrument, or			1
	By state legislation that effectively amends the governing instrument so that no mandatory directions that		Х	
	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		 -
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the			
	Instructions) ▶ DISTRICT OF COLUMBIA	-[
b	if the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General			v
	(or designate) of each state as required by General Instruction G? If "No," attach explanation ATTACHMENT 6	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or	} '		l
	4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page	_		x
	27)? If "Yes," complete Part XIV	9		<u> </u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their			x
	names and addresses	10	L	

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Par	t 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 page 20 of the instructions)	11		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
•	August 17, 2008?	12		Х
43	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	l 1	Х	
13	Website address N/A			
4.4	Website address ► N/A The books are in care of ► ARNOLD & PORTER Telephone no ► 202-27 555 TWELETH STREET NW. WASHINGTON, DC. ► 20004	- 76	54	
14	The books are in care of ► ARNOLD & PORTER Located at ►555 TWELFTH STREET NW, WASHINGTON, DC ZIP + 4 ► 20004			
4-	Cocated at Part 10.47(2)(4) and the stable to the first firs	N/	A	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	• • • •	• • •	لــا
Dar	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
rai		T	Tv	
	File Form 4720 If any Item is checked in the "Yes" column, unless an exception applies.		Yes	<u>No</u>
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?	1		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a	1	}	
	disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for	1		
	the benefit or use of a disqualified person)?	1	1	
	(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	1		
	termination of government service, if terminating within 90 days)	1		
ь	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			l
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		<u> </u>
	Organizations relying on a current notice regarding disaster assistance check here		1	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that	1	į .	
	were not corrected before the first day of the tax year beginning in 2009?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private	ľ		
	operating foundation defined in section 4942(j)(3) or 4942(j)(5)).	1	1	
а	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and	Ì	1	Ì
	6e, Part XIII) for tax year(s) beginning before 2009?	1	1	ļ
	If "Yes," list the years	İ		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
	to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	N	/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	l	1	
	D			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business	j		
	enterprise at any time during the year?]
ь	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or	ľ		ĺ
	disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the	ŀ	1	\
	Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse			1
	of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the			ĺ
	foundation had excess business holdings in 2009)	3ь	N	/A
4a		4a		Х
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			I
~	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	L	Х
		orm 9	90-PF	(2009)

(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	(a) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000 .				▶ 0

Part VIII	and Contractors (continued)	agers, rignly Paid Employ	rees,
3 Five high	est-paid Independent contractors for professional services (see page 23	of the instructions), if none,	enter "NONE."
	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE			
			
Total number	r of others receiving over \$50,000 for professional services		▶ NONE
Part IX-A	Summary of Direct Charitable Activities		
	lation's four largest direct charitable activities during the tax year. Include relevant statistical informs and other beneficianes served, conferences convened, research papers produced, etc	mation such as the number	Expenses
1 NONE			
2			
3			
4			
Part IX-B	Summary of Program-Related Investments (see page 23 of the inst		
	two largest program-related investments made by the foundation during the tax year on lines 1 an	d 2	Amount
1 NONE			
2			
	ram-related investments. See page 24 of the instructions		
3 NONE			

	see page 24 of the instructions.)		
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances Fair market value of all other assets (see page 24 of the instructions)	16	1,229,320.
C	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and	1d	1,229,320.
0	Reduction claimed for blockage or other factors reported on lines 1a and		
_	1c (attach detailed explanation)		•
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25	3	1,229,320.
4		1 . 1	10 440
_	of the instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	4	18,440.
5		5	1,210,880.
6	Minimum investment return. Enter 5% of line 5	6	60,544.
Pa	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) privious foundations and certain foreign organizations check here ▶ and do not complete this	ate operating part)	
1	Minimum investment return from Part X, line 6	1	60,544.
2 a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009 (This does not include the tax from Part VI) 2b		
С	Add lines 2a and 2b	2c	27.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	60,517.
4	Recoveries of amounts treated as qualifying distributions	4	
5		5	60,517.
6	Add lines 3 and 4 Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	60,517.
Pa	rt XII Qualifying Distributions (see page 25 of the instructions)		
<u>-</u>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	82,500.
b	Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
	purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	82,500.
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 (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	82,500.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating v	whether the fou	ndation

