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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

LOCKHART VAUGHAN FOUNDATION, INC.

Number and street (or P.O. box number if mail is not delivered to street address)

C/O J.B. POWELL, JR., 2 EAST READ ST

Room/suite

100

City or town, state, and ZIP code

BALTIMORE, MD 21202

A Employer identification number

52-1693184

B Telephone number

(410) 837-9400

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method:

☒ Cash☐ Accrual

(from Part II, col (c), line 16)

☐ Other (specify)

\$ 29,568,075. (Part I, column (d) must be on cash basis.)

Part I**Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(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	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	659,766.	659,766.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<3,268,471.>			
	b	Gross sales price for all assets on line 6a	8,938,419.			
	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					
12	Total. Add lines 1 through 11	<2,608,705.>	659,766.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages	7,725.	0.		7,725.
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	STMT 2	7,146.	0.	7,146.
	c	Other professional fees				
	17	Interest				
	18	Taxes	STMT 3	26,563.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		1,813.	0.	1,813.
	22	Printing and publications				
	23	Other expenses	STMT 4	138,456.	122,793.	15,663.
	24	Total operating and administrative expenses. Add lines 13 through 23		181,703.	122,793.	32,347.
	25	Contributions, gifts, grants paid		1,267,328.		1,267,328.
26	Total expenses and disbursements. Add lines 24 and 25		1,449,031.	122,793.	1,299,675.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements		<4,057,736.>			
b	Net investment income (if negative, enter -0-)		536,973.			
c	Adjusted net income (if negative, enter -0-)			N/A		

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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	71,023.	155,352.	155,352.
	2 Savings and temporary cash investments	79,704.	283,812.	283,812.
	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 5	7,789,145.	6,262,060.	6,908,263.
	b Investments - corporate stock STMT 6	12,942,664.	13,206,490.	14,330,343.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	10,427,146.	7,349,483.	7,890,305.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	31,309,682.	27,257,197.	29,568,075.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	31,309,682.	27,257,197.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	31,309,682.	27,257,197.		
31 Total liabilities and net assets/fund balances	31,309,682.	27,257,197.		

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	31,309,682.
2 Enter amount from Part I, line 27a	2	<4,057,736.>
3 Other increases not included in line 2 (itemize) ▶ COST ADJ TO PARTNERSHIP INTEREST	3	5,251.
4 Add lines 1, 2, and 3	4	27,257,197.
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	27,257,197.

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 STATEMENTS				
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 8,938,419.		12,206,890.	<3,268,471.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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				
b				
c				
d				
e			<3,268,471.>	
2 Capital gain net income or (net capital loss)		2		<3,268,471.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,617,450.	30,891,336.	.052359
2007	1,826,187.	36,421,868.	.050140
2006	1,608,217.	33,095,271.	.048594
2005	1,486,662.	31,763,490.	.046804
2004	1,524,427.	30,692,472.	.049668
2 Total of line 1, column (d)		2	.247565
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	.049513
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	27,091,675.
5 Multiply line 4 by line 3		5	1,341,390.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	5,370.
7 Add lines 5 and 6		7	1,346,760.
8 Enter qualifying distributions from Part XII, line 4		8	1,299,675.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter -1% of Part I, line 27b		1	10,739.
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	10,739.
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	10,739.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	37,845.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	42,845.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	32,106.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 32,106. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? ... If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOHN B. POWELL, JR. Located at ► BALTIMORE, MARYLAND	Telephone no. ► (410) 837-9400 ZIP+4 ► 21202		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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

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 8		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

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

(a) Name and address of each person paid more than \$50,000

(b) Type of service

(c) Compensation	
------------------	--

NONE

0

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

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.

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	27,346,247.
b	Average of monthly cash balances	1b	157,992.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	27,504,239.
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	27,504,239.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	412,564.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,091,675.
6	Minimum investment return. Enter 5% of line 5	6	1,354,584.

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	1,354,584.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	10,739.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,739.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,343,845.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,343,845.
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	1,343,845.

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	1,299,675.
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	1,299,675.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,299,675.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,343,845.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			329,635.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 1,299,675.				
a Applied to 2008, but not more than line 2a			329,635.	
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				970,040.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				373,805.
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	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED STATEMENT 10				1,267,328.
Total				▶ 3a 1,267,328.
b Approved for future payment NONE				
Total				▶ 3b 0.

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

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
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(6) Performance of services or membership or fundraising solicitations

1b(6)	X
-------	---

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

[illegible]

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		

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.

Sign Here

Signature of officer or trustee

Date _____

► Treasurer
Title

Paid
Preparer's
Use Only

Preparer's
signature

Firm's name (or yours if self-employed), address, and ZIP code

RSM MCGLADREY, INC.

100 INTERNATIONAL DRIVE, SUITE 1400
BALTIMORE, MARYLAND 21202

Date _____

10/18/10

Check if self-employed

EIN ▶

Preparer's identifying number

P00100419

Phone no. (410) 246-9300

Form 990-PF (2009)

