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990-PF

Form  
Department of the Treasury  
Internal Revenue ServiceReturn 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

THE JOSEPH MEYERHOFF FUND, INC.

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

1 SOUTH STREET

Room/suite

1000

City or town, state, and ZIP code

BALTIMORE, MD 21202

A Employer identification number

52-6035997

B Telephone number (see page 10 of the instructions)

(410) 727-3200

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 (from Part II, col (c), line 16) ▶ \$ 66,036,386.

J Accounting method: ☐ Cash ☐ Accrual  
☒ Other (specify) MODIFIED CASH  
(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)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B. . . . .				
3 Interest on savings and temporary cash investments . . . . .	10,760.	10,760.	10,760.	
4 Dividends and interest from securities . . . . .	771,561.	771,544.	771,561.	
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10	-1,537,098.			
b Gross sales price for all assets on line 6a 1,684,417.				
7 Capital gain net income (from Part IV, line 2)				
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)	-424,417.	227,853.	-272,083.	ATCH 1
12 Total. Add lines 1 through 11 . . . . .	-1,179,194.	1,010,157.	510,238.	
13 Compensation of officers, directors, trustees, etc . . . . .	147,503.	7,375.	147,503.	140,128.
14 Other employee salaries and wages . . . . .	56,696.	25,401.	56,696.	31,295.
15 Pension plans, employee benefits . . . . .				
16a Legal fees (attach schedule) ATCH 2 . . . . .	13,728.	13,546.	13,728.	0.
b Accounting fees (attach schedule) ATCH 3 . . . . .	99,377.	80,595.	99,377.	17,697.
c Other professional fees (attach schedule) * . . . . .	177,296.	177,296.	177,296.	0.
17 Interest, ATTACHMENT 5. . . . .	1,691.	1,685.	1,691.	0.
18 Taxes (attach schedule) (see page 14 of the instructions) * . . . . .	-70,626.	8,628.	8,628.	0.
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .				
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) ATCH 7 . . . . .	495,713.	304,836.	495,713.	186,127.
24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	921,378.	619,362.	1,000,632.	375,247.
25 Contributions, gifts, grants paid . . . . .	2,565,518.			2,565,518.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	3,486,896.	619,362.	1,000,632.	2,940,765.
27 Subtract line 26 from line 12 . . . . .				
a Excess of revenue over expenses and disbursements . . . . .	-4,666,090.			
b Net investment income (if negative, enter -0-) . . . . .		390,795.		
c Adjusted net income (if negative, enter -0-) . . . . .			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

\* ATCH 4 JSA \*\* ATCH 6

Form 990-PF (2009)

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SCANNED NOV 26 2010

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .		48,718.	55,832.	55,832.
	2	Savings and temporary cash investments . . . . .		161,256.	13,450,847.	13,450,847.
	3	Accounts receivable ▶ 42,925.				
		Less allowance for doubtful accounts ▶		0.	42,925.	42,925.
	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) ▶ *		25,000.	25,000.	25,000.
		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 ▶ Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) ATCH 8		64,830,354.	46,413,727.	52,410,928.	
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 9)		947.	50,854.	50,854.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		65,066,275.	60,039,185.	66,036,386.	
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .		0.	0.	
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)		300,000.	0.	ATCH 10
	22	Other liabilities (describe ▶ ATCH 11)		61,000.	0.	
23	<b>Total liabilities</b> (add lines 17 through 22)		361,000.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>					
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>					
	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 . . . . .		0.	0.	
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)		64,705,275.	60,039,185.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		65,066,275.	60,039,185.		

**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	64,705,275.
2	Enter amount from Part I, line 27a	2	-4,666,090.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	60,039,185.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	60,039,185.

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) . . . . .			<b>2</b>	-1,537,098.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           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.         </div> </div>					

**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	3,655,400.	72,433,969.	0.050465
2007	4,182,328.	81,565,258.	0.051276
2006	3,671,150.	73,404,305.	0.050013
2005	3,031,429.	68,255,982.	0.044413
2004	2,996,207.	65,605,336.	0.045670
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.241837
<b>3</b> 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 . . . . .			<b>3</b> 0.048367
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			<b>4</b> 60,383,817.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 2,920,584.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 3,908.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 2,924,492.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . .			<b>8</b> 2,940,765.