Pa	rt XIII Undistributed Income (see page	26 of the instruction	ns)		
1	Distributable amount for 2009 from Part XI,	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
	line 7				60,517.
2	Undistributed income, if any, as of the end of 2009				
а	Enter amount for 2008 only			0.	
ь	Total for prior years 20 07 ,20 06 ,20 05		0.		
3	Excess distributions carryover, if any, to 2009:				
а	From 2004 0.				
b	From 2005 40,882.				
С	From 2006 100,075.				
d	From 2007 67, 914. From 2008 55, 718.				
е	From 2008 55, 718.				
f	Total of lines 3a through e	325,390.			
4	Qualifying distributions for 2009 from Part XII,				
	line 4 ▶ \$ 82,500.				
а	Applied to 2008, but not more than line 2a			0.	
ь	Applied to undistributed income of prior years (Election				
	required - see page 26 of the instructions)				
С	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2009 distributable amount				60,517.
e		21,983.		•	
5	Excess distributions carryover applied to 2009	0.			
	(If an amount appears in column (d), the same				
6	amount must be shown in column (a)) Enter the net total of each column as				
•	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	347,373.			
b	Prior years' undistributed income Subtract				
	line 4b from line 2b		0.		
С	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 page 27 of the instructions		0.		
е	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page			0	
	27 of the instructions			0.	
f	Undistributed income for 2009 Subtract lines				
	4d and 5 from line 1. This amount must be				
7	distributed in 2010				
•	to satisfy requirements imposed by section				
	170(b)(1)(F) or 4942(g)(3) (see page 27 of the				
8	Instructions)				
-	applied on line 5 or line 7 (see page 27 of the				
9	Excess distributions carryover to 2010.				
3	Subtract lines 7 and 8 from line 6a	347,373.			
10	Analysis of line 9				
	Excess from 2005				
	Excess from 2006 160,876.				
	67 014				
ď	Excess from 2008				
	Excess from 2009 21, 983.				

Pa	990-PF (2009)			52-16	556501	Page
_	rt XIV Private Opera	ating Foundations	(see page 27 of the	instructions and Par	t VII-A, question 9)	NOT APPLICAL
1 2	if the foundation has r					
					111119	
	foundation, and the ruling				· •	
b	Check box to indicate whe	ether the foundation is	a private operating foun	dation described in section	4942())(3) or 4942(J)(
а	Enter the lesser of the ad-	Tax year		Prior 3 years		
. a	justed net income from Part	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
	For the minimum investment return from Part X for each	(6) 2 3 3 3	(0,2000	(0)_=00!	(6) 2000	
	year listed		 			
b	85% of line 2a			<u> </u>		
c	Qualifying distributions from Part					
·	XII, line 4 for each year listed		1	į.		}
d	Amounts included in line 2c not used directly for active conduct	· · · · · · · · · · · · · · · · · · ·		<u> </u>		
e	of exempt activities					
	directly for active conduct of exempt activities Subtract line 2d from line 2c					
	Complete 3a, b, or c for the				<u> </u>	
	alternative test relied upon					
а	"Assets" alternative test - enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section					
L	4942(j)(3)(B)(i)		 			
b	"Endowment" alternative test- enter 2/3 of minimum invest-					1
	ment return shown in Part X,		1			1
	line 6 for each year listed					
С	"Support" alternative test - enter					
-	."					1
	(1) Total support other than gross investment income					1
	(interest, dividends, rents,			t		Į.
	payments on secunities					
	loans (section 512(a)(5)).			1		1
	or royalties)		+			
	(2) Support from general public and 5 or more		}	}		1
	exempt organizations as					1
	provided in section 4942					
	(j)(3)(B)(iii)			 		
	(3) Largest amount of sim- t		I			1
	(3) Largest amount of sup- port from an exempt			1		
	port from an exempt organization			 		1
	port from an exempt organization (4) Gross investment income					
'a	port from an exempt organization (4) Gross investment income	ry Information (C	Complete this part	only if the founda	ation had \$5,000	or more in ass
' a	port from an exempt organization (4) Gross investment income rt XV Supplementa		Complete this part		ation had \$5,000	or more in ass
'a	port from an exempt organization	uring the year - se	e page 28 of the i		ation had \$5,000	or more in ass
	port from an exempt organization	uring the year - se Foundation Manage	ee page 28 of the iners:	nstructions.)		
	port from an exempt organization	uring the year - se Foundation Manage he foundation who	ee page 28 of the interest. The page 28 of the interest in th	re than 2% of the tota	l contributions receiv	
	port from an exempt organization	uring the year - se Foundation Manage he foundation who	ee page 28 of the interest. The page 28 of the interest in th	re than 2% of the tota	l contributions receiv	
	rt XV Supplementa at any time d Information Regarding List any managers of the before the close of any	uring the year - se Foundation Manage he foundation who tax year (but only if t	ee page 28 of the interes: have contributed mothey have contributed	re than 2% of the tota more than \$5,000). (Se	l contributions receives section 507(d)(2).)	
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Part XV Supplementary Information (continued)

