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

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 change

Use the IRS label. Name of foundation: THE STEPHEN CASE FOUNDATION. Employer identification number: 54-1848791. Address: 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

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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				
	2	Savings and temporary cash investments		5,398,588.	4,152,342.	4,152,342.
	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) *			* 333,333.	ATCH 9
		Less allowance for doubtful accounts		666,667.	333,333.	333,333.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges ATCH 10.		9,740.	3,035.	3,035.
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 11.		2,058.	1,029.	1,904,679.
	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)					
14	Land, buildings, and equipment basis		187,239.			
	Less accumulated depreciation (attach schedule)		154,217.	48,337.	33,022.	
15	Other assets (describe ATCH 12)				4,876.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)		6,125,390.	4,527,637.	6,431,287.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ATCH 13)		17,686.	13,941.	
23	<b>Total liabilities</b> (add lines 17 through 22)		17,686.	13,941.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		6,107,704.	4,513,696.	
	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)		6,107,704.	4,513,696.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		6,125,390.	4,527,637.		

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	6,107,704.
2	Enter amount from Part I, line 27a	2	-1,594,008.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	4,513,696.
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	4,513,696.

**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) FMV 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	1,658,250.
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	7,736,838.	12,694,578.	0.609460
2007	9,097,134.	12,663,068.	0.718399
2006	9,228,548.	17,361,304.	0.531558
2005	7,344,452.	18,267,706.	0.402046
2004	10,248,692.	33,334,800.	0.307447
2	Total of line 1, column (d) . . . . .		2.568910
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 . . . . .		0.513782
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .		6,158,449.
5	Multiply line 4 by line 3 . . . . .		3,164,100.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		17,374.
7	Add lines 5 and 6 . . . . .		3,181,474.
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		4,368,846.

**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)	1	17,374.
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		
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	17,374.
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	17,374.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	17,081.
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	350.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d Tax Paid w/ O.R. 31.	7	17,462.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	88.
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	
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 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CA, DC, TX, VA, 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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address www.casefoundation.org
14 The books are in care of THE STEPHEN CASE FOUNDATION Telephone no 202-419-3100
Located at Attachment 14 ZIP + 4 20036
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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)?
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?
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?
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?
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?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

**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)?  Yes  No  
 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?  Yes  No  
 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?  Yes  No

**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 15		475,576.	58,362.	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
Attachment 16		593,579.	88,003.	0.

**Total number of other employees paid over \$50,000**  6

**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 17		131,479.

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 N/A	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3 N/A	
<b>Total.</b> Add lines 1 through 3 . . . . .	

**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>	1,204,152.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	4,673,854.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	374,226.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	6,252,232.
<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>	6,252,232.
<b>4</b>	Cash deemed held for charitable activities Enter 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	93,783.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	6,158,449.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	307,922.

**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>	307,922.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	17,374.
<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>	17,374.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	290,548.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	1,076,926.
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,367,474.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	1,367,474.

**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>	4,368,846.
<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>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	4,368,846.
<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>	17,374.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	4,351,472.

**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 . . . . .				1,367,474.
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 . . . . .	8,718,166.			
b From 2005 . . . . .	6,450,239.			
c From 2006 . . . . .	8,682,373.			
d From 2007 . . . . .	8,476,541.			
e From 2008 . . . . .	7,108,869.			
f Total of lines 3a through e . . . . .	39,436,188.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 4,368,846.				
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 . . . . .				1,367,474.
e Remaining amount distributed out of corpus . . . . .	3,001,372.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	42,437,560.			
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) . . . . .	8,718,166.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	33,719,394.			
10 Analysis of line 9				
a Excess from 2005 . . . . .	6,450,239.			
b Excess from 2006 . . . . .	8,682,373.			
c Excess from 2007 . . . . .	8,476,541.			
d Excess from 2008 . . . . .	7,108,869.			
e Excess from 2009 . . . . .	3,001,372.			

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(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2a 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; 3 Complete 3a, b, or c for the alternative test relied upon; a 'Assets' alternative test; b 'Endowment' alternative test; c 'Support' alternative test.