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.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	3,908.
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	3,908.
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	3,908.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	20,671.
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	20,671.
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	16,763.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax. Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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**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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> DONNA FINDLAY Telephone no <input type="checkbox"/> 410-727-3200			
Located at <input type="checkbox"/> 1 SOUTH STREET, SUITE 1000 BALTIMORE, MD ZIP + 4 <input type="checkbox"/> 21202				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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? <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 <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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 <input type="checkbox"/>		
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)	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** 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? ☐ **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
JILL M. HIERONIMUS	PRESIDENT	0.	0.	0.
JOSEPH MEYERHOFF, II	VP & TREAS	0.	0.	0.
ELEANOR KATZ	VICE PRES.	0.	0.	0.
TERRY M. RUBENSTEIN	V.P. & SEC	147,503.	0.	210.

**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
NONE				

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

**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
NONE		

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 NOT APPLICABLE

2

3

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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	61,251,093.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	52,275.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	61,303,368.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	61,303,368.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	919,551.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	60,383,817.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	3,019,191.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,019,191.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	3,908.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,908.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	3,015,283.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	3,015,283.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	3,015,283.

**Part XII Qualifying Distributions**(see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,940,765.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,940,765.
<b>5</b>	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)	<b>5</b>	3,908.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	2,936,857.

**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 . . . . .				3,015,283.
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 . . . . .		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .				0.
b From 2005 . . . . .				0.
c From 2006 . . . . .				74,899.
d From 2007 . . . . .				242,503.
e From 2008 . . . . .				36,318.
f Total of lines 3a through e . . . . .	353,720.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,940,765.				
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 . . . . .				2,940,765.
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) )	74,518.			74,518.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	279,202.			
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. . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		0.		
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 . . . . .	279,202.			
10 Analysis of line 9				
a Excess from 2005 . . . . .				
b Excess from 2006 . . . . .				381.
c Excess from 2007 . . . . .				242,503.
d Excess from 2008 . . . . .				36,318.
e Excess from 2009 . . . . .				

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

- 1a 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(i)(3) or

4942(1)(5)

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

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:**

ATTACHMENT 12

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

ATTACHMENT 13

- c Any submission deadlines**

NONE

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

NONE

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b> SEE ATTACHED SCHEDULES				2,565,518.
<b>Total . . . . .</b>				<b>3a</b> 2,565,518.
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>				<b>3b</b>

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

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	10,760.	
4	Dividends and interest from securities . . . . .	900000	17.	14	771,544.	
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 . . . . .	900000	-2,033.	01	-420,641.	
8	Gain or (loss) from sales of assets other than inventory	900000	-136.	18	-1,538,705.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a					
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e) . . . . .		-2,152.		-1,177,042.	
13	Total. Add line 12, columns (b), (d), and (e)					-1,179,194.

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

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

[illegible]

**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**

Greg M. Kubiak  
Signature of officer or trustee

Nov 11, 2010  
Date

VICE PRESIDENT  
Title

**Paid  
Preparer's  
Use Only**

Preparer's  
signature

► *Karl L. Fackler*

Date \_\_\_\_\_

11/1/12

Check if self-employed ►

Preparer's identifying  
number (See Signature on  
page 30 of the instructions)  
P00748489