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 PNC STOCK - SEE ATTACHED STATEMENT 9		P	VARIOUS	VARIOUS
b VANGUARD INSTITUTIONAL INDEX FUND		P	VARIOUS	VARIOUS
c VANGUARD TOTAL BOND MARKET INDEX FUND		P	VARIOUS	VARIOUS
d STATE STREET ACTIVE EMERGING MARKETS		P	VARIOUS	VARIOUS
e WTC-CTF DIVERSIFIED REAL ASSETS		P	VARIOUS	VARIOUS
f HARDING LOEVNER INTERNATIONAL		P	VARIOUS	VARIOUS
g VANGUARD TRUSTEES EQUITY FUND INTERNATIONAL PORTF		P	VARIOUS	VARIOUS
h ABERDEEN EMERGING MARKETS		P	VARIOUS	VARIOUS
i PIMCO COMMODITIES		P	VARIOUS	VARIOUS
j STATE STREET ACTIVE EMERGING MARKETS K-1 SHORT TE		P	VARIOUS	VARIOUS
k STATE STREET ACTIVE EMERGING MARKETS K-1 LONG TER		P	VARIOUS	VARIOUS
l WTC-CTF DIVERSIFIED REAL ASSETS K-1 SHORT TERM		P	VARIOUS	VARIOUS
m WTC-CTF DIVERSIFIED REAL ASSETS K-1 LONG TERM		P	VARIOUS	VARIOUS
n WTC-CTF DIVERSIFIED REAL ASSETS K-1 SEC 1256 LOSS		P	VARIOUS	VARIOUS
o CAPITAL GAINS DIVIDENDS				

(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 1,291,897.		1,387,151.	<95,254.>
b 100,000.		79,900.	20,100.
c 1,950,000.		2,376,124.	<426,124.>
d 1,408,498.		2,122,163.	<713,665.>
e 2,831,687.		3,985,849.	<1,154,162.>
f 412,000.		592,691.	<180,691.>
g 300,000.		376,647.	<76,647.>
h 350,000.		257,006.	92,994.
i 290,258.		287,719.	2,539.
j		53,796.	<53,796.>
k		117,818.	<117,818.>
l		111,441.	<111,441.>
m		408,910.	<408,910.>
n		49,675.	<49,675.>
o 4,079.			4,079.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<95,254.>
b			20,100.
c			<426,124.>
d			<713,665.>
e			<1,154,162.>
f			<180,691.>
g			<76,647.>
h			92,994.
i			2,539.
j			<53,796.>
k			<117,818.>
l			<111,441.>
m			<408,910.>
n			<49,675.>
o			4,079.

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

2

<3,268,471.>

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABERDEEN EMERGINING MARKETS	27,545.	0.	27,545.
DAILY ACTIVE EMERGING MARKETS			
DIVIDEND INCOME FROM K-1	14,422.	0.	14,422.
DAILY ACTIVE EMERGING MARKETS			
INTEREST INCOME FROM K-1	532.	0.	532.
DAILY ACTIVE EMERGING MARKETS			
OTHER INCOME FROM K-1	2,102.	0.	2,102.
MERCANTILE MONEY MARKET FUND	1,977.	0.	1,977.
MERCANTILE STOCKS	89,592.	0.	89,592.
PIMCO COMMODITIES	19,981.	4,079.	15,902.
T. ROWE PRICE NEW ERA FUND	12,357.	0.	12,357.
VANGUARD BOND MARKET INDEX FUND	302,438.	0.	302,438.
VANGUARD INSTITUTIONAL INDEX FUND	156,968.	0.	156,968.
VANGUARD IPS	15,815.	0.	15,815.
WTC-CTF DIVERSIFIED INFLATION HEDGES DIVIDEND INCOME FROM K-1	6,518.	0.	6,518.
WTC-CTF DIVERSIFIED INFLATION HEDGES OTHER INCOME FROM K-1	13,598.	0.	13,598.
TOTAL TO FM 990-PF, PART I, LN 4	663,845.	4,079.	659,766.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,146.	0.		7,146.
TO FORM 990-PF, PG 1, LN 16B	7,146.	0.		7,146.

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL INCOME TAX PAYMENTS	25,000.	0.		0.	
STATE STREET K-1 FOREIGN TAX PAYMENTS	1,295.	0.		0.	
WELLINGTON TRUST COMPANY K-1 FOREIGN TAX PAYMENTS	268.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	26,563.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	83,541.	83,541.		0.	
SUBSCRIPTIONS & DUES	632.	0.		632.	
OFFICE EXPENSES	15,031.	0.		15,031.	
STATE STREET K-1 INVESTMENT EXPENSES	910.	910.		0.	
INVESTMENT EXPENSES	26,148.	26,148.		0.	
WELLINGTON TRUST COMPANY K-1 INVESTMENT EXPENSES	12,194.	12,194.		0.	
TO FORM 990-PF, PG 1, LN 23	138,456.	122,793.		15,663.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
VANGUARD BOND INDEX FUND	X		6,262,060.	6,908,263.
TOTAL U.S. GOVERNMENT OBLIGATIONS			6,262,060.	6,908,263.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			6,262,060.	6,908,263.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERCANTILE STOCKS	7,477,484.	7,136,176.
VANGUARD INSTITUTIONAL INDEX FUND	5,729,006.	7,194,167.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,206,490.	14,330,343.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DAILY ACTIVE EMERGING MARKETS CTF	COST	0.	0.
WEATHERLOW OFFSHORE FUND	COST	4,400,000.	4,177,604.
WTC-CTF DIVERSIFIED INFLATION	COST		
HEDGES PORTFOLIO		0.	0.
ABERDEEN EMERGING MARKETS	COST	1,025,448.	1,475,272.
T. ROWE PRICE NEW ERA FUND	COST	769,081.	1,000,231.
PIMCO COMMODITIES REAL RETURN	COST	291,798.	345,089.
VANGUARD IPS	COST	863,156.	892,109.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,349,483.	7,890,305.

