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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation****2009**Department of the Treasury  
Internal Revenue Service

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

**For calendar year 2009, or tax year beginning , 2009, and ending**

**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. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>GEORGE SHINN FOUNDATION, INC.</b>		<b>A</b> Employer identification number <b>56-1083525</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>P.O. BOX 56989</b>		<b>B</b> Telephone number (see the instructions) <b>(504) 593-4882</b>
	City or town State ZIP code <b>NEW ORLEANS LA 70156-6989</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
			<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ <b>1,138,122.</b>		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc. received (att sch)	535,777.			
	<b>2</b> Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
	<b>3</b> Interest on savings and temporary cash investments	8.	8.	8.	
	<b>4</b> Dividends and interest from securities				
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain/(loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)				
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit/(loss) (att sch)					
<b>11</b> Other income (attach schedule)					
	<b>12 Total.</b> Add lines 1 through 11	535,785.	8.	8.	
<b>ADMINISTRATIVE EXPENSES AND OPERATING</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)	335.			335.
	<b>b</b> Accounting fees (attach sch)				
	<b>c</b> Other prof fees (attach sch)	10,000.			10,000.
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule)(see instr.)				
	<b>19</b> Depreciation (attach sch) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) See Line 23 Stmt	6,056.			6,056.	
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	16,391.			16,391.	
<b>25</b> Contributions, gifts, grants paid	186,219.			186,219.	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	202,610.			202,610.	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>	333,175.				
<b>b Net investment income</b> (if negative, enter -0-)		8.			
<b>c Adjusted net income</b> (if negative, enter -0-)			8.		

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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		790,160.	1,039,101.	1,039,101.
	2	Savings and temporary cash investments		7,165.	0.	0.
	3	Accounts receivable	99,021.			
		Less: allowance for doubtful accounts			99,021.	99,021.
	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 the instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)				
	c	Investments – corporate bonds (attach schedule)				
	LIABILITIES	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				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe )				
16		<b>Total assets</b> (to be completed by all filers – see instructions. Also, see page 1, item I)		797,325.	1,138,122.	1,138,122.
17		Accounts payable and accrued expenses		666.	8,288.	
18		Grants payable		7,151.	6,123.	
19	Deferred revenue					
20	Loans from officers, directors, trustees, & other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe )					
23	<b>Total liabilities</b> (add lines 17 through 22)		7,817.	14,411.		
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	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		789,508.	1,123,711.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b> (see the instructions)		789,508.	1,123,711.	
	31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)		797,325.	1,138,122.	

## 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	789,508.
2	Enter amount from Part I, line 27a	2	333,175.
3	Other increases not included in line 2 (itemize) <u>To adjust scholarships to actual</u>	3	1,028.
4	Add lines 1, 2, and 3	4	1,123,711.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,123,711.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a				
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0-            in Part I, line 8         </div>		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 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 (column (b) divided by column (c))
2008	120,000.	191,016.	0.628220
2007	4,395.	40,405.	0.108774
2006	1,019.	44,200.	0.023054
2005	18,588.	51,717.	0.359418
2004	8,979.	52,515.	0.170980

2 Total of line 1, column (d)	2	1.290446
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.258089
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	882,490.
5 Multiply line 4 by line 3	5	227,761.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	227,761.
8 Enter qualifying distributions from Part XII, line 4	8	202,610.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
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	0.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations – tax withheld at source	6b		
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		0.
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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11		
	Refunded		

**Part VII-A Statements Regarding Activities**

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

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13		X
14	The books are in care of <u>N.O. Hornets</u> Telephone no. <u>(504) 593-4882</u> Located at <u>1250 POYDRAS STREET, 19TH FLOOR, NEW ORLEANS, LA</u> ZIP + 4 <u>70113</u>			
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 <u>15</u>			