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))
STEPHEN M. AND JEAN N. CASE
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
N/A
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [X] 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 18
b The form in which applications should be submitted and information and materials they should include
N/A
c Any submission deadlines
N/A
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
N/A

**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 <i>Paid during the year</i> SEE STATEMENT A	N/A		SEE STATEMENT A	1,854,199.
<b>Total . . . . .</b>				<b>▶ 3a</b> 1,854,199.
b <i>Approved for future payment</i> N/A			N/A	0.
<b>Total . . . . .</b>				<b>▶ 3b</b> 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, Other revenue, and Subtotal.

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

Table with 2 columns: 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). Row 1 contains the text 'SEE STATEMENT ATTACHED'.



- 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 STEPHEN CASE FOUNDATION</b>	Employer identification number <b>54-1848791</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>1717 RHODE ISLAND AVENUE, NW STE 700</b>	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>WASHINGTON, DC 20036</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 **GAIL FRANCK**  
Telephone No. **202 419-3100** 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.

4 I request an additional 3-month extension of time until 11/15/2010

5 For calendar year 2009, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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 REQUIRED TO OBTAIN 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 \$	17,385.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	17,431.
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 \$	

**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 Lou R. Mergen Title CPA Date 8/7/2010

Application for Extension of Time To File an Exempt Organization Return

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.

Form header section with fields: Type or print, Name of Exempt Organization (THE STEPHEN CASE FOUNDATION), Employer Identification number (54-1848791), Number, street, and room or suite no. (1717 RHODE ISLAND AVENUE, NW SUITE 700), City, town or post office, state, and ZIP code (WASHINGTON, DC 20036)

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

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

The books are in the care of GAIL FRANCK

Telephone No. 202 419-3100 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:

- [X] 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

Table with 3 rows: 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. 3a \$ 17,681.
3b 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 \$ 17,081.
3c 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 \$ 600.

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 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)	
1,659,279.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 1,029.				D	VARIOUS 1,658,250.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>1,658,250.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>
JP MORGAN	768.	768.
TOTAL	<u>768.</u>	<u>768.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DEUTSCHE BANK	8,226.	8,226.
DEUTSCHE BANK	54,081.	54,081.
JP MORGAN	2,786.	2,786.
CALVERT FOUNDATION	13,333.	13,333.
TOTAL	<u>78,426.</u>	<u>78,426.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
OTHER INCOME	1,076,926.
TOTALS	<u>1,076,926.</u>

Attachment 4

FORM 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	32,314.			32,314.
TOTALS	<u>32,314.</u>	<u>0.</u>	<u>0.</u>	<u>32,314.</u>

Attachment 5

FORM 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	7,354.			7,354.
TOTALS	<u>7,354.</u>	<u>0.</u>	<u>0.</u>	<u>7,354.</u>

Attachment 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
COMMUNICATIONS SERVICES	15,932.	15,932.
GENERAL CONSULTING SUPPORT	65,000.	65,000.
MARKETING SERVICES	1,000.	1,000.
OTHER PROFESSIONAL SERVICES	215,200.	215,200.
WEB AND TECHNOLOGICAL	15,215.	15,215.
TOTALS	<u>312,347.</u>	<u>312,347.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	20,700.
TOTALS	<u>20,700.</u>

Attachment 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
AMORTIZATION	287.	
INSURANCE	18,227.	18,227.
INTERACTIVE TECHNOLOGY DEV.	40,848.	40,848.
MEMBERSHIP DUES	9,607.	9,607.
MISCELLANEOUS	7,983.	7,983.
OFFICE SUPPLIES	33,877.	33,877.
PAYROLL SERVICES	7,268.	7,268.
POSTAGE AND MAILING	3,704.	3,704.
REPAIRS AND MAINTENANCE	31,981.	31,981.
TELECOMMUNICATIONS	58,392.	58,392.
TRAINING AND RECRUITING	825.	825.
TOTALS	<u>212,999.</u>	<u>212,712.</u>

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: CALVERT FOUNDATION 501(C)(3) 52-1591398  
 ORIGINAL AMOUNT: 500,000.  
 INTEREST RATE: 2.000000  
 MATURITY DATE: 12/31/2010  
 REPAYMENT TERMS: PRINCIPAL & ACCRUED INTEREST IN 3 INSTALLMENTS  
 PURPOSE OF LOAN: SUPPORT FOR SOCIAL ENTERPRISE FUND