FORM 990-PF

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

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN BAKER POWELL 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
JULIA B. SCHNUPP 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
BENJAMIN M. BAKER, III 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
JULIA P. O'BRIEN 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
BRENTNALL M. POWELL 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
KEVIN A. SCHNUPP 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
DAVID B. POWELL 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
KATE R. POWELL 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
MARY ETHELTON 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	TRUSTEE 0.00	0.	0.	0.
JOHN B. POWELL, JR 2 EAST READ ST. STE 100 BALTIMORE, MD 21202	SECRETARY/TREASURER 15.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

REALIZED GAINS AND LOSSES

Lockhart Foundation

010035

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-09-08	04-30-09	127 00	MSA	Mine Safety Appliances Co	4,995.67	3,167.07	-1,828.60	
05-12-08	04-30-09	79 00	MSA	Mine Safety Appliances Co	3,163.16	1,970.06	-1,193.10	
05-12-08	05-01-09	46 00	MSA	Mine Safety Appliances Co	1,841.84	1,089.18	-752.66	
05-14-08	05-01-09	122 00	MSA	Mine Safety Appliances Co	5,001.88	2,888.70	-2,113.18	
05-15-08	05-01-09	43 00	MSA	Mine Safety Appliances Co	1,795.17	1,018.15	-777.02	
05-15-08	05-04-09	136 00	MSA	Mine Safety Appliances Co	5,677.74	3,238.88	-2,438.86	
05-16-08	05-04-09	162 00	MSA	Mine Safety Appliances Co	6,626.93	3,858.08	-2,768.85	
05-19-08	05-04-09	115 00	MSA	Mine Safety Appliances Co	4,707.38	2,738.75	-1,968.63	
06-25-08	05-04-09	39 00	MSA	Mine Safety Appliances Co	1,634.65	928.80	-705.85	
06-16-08	05-05-09	101 00	CSGP	Costar Group Inc	5,021.91	3,626.35	-1,395.56	
06-17-08	05-05-09	38 00	CSGP	Costar Group Inc	1,922.48	1,364.37	-558.11	
05-28-08	05-05-09	268 00	EEFT	Euronet Worldwide Inc	5,167.55	4,263.92	-903.63	
05-29-08	05-05-09	98 00	EEFT	Euronet Worldwide Inc	1,909.61	1,559.20	-350.41	
06-25-08	05-06-09	113 00	MSA	Mine Safety Appliances Co	4,736.29	2,636.98	-2,099.31	
06-26-08	05-06-09	294 00	MSA	Mine Safety Appliances Co	12,172.86	6,860.81	-5,312.05	
05-29-08	05-06-09	159 00	EEFT	Euronet Worldwide Inc	3,098.24	2,465.34	-632.90	
05-30-08	05-06-09	171 00	EEFT	Euronet Worldwide Inc	3,327.21	2,651.40	-675.81	
06-17-08	05-06-09	74 00	CSGP	Costar Group Inc	3,743.79	2,651.47	-1,092.32	
06-18-08	05-06-09	112 00	CSGP	Costar Group Inc	5,648.65	4,013.04	-1,635.61	
06-20-08	05-06-09	10 00	CSGP	Costar Group Inc	507.47	358.31	-149.16	
06-20-08	05-07-09	102 00	CSGP	Costar Group Inc	5,176.24	3,573.98	-1,602.26	
09-30-08	05-07-09	45 00	CSGP	Costar Group Inc	2,021.80	1,576.75	-445.05	
09-30-08	05-08-09	147 00	CSGP	Costar Group Inc	6,604.53	5,146.64	-1,457.89	
09-01-06	05-19-09	72 00	IPCR	IPC Holdings Ltd	2,018.42	1,912.43		-105.99
09-05-06	05-19-09	520 00	IPCR	IPC Holdings Ltd	14,574.04	13,811.98		-762.06
02-04-09	05-20-09	810 00	SYNA	Synaptics Inc	20,598.22	27,241.62	6,643.40	
04-03-09	05-20-09	285 00	SYNA	Synaptics Inc	8,264.89	9,585.02	1,320.13	
09-05-06	05-29-09	14 00	IPCR	IPC Holdings Ltd	392.38	345.61		-46.77
09-06-06	05-29-09	716 00	IPCR	IPC Holdings Ltd	19,999.81	17,675.36		-2,324.45
09-07-06	05-29-09	303 00	IPCR	IPC Holdings Ltd	8,571.29	7,479.94		-1,091.35
09-27-06	05-29-09	108 00	JCOM	J2 Global Communications Inc	2,969.58	2,371.85		-597.73
04-17-07	05-29-09	641 00	JCOM	J2 Global Communications Inc	19,221.15	14,077.34		-5,143.81
04-18-07	05-29-09	149 00	JCOM	J2 Global Communications Inc	4,453.24	3,272.27		-1,180.97
02-15-08	06-15-09	609 00	VPRT	Vistaprint NV	20,912.94	24,922.68		4,009.74
02-25-08	06-15-09	355 00	VPRT	Vistaprint NV	11,842.23	14,528.00		2,685.77
04-11-08	06-19-09	205 00	PLCE	Childrens Place Retail Stores Inc	4,383.97	5,526.16		1,142.19
04-14-08	06-19-09	610 00	PLCE	Childrens Place Retail Stores Inc	12,760.22	16,443.71		3,683.49
03-10-09	07-13-09	179 00	RBC	Regal Beloit Corp	5,009.96	7,346.99	2,337.03	
03-11-09	07-13-09	179 00	RBC	Regal Beloit Corp	5,027.47	7,346.98	2,319.51	
03-30-09	07-13-09	97 00	RBC	Regal Beloit Corp	2,872.15	3,981.33	1,109.18	
03-30-09	07-14-09	164 00	RBC	Regal Beloit Corp	4,856.01	6,762.03	1,906.02	
04-06-09	07-17-09	363 00	NTG	NATCO Group Inc	7,600.71	12,305.34	4,704.63	
04-07-09	07-17-09	130 00	NTG	NATCO Group Inc	2,709.51	4,406.87	1,697.36	
04-07-09	07-20-09	349 00	NTG	NATCO Group Inc	7,274.00	12,067.05	4,793.05	
11-29-06	07-24-09	181 00	MSCC	Microsemi Corp	3,711.42	2,497.54		-1,213.88
11-30-06	07-24-09	245 00	MSCC	Microsemi Corp	5,010.20	3,380.64		-1,629.56
12-01-06	07-24-09	726 00	MSCC	Microsemi Corp	15,030.02	10,017.74		-5,012.28
12-04-06	07-24-09	237 00	MSCC	Microsemi Corp	5,012.48	3,270.25		-1,742.23
12-05-06	07-24-09	235 00	MSCC	Microsemi Corp	5,007.45	3,242.66		-1,764.79