**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
<b>1 a</b> 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 type="checkbox"/> Yes <input checked="" 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? <b>Exception.</b> 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>b</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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
<b>c</b> 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?	1 c	X
<b>2</b> 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))		
<b>a</b> 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</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 the instructions )	2 b	X
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3 a</b> 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>b</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 )	3 b	
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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?	4 b	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 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 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 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
George Shinn 1250 Poydras St., 19th Floor New Orleans LA 70113	Vice-President/Director	0.	0.	0.
Denise Shinn 1250 Poydras St., 19th Floor New Orleans LA 70113	Director/President	0.	0.	0.
Susan Shinn 1250 Poydras St., 19th Floor New Orleans LA 70113	Director	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1 see 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				
0				
0				
0				
0				

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

None

**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 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	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3	

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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>
<b>b</b> Average of monthly cash balances	<b>1b</b> 895,929.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b> 895,929.
<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>
<b>3</b> Subtract line 2 from line 1d	<b>3</b> 895,929.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b> 13,439.
<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> 882,490.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b> 44,125.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b> 44,125.
<b>2a</b> Tax on investment income for 2009 from Part VI, line 5	<b>2a</b> 0.
<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> 0.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 44,125.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>
<b>5</b> Add lines 3 and 4	<b>5</b> 44,125.
<b>6</b> Deduction from distributable amount (see 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> 44,125.

**Part XII Qualifying Distributions** (see 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> 202,610.
<b>b</b> Program-related investments— total from Part IX-B	<b>1b</b>
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>
<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>
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>
<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> 202,610.
<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 instructions)	<b>5</b> 0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b> 202,610.

**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.

BAA

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				44,125.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years 20 __, 20 __, 20 __				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	3,849.			
<b>b</b> From 2005	16,008.			
<b>c</b> From 2006	0.			
<b>d</b> From 2007	1,200.			
<b>e</b> From 2008	120,003.			
<b>f</b> Total of lines 3a through e	141,060.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 202,610.				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2009 distributable amount				40,276.
<b>e</b> Remaining amount distributed out of corpus	162,334.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	3,849.			3,849.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	299,545.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	299,545.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	16,008.			
<b>b</b> Excess from 2006	0.			
<b>c</b> Excess from 2007	1,200.			
<b>d</b> Excess from 2008	120,003.			
<b>e</b> Excess from 2009	162,334.			

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see instructions and Part VII-A, question 9)
-----------------	--

N/A

- 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(i)(5)

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

[illegible]

<b>Part XV</b>	<b>Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)</b>
----------------	--

### 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).)

- 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

**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 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:

GEORGE SHINN

1250 POYDRAS STREET, 19TH FLOOR

NEW ORLEANS

LA

70113

(504) 593-4882

- b The form in which applications should be submitted and information and materials they should include IN LETTER FORM OUTLINING AMOUNT AND BASIS OF REQUEST.**

- 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**

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
<b>a Paid during the year</b>				
Various vendors for annual fundraising event	None	N/A	For annual Top Hats Gala Fundraiser.	60,401.
Various vendors for the annual ticket program	None	N/A	For annual ticket program for kids.	20,216.
Rasual Butler 1463 SW 161st Ave. Pembroke Pines FL 33027	None	N/A	For Summer Hoops Clinics for children	18,000.
St. Michael Special School 1522 Chippewa Street New Orleans LA 70130	None	N/A	For programs school has in place.	10,000.
Mr. Mudbug, Inc. 131 23rd Street Kenner LA 70062	None	N/A	Catering for Senior Christmas Luncheon	11,500.
Various vendors for education events	None	N/A	Various education programs Run/Read/Leap Achieve, Leadership Summit, etc.	19,345.
K.R. & Sons Construction 4485 St. Roch Avenue New Orleans LA 70122	None	N/A	Refurbish Hardin basketball court and repair at Crescent House	42,504.
Grundmann's Athletic Co. 3018 Galleria Drive Metairie LA 70001	None	N/A	New basketball backboards & goals at Clay Playground	1,800.
Ed Smith's Stencil Works 4227 Bienville Street New Orleans LA 70119	None	N/A	Basketball court stencils for Hardin, Demon Deacon Court	1,853.
John Alario Event Center 2900 Segnette Blvd. Westwego LA 70094	None	N/A	Facility fee for annual Senior Christmas Luncheon	600.
<b>Total</b>			<b>3a</b>	<b>186,219.</b>
<b>b Approved for future payment</b>				
SEE ATTACHED			SCHOLARSHIP	6,123.
<b>Total</b>			<b>3b</b>	<b>6,123.</b>

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

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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					8.
4	Dividends and interest from securities					
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					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					8.
13	Total. Add line 12, columns (b), (d), and (e)				13	8.