BEGINNING BALANCE DUE .....	666,667.
ENDING BALANCE DUE .....	<u>333,333.</u>
ENDING FAIR MARKET VALUE .....	<u>333,333.</u>
 TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	 <u>666,667.</u>
 TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	 <u>333,333.</u>
 TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	 <u>333,333.</u>

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

Attachment 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXPENSES	3,035.	3,035.
TOTALS	<u>3,035.</u>	<u>3,035.</u>

FORM 990PF, PART II - CORPORATE STOCK

Attachment 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MARKETABLE SECURITIES	1,029.	1,904,679.
TOTALS	<u>1,029.</u>	<u>1,904,679.</u>

THE STEPHEN CASE FOUNDATION

54-1848791

FORM 990PF, PART II - OTHER ASSETS

Attachment 12

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DOMAIN NAME, NET OF AMORT.	4,876.	4,876.
TOTALS	<u>4,876.</u>	<u>4,876.</u>

THE STEPHEN CASE FOUNDATION

54-1848791

FORM 990PF, PART II - OTHER LIABILITIES

Attachment 13

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
401K WITHHELD	3,140.
FSA - DEPENDENT CARE	10,712.
HSA EMPLOYEE WITHHOLDING	89.
TOTALS	<u>13,941.</u>

THE STEPHEN CASE FOUNDATION

54-1848791

Attachment 14

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

1717 RHODE ISLAND AVENUE NW, SUITE 700 WASHINGTON, DC

THE STEPHEN CASE FOUNDATION

54-1848791

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

Attachment 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
STEPHEN M. CASE 1717 RHODE ISLAND AVENUE, NW SUITE 1000 WASHINGTON, DC 20036	DIRECTOR/CHAIRMAN 1.00	0.	0.	0.
JEAN N. CASE 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	DIRECTOR/PRESIDENT/CEO 40.00	0.	0.	0.
BENJAMIN BINSWANGER 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	CHIEF OPERATING OFFICER 40.00	143,262.	21,030.	0.
JOHN N. RICHARDSON, JR. 1717 RHODE ISLAND AVENUE, NW SUITE 1000 WASHINGTON, DC 20036	CFO/SECRETARY/TREASURER 1.00	0.	0.	0.
BRIAN SASSER 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 40.00	164,523.	14,907.	0.

THE STEPHEN CASE FOUNDATION

54-1848791

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

Attachment 15 (Cont'd)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ERICH BROKSAS 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 40.00	151,385.	21,170.	0.
BRAD BURNS 1717 RHODE ISLAND AVENUE, NW SUITE 1000 WASHINGTON, DC 20036	SENIOR VICE PRESIDENT 1.00	0.	0.	0.
GARY EDSON 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	CHIEF INTERNATIONAL OFFICER 4.00	16,406.	1,255.	0.
GRAND TOTALS		<u>475,576.</u>	<u>58,362.</u>	<u>0.</u>

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

Attachment 16

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
GAIL FRANCK 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	40.00	139,272.	20,902. 0.
ERIC JOHNSON 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	40.00	125,021.	15,123. 0.
KARI DONN SARATOVSKY 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	40.00	118,906.	14,050. 0.
MICHAEL SMITH 1717 RHODE ISLAND AVENUE, NW SUITE 700 WASHINGTON, DC 20036	40.00	118,494.	18,733. 0.
LOUISE STORM 1717 RHODE ISLAND AVENUE, NW WASHINGTON, DC 20036	40.00	91,886.	19,195. 0.
<b>TOTAL COMPENSATION</b>		<u>593,579.</u>	<u>88,003.</u> 0.

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

Attachment 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
LIPMAN HEARN P.O. BOX 88634 CHICAGO, IL 60680	PROF. SERVICES	66,479.
DOUGLAS HOLLADAY 3333 NORTH GLEBE ROAD ARLINGTON, VA 22207	CONSULTING	65,000.
	TOTAL COMPENSATION	<u>131,479.</u>

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

N/A

**THE STEPHEN CASE FOUNDATION**  
**EIN: 54-1848791**

**STATEMENT ATTACHED TO AND MADE PART OF**  
**2009 FORM 990-PF,**  
**RETURN OF PRIVATE FOUNDATION**

**PART I, LINE 11 – OTHER INCOME:**

Part I, Line 11, Other Income in the amount of \$1,076,926 consists of the value of a 2006 grant that was returned during 2009. The grant was returned because the grantee was unable to perform under the terms of the original grant. The grant, in its entirety, was subsequently re-granted during 2009 to another qualified organization. The original grant of \$1,076,926 was included in the calculation of 2006 qualifying distributions but has not been and is not currently relied upon for purposes of meeting the minimum distribution requirements.