REALIZED GAINS AND LOSSES

Lockhart Foundation

010035

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-06-06	07-24-09	386.00	MSCC	Microsemi Corp	8,086.62	5,326.24		-2,760.38
11-24-08	07-29-09	3,218.00	IPG	Interpublic Group Cos Inc	13,597.02	16,243.40	2,646.38	
11-25-08	07-29-09	1,560.00	IPG	Interpublic Group Cos Inc	6,886.46	7,874.36	987.90	
03-23-09	07-29-09	2,130.00	IPG	Interpublic Group Cos Inc	9,378.18	10,751.53	1,373.35	
05-19-09	08-03-09	240.00	HURN	Huron Consulting Group Inc	10,831.66	3,256.09	-7,575.57	
05-20-09	08-03-09	110.00	HURN	Huron Consulting Group Inc	5,051.11	1,492.37	-3,558.74	
05-21-09	08-03-09	306.00	HURN	Huron Consulting Group Inc	13,906.60	4,151.52	-9,755.08	
06-26-09	08-06-09	620.00	LULU	Lululemon Athletica	8,222.62	11,528.41	3,305.79	
07-11-06	08-25-09	323.00	AIR	AAR Corp	7,538.24	5,579.55		-1,958.69
07-11-06	08-26-09	130.00	AIR	AAR Corp	3,033.97	2,242.71		-791.26
12-20-06	08-26-09	525.00	AIR	AAR Corp	14,294.28	9,057.12		-5,237.16
05-28-08	08-26-09	236.00	AIR	AAR Corp	4,477.65	4,071.39		-406.26
05-28-08	08-27-09	125.00	AIR	AAR Corp	2,371.64	2,163.83		-207.81
05-29-08	08-27-09	199.00	AIR	AAR Corp	3,847.77	3,444.82		-402.95
05-29-08	08-28-09	289.00	AIR	AAR Corp	5,587.96	4,997.46		-590.50
05-29-08	08-31-09	19.00	AIR	AAR Corp	367.37	322.01		-45.36
05-30-08	08-31-09	287.00	AIR	AAR Corp	5,557.98	4,864.06		-693.92
05-07-09	09-14-09	179.00	MANT	Mantech International Corp CI A	6,614.80	9,351.68	2,736.88	
11-28-06	09-14-09	500.00	AZPN	Aspen Technology Inc	4,796.90	4,984.87		187.97
05-07-09	09-15-09	196.00	MANT	Mantech International Corp CI A	7,243.02	10,013.93	2,770.91	
09-06-07	09-17-09	148.00	JKHY	Jack Henry & Associates Inc	3,848.89	3,618.92		-229.97
09-07-07	09-17-09	258.00	JKHY	Jack Henry & Associates Inc	6,693.14	6,308.66		-384.48
05-07-09	09-17-09	313.00	MANT	Mantech International Corp CI A	11,566.67	15,676.13	4,109.46	
01-05-06	09-18-09	364.00	COHR	Coherent Inc	11,043.40	9,238.12		-1,805.28
09-07-07	09-18-09	46.00	JKHY	Jack Henry & Associates Inc	1,193.35	1,121.31		-72.04
10-30-07	09-18-09	271.00	JKHY	Jack Henry & Associates Inc	7,604.80	6,606.00		-998.80
05-07-09	09-18-09	221.00	MANT	Mantech International Corp CI A	8,166.88	11,022.26	2,855.38	
04-18-07	09-21-09	334.00	PPDI	Pharmaceutical Prod Dev Inc	11,808.84	7,389.49		-4,419.35
04-19-07	09-21-09	355.00	PPDI	Pharmaceutical Prod Dev Inc	12,787.28	7,854.10		-4,933.18
01-05-06	09-21-09	199.00	COHR	Coherent Inc	6,037.46	4,992.46		-1,045.00
11-28-06	09-21-09	456.00	AZPN	Aspen Technology Inc	4,374.77	4,523.53		148.76
11-29-06	09-21-09	187.00	AZPN	Aspen Technology Inc	1,831.55	1,855.05		23.50
10-30-07	09-21-09	269.00	JKHY	Jack Henry & Associates Inc	7,548.68	6,556.89		-991.79
10-31-07	09-21-09	49.00	JKHY	Jack Henry & Associates Inc	1,407.12	1,194.38		-212.74
10-31-07	09-22-09	106.00	JKHY	Jack Henry & Associates Inc	3,043.97	2,561.28		-482.69
01-05-06	09-22-09	204.00	COHR	Coherent Inc	6,189.16	5,006.97		-1,182.19
01-05-06	09-23-09	408.00	COHR	Coherent Inc	12,378.31	9,944.98		-2,433.33
09-11-08	09-24-09	598.00	ERES	eResearch Technology Inc	7,315.87	4,289.04		-3,026.83
09-12-08	09-24-09	412.00	ERES	eResearch Technology Inc	5,020.10	2,954.99		-2,065.11
09-16-08	09-24-09	630.00	ERES	eResearch Technology Inc	6,907.07	4,518.56		-2,388.51
05-12-08	09-28-09	412.00	ARBA	Ariba Inc	4,913.72	4,991.09		77.37
05-12-08	09-29-09	206.00	ARBA	Ariba Inc	2,456.86	2,446.25		-10.61
05-13-08	09-29-09	280.00	ARBA	Ariba Inc	3,554.10	3,325.00		-229.10
05-13-08	09-30-09	382.00	ARBA	Ariba Inc	4,848.80	4,414.20		-434.60
09-30-08	09-30-09	348.00	ARBA	Ariba Inc	4,749.92	4,021.31	-728.61	
01-05-06	10-01-09	511.00	VAL	Valspar Corp	12,789.00	13,680.69		891.69
01-05-06	10-02-09	608.00	VAL	Valspar Corp	15,216.66	16,109.88		893.22
05-29-09	10-02-09	1,130.00	TQNT	TriQuint Semiconductor Inc	5,033.25	7,954.99	2,921.74	
06-01-09	10-02-09	1,395.00	TQNT	TriQuint Semiconductor Inc	7,010.85	9,820.55	2,809.70	
06-02-09	10-02-09	165.00	TQNT	TriQuint Semiconductor Inc	822.08	1,161.57	339.49	