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]



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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

**2009**

**Name of the organization**

GEORGE SHINN FOUNDATION, INC.

**Employer identification number**

56-1083525

**Organization type** (check one)

**Filers of:**

Form 990 or 990-EZ

**Section:**

- ☐ 501(c)(\_\_\_\_) (enter number) organization  
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation  
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation  
☐ 501(c)(3) taxable private foundation

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

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

**General Rule —**

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

**Special Rules —**

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

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

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

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

Name of organization

Employer identification number

GEORGE SHINN FOUNDATION, INC.

56-1083525

**Part I** Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Chevron P.O. Box 9034 Concord CA 94524	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	Clean Tank LLC P.O. Box 310 Galliano LA 70354	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	David & Leslie West 9306 Tabriz Pt. Raleigh NC 27614	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	G Girl LLC 3407 Lapalco Blvd, #D-3 Harvey LA 70058	\$ 16,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	Hyslop Shannon Foundation 1100 Poydras St., Suite 2100 New Orleans LA 70163	\$ 38,825.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	Jay Midi, Inc. 50 Pinehurst Drive New Orleans LA 70131	\$ 15,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

GEORGE SHINN FOUNDATION, INC.

56-1083525

**Part I** Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	Richard Farrell 4354 St. Charles Avenue New Orleans LA 70115	\$ 27,850.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	The Lupin Foundation 234 Metairie Road Metairie LA 70005	\$ 8,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	The Winston-Salem Foundation 860 West Fifth Street Winston Salem NC 27101	\$ 36,489.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	Tyson & Kimberly Chandler 21731 Ventura Blvd, Suite 300 Woodland Hills CA 91364	\$ 9,980.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	New Orleans Hornets NBA LP 1250 Poydras Street, 19th Floor New Orleans LA 70113	\$ 56,226.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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**Additional Information**

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PART VII-A: QUESTION 2

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The George Shinn Foundation hosts the Top Hats and High Tops fundraising gala to raise funds to support the Foundation's community efforts.

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank fees	15.			15.
Office supplies	69.			69.
Merchant services fees	4,252.			4,252.
Software	1,620.			1,620.
Sec. of state fee	100.			100.
Total	6,056.			6,056.

Form 990-PF, Page 6, Part VIII, Line 1

**Information about Officers, Directors, Trustees, Etc.**

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Chris Shinn 1250 Poydras St., 19th Floor New Orleans LA 70113	Director	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Chad Shinn 1250 Poydras St., 19th Floor New Orleans LA 70113	Director	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Hugh Weber 1250 Poydras St., 19th Floor New Orleans LA 70113	Director/Secretar	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Harold Bouillion 3645 N. Hullen St. Metairie LA 70002	Director/Treasure	0.	0.	0.

Total

0.    0.    0.

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**George Shinn Foundation****Scholarship Summary 12/31/09****Form 990PF, Part XV, Line 3b, Approved for Future Payment:**

<b>Name</b>	<b>Relationship to Foundation</b>	<b>Foundation Status</b>	<b>Purpose of Grant</b>	<b>Amount</b>
Dahlgren, Kari	None	N/A	Scholarship	508.95
Poplin, Megan	None	N/A	Scholarship	508.95
Young, LeeAnna	None	N/A	Scholarship	508.95
Stephan Kijewski	None	N/A	Scholarship	96.00
Jasdeep Dhalwal	None	N/A	Scholarship	500.00
Dyan Gaston	None	N/A	Scholarship	500.00
Brian Prince	None	N/A	Scholarship	500.00
Emily Callahan	None	N/A	Scholarship	500.00
Joy Newsome	None	N/A	Scholarship	500.00
Seini Iwalani Tonga	None	N/A	Scholarship	500.00
William Connelly	None	N/A	Scholarship	500.00
April Huntley	None	N/A	Scholarship	500.00
Michael Daniel	None	N/A	Scholarship	500.00
				<b>6,122.85</b>