STATEMENT ATTACHED TO AND MADE PART OF  
2009 FORM 990-PF,  
RETURN OF PRIVATE FOUNDATION

PART XV, LINE 2:

In addition to making monetary grants, the Stephen Case Foundation ("Case Foundation" or "Foundation") believes that it can better maximize the impact of its social investments by developing and executing strategic philanthropic programs that address complex social problems through partnership, collaboration, and the application of entrepreneurial models. As a result, the Foundation has, over time, shifted its funding resources more significantly toward the creation of these programs. The Foundation has also increasingly leveraged its employees' expertise in social networking, marketing and other areas to provide programmatic support to third-party charitable organizations. Ultimately, this donation of time and services further supports the mission and charitable purpose of each recipient organization.

**Key 2009 Programs:**

As an organization with origins in America's Internet revolution, the Foundation embraces the power of interactive technology as a groundbreaking tool to level uneven playing fields and quicken the pace and ease at which everyday people can become active and engaged citizens. Further, as a Foundation led by former technology executives and entrepreneurs, it embraces an entrepreneurial approach to social solutions that is rooted in effective communications and metrics-driven strategies. As such, the Foundation has recruited and developed a team of executives and practitioners that have become experts in combining technology, entrepreneurship and social good to produce programs and initiatives that test cutting edge tools and provide opportunities for the entire nonprofit sector and the people they serve. The following is an overview of some of these programs the Foundation initiated in 2009:

- **Change Begins with Me** -- Change Begins With Me launched in the wake of President Obama's inauguration to promote his call to service and encourage individuals to turn their excitement and energy into meaningful, and lasting, community action. More than 12,000 people submitted commitments in the online campaign and the follow-up research showed ninety percent of commitment makers said they had taken action to honor their commitments.
- **Gear Up for Giving** - With the intersection of technology and philanthropy at the core of the Foundation's work, Gear Up for Giving helped to train thousands of individuals and nonprofits to make a shift from experimenting with social media to thinking about how they might leverage it in a more strategic way with the help of social media experts. The program provided dozens of online resources on social media, had more than 5,500 views of its introductory video and nearly 11,000 views of the Q&A sessions with social media experts.
- **America's Giving Challenge** - Presented in partnership with PARADE and Causes on Facebook, this 30-day online competition encouraged nonprofits to capitalize on both their online and offline social networks to raise donations and garner support for their cause. The Giving Challenge helped to raise more than \$2.1 million for hundreds of nonprofits, from more than 105,000 donations.
- **CaseFoundation.org and SocialCitizens.org** - In 2009, the Foundation re-launched its website ([www.casefoundation.org](http://www.casefoundation.org)) in an effort to integrate the latest tools and technologies to help its partners, grantees and the general public be better informed and have the right tools to take action on issues they care about. In addition to the Case Foundation website, the Foundation also spent time further enhancing the Social Citizens blog, featuring topics and discussions about how the rising Millennial generation is changing the nature of social change. Through these two sites the Foundation continues to share new and relevant content, research, and stories that spark conversation and inspire individuals and organizations to take meaningful action in their communities and around the world.
- **Ideas for Change in America** - On the heels of the 2008 Presidential Election, Change.org created an open platform allowing anyone to submit an idea for how they would advance change on an issue of importance, discuss ideas with others, and then vote on the best ideas from around the country. More than 5,000 ideas were submitted from across the country and over 150,000 votes were cast. On January 16, the top ten ideas were unveiled at a National Press Club event sponsored by the Case Foundation which helped launch a series of campaigns using the grassroots energy behind each winning idea to translate it into actual policy.