Lockhart Vaughan Foundation, Inc.

52-1693184

Attachment to 2009 990-PF

Part IV, Capital Gains and Losses for Investment Purposes

Statement #9

REALIZED GAINS AND LOSSES

Lockhart Foundation

010035

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Symbol	Security	Cost Basis	Proceeds	Gain Or Loss	
							Short Term	Long Term
01-05-06	10-05-09	166.00	VAL	Valspar Corp	4,154.55	4,420.79		266.24
06-02-09	10-05-09	543.00	TQNT	TriQuint Semiconductor Inc	2,705.39	3,876.97	1,171.58	
01-17-08	10-07-09	805.00	LSTR	Landstar Sys Inc	33,419.58	30,304.97		-3,114.61
01-17-08	10-08-09	208.00	LSTR	Landstar Sys Inc	8,635.12	7,851.23		-783.89
03-05-09	10-20-09	563.00	PENN	Penn National Gaming Inc	9,749.58	15,378.90	5,629.32	
03-05-09	10-21-09	439.00	PENN	Penn National Gaming Inc	7,602.25	12,133.60	4,531.35	
03-15-07	10-27-09	322.00	BUCY	Bucyrus Intl Inc	8,351.63	15,324.48		6,972.85
12-12-08	10-27-09	189.00	BUCY	Bucyrus Intl Inc	3,532.94	8,994.81	5,461.87	
09-07-07	10-30-09	56.00	PRGO	Perrigo Co	1,189.80	2,059.73		869.93
09-10-07	10-30-09	281.00	PRGO	Perrigo Co	5,914.04	10,335.42		4,421.38
06-02-06	11-10-09	134.00	ICON	Iconix Brand Group Inc	2,287.19	1,617.83		-669.36
06-05-06	11-10-09	715.00	ICON	Iconix Brand Group Inc	12,233.22	8,632.47		-3,600.75
11-02-06	11-10-09	780.00	ICON	Iconix Brand Group Inc	13,208.29	9,417.24		-3,791.05
11-03-06	11-10-09	148.00	ICON	Iconix Brand Group Inc	2,539.37	1,786.86		-752.51
07-24-07	11-10-09	482.00	HAIN	Hain Celestial Group Inc	13,383.84	8,764.90		-4,618.94
07-25-07	11-10-09	158.00	HAIN	Hain Celestial Group Inc	4,666.17	2,873.14		-1,793.03
11-03-06	11-11-09	437.00	ICON	Iconix Brand Group Inc	7,498.00	5,323.88		-2,174.12
05-16-08	11-11-09	790.00	ICON	Iconix Brand Group Inc	11,418.90	9,624.39		-1,794.51
05-19-08	11-11-09	438.00	ICON	Iconix Brand Group Inc	6,117.63	5,336.06		-781.57
07-25-07	11-11-09	1.00	HAIN	Hain Celestial Group Inc	29.53	18.25		-11.28
05-08-08	11-11-09	316.00	HAIN	Hain Celestial Group Inc	8,350.11	5,768.50		-2,581.61
04-03-09	11-11-09	280.00	HAIN	Hain Celestial Group Inc	4,448.11	5,111.32	663.21	
04-03-09	11-12-09	36.00	HAIN	Hain Celestial Group Inc	571.90	650.59	78.69	
04-06-09	11-12-09	289.00	HAIN	Hain Celestial Group Inc	4,558.19	5,222.82	664.63	
04-06-09	11-13-09	272.00	HAIN	Hain Celestial Group Inc	4,290.07	4,940.48	650.41	
11-29-06	11-16-09	839.00	AZPN	Aspen Technology Inc	8,217.50	8,137.42		-80.08
11-30-06	11-16-09	512.00	AZPN	Aspen Technology Inc	5,020.98	4,965.86		-55.12
12-04-06	11-16-09	1,421.00	AZPN	Aspen Technology Inc	14,119.62	13,782.20		-337.42
07-18-08	11-20-09	345.00	FOSL	Fossil Inc	9,300.03	10,960.78		1,660.75
07-21-08	11-20-09	256.00	FOSL	Fossil Inc	6,937.71	8,133.21		1,195.50
01-25-08	12-07-09	349.00	PSYS	Psychiatric Solutions Inc	11,022.89	7,767.67		-3,255.22
03-10-08	12-07-09	375.00	PSYS	Psychiatric Solutions Inc	11,984.74	8,346.34		-3,638.40
03-10-08	12-08-09	413.00	PSYS	Psychiatric Solutions Inc	13,199.19	8,982.59		-4,216.60
09-15-08	12-11-09	306.00	ARD	Arena Resources Inc	11,229.07	12,524.77		1,295.70
09-15-08	12-14-09	164.00	ARD	Arena Resources Inc	6,018.19	6,807.02		788.83
09-22-09	12-18-09	2,067.00	TTWO	Take-Two Interactive Software	23,962.52	18,683.96	-5,278.56	
09-23-09	12-18-09	909.00	TTWO	Take-Two Interactive Software	10,783.10	8,216.60	-2,566.50	
10-27-09	12-18-09	920.00	TTWO	Take-Two Interactive Software	11,178.37	8,316.03	-2,862.34	
10-15-08	12-18-09	547.00	TUP	Tupperware Brands	11,554.94	24,859.58		13,304.64
10-15-08	12-21-09	357.00	TUP	Tupperware Brands	7,541.34	16,414.89		8,873.55
TOTAL GAINS							118,679.25	53,863.82
TOTAL LOSSES							-126,647.26	-141,150.08
TOTAL REALIZED GAIN/LOSS					1,387,151.33	1,291,897.07	-7,968.01	-87,286.26