**WRITTEN CONSENT OF THE  
OF THE MEMBERS OF THE BOARD OF DIRECTORS  
GEORGE SHINN FOUNDATION, INC. TO THE BY-LAWS**

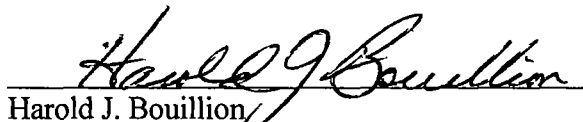
Pursuant to the Motion made and adopted by the Board of Directors of the George Shinn Foundation, Inc. at its meeting of June 2, 2009, the By-Laws proposed and discussed at that meeting have been submitted to the Members of the Board for their unanimous written consent. Considering the foregoing, the Members of the Board hereby consent in writing to the following Resolution:

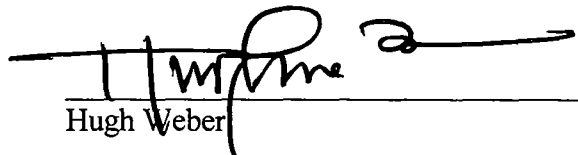
**RESOLVED**

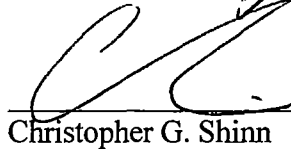
That the By-Laws of the George Shinn Foundation presented to the Board for discussion and discussed by the Board of Directors at the meeting of the Board on June 2, 2009 be, and hereby are adopted as the By-Laws of the George Shinn Foundation, effective on the date and in the manner therein provided. The unanimous consent of the Board is evidenced by the signature of each Director of the Foundation.

  
George I. Shinn


  
Denise Shinn

  
Harold J. Bouillion

  
Hugh Weber

  
Christopher G. Shinn

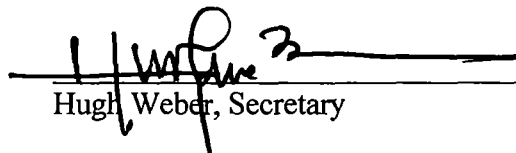
  
Chad A. Shinn

  
Susan C. Shinn

**Certificate**

I, Hugh Weber, Secretary of George Shinn Foundation, Inc, do certify the above and foregoing to be a true and correct copy of the unanimous written consent of the Board of Directors of the George Shinn Foundation.

Executed on this 1<sup>st</sup> day of October, 2009.

  
Hugh Weber, Secretary

## **By-Laws**

### **The George Shinn Foundation, Inc.**

#### **ARTICLE I**

**Section 1.**     Name: The name of the corporation (hereinafter referred to as the "Foundation") is: The George Shinn Foundation, Inc.

**Section 2.**     Purpose: The purposes of the Foundation are to receive and maintain a fund or funds of real or personal property, or both and subject to the limitations set forth in the Articles of Incorporation, to use and apply principal and income of such funds exclusively dedicated to improving individual's lives through community initiatives which promote families, education, health and spiritual wellness while advocating volunteer participation.

**Section 3.**     Office: The principal office of the Foundation is 1250 Poydras Street, 19<sup>th</sup> Floor, New Orleans, Louisiana 70113

**Section 4.**     Fiscal Year. The fiscal year of the Foundation shall be from January 1 to December 31, unless otherwise determined by resolution of the Board of Directors.

**Section 5.**     Approval. These By-Laws must be approved by unanimous written consent of the Members of the Board of Directors as constituted on June 1, 2009 and shall be effective as of that date. These By-Laws shall be deemed to amend, supersede and restate any other By-Laws of the Foundation.

