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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

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

CITYBRIDGE FOUNDATION

A Employer identification number

52-1870074

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

Room/suite

B Telephone number (see page 10 of the instructions)

600 NEW HAMPSHIRE AVENUE, NW

800

(202) 672-5600

City or town, state, and ZIP code

WASHINGTON, DC 20037

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

J Accounting method ☒ Cash ☐ Accrual

of year (from Part II, col (c), line

☐ Other (specify) _____

16) \$ 9,861,079.

(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) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	7,095,282			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	6,638	6,638		
4 Dividends and interest from securities	1,767	64,977		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		720,156		
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) (attach schedule)				
11 Other income (attach schedule)	2,457	2,771		ATCH 1
12 Total. Add lines 1 through 11	7,106,144	794,542		
13 Compensation of officers, directors, trustees, etc.	242,749			
14 Other employee salaries and wages	713,202			
15 Pension plans, employee benefits	138,155			
16a Legal fees (attach schedule) ATCH 2	6,873	0	0	0
b Accounting fees (attach schedule) ATCH 3	12,282	6,141	0	6,141
c Other professional fees (attach schedule) *	210,303	71,993	0	101,926
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	2,217	3,503	0	0
19 Depreciation (attach schedule) and depletion	9,449			
20 Occupancy				
21 Travel, conferences, and meetings	76,246			61,569
22 Printing and publications	31,728			16,789
23 Other expenses (attach schedule) ATCH 6	106,151	63		51,183
24 Total operating and administrative expenses. Add lines 13 through 23	1,549,355	81,700	0	237,608
25 Contributions, gifts, grants paid	2,912,144			2,801,869
26 Total expenses and disbursements. Add lines 24 and 25	4,461,499	81,700	0	3,039,477
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,644,645			
b Net investment income (if negative, enter -0-)		712,842		
c Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		500.	500.	500.
	2	Savings and temporary cash investments		2,456,762.	5,166,742.	5,166,742.
	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	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis	135,178.			
	Less accumulated depreciation (attach schedule)	31,380.		3,679.	103,798.	103,798.
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 7			3,000,000.	4,589,458.	4,589,458.
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe ATCH 8)			70.	581.	581.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			5,461,011.	9,861,079.	9,861,079.
Liabilities	17	Accounts payable and accrued expenses		1,076.	85,000.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		2,000.	7,251.	
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)			3,076.	92,251.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		5,457,935.	9,768,828.	
	30	Total net assets or fund balances (see page 17 of the instructions)		5,457,935.	9,768,828.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		5,461,011.	9,861,079.	

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	5,457,935.
2	Enter amount from Part I, line 27a	2	2,644,645.
3	Other increases not included in line 2 (itemize) ATTACHMENT 9	3	1,666,248.
4	Add lines 1, 2, and 3	4	9,768,828.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,768,828.

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 SEE PART IV SCHEDULE				
b				
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			

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			

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	720,156.
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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. }		3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,565,424.	1,220,153.	2.922112
2007	2,618,059.	2,898,378.	0.903284
2006	2,533,429.	4,369,103.	0.579851
2005	1,184,526.	6,300,231.	0.188013
2004	1,825,549.	5,674,989.	0.321683

2 Total of line 1, column (d)	2	4.914943
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	0.982989
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,528,698.
5 Multiply line 4 by line 3	5	6,417,638.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,128.
7 Add lines 5 and 6	7	6,424,766.
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.	8	3,039,477.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1 a 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 here ☐ and enter 1% of Part I, line 27b		1	14,257.
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		3	14,257.
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	14,257.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	16,470.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c 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	7	16,470.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,213.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 2,213. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DC,		
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 on page 27)? 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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ DEBRA CARRIERE Telephone no ☐ 202-266-6742			
Located at ☐ 600 NEW HAMPSHIRE AVENUE, NW WASHINGTON, DC ZIP + 4 ☐ 20037				
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			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	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? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No		
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) ☐	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? ☐	4b	X