LOCKHART VAUGHAN FOUNDATION, INC.**52-1693134****CHRONOLOGICAL LIST OF GRANTS - 2009**

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
1/6/09	Association of Baltimore Area Grantmakers 2 East Read Street, 8th Floor Baltimore, MD 21202	Community Development: Educational programs and "best practices" for Baltimore area foundations.	4,200
3/3/09	Fund for Educational Excellence, intermediary for Baltimore City Public School System 800 North Charles Street, Suite 400 Baltimore, MD 21201	Education: Start-up funding for five new public secondary schools in Baltimore ("transformation schools").	100,000
3/3/09	Clayton Library Friends, Inc. PO Box 271078 Houston, TX 77277-1078	Capital campaign to restore Clayton Library for Genealogical Research.	100,000
3/3/09	Teach for America 711 W. 40 th Street, Suite 356 Baltimore, MD 21211	Education: Recruit, train, and support new teachers in Baltimore public schools.	30,000
3/11/09	Baltimore Urban Debate League 1800 N. Charles Street, Suite 906 Baltimore, MD 21202	Education: Debate clubs and competition for Baltimore public middle and high schools.	27,000
3/11/09	Enterprise Community Partners, Inc. 312 N. Martin Luther King, Jr. Boulevard Third Floor Baltimore, MD 21201	Education: "HIPPY" transition to Druid Heights Community Development Corporation	15,000
3/11/09	Enoch Pratt Free Library 400 Cathedral Street Baltimore, MD 21201	Education: Summer Reading Program.	10,000
3/11/09	Baltimore Academies, Inc. National Academy Foundation High School 1100 Covington Street Digital Harbor Campus Baltimore, MD 21230	Education: To help fund position at Baltimore National Academy Foundation High School to arrange job shadowing and student internships.	5,000

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
3/11/09	Gilman School 5407 Roland Avenue Baltimore, MD 21210	Education: "Baltimore Independent School Learning Camp" for Baltimore public school students.	5,000
3/11/09	KIPP Baltimore 4701 Greenspring Avenue – Room 115 Baltimore, MD 21209	Education: Support Shared Service Team to open five new KIPP schools.	30,000
3/11/09	St. Paul's School 11152 Falls Road/PO Box 8100 Brooklandville, MD 21022-8100	Education: "Bridges" summer learning program for Baltimore public school students.	10,000
3/11/09	Baltimore Community Foundation 2 East Read Street Baltimore, MD 21202	Education: "Middle Grades Partnership" summer learning program for public middle school students.	25,000
3/11/09	Children's Scholarship Fund Baltimore, Inc. 2300 N. Charles Street, 2 nd Floor Baltimore, MD 21218	Education: Scholarship assistance for Baltimore families.	30,000
3/11/09	Jones Falls Watershed Association 3000 Chestnut Avenue, Suite 100 Baltimore, MD 21211	Environment: Improvement of the Jones Falls Watershed.	5,000
3/11/09	Friends of Patterson Park 27 South Patterson Park Avenue Baltimore, MD 21231	Community Development: Foster community support of Patterson Park.	7,500
3/11/09	Maryland Association of Nonprofit Organizations 190 West Ostend Street – Suite 201 Baltimore, MD 21230	Community Development: Technical assistance to Maryland nonprofits.	10,000
3/11/09	Advocates for Children and Youth 8 Market Place, 5 th Floor Baltimore, MD 21202	Education: General support of research, education, and advocacy of children's issues.	20,000
5/5/09	Open Society Institute 201 North Charles Street, Suite 1300 Baltimore, MD 21201	Community Development: "Drug Addiction Treatment Program."	50,000