- **U.S. Palestinian Partnership** - In December of 2007, Jean Case was appointed as co-chair of the U.S.-Palestinian Partnership (UPP) Through a multi-sector approach that leverages individual and corporate giving of time, dollars, and skills, the U.S.-Palestinian Partnership helps develop an economic and educational climate in the West Bank that can create a path towards regional peace and prosperity. In 2009, the Foundation continued to provide 2-3 senior and junior staff members to work with UPP secretariat, The Aspen Institute, for planning and day-to-day operations support, and helped develop strategies and cultivate prospects for a new Middle East venture capital fund

### **Powerful Partnerships: High Engagement Philanthropy**

Core to the Foundation's operational model is the belief in a venture-capital inspired approach to philanthropy, wherein it is highly engaged with its grantees to ensure impact and a significant social return on investment. In addition to ongoing meetings and check-ins, the Foundation often provides grantees with web, marketing, communications and program support. This support manifests itself as executives on loan, strategic counseling sessions (individuals or groups), sharing and discussing lessons learned and best practices and hosting convenings with thought leaders. In 2009, the following two organizations, both of which are co-housed with the Foundation, exemplify the typical high-engagement relationship with Foundation partners.

- **Accelerate Brain Cancer Cure** - ABC2 partners with leading entrepreneurs, scientists and researchers to find a cure for brain cancer. In 2009, the Case Foundation lent ongoing communications, marketing and technology support to the ABC2 team. Foundation staff helped with website redesign both for the organization and their annual Race for Hope Fundraiser, provided strategic and tactical communications support for major announcements and initiatives and provided ongoing counsel from senior program staff on organization strategy and partnership development.
- **PlayPumps International (U.S.) and Water for People** - PlayPumps International and Water For People work to provide access to clean drinking water to villages in sub-Saharan Africa. In 2009, the Case Foundation continued for the third year providing significant in-kind support to PlayPumps, including loaning an executive to serve as interim CEO, website design and maintenance, senior staff assisting with on the ground program assessments and partner relationships in Africa, and providing strategic and tactical communications support. In late 2009, the Foundation partnered with Water for People to take its global water efforts to the next level and have continued to offer a high level of strategic guidance and support there.

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2009**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2009</b>
Accelerate Brain Cancer Cure; National Brain Tumor Society (Race for Hope) 1717 Rhode Island Ave., NW Washington, DC 20036	Public Charity 509(a)(1)	Health Care	\$50,500.00
Accelerate Brain Cancer Cure 1717 Rhode Island Ave., NW Washington, DC 20036	Public Charity 509(a)(1)	In-Kind Support	\$17,493.00
Africare 440 R Street, NW Washington, DC 20001	Public Charity 509(a)(1)	International Development	\$5,000.00
Aspen Institute One Dupont Circle, NW, Suite 700 Washington, DC 20036	Public Charity 509(a)(2)	International Development	\$25,000.00
Assets for Colorado Youth (MIYO - Gilder) 1580 Logan St., Suite 700 Denver, CO 80203	Public Charity 509(a)(1)	Community Development	\$2,640.00
Change Org 709 Douglass Street San Francisco, CA 94114	Expenditure Responsibility Grant	Youth Development	\$15,000.00
City Year - DC 918 U Street, NW 2nd Floor Washington, DC 20001	Public Charity 509(a)(1)	Youth Development	\$100,000.00
City Year - DC 918 U Street, NW 2nd Floor Washington, DC 20001	Public Charity 509(a)(1)	Idealism Gala	\$10,000.00
Council on Foundations 2121 Crystal Dr., Suite 700 Arlington, VA 22202	Public Charity 509(a)(1)	General Support	\$1,765.00
DC College Access Program 1029 Vermont Ave., NW, Suite 400 Washington, DC 20005	Public Charity 509(a)(1)	General Support	\$10,000.00
Education Development Center Inc. 55 Chapel Street Newton, MA 02458	Public Charity 509(a)(1)	International Development	\$20,000.00
Girl Scouts of Black Hawk Council (MIYO - Thompson) 2710 Ski Lane Madison, WI 53713	Public Charity 509(a)(1)	Community Development	\$3,600.00
Global Philanthropy Forum 312 Sutter Street, Suite 200 San Francisco, CA 94108	Public Charity 509(a)(1)	General Support	\$25,000.00