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

PRICewaterhouseCOOPERS LLP

100 E. PRATT STREET

BALTIMORE, MD

21202

FIN ▶ 13-4008324

Phone no 410-783-7600

**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)	
2,720,541.		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					302,184.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-1009384.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					-328,924.	
		THRU PNC - SEE ATTACHED DETAIL PROPERTY TYPE: COMMON TRUST FUND					VAR	VAR
		3,221,515.					-500,974.	
TOTAL GAIN (LOSS) .....		.....					<u>-1537098.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER NET RENTAL INCOME/(LOSS)	11,329.	11,329.	11,329.
FROM PARTNERSHIP INVESTMENTS			
SECTION 1231 GAIN/(LOSS)			
FROM PARTNERSHIP INVESTMENTS	-1,743.	-1,743.	-1,743.
OTHER PORTFOLIO INCOME	-18,437.	-16,404.	-18,437.
OTHER NONPASSIVE INCOME	234,671.	234,671.	234,671.
PSHIP TAXABLE INCOME - URA PER BOOKS	-280,936.		-128,602.
NONTAXABLE LOSS	-917,959.		-917,959.
PARTNERSHIP DISTRIBUTION	548,658.		548,658.
TOTALS	<u>-424,417.</u>	<u>227,853.</u>	<u>-272,083.</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	13,728.	13,546.	13,728.	0.
TOTALS	<u>13,728.</u>	<u>13,546.</u>	<u>13,728.</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	51,728.	38,281.	51,728.	12,932.
AUDIT FEES	47,649.	42,314.	47,649.	4,765.
TOTALS	<u>99,377.</u>	<u>80,595.</u>	<u>99,377.</u>	<u>17,697.</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>
CONSULTING FEE	56,568.	56,568.	56,568.	0.
INVESTMENT MANAGEMENT FEE	109,537.	109,537.	109,537.	0.
COMMISSIONS	11,191.	11,191.	11,191.	0.
TOTALS	<u>177,296.</u>	<u>177,296.</u>	<u>177,296.</u>	<u>0.</u>

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT INTEREST	23.	17.	23.	0.
OTHER INTEREST EXPENSE	1,668.	1,668.	1,668.	0.
TOTALS	<u>1,691.</u>	<u>1,685.</u>	<u>1,691.</u>	<u>0.</u>

ATTACHMENT 6FORM 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	8,628.	8,628.	8,628.	0.
FEDERAL INCOME TAXES	-79,254.	0.	0.	0.
TOTALS	<u>-70,626.</u>	<u>8,628.</u>	<u>8,628.</u>	<u>0.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	340,770.	149,893.	340,770.	186,127.
MISCELLANEOUS EXPENSES	5,417.	5,417.	5,417.	0.
CAPITAL SURCHARGE	35,000.	35,000.	35,000.	0.
OTHER PORTFOLIO DEDUCTIONS	114,524.	114,524.	114,524.	0.
OTHER DEDUCTIONS	2.	2.	2.	0.
TOTALS	<u>495,713.</u>	<u>304,836.</u>	<u>495,713.</u>	<u>186,127.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ATTACHMENT 8</u>	
			<u>ENDING FMV</u>	
SEE ATTACHED DETAIL				
BOND	125,000.	125,000.	125,000.	
EQUITY FUNDS	17,563,398.	13,626,267.	10,902,623.	
INVESTMENT PARTNERSHIPS	47,141,956.	32,662,460.	41,383,305.	
TOTALS	<u>64,830,354.</u>	<u>46,413,727.</u>	<u>52,410,928.</u>	

# The Joseph Meyerhoff Fund, Inc.

## Schedule of Investments

Decemeber 31, 2009

---

	Market Value	Cost
<b>Bonds</b>	\$ <u>125,000</u>	\$ <u>125,000</u>
	<u>125,000</u>	<u>125,000</u>
<b>Equity Funds</b>	\$ <u>10,902,623</u>	\$ <u>13,626,267</u>
	<u>10,902,623</u>	<u>13,626,267</u>
<b>Investment Partnerships</b>		
25307 Partnership	23,334,279	22,658,544
25310 Partnership	2,118,262	1,934,285
27001 Partnership	11,093,485	3,794,950
27004 Partnership	2,822,447	2,570,596
274071 Partnership	1,982,949	1,677,385
40153 Partnership	<u>31,883</u>	<u>26,700</u>
	<u>41,383,305</u>	<u>32,662,460</u>
Total Investments	\$ <u>52,410,928</u>	\$ <u>46,413,727</u>

THE JOSEPH MEYERHOFF FUND, INC.

52-6035997

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL TAX RECEIVABLE	947.	21,618.	21,618.
DUE FROM MAGNA MGNT	0.	29,236.	29,236.
TOTALS	<u>947.</u>	<u>50,854.</u>	<u>50,854.</u>

ATTACHMENT 10

FORM 990PF, PART II - MORTGAGES AND OTHER NOTES PAYABLE

LENDER: M&T BANK

ORIGINAL AMOUNT: 300,000.

BEGINNING BALANCE DUE ..... 300,000.

ENDING BALANCE DUE ..... 0.

TOTAL BEGINNING MORTGAGES AND OTHER NOTES PAYABLE 300,000.