## **ARTICLE II**

**Section 1.**     Duties: The direction and management of the affairs, property and funds of the Foundation shall be vested in the Board of Directors. The number of directors on the Board shall be the number elected at the last meeting of the year of the Board, but at no time less than three nor more than fifteen. The Board of Directors shall have the right, power and authority to exercise all powers and do all acts and things that may be exercised or done by the Foundation as a non profit corporation organized under the laws of Louisiana, but subject nevertheless, to the laws of the State of Louisiana, to the provisions of the Articles of Incorporation and these Bylaws.

**Section 2.**     Term: The directors of the Foundation as of June 1, 2009 shall serve until December 31, 2010 and thereafter all directors named pursuant to the provisions of these bylaws shall hold office for a term of one year, commencing January 1 of that year, or until their successors are elected.

**Section 3.**     Vacancies: Vacancies in the Board of Directors, whether caused by death, resignation or any reason other than an increase in the number of directors may, subject to any restrictions contained in the Articles of Incorporation of the Foundation, be filled by the majority vote of the remaining directors. Any vacancies created by an increase in the number of directors shall be filled by the majority vote of the directors.

**Section 4.**     Informal Action by Directors: The Board of Directors may act without a meeting if a written consent stating the action taken, is signed by all directors and posted by the Secretary in the Foundation's corporate minute book.

## ARTICLE III

### Meeting of Directors

**Section 1.**     Meetings: The Board of Directors shall hold meetings at the time and place determined by the officers on the first Tuesday of the first month of each quarter of the calendar year. Notices shall be given by email to the email address of each director at least ten days prior to the meeting unless such notice is waived in writing by the directors. Directors may attend such meetings of the Board, including regular, annual and special meetings by telephone and shall be counted as present and forming a quorum for any such meeting.

**Section 2.**     Annual Meeting: The Board of Directors shall hold an annual meeting at the time and place determined by the officers on the first Tuesday in each January of each year. Notice shall be given by email to the email address of each director at least ten days prior to the meeting, unless such notice is waived in writing by the directors.

**Section 3.**     Regular and Special Meetings, Quorum, Notice: The Board of Directors may hold regular and special meetings at such times and places as they may determine by majority vote of the directors and may transact business pertaining to the Foundation. A majority of the number of Board of Directors shall constitute a quorum for the transaction of business at any regular or special meeting. The directors present at any such meeting, though less than quorum, may adjourn the meeting from time to time, and such meeting may be held on a subsequent date without further notice, provided a quorum is present at such deferred meeting. Except where provided in these By-Laws that a majority of directors must consent, any action taken or authorized by vote of a majority of the directors present at any duly called and convened meeting at which a quorum is present shall have the same force and effect as if all the directors had been present and had taken or authorized such action.



## **ARTICLE IV**

### **Executive Committee**

**Section 1.**     **Executive Committee:** There may be an Executive Committee of two or more directors designated by resolution passed by a majority of the Board of Directors. The act of a majority of the Executive Committee shall be the act of the Executive Committee. Such committee may hold regularly scheduled meetings with or without notice and may hold special meetings at the direction of a majority of the members or the committee by giving twenty-four (24) hours notice to all members of the Executive Committee. During the intervals between meetings of the Board of Directors or by law, the Executive Committee shall have and may exercise the powers of the Board in the management of the affairs of the Foundation.

**Section 2.**     **Vacancies:** Vacancies in the membership of the Executive Committee shall be filled by majority vote of the Board of Directors at any regular or special meeting of the Board.

**Section 3.**     **Minutes:** The Executive Committee shall keep regular minutes of its proceedings and shall report the same to the Board of Directors at their quarterly meetings or at such other times as required by the Board of Directors.

**Section 4.**     **Responsibility of Directors:** The designation of an Executive Committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any member thereof of any responsibility or liability imposed upon it or him by law. If action taken by the Executive Committee is not thereafter formally considered by the Board, a director may dissent from such action by filing his written objection with the Secretary with reasonable promptness after learning of such action.