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

- 5a During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **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? ☐ 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**
- If "Yes" to 6b, file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☐ No
- b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 10		237,644.	5,105.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANNIE LINEHAN WASHINGTON, DC	CONSULTANT 40.00	92,875.	5,524.	0.
ARTHUR MCKEE WASHINGTON, DC	CONSULTANT 40.00	130,954.	12,026.	0.
DEBBIE LISTER WASHINGTON, DC	CONSULTANT 40.00	57,233.	7,720.	0.
JENNIFER DAVIS WASHINGTON, DC	CONSULTANT 40.00	61,250.	2,863.	0.
MIEKA WICK WASHINGTON, DC	CONSULTANT 40.00	115,578.	7,005.	0.

Total number of other employees paid over \$50,000 ☐ 1

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see 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
ATTACHMENT 11		75,432.
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 CHILD PROTECTION UNIT, MANILA-TO FUND A TREATMENT, REFERRAL, AND EXAMINATION CENTER FOR ABUSED & NEGLECTED CHILDREN AND TO TRAIN CHILD PROTECTION PROFESSIONALS	252,110.
2 SERVICORPS - TO FUND A VOLUNTEER PLACEMENT PROGRAM AND PROVIDE GRANTS TO NONPROFITS IN THE WASHINGTON, DC METROPOLITAN AREA. ACTIVITY DISCONTINUED AFTER 2010.	145,832.
3 EDUCATION INITIATIVE - FUNDS PROGRAMS PRIMARILY IN WASHINGTON, DC THAT WORK TO BUILD AND SUSTAIN A GREAT SYSTEM OF SCHOOLS.	2,578,324.
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, 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:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	2,038,662.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	4,589,458.
d	Total (add lines 1a, b, and c)	1d	6,628,120.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,628,120.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	99,422.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,528,698.
6	Minimum investment return. Enter 5% of line 5	6	326,435.

Part XI Distributable Amount (see page 25 of the 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	326,435.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	14,257.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,257.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	312,178.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	312,178.
6	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	312,178.

Part XII Qualifying Distributions (see page 25 of the 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	3,039,477.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	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	3,039,477.
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	3,039,477.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				312,178.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				1,312,487.
d From 2007				2,506,168.
e From 2008				
f Total of lines 3a through e	3,818,655.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 3,039,477.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				312,178.
e Remaining amount distributed out of corpus	2,727,299.			
5 Excess distributions carryover applied to 2009. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	6,545,954.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	6,545,954.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				1,312,487.
c Excess from 2007				2,506,168.
d Excess from 2008				
e Excess from 2009				2,727,299.

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

ATTACHMENT 12

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year STATEMENT 13				2,912,144.
Total. ▶ 3a				2,912,144.
b Approved for future payment				
Total. ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6,638.	
4 Dividends and interest from securities			14	1,767.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	1,774.	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b REIMBURSED EXPENSES					406.
c CLASS ACTION SETTLEMENT					277.
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				10,179.	683.
13 Total. Add line 12, columns (b), (d), and (e)				13	10,862.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
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NOT APPLICABLE

Part XVII 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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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

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 _____

Title

	Paid Preparer's Use Only
--	--------------------------------

Preparer's
signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)

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

ARGY, WILTSE & ROBINSON, P.C.

8405 GREENSBORO DRIVE, 7TH FLOOR

MCLEAN, VA

22102

Phone no 703-893-0600

Schedule of Contributors

OMB No 1545-0047

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

2009

Name of the organization

CITYBRIDGE FOUNDATION

Employer identification number

52-1870074

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization **CITYBRIDGE FOUNDATION**Employer identification number
52-1870074**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CORPORATE EXECUTIVE BOARD 2000 PENNSYLVANIA AVENUE, NW WASHINGTON, DC 20006	\$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	ADVISORY BOARD 600 NEW HAMPSHIRE AVENUE, NW WASHINGTON, DC 20037	\$ 160,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	DAVID & KATHERINE BRADLEY 2211 30TH STREET, N.W. WASHINGTON, DC 20008	\$ 6,800,000.	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
4	ATLANTIC MEDIA COMPANY 600 NEW HAMPSHIRE AVE., NW WASHINGTON, DC 20037	\$ 60,000.	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
5	ACUMEN SOLUTIONS 8614 WESTWOOD CENTER DRIVE, SUITE 700 VIENNA, VA 22182	\$ 20,000.	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 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					397,016.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					323,140.	
TOTAL GAIN(LOSS)							<u>720,156.</u>	