TOTAL ENDING MORTGAGES AND OTHER NOTES PAYABLE 0.

THE JOSEPH MEYERHOFF FUND, INC.

52-6035997

FORM 990PF, PART II - OTHER LIABILITIES

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
FEDERAL TAX PAYABLE	61,000.	0.
TOTALS	<u>61,000.</u>	<u>0.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MISTY GIBSON  
1 SOUTH STREET, SUITE 1000  
BALTIMORE, MD 21202  
410-727-3200

TERRY RUBENSTEIN  
1 SOUTH STREET, SUITE 1000  
BALTIMORE, MD 21202  
410-727-3200

ATTACHMENT 13

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER OF INQUIRY/GRANT APPLICATION/GRANT REQUEST SUMMARY TO INCLUDE:  
DESCRIPTION OF INSTITUTION (OVERVIEW, MISSION STATEMENT, POPULATION  
SERVED), DESCRIPTION OF PROGRAM, FINANCIAL INFORMATION (BUDGET,  
SOURCES OF FUNDS, MAJOR CONTRIBUTORS AND AMOUNTS, FINANCIAL STATEMENTS  
ETC). EVIDENCE OF 501C(3) STATUS AND LIST OF TRUSTEES/BOARD MEMBERS  
AND OCCUPATION.

**SCHEDULE D**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

# Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2009**

Name of estate or trust

THE JOSEPH MEYERHOFF FUND, INC.

Employer identification number

52-6035997

**Note:** Form 5227 filers need to complete **only** Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	302,184.
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	302,184.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-501,110.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-1,009,384.
9 Capital gain distributions	9	-328,924.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	-1,839,418.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
13	Net short-term gain or (loss)	13		302,184.
14	Net long-term gain or (loss):			
a	Total for year	14a		-1,839,418.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14	15		-1,537,234.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	( 3,000. )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
<b>Form 1041 filers.</b> Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% ( 15 )	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009





THE JOSEPH MEYERHOFF FUND INC

[illegible]

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<b><u>Organization</u></b>	<b><u>Address</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
Fells Point Creative Alliance Inc.	3134 Eastern Ave Baltimore, MD 21224	Community Outreach Coordinator	40,000
Healthy Neighborhoods, Inc	2 East Read Street Baltimore, MD 21202	General operating support	40,000
The Producers Club of Maryland, Inc	107 East Read Street Baltimore, MD 21202	Friends of the Festival program	25,000
Maryland Institute College of Art	1300 Mount Royal Avenue Baltimore, MD 21217	Operating support	11,500
University of Maryland Baltimore Foundation, Inc.	660 W. Redwood Street Room 021 Baltimore, MD 21201-1541	Baltimore Schwertzer Fellows Program	15,000
American Friends of the Hebrew University	1 Battery Park Plaza, 25th Floor New York, NY 10004	Scholarships	40,000
Foundation for Jewish Campus Life (HILLEL)	800 8th Street, N.W. Washington, DC 20001-3724	Operating support	50,000
Institute for Christian and Jewish Studies	956 Dulaney Valley Road Baltimore, MD 21204	Educator position - to hire full time professional religious educator	30,000
Jewish Funders Network	150 West 30th Street Suite 900 New York, NY 10001	General operating support	10,000
Repair the World	555 8th Avenue, Suite 1703 New York, NY 10018	General operating support	100,000
Greater Homewood Community Corporation, Inc	3503 North Charles Street Baltimore, MD 21218	General operating support	5,000
Archdiocese of Baltimore	320 Cathedral Street, 4th Floor Baltimore, MD 21201	Partners In Excellence Inner City Scholarship Fund (PIE)	20,000
Babe Ruth Birthplace Foundation	216 Emory Street Baltimore, MD 21230	Joint Meyerhoff-Hieronimus grant to establish new infrastructure for membership development	12,500