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
5/26/09	Building Educated Leaders for Life ("BELL") 60 Clayton Street Dorchester, MA 02122	Education: Summer education programs for Baltimore public school students.	15,000
7/31/09	Greater Homewood Community Corporation, fiscal agent 3503 North Charles Street Baltimore, MD 21218	Education: "Early Identification and Intervention Project" for poor readers in Baltimore public schools.	25,000
7/31/09	Planned Parenthood of Houston and Southeast Texas 3601 Fannin Houston, TX 77004	Capital campaign to build new headquarters.	20,000
7/31/09	American Civil Liberties Union of Maryland 3600 Clipper Mill Road, Suite 350 Baltimore, MD 21211	Education: Advocacy, education, and mobilization around adequate State funding for Baltimore public education.	50,000
7/31/09	Enoch Pratt Free Library 400 Cathedral Street Baltimore, MD 21201	Community Development: Capital campaign.	25,000
7/31/09	Baltimore Montessori Charter School 204 Oakdale Road Baltimore, MD 21210	Education: Funding for 3-year old program.	20,000
7/31/09	Everyman Theatre 1727 N. Charles Street Baltimore, MD 21201	Education: Theater matinee series for Baltimore high schools.	12,500
7/31/09	Dyslexia Tutoring Program 711 W. 40 th Street, Suite 310 Baltimore, MD 21211	Education: Summer tutoring program for children with dyslexia.	10,000
7/31/09	Parks & People Foundation for SuperKids Camp Stieff Silver Building 800 Wyman Park Drive - Suite 010 Baltimore, MD 21211	Education: Summer learning for 1,000 rising first and second grade Baltimore public school students.	20,000

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
7/31/09	Belair-Edison Neighborhoods, Inc. 3412 Belair Road Baltimore, MD 21213-1233	Community Development: Support of housing and businesses in Belair-Edison area.	15,000
7/31/09	Community Law Center 3355 Keswick Road, Suite 200 Baltimore, MD 21211	Community Development: Free legal services for Baltimore neighborhood groups.	18,000
7/31/09	Acorn Institute, Inc. Association of Community Organizations for Reform Now (ACORN) 16 W. 25 th Street Baltimore, MD 21218	Community Development: Baltimore's foreclosure prevention program.	20,000
8/18/09	City Neighbors Charter School, Inc. 4301 Raspe Avenue Baltimore, MD 21206	Education: Prepare facilities for City Neighbors Hamilton	20,000
8/18/09	City Neighbors Charter School, Inc. 4301 Raspe Avenue Baltimore, MD 21206	Education: Prepare facilities for City Neighbors High School	20,000
8/26/09	Roman Catholic Archdiocese of Baltimore 320 Cathedral Street Baltimore, MD 21201	Education: "Partners in Excellence" scholarships for Baltimore inner-city Catholic schools.	50,000
10/8/09	Sierra Club Foundation 913 Rambling Drive Baltimore, MD 21228	Education: "Baltimore Inner City Outings."	3,000
10/13/09	Baltimore Community Foundation, Fiscal Agent 2 East Read Street Baltimore, MD 21202	Environment: Central Maryland Transportation Alliance to advocate for transportation system.	25,000
11/11/09	Baltimore School for the Arts Foundation, Inc. 712 Cathedral Street Baltimore, MD 21201	Education: "TWIGS" after-school and Saturday programs.	25,000

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
11/11/09	Ingenuity Project Baltimore Polytechnic Institute 1400 West Cold Spring Lane Baltimore, MD 21209	Education: Advanced math and science courses for Baltimore middle/high school students.	30,000
11/11/09	Incentive Mentoring Program, Inc. PO Box 1584 Baltimore, MD 21203	Education: Tutoring and mentoring program at Dunbar High School to achieve college admission.	10,000
11/11/09	Children's Aid Society 350 East 88 th Street New York, NY 10128	Education: "Carrera Adolescent Pregnancy Prevention Program" at KIPP Academy.	15,000
11/11/09	New Leaders, Inc. 1 East Mount Royal Avenue Baltimore, MD 21202	Education: New Leaders for New Schools to recruit, train, and support new school principals in Baltimore public schools.	35,000
11/11/09	CollegeBound Foundation The Canton House 300 Water Street – Suite 300 Baltimore, MD 21202	Education: College counseling and last- dollar scholarships for Baltimore high school students.	20,000
11/11/09	The SEED Foundation, Inc. 200 Font Hill Avenue Baltimore, MD 21223	Education: Operating expenses for Baltimore SEED boarding school.	35,000
11/11/09	Arts Education in Maryland Schools Alliance 175 W. Ostend Street, Suite A-3 Baltimore, MD 21230	Education: Promoting arts education in Maryland schools.	7,500
11/11/09	Baltimore Jesuit Educational Initiative, Inc. for Christo Rey Jesuit High School 420 S. Chester Street Baltimore, MD 21231	Education: Funding for new Baltimore Jesuit high school with college preparatory academics and work components.	50,000

<u>DATE</u>	<u>ORGANIZATION</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
11/11/09	Herring Run Watershed Association PO Box 24567 Baltimore, MD 21214	Environment: Improvement of the Herring Run Watershed.	10,000
11/11/09	Chesapeake Bay Foundation Philip Merrill Environmental Center 6 Herndon Avenue Annapolis, MD 21403	Environment: Improvement of the Chesapeake Bay.	25,000
11/11/09	South Baltimore Learning Center 28 East Ostend Street Baltimore, MD 21230	Education: Computer literacy classes.	8,000
11/20/09	KIPP Baltimore 4701 Greenspring Avenue Baltimore, MD 21209	Education: Renovations at KIPP Harmony Academy	20,000
12/1/09	Johns Hopkins Children's Center One Charles Center 100 N. Charles Street, Suite 200 Baltimore, MD 21201	Capital campaign for new Children's Center at Johns Hopkins Hospital.	60,000
12/14/09	St. John's Episcopal Church 679 Farmington Avenue West Hartford, CT 06119	Operations and programs of St. John's Episcopal Church.	10,000
12/14/09	Maryland General Hospital 827 Linden Avenue Baltimore, MD 21201	Capital Campaign for Maryland General Hospital.	13,628
12/14/09	Maryland Food Bank 2200 Halethorpe Farms Road Baltimore, MD 21227	To supply food to food pantries.	17,000
12/14/09	Fuel Fund of Maryland 305 W. Chesapeake Avenue, Suite 115 Baltimore, MD 21204-4435	To provide assistance with heating bills.	17,000
12/21/09	Children's Aid Society 350 East 88 th Street New York, NY 10128	Education: Field trips at Carrera Program at KIPP Academy	7,000
			\$1,267,328

Lockhart Vaughan Foundation, Inc.