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2009**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2009</b>
Hands On New Orleans 4153 Canal Street New Orleans, LA 70119	Public Charity 509(a)(1)	In-Kind Support	\$897.00
Inner-City Muslim Action Network (MIYO - Jafri) 2744 W 63rd St Chicago, IL 60629	Public Charity 509(a)(1)	Community Development	\$4,000.00
Institute on the Common Good (MIYO - Goodwin) 3333 Regis Blvd., Mall Code B6 Denver, CO 80221	Public Charity 509(a)(1)	Community Development	\$2,500.00
Internews Network PO Box 4448 Arcata, CA 95518	Public Charity 509(a)(1)	In-Kind Support	\$524.25
Iraq and Afghanistan Veterans of America 292 Madison Ave., 10th Fl New York, NY 10017	Public Charity 509(a)(1)	Veterans Affairs	\$10,000.00
Juvenile Law Center (MIYO - Feleman) 1315 Walnut St., 4th fl. Philadelphia, PA 17109	Public Charity 509(a)(1)	Community Development	\$15,140.00
Malaria No More 432 Park Avenue South, 13th Fl New York, NY 10014	Public Charity 509(a)(1)	International Development	\$50,000.00
Millennium Promise 650 Madison Avenue, 23rd Floor New York, NY 10022	Public Charity 509(a)(1)	International Development	\$300,000.00
Miriam's Kitchen 2401 Virginia Ave., NW Washington, DC 20037	Public Charity 509(a)(1)	General Support	\$1,000.00
National Conference on Citizenship 1816 Jefferson Place, NW Washington, DC 20036	Public Charity 509(a)(1)	General Support	\$10,000.00
National Conference on Citizenship 1816 Jefferson Place, NW Washington, DC 20036	Public Charity 509(a)(1)	Veterans Affairs	\$10,000.00
National Geographic Society 1145 17th Street, NW Washington, DC 20036	Public Charity 509(a)(2)	General Support	\$50,000.00
Network for Good 7920 Norfolk Ave., Suite 520 Bethesda, MD 20814	Public Charity 509(a)(1)	Challenge Grant	\$150,500.00

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2009**

<b>Recipient's Name and Address</b>	<b>Tax Exempt Status</b>	<b>Purpose of Grant</b>	<b>2009</b>
Network for Good 7920 Norfolk Ave., Suite 520 Bethesda, MD 20814	Public Charity 509(a)(1)	General Support	\$12,423.10
Network for Good 7920 Norfolk Ave., Suite 520 Bethesda, MD 20814	Public Charity 509(a)(1)	In-Kind Support	\$20,201.36
One Foundation 53 Parker Street, 5th fl London WC2B 5PT	Public Charity 509(a)(2)	General Support	\$40,000.00
Playpumps International - US 1717 Rhode Island Ave, NW, Suite 700 Washington, DC 20036	Public Charity 509(a)(1)	In-Kind Support	\$373,242.83
Points of Light / Hands On Network 600 Means Street #110 Atlanta, GA 30318	Public Charity 509(a)(1)	General Support	\$2,500.00
Points of Light / Hands On Network 600 Means Street #110 Atlanta, GA 30318	Public Charity 509(a)(1)	In-Kind Support	\$7,500.00
Project Mercy 7011 Ardmore Avenue Fort Wayne, IN 46809	Public Charity 509(a)(2)	General Support	\$5,000.00
Sapling Foundation/TED 206-930 West First Street North Vancouver, BC V7P 3N4	Public Charity 509(a)(2)	General Support	\$16,666.66
Sarasota County Openly Plans for Excellence (MIYO - Irwin) 1226 N Tamiami Trail, No. 202 Sarasota, FL 34236	Public Charity 509(a)(1)	Community Development	\$7,500.00
Sunlight Foundation/Code For America 1818 N Street NW, Ste 300 Washington, Dc 20036	Public Charity 509(a)(2)	Sparks Grant	\$10,000.00
University of Pittsburgh (MIYO - Cheong) 910 Cathedral of Learning Pittsburgh, PA 15260	Public Charity 509(a)(1)	Community Development	\$5,000.00
United Nations Foundation PO Box 96619 Washington, DC 20090	Public Charity 509(a)(1)	International Development	\$50,000.00
Venture Philanthropy Partners 11600 Sunrise Valley Dr., Suite 300 Reston, VA 20190	Public Charity 509(a)(1)	Community Development	\$200,000.00
Vital Voices 1625 Massachusetts Ave., NW Washington, DC 20036	Public Charity 509(a)(1)	In-Kind Support	\$7,732.26