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<u>Organization</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
Downtown Baltimore Family Alliance	PO Box 38917 Baltimore, MD 21231	Operating support	30,000
Foundation for Jewish Culture	P O Box 489 New York, NY 10011	General operating support	15,000
Institute for Christian and Jewish Studies	956 Dulaney Valley Road Baltimore, MD 21204	Maryland Clergy Initiative	25,000
Open Society Institute	201 North Charles St, Suite 1300 Baltimore, MD 21201	Tackling Drug Addiction Program	30,000
The Maryland Zoo	Druid Hill Park Baltimore, MD 21217	Operating Support	25,000
University of Maryland Baltimore Foundation, Inc	660 W Redwood Street Room 021 Baltimore, MD 21201-1541	Public Allies Maryland at SWCOS	15,000
American Committee for the Weizmann Institute of Science	633 Third Avenue, 20th Floor New York, NY 10017	Scholarships	30,000
American Jewish Joint Distribution Committee	711 Third Avenue - 10th Floor New York, NY 10017	Ma'ashmaut. In-Service Training for Directors of Non-Profit Organizations	62,000
PEF Israel Endowment Funds, Inc	317 Madison Avenue, Suite 607 New York, NY 10017	Operating support	25,000
UJC Israel Education Fund	25 Broadway, Suite 1700 New York, NY 10004	General scholarship support	25,000
The Curriculum Initiative, Inc	6 East 46th Street Suite 502 New York, NY 10165	Challenge Grant 1 1 match - Jewish Life in Baltimore Private High Schools	45,000
University of Maryland Baltimore Foundation, Inc	660 W Redwood Street Room 021 Baltimore, MD 21201-1541	Operating support	15,000

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<u>Organization</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
American Pades Foundation, Inc	5 West 37th Street # 802 New York, N Y. 10018	General operating support	25,000
Arts Every Day	113 W North Avenue Baltimore, MD 21201	Operating support	15,000
Friends of the Family	1001 Eastern Avenue Second Floor Baltimore, MD 21202	General operating support	5,000
Maryland Food Bank	2200 Halethorpe Farms Road Baltimore, MD 21227	Operating Support	16,572
Federation of Jewish Men's Clubs, Inc	475 Riverside Drive, Suite 832 New York, NY 10115-0022	Keruv Initiative	25,000
Baltimore Museum of Art	10 Art Museum Drive Baltimore, MD 21218-3898	General operating support	25,000
Comprehensive Housing Assistance, Inc (CHAI)	5721 Park Heights Ave Baltimore, MD 21215	Fallstaff schoolyard and community park, contingent upon raising remaining \$80,000	20,000
Congregation Ohr Hamizrach Incorporated	6813 Park Heights Ave PO Box 32201 Baltimore, MD 21282	Construction of a new 3-story multipurpose communal building	37,500
Govans Ecumenical Development Corporation (GEDCO)	5513 York Road Baltimore, MD 21212	General operating support	5,000
Jewish Telegraphic Agency, Inc	330 Seventh Avenue, 17th Floor New York, NY 10001-5010	General operating support	30,000
Mt Vernon Place Conservancy	1221 N Calvert Street Baltimore, MD 21202	Operating support	7,500
Interfaith Youth Core	910 W Van Buren St 4th Floor Chicago, IL 60607	General operating support	20,000

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<u>Organization</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
Reconstructionist Rabbinical College	1299 Church Road Wyncote, PA 19095-1898	General Operating Support of Kolot The Center for Jewish Women's and Gender Studies	20,000
Sesame Workshop	One Lincoln Plaza New York, NY 10023	Rechov Sumsum/Shalom Sesame	50,000
Associated Black Charities	1114 Cathedral Street Baltimore, MD 21201	Outreach Campaign to National Professional Affinity Groups in support of the More in the Middle Initiative	30,000
American Israeli Cooperative Enterprise (AICE)	2810 Blaine Drive Chevy Chase, MD 20815	Israel Scholar Development Fund	25,000
Art on Purpose	2002 Clipper Park Rd. Fourth floor Baltimore, MD 21211	General operating support	5,000
Baltimore Area Reform Jewish Educational Corporation	909 Berrymans Lane Reisterstown, MD 21136	Beit RJ - Baltimore Educational Initiative for Teens of Reform Judaism	12,500
CLAL - The National Jewish Center for Learning & Leadership	440 Park Avenue South, 4th Floor New York, NY 10016-8012	'Rabbis without Borders' program	50,000
Baltimore Community Foundation	2 East Read Street, #9 Baltimore, MD 21202	Neighborhood Grants Program	25,000
Jewish Museum of Maryland	15 Lloyd Street Baltimore, MD 21202	Book on history of Jewish Baltimore	15,000
American Jewish Joint Distribution Committee	711 Third Avenue - 10th Floor New York, NY 10017	Inter-Agency Task Force on Israeli Arab Issues	5,000
Jobs, Housing and Recovery, Inc	2113 East Oliver Street Baltimore, MD 21213	Tzedek award	5,000
Maryland Institute College of Art	1300 Mount Royal Avenue Baltimore, MD 21217	Joseph Meyerhoff Center for Career Development - community liaison position	16,000