3 Grants and Contributions Paid Durin				
3 Grants and Contributions Paid Durin Recipient Name and address (home or business)	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
a Paid during the year				
A MM A CLIMENIM E				
ATTACHMENT 5				
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		ļ		
		1		
		i		
		1		
Total		· · · · · ·	▶ 3a	75,000.
b Approved for future payment NONE				0.
NONE				
ľ)	}	
ļ				
Ì				
		[
Total			▶ 3b	0 .

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt	
1 Program	service revenue:	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)	
a				<u> </u>			
b		ļ				~_ 	
c		<u> </u>					
d				ļ			
е							
f		ļ					
-	and contracts from government agencies			ļ			
2 Members	ship dues and assessments						
	n savings and temporary cash investments	ļ		14	1,333.		
4 Dividend	s and interest from securities			L			
	al income or (loss) from real estate						
	-financed property	<u> </u>		<u> </u>	ļ		
	debt-financed property		<u> </u>				
	income or (loss) from personal property .	<u> </u>	<u> </u>	ļ			
	vestment income	P.		<u> </u>			
	oss) from sales of assets other than inventory			ļ			
9 Net incor	me or (loss) from special events	<u> </u>		ļ			
	ofit or (loss) from sales of inventory	ļ					
11 Other rev	venue a			 _			
				 			
				ļ <u> </u>			
e					1,333.	0.	
	Add columns (b), (d), and (e)		L				
	dd line 12, columns (b), (d), and (e)			• • • • •	13	1,333.	
	B Relationship of Activities			omnt Durr	2020		
Line No.	Explain below how each active the accomplishment of the form	ity for whi	cn income is reported	i in columi	n (e) of Part XVI-A cor	itributed importantly to	
▼	page 29 of the instructions)	Junuations	exempt purposes (o	uici uiaii	by providing lands to	such purposes) (Geo	
	N/A						
							
						·	
							
			·				
							
							
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			· · · · · · · · · · · · · · · · · · ·				
	 			·			
							
							
		 .					
							
							
				·			
	L					- 000 PF (0000)	

Par	t XVII	Information Exempt Orga		Transfers To and	Transa	ctions a	nd Relations	ships With I	Nonch	arita	able
1	ın sed	ction 501(c) of the C		engage in any of the section 501(c)(3) org					,	Yes	No
а	organı Transi	zations? fers from the reporting fo	oundation to a ni	oncharitable exempt organ	zation of						
	(1) Ca	ash							1a(1)	$_I$	Х
h	(2) Ot	ther assets				• • • • •			1a(2)		X
Ü			naritable exempt d	organization					1b(1)	I	X
	(2) Pi	irchases of assets from	a noncharitable	exempt organization				· · · · · · · · · ·	1b(2)		X
				ets					1b(3)		X
									1b(4)		Х
									$\overline{}$		X
	(6) Pe	erformance of services of	or membership or	fundraising solicitations					1b(6)	$\neg \uparrow$	X
С				ther assets, or paid employ					1c		Х
				Yes," complete the fo						aır m	narket
				nces given by the rep							
		-		gement, show in colur	-						
(a) L	ine no	(b) Amount involved	(c) Name of	noncharitable exempt organiz	ation	(d) Descri	ption of transfers, t	ransactions, and sha	ring arrang	gemen	its
			N/A								
		<u>-</u> -									
											
			<u> </u>								
											
											
			 								
							· . 				
											