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

INVESTMENTS - OTHER & DEPRECIATION EXPENSE
FORM 990PF PART I, LINE 19 & PART II, LINE 14

FURNITURE, FIXTURE & EQUIPMENT	135,178

EQUALS: TOTAL FIXED ASSETS	135,178
LESS: ACCUMULATED DEPRECIATION	(31,380)

EQUALS: NET PROPERTY AND EQUIPMENT	103,798

DEPRECIATION IS CALCULATED ON A STRAIGHT-LINE BASIS OVER EACH ASSET'S
ESTIMATED USEFUL LIFE. THE DEPRECIATION EXPENSE WAS \$9,449 FOR THE TAX
YEAR.

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROYALTY INCOME	1,774.	1,774.
REIMBURSED EXPENSES	406.	0.
CLASS ACTION SETTLEMENT	277.	0.
OTHER PORTFOLIO INCOME	0.	997.
TOTALS	<u>2,457.</u>	<u>2,771.</u>

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	6,873.	0.	0.	0.
TOTALS	<u>6,873.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	12,282.	6,141.	0.	6,141.
TOTALS	<u>12,282.</u>	<u>6,141.</u>	<u>0.</u>	<u>6,141.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTANTS MANAGEMENT FEES	138,310. 71,993.	0. 71,993.	0. 0.	101,926. 0.
TOTALS	210,303.	71,993.	0.	101,926.

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES	2,217.	3,503.	0.	0.
TOTALS	<u>2,217.</u>	<u>3,503.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SUPPLIES	24,023.		12,918.
BUSINESS GIFTS	7,236.		1,232.
PARKING EXPENSE	5,243.		701.
DATABASE SERVICES	3,328.		460.
MEMBERSHIP DUES	1,855.		105.
REPAIRS/MAINTENANCE OFFICE	1,372.		0.
BANK SERVICE CHARGES	1,386.		0.
TELEPHONE	6,918.		1,158.
MISC OPERATING EXPENSES	4,764.	63.	2,005.
WEBSITE DEVELOPMENT & MAINT	261.		261.
POSTAGE & SHIPPING	996.		434.
TECHNOLOGY SERVICES	34,276.		31,909.
FILING FEES	1750.		0.
BUSINESS INSURANCE	8,983.		0.
FURNITURE RENTAL	368.		0.
FINES & PENALTIES	92.		0.
EDUCATION & TRAINING	5,300.		0.
TOTALS	106,151.	63.	51,183.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LONE CASCADE, LP	2,870,083.	2,870,083.
LONE DRAGON PINE, LP	1,719,375.	1,719,375.
TOTALS	<u>4,589,458.</u>	<u>4,589,458.</u>

CITYBRIDGE FOUNDATION

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION

MISC RECEIVABLE

TOTALS

ATTACHMENT 8

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
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581.

581.

581.

581.

52-1870074

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

CHANGE IN FMV OF INVESTMENTS

1,666,248.

TOTAL

1,666,248.

CITYBRIDGE FOUNDATION

52-1870074

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ANDREW LEE WASHINGTON, DC	EXECUTIVE DIRECTOR 40.00	237,644.	5,105.	0.
DAVID BRADLEY WASHINGTON, DC	VP, SECRETARY, TREASURER 1.00	0.	0.	0.
KATHERINE BRADLEY WASHINGTON, DC	PRESIDENT 1.00	0.	0.	0.
JAMES SNIPES WASHINGTON, DC	DIRECTOR 1.00	0.	0.	0.
JEFFERY ZIENTS WASHINGTON, DC	DIRECTOR 1.00	0.	0.	0.
SPENCER BRADLEY WASHINGTON, DC	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		237,644.	5,105.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WESTAT, INC 1600 RESEARCH BOULEVARD ROCKVILLE, MD 20850-3129	RESEARCH SERVICES	75,432.
TOTAL COMPENSATION		<u>75,432.</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