## **ARTICLE V**

### **Officers**

**Section 1.     Officers of the Foundation:** The officers of the Foundation shall consist of a President, a Vice-President, a Secretary and a Treasurer, and other officers as the Board of Directors may from time to time elect, and who shall hold their offices until their successors are elected. Officers shall be elected at the first meeting of the Board of Directors in January. The offices of President and Secretary may not be held by the same person. The Board of Directors, by majority vote of its members, may in its discretion compensate any officer of the Foundation for services rendered in connection with the conduct of the affairs of the Foundation in such amount as the majority of the members of the Board of Directors shall deem reasonable.

**Section 2.     Other Officers:** The Board of Directors may appoint such other officers and agents who may reside and/or act anywhere in the world. Such appointees need not be directors and shall hold their offices for such term or terms and shall exercise such powers and perform such duties and receive such compensation for their services as shall be determined by the Board of Directors.

**Section 3.     Removal:** Any officer or agent appointed or elected by the directors may be removed at anytime by majority vote of the Board of Directors whenever in its judgment the best interests of the Foundation will be served thereby.

**Section 4.     Vacancies:** A vacancy in any office by reason of death, resignation, removal, or otherwise may be filled by majority vote of the Board of Directors for the unexpired portion of the term.

## **ARTICLE VI**

### **Powers and Duties of Officers**

**Section 1.   President:** The President shall be 1) the Chief Executive Officer of the Foundation 2) shall prepare the agenda and preside at all meetings of the Board of Directors: 3) shall have general supervision, direction and active management of the business and affairs of the Foundation; 4) shall see all orders or resolutions of the board of Directors are carried into effect; 5) shall execute all contracts, deeds, and other instruments in writing authorized by the Board of Directors; and 6) shall have general powers of supervision and management usually vested in the office of the President of nonprofit corporation under the laws of Louisiana.

**Section 2.   Vice-President:** During the absence or disability of the President, the Vice President shall exercise all functions of the President and shall have such other authority as may be delegated by the President or the Board of Directors.

**Section 3.   Secretary:** The Secretary shall keep the records of the Foundation and the minutes of all meetings of the Board of Directors. The Secretary shall have charge of all such additional books papers as the Board of Directors may direct and shall in general perform all such duties as are incidental to the office of a Secretary of a nonprofit corporation under the laws of Louisiana.

**Section 4.   Treasurer:** The Treasurer shall have the custody of all of the funds and property of the Foundation, shall take such steps as may be necessary to collect monies due the Foundation, all checks, notes or other obligations and evidences of the payment of money payable to the Foundation, and shall deposit the funds arising there from, together with all other funds of the Foundation coming into his possession, in such banks as may be selected as the depositories of the Foundation, or properly care for them in such a manner a the Board of Directors may direct. Whenever required to do so by the Board of Directors or by the President, the Tresurer shall exhibit a complete and true statement of his cash account and of the securities and other property in his possession, custody and control. The Treasurer shall enter regularly in the books belonging to the Foundation an accurate account of all money received and paid by

him on account of the Foundation together with all other business transactions and shall, generally, perform all duties which are incident to the office of Treasurer of a non profit corporation under the laws of Louisiana.

## ARTICLE VII

### Amendments

Amendments of these Bylaws may be made only by 2/3s vote of the members of the Board of Directors.

**AMENDED ARTICLES OF INCORPORATION  
OF  
GEORGE SHINN FOUNDATION, INC.**

Pursuant to §55A-10-05 of the General Statutes of North Carolina, the undersigned non-profit corporation hereby submits the following Articles of Amendment for the purposes of amending its Articles of Incorporation. The name of the corporation is George Shinn Foundation, Inc. (hereinafter, referred to as the “**Corporation**”), a non-profit corporation incorporated under the laws of the State of North Carolina on the 28<sup>th</sup> day of December 1973, represented herein by its duly-authorized Board of Directors.

These Amended and Restated Articles of Incorporation accurately copy the Articles of Incorporation and all amendments thereto in effect at the date of this Amendment and Restatement without substantive change except as made by any new amendment contained herein. Each amendment has been effected in accordance with law. Pursuant to a unanimous vote of the Members and the Board of Directors of the