Statement of Purposes

The Lockhart Vaughan Foundation directs its grants toward four goals in Baltimore, Maryland.

Goal: Baltimore children will have access to a quality public education in pre-K through 12th grade.

Strategies:

- Strengthen the reading readiness instruction in pre-K and Kindergarten programs in Baltimore.
- Support programs that challenge motivated students in Baltimore's public schools.
- Support the recruitment, training, and mentoring of able instructional leaders to be principals of Baltimore public schools.
- Support cost-effective, school-based after-school programs.
- Support summer learning opportunities.

The trustees will favor programs that have intense and sustained contact with students with a consistent message of high expectations.

Goal: Baltimore families will have more choices for their children's education.

Strategies:

- Provide financial aid to Baltimore independent schools that are uniquely capable of high student performance and that help stabilize inner-city neighborhoods.
- Provide start-up facility grants to charter schools in Baltimore.

Goal: Baltimore residents will enjoy good parks, a greener environment, and a cleaner Chesapeake Bay with healthy watersheds.

Strategies:

- Encourage neighborhood involvement in the maintenance and beautification of Baltimore's public parks through effective partnerships with Baltimore's Department of Recreation and Parks.
- Support greening efforts in Baltimore that are visible to the wider community.
- Support efforts to improve the Chesapeake Bay and its watersheds in Baltimore.

Goal: Baltimore will be a city with vibrant neighborhoods.

Strategies:

- Support community organizations that have a record of attracting financial investments in their neighborhood revitalization efforts.
- Support organizations that provide technical assistance and enhance the capabilities of groups that are working for community development in Baltimore.

Grant Application

The Lockhart-Vaughan-Foundation has adopted the Association of Baltimore Area Grantmakers ("ABAG") Common Grant Application Format which can be found at www.abagmd.org. If you cannot access these materials, you may call us at 410-837-9400 and we will send a copy.

A Grant Application should be **submitted in duplicate** and should include a cover letter, a proposal narrative, and attachments, all as outlined in the ABAG Common Grant Application Format.

If you believe that your proposal fits within the goals and strategies of the Foundation, a completed grant application should be sent to:

John B. Powell, Jr., Executive Director
Lockhart Vaughan Foundation, Inc.
2 East Read Street, Suite 100
Baltimore, MD 21202

Deadlines for submission of grant applications are **February 20th**, **June 20th**, and **October 20th**. If the deadline falls on a weekend, the deadline is the following Monday. Grant Applications must be received before 5:00 p.m. on the deadline date.

An initial review is made of every Grant Application that is received. If it is determined that a Grant Application is not within the Foundation's purposes or that the Foundation does not have adequate funds, the organization will be notified as soon as possible. Otherwise, the Foundation will endeavor to inform each organization that submitted a Grant Application of its decision within sixty (60) days following the deadline date.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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	Name of Exempt Organization	Employer identification number
	LOCKHART VAUGHAN FOUNDATION, INC.	52-1693184
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O J.B. POWELL, JR., 2 EAST READ ST, NO. 100	
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BALTIMORE, MD 21202	

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

- | | | |
|-------------------------------------------------|------------------------------------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

JOHN B. POWELL, JR.

- The books are in the care of ► **BALTIMORE, MARYLAND - 21202**

Telephone No. ► **(410) 837-9400**

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	\$ 17,845.
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	\$ 12,845.
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	\$ 5,000.

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)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II: Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).							
Type or print File by the extended due date for filing the return. See instructions.	<table border="1"> <tr> <td>Name of Exempt Organization LOCKHART VAUGHAN FOUNDATION, INC.</td> <td>Employer identification number 52-1693184</td> </tr> <tr> <td>Number, street, and room or suite no. If a P.O. box, see instructions. C/O J.B. POWELL, JR., 2 EAST READ ST, NO. 100</td> <td>For IRS use only</td> </tr> <tr> <td colspan="2">City, town or post office, state, and ZIP code For a foreign address, see instructions. BALTIMORE, MD 21202</td> </tr> </table>	Name of Exempt Organization LOCKHART VAUGHAN FOUNDATION, INC.	Employer identification number 52-1693184	Number, street, and room or suite no. If a P.O. box, see instructions. C/O J.B. POWELL, JR., 2 EAST READ ST, NO. 100	For IRS use only	City, town or post office, state, and ZIP code For a foreign address, see instructions. BALTIMORE, MD 21202	
Name of Exempt Organization LOCKHART VAUGHAN FOUNDATION, INC.	Employer identification number 52-1693184						
Number, street, and room or suite no. If a P.O. box, see instructions. C/O J.B. POWELL, JR., 2 EAST READ ST, NO. 100	For IRS use only						
City, town or post office, state, and ZIP code For a foreign address, see instructions. BALTIMORE, MD 21202							

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

- | | | | | | |
|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------|--------------------------------------|------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 5227 | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-BL | <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 6069 | |

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

JOHN B. POWELL, JR.

- The books are in the care of **BALTIMORE, MARYLAND - 21202**

Telephone No. **(410) 837-9400**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**
- For calendar year **2009**, or other tax year beginning , and ending .
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	17,845.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	17,845.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification

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

Signature **Julia Miller** Title **CPA** Date **8/9/10**

Form 8868 (Rev. 4-2009)