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<b><u>Organization</u></b>	<b><u>Address</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
B'nai B'rith Youth Organization	2020 K Street, NW, 7th Floor Washington, DC 20006	Enhancing Leadership Training Programs	50,000
Advancing Women Professionals and the Jewish Community Inc	1114 Avenue of the Americas, Suite 3400 New York, NY 10036	Institutional development and programs	50,000
Baltimore Museum of Art	10 Art Museum Drive Baltimore, MD 21218-3898	In support of the free admission campaign	50,000
Children's Museum of Manhattan	The Tisch Building 212 West 83 Street New York, NY 10024	Raising Citizens series	35,000
Johns Hopkins University	Office of the VP and Alumni Development Johns Hopkins University 3400 N Charles Street Garland Hall, Room 220 Baltimore, MD 21218	SAIS program in Middle East Studies to provide summer scholarships and internships and support visiting scholars and adjunct faculty	20,000
KIPP Baltimore, Inc	KIPP Ujima Village Academy 4701 Greenspring Avenue, Room 115 Baltimore, MD 21209	Operating Support	10,000
American University	4400 Massachusetts Avenue, NW Washington, DC 20016	Cultural and Academic Events programming	10,000
InterfaithFamily.com Inc	90 Oak Street P O Box 428 Newton, MA 02464	General operating support	25,000
Pearlstone Conference and Retreat Center	5424 Mt. Gilead Road Reisterstown, MD 21136	Operating support	7,000
Enoch Pratt Free Library, Inc.	400 Cathedral Street Baltimore, MD 21201-4483	Replacing computers at the main branch	100,000
Friends of Patterson Park	27 South Patterson Park Avenue Baltimore, MD 21231	Hire part-time coordinator of youth and family programming	40,000
Irvine Nature Center	11201 Garrison Forest Road Owings Mills, MD 21117	Development of new facility	25,000

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<b><u>Organization</u></b>	<b><u>Address</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
Johns Hopkins University School of Medicine - IBD Center	3400 North Charles Street Garland Hall, Room 220 Baltimore, MD 21218-2688	To help establish a sibling study for early diagnosis and treatment of IBD	50,000
Parks and People Foundation	800 Wyman Park Drive Suite 010 Baltimore, MD 21211	Partnerships for Parks	10,000
The Educational Alliance, Inc	197 East Broadway New York, NY 10002	To support the Jewish Artist Leadership Training Program of the 14th Street Y	25,000
University of Maryland College Park Foundation Meyerhoff Ctr for Jewish Studies	0142 Holzapfel Hall College Park, MD 20742	Help establish the Friends of Israel Studies fund	10,000
American Society for Technion-Israel Institute of Technology	55 East 59th Street New York, NY 10022	Scholarships for graduate students	30,000
American Associates, Ben Gurion University of the Negev	1430 Broadway 8th Floor New York, NY 10018	Guilford Glazer School of Business Management Nonprofit Organizations Management Program	75,000
American Red Cross of Central Maryland	4800 Mount Hope Drive Baltimore, MD 21215-3231	In support of The National Holocaust and War Victims Tracing Center	25,000
Association of Baltimore Area Grantmakers	2 East Read Street, 2nd Floor Baltimore, MD 21202	Annual support	2,000
Center Stage	700 North Calvert Street Baltimore, MD 21202-3686	Operating support	5,000
Jewish Community Center of Greater Baltimore	3506 Gwynbrook Avenue Owings Mills, MD 21117-1498	Provide scholarships/financial assistance	100,000
Baltimore Community Foundation	2 East Read Street, #9 Baltimore, MD 21202	General Operating Support	75,000
Baltimore Area Reform Jewish Educational Corporation	909 Berrymans Lane Reisterstown, MD 21136	Bert RJ - Baltimore Educational Initiative for Teens of Reform Judaism	12,500