			 							-	
		 	 				· · · · · · · · · · · · · · · · · · ·				
	section		her than section 5	ated with, or related to, 501(c)(3)) or in section 52					Yes	, X	No
		(a) Name of organization	л	(b) Type of orga	nization		(c) D	escription of relation	ship		
		N/A									
											_
											
											
	belief.	is true, correct and com		amined this return, including of preparer (other than taxp		513/1					
# F	Si	ghature of officer or trustee			т	Date	r Titl	Branara-la	Idontifi -		
Sign Here	Paid Preparer's Use Only	Preparer's signature	'el		Date APR	2 2 2010	Check if self-employed	Preparer's number (Si page 30 of	ee Signati	ure on	
	Pal epa Se (Firm's name (or yours if	PRICE	WATERHOUSECOOPE	RS LLE		EIN	▶ 13-4008	324		
1	<u>م</u> ع	self-employed), address		K STREET NW, ST	E 800W	200	25 2222	202.4	14 10		

20005-3333 Phone no 202-414-1000

self-employed), address, and ZIP code

WASHINGTON, DC

. 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 ARNOLD & PORTER FOUNDATION 52-1656501 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 chantable 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 [X] 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 331/3 % 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 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 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

for Form 990, 990-EZ, or 990-PF

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)					
Name of organization	ARNOLD & PORTER FOUNDATION	E	Employer identification number 52-1656501		
Part I Contribut	ors (see instructions)				
(a)	(b) Name address and ZIP + 4	(c)	(d)		

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ARNOLD & PORTER 555 12TH STREET NW WASHINGTON, DC 20004	- \$\$69,650.	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		- - - -	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		- - -	Person Payroli Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		- - - -	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		- - \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - ACCOUNTING FEES

CHARITABLE PURPOSES	7,500.	7,500.
ADJUSTED NET INCOME	0.	0
NET INVESTMENT INCOME	0.	• 0
REVENUE AND EXPENSES PER BOOKS	7,500.	7,500.
		TOTALS
DESCRIPTION	ACCOUNTING FEES	

ATTACHMENT 2

FORM 990PF, PART I - TAXES

REVENUE AND EXPENSES

DESCRIPTION

PER BOOKS

EXCISE TAX EXPENSE & PENALTIES

17.

TOTALS

17.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

REVENUE AND EXPENSES PER BOOKS 278.

DESCRIPTION DOMESTIC REPRESENTATION

TOTALS

278.

ATTACHMENT 4

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

ATTACHMENT 4

EXPENSE ACCT AND OTHER ALLOWANCES	.0	Ö	0.
CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	.0	.0	0.
COMPENSATION	.0	· o	0.
TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	PRESIDENT 1.00	DIRECTOR 1.00	GRAND TOTALS
NAME AND ADDRESS	MR. ABE KRASH C/O ARNOLD & PORTER 555 TWELFTH STREET, NW WASHINGTON, DC 20004	MR. STUART LAND C/O ARNOLD & PORTER 555 TWELFTH STREET, NW WASHINGTON, DC 20004	

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52-1656501

EORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5 PURPOSE OF GRANT OR CONTRIBUTION FELLOWSHIPS RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR FOUNDATION STATUS OF RECIPIENT PUBLIC CHARITY 501 (C) (3) 2120 L STREET, NW, SUITE 450 RECIPIENT NAME AND ADDRESS WASHINGTON, DC 20037-1541 EQUAL JUSTICE WORKS

TOTAL CONTRIBUTIONS PAID 75,000.

75,000

AMOUNT

ATTACHMENT 5 PAGE 21

8 18 27 PM V 09-5 2

GWU001 U473 4/14/2010

ARNOLD & PORTER FOUNDATION EIN: 55-1656501 FOR THE YEAR ENDED DECEMBER 31, 2009

PART VII-A, LINE 8A

EFFECTIVE DECEMBER 12, 2008, THE DC OFFICE OF TAX AND REVENUE (OTR) ELIMINATED THE IRS FORM 990 FILING OBLIGATION. AS A RESULT, THE FOUNDATION IS NO LONGER REQUIRED TO FILE A COPY OF THEIR FORM 990-PF WITH THE DISTRICT OF COLUMBIA.