KATHERINE BRADLEY
DAVID BRADLEY

FORM 990PF, PART XV, LINE 3A - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Payee	Street Address	2nd Address	City	State	Zip	Status of Recipient	Amount	Purpose
Center for Inspired Learning	1436 U Street NW	Suite 400	Washington	DC	20009	Public Charity	2,500	Education Grant
Child Protection Unit Network Organization	Emita, Manila, Philippines					Public Charity	115,926	International Grant
Child Protection Unit Network Organization	Emita, Manila, Philippines					Public Charity	115,925	International Grant
Child Protection Unit Network Organization	Emita, Manila, Philippines					Public Charity	1,500	International Grant
City Year DC	918 U Street NW	2nd Floor	Washington	DC	20001	Public Charity	5,000	Service Grant
City Year DC	918 U Street NW	2nd Floor	Washington	DC	20001	Public Charity	5,000	Service Grant
City Year DC	918 U Street NW	2nd Floor	Washington	DC	20001	Public Charity	500	Service Grant
Communities in Schools of the Nation's Capital	3121 South Street NW		Washington	DC	20007	Public Charity	42,711	Education Grant
Community Foundation for the National Capital Region	1201 15th Street NW	Suite 420	Washington	DC	20005	Public Charity	2,500	Education Grant
DC Preparatory Academy	707 Edgewood Street NE		Washington	DC	20017	Public Charity	75,000	Education Grant
DC Public Education Fund	1534 14th Street NW		Washington	DC	20005	Public Charity	100,000	Education Grant
DC Public Education Fund	1534 14th Street NW		Washington	DC	20005	Public Charity	100,000	Education Grant
DC Public Education Fund	1534 14th Street NW		Washington	DC	20005	Public Charity	350,000	Education Grant
DC Public Education Fund	1534 14th Street NW		Washington	DC	20005	Public Charity	25,000	Education Grant
DC School Reform Now	1730 Massachusetts Ave NW		Washington	DC	20036	Public Charity	25,000	Education Grant
E.L. Haynes Public Charter School	1029 14th Street NW		Washington	DC	20003	Public Charity	115,000	Education Grant
Education Equality Project	825 Broadway	8th Floor	New York	NY	10003	Public Charity	25,000	Education Grant
Fight for Children	1825 K Street NW	Suite 1080	Washington	DC	20006	Public Charity	50,000	Event Sponsorship
Food & Friends	219 Riggs Road NE		Washington	DC	20011	Public Charity	250	Service Grant
Georgetown University	PO Box 571164		Washington	DC	20011	Public Charity	1,500	Service Grant
Georgetown University	PO Box 571164	2112 Wisconsin Ave NW, Ste 400	Washington	DC	20007	Public Charity	24,218	Education Grant
Georgetown University	PO Box 571164	2112 Wisconsin Ave NW, Ste 400	Washington	DC	20007	Public Charity	39,151	Education Grant
Georgetown University	PO Box 571164	2112 Wisconsin Ave NW, Ste 400	Washington	DC	20007	Public Charity	18,019	Education Grant
Georgetown University	PO Box 571164	2112 Wisconsin Ave NW, Ste 400	Washington	DC	20007	Public Charity	100,000	Education Grant
Georgetown University	PO Box 571164	2112 Wisconsin Ave NW, Ste 400	Washington	DC	20007	Public Charity	100,000	Education Grant
Higher Achievement Program	317 8th Street NE		Washington	DC	20002	Public Charity	5,000	Event Sponsorship
Higher Achievement Program	317 8th Street NE		Washington	DC	20002	Public Charity	2,500	Event Sponsorship
Higher Achievement Program	317 8th Street NE		Washington	DC	20002	Public Charity	1,000	Service Grant
John Thompson III Foundation	1629 K Street NW	#300	Washington	DC	20006	Public Charity	5,000	Event Sponsorship
Jumpstart	808 Congress Street	6th Floor	Boston	MA	02210	Public Charity	170,175	Education Grant
Jumpstart	808 Congress Street	6th Floor	Boston	MA	02210	Public Charity	79,825	Education Grant
Just Give	312 Sutter Street	Suite 410	San Francisco	CA	94108	Public Charity	7,070	Holiday Charitable
KIPP DC	910 17th Street NW	Suite 1050	Washington	DC	20006	Public Charity	62,500	Education Grant
KIPP DC	910 17th Street NW	Suite 1050	Washington	DC	20006	Public Charity	62,500	Education Grant
KIPP DC	910 17th Street NW	Suite 1050	Washington	DC	20006	Public Charity	137,500	Education Grant
KIPP DC	910 17th Street NW	Suite 1050	Washington	DC	20006	Public Charity	137,500	Education Grant
Leukemia and Lymphoma Society	5845 Richmond Highway	#800	Alexandria	VA	22303	Public Charity	10,000	Service Grant
Miriam's Kitchen	2401 Virginia Ave NW		Washington	DC	20037	Public Charity	500	Event Sponsorship
Miriam's Kitchen	2401 Virginia Ave NW		Washington	DC	20037	Public Charity	2,500	Event Sponsorship
New Schools Venture Fund	49 Stevenson Street	#575	San Francisco	CA	94103	Public Charity	334,000	Education Grant
Philanthropy Roundtable	1150 17th Street NW	#503	Washington	DC	20036	Public Charity	25,000	Event Sponsorship
Rare Conservation	1840 Wilson Blvd	Suite 204	Arlington	VA	22201	Public Charity	1,000	Service Grant
Share Our Strength	PO Box 7375		Baltimore	MD	21275	Public Charity	500	Service Grant
Taproot Foundation	466 Geary Street	Suite 200	San Francisco	CA	94102	Public Charity	25,000	Service Grant
Teach for America	1413 K Street NW	7th Floor	Washington	DC	20005	Public Charity	180,000	Education Grant
Teach for America	1413 K Street NW	7th Floor	Washington	DC	20005	Public Charity	180,000	Education Grant
The River School	4880 MacArthur Blvd, Nk	ATTN: Jennifer Lynch	Washington	DC	20007	Public Charity	1,774	Direct Donation
Carpenter's Shelter	910 North Henry Street		Alexandria	VA	22314	Public Charity	500	Service Grant
Turn Around for Children	25 West 45th Street	5th Floor	New York	NY	10036	Public Charity	140,000	Education Grant
							2,912,144	