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<b><u>Organization</u></b>	<b><u>Address</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
B'nai B'rith Youth Organization	2020 K Street, NW, 7th Floor Washington, DC 20006	Operating support	50,000
Gift of Life Bone Marrow Foundation	800 Yamato Road Suite 101 Boca Raton, FL 33431	Support of the Umbilical Cord Blood Program	15,000
MyJewishLearning.com	377 Fifth Avenue, 2nd Floor New York, NY 10016	Support of website revitalization - year two and three are challenge grants	50,000
Catholic Charities	320 Cathedral Street Baltimore, MD 21201-4493	Operating support	1,000
JEA Fellowship Association	Harry and Jeanette Weinberg Jewish Community Center 5700 Park Heights Avenue Baltimore, MD 21215	Operating support	100
PEF Israel Endowment Funds, Inc	317 Madison Avenue, Suite 607 New York, NY 10017	Operating support	30,000
Baltimore Community Foundation	2 East Read Street, #9 Baltimore, MD 21202	Baltimore City College Speech and Debate Program	1,000
American Associates, Ben-Gurion University of the Negev	1430 Broadway 8th Floor New York, NY 10018	Annual Scholarship Support	40,000
Masorti Foundation for Conservative Judaism in Israel	475 Riverside Drive, Suite 832 New York, NY 10115-0122	Operating support	28,000
Jewish Funders Network	150 West 30th Street Suite 900 New York, NY 10001	2009 JFN International Conference	5,000
Central Scholarship Bureau	Pomona Square 1700 Reisterstown Road, Suite 220 Baltimore, MD 21208-2903	In support of the Joseph and Harvey Meyerhoff Scholarship Fund	105,000
Jewish Community Services	5750 Park Heights Avenue Baltimore, MD 21215	Operating support	50,000

**THE JOSEPH MEYERHOFF FUND  
2009 CONTRIBUTIONS**

<u>Organization</u>	<u>Address</u>	<u>Purpose</u>	<u>Amount</u>
PANIM. The Institute for Jewish Leadership and Values, a Division of BBYO	6163 Executive Blvd Rockville, MD 20852	Support of the J-Serve program	10,000
Baltimore School for the Arts Foundation	712 Cathedral Street Baltimore, MD 21201	To support the capital renovation and expansion project	50,000
Association of Baltimore Area Grantmakers	2 East Read Street, 2nd Floor Baltimore, MD 21202	General operating support	5,000
Hillel The Foundation for Jewish Campus Life	800 Eight Street, N W Washington, DC 20001-3724	Operating support	25,000
Comprehensive Housing Assistance, Inc (CHAI)	5721 Park Heights Ave Baltimore, MD 21215	Deferred Homebuyer Loan Program	45,000
Chesapeake Bay Foundation	6 Herndon Avenue Annapolis, MD 21403	Operating Support	10,000
Family Tree	2108 North Charles Street Baltimore, MD 21218	Partners in Prevention Initiative	5,000
PANIM The Institute for Jewish Leadership and Values, a Division of BBYO	6163 Executive Blvd Rockville, MD 20852	Operating support	25,000
FJC	520 Eighth Avenue, 20th Floor New York, NY 10018	The Conversation 2009	20,000
The Florence Melton Adult Mini-School Corporation	601 Skokie Blvd, #1A Northbrook, IL 60062	Contribution returned in 2009	(77,154)
			<u>2,565,518</u>

• 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 <b>THE JOSEPH MEYERHOFF FUND, INC.</b>	Employer identification number <b>52-6035997</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>1 SOUTH STREET</b>	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BALTIMORE, MD 21202</b>	

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

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

Telephone No. **410 727-3200**

FAX No. **410 727-3200**

• 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) **0000**. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **11/15/2010**
- 5 For calendar year **2009**, or other tax year beginning **1/1/09** and ending **12/31/09**
- 6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED 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	\$	<b>12,116.</b>
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	\$	<b>20,671.</b>
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	\$	<b>0.</b>

**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 **Randy L. Huber** Title **8/12/10 CPA** Date **8/12/10**

PRICEWATERHOUSECOOPERS LLP  
100 EAST CATT STREET  
BALTIMORE, MD 21202

Form 8868 (Rev. 4-2009)