**The Stephen Case Foundation  
Donations Report  
As of December 31, 2009**

Recipient's Name and Address	Tax Exempt Status	Purpose of Grant	2009
Water for People 6666 Quincy Avenue Denver, CO 80235	Public Charity 509(a)(1)	General Support	\$200,000.00
Whatcom Coalition for Healthy Communities (MIYO - Sloan) PO Box 2297 Bellingham, WA 98227	Public Charity 509(a)(1)	Community Development	\$3,375.00
Other Miscellaneous: Donations		General Support	\$550.00
Other Miscellaneous: In-Kind Contributions		In-Kind Support	\$1,948.66
Total Contributions, gifts, grants paid:			1,854,199.12

**The Stephen Case Foundation**  
**Change.org - Ideas for change in America**  
**As of December 31, 2009**

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Pursuant to IRC Regulation 53.4945-5(d)(2), the Stephen Case Foundation provides the following information:

Grantee:	Change.org., Inc 709 Douglass Street San Francisco, CA 94114
Date of Grant:	3-Feb-09
Amount of Grant:	\$15,000.
Purpose of grant	Change.org will research and identify the lessons learned form the Ideas for Change in America competition.
Amount Expended:	\$15,000.
Reports	May 19, 2010
Diversions	To the knowledge of the Case Foundation, no funds were diverted to any other activity other than the activity for which the grant was originally made
Verification	The Case Foundation has no reason to doubt the accuracy or reliability of the report from the grantee, therefore, no independent verification was performed.

The Stephen Case Foundation  
 EIN: 54-1848791  
 Depreciation Schedule  
 December 31, 2009

Description	Date Place In Service	Life	Cost	Beginning Accumulated Depreciation	Current Year Depreciation	Ending Accumulated Depreciation
Furniture & Fixtures	01/01/02	7	24,926	24,926	0	24,926
Equipment	12/31/01	5	124,527	109,687	7,093	116,780
Partial Disposal			(2,244)	(1,646)		(1,646)
<i>Subtotal</i>			<u>122,283</u>	<u>108,041</u>	<u>7,093</u>	<u>115,134</u>
Office Equipment	07/31/07	5	2,125	602	425	1,027
Office Equip - CDW	08/28/07	5	1,516	404	303	708
Office Equip - Dell Marketing LP	08/30/07	5	1,913	510	383	893
Office Equip - Dell Marketing LP	09/30/07	5	2,258	564	452	1,016
Office Equip - RHG	01/03/08	5	2,000	400	400	800
Office Equip - Dell Marketing LP	01/22/08	5	3,441	631	688	1,319
Office Equip - Dell Marketing LP	02/12/08	5	1,617	296	323	620
Office Equip - Dell Marketing LP	03/11/08	5	1,656	276	331	607
Office Equip - CDW	04/01/08	5	2,388	358	478	836
Office Equip - PC Connection	04/16/08	5	1,472	221	294	515
Office Equip - Dell Marketing LP	06/03/08	5	2,104	246	421	666
Office Equip - Dell Marketing LP	07/01/08	5	1,353	135	271	406
Office Equip	07/02/08	5	2,342	234	468	703
Office Equip - Dell Marketing LP	07/08/08	5	2,031	203	406	609
Office Equip - Dell Marketing LP	07/08/08	5	1,656	166	331	497
Office Equip - Dell Marketing LP	07/15/08	5	2,031	203	406	609
Office Equip	09/18/08	5	4,354	218	871	1,088
Office Equip - Dell Marketing LP	10/02/08	5	2,149	107	430	537
<i>Subtotal</i>			<u>160,688</u>	<u>113,816</u>	<u>14,774</u>	<u>128,590</u>
Telephone System	09/04/08	3	877	97	292	389
Telephone System	10/06/08	3	748	62	249	311
<i>Subtotal</i>			<u>1,625</u>	<u>159</u>	<u>542</u>	<u>701</u>
<b>Total</b>			<u><u>187,239</u></u>	<u><u>138,901</u></u>	<u><u>15,316</u></u>	<u><u>154,217</u></u>

The Stephen Case Foundation  
EIN: 54-1848791  
Amortization Schedule  
December 31, 2009

Description	Date Place In Service	Life	Cost	Beginning Accumulated Amortization	Current Year Amortization	Ending Accumulated Amortization
Domain Name	03/04/09	15	5,163	0	287	287
<b>Total</b>			<b>5,163</b>	<b>0</b>	<b>287</b>	<b>287</b>