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service▶ **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**.

File by the due date for filing your return. See instructions.	Name of Exempt Organization CITYBRIDGE FOUNDATION	Employer identification number 52-1870074
	Number, street, and room or suite no. If a P.O. box, see instructions. 600 NEW HAMPSHIRE AVENUE, NW	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20037	

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

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

- The books are in the care of ▶ **DEBRA CARRIERE**

Telephone No. ▶ **202 266-6742**

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 08/15, 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 \$ 16,470.
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 \$ 16,470.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$ 0.

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

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.	Name of Exempt Organization CITYBRIDGE FOUNDATION	Employer identification number 52-1870074
	Number, street, and room or suite no. If a P.O. box, see instructions. 600 NEW HAMPSHIRE AVENUE, NW	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20037	

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

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

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

- The books are in the care of **DEBRA CARRIERE**
Telephone No. **202 266-6742** 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 **11/15/2010**
- 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 REQUIRED TO GATHER THE INFORMATION NECESSARY TO FILE 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 \$ 16,470.
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 \$ 16,470.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$ 0.

Signature and Verification

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

Signature  Title **TAX PREPARER** Date **8-10-2010**
ARGY, WILTSE & ROBINSON, P.C.
8405 GREENSBORO DRIVE, 7TH FLOOR
MCLEAN, VA 22102

Form 8868 (Rev. 4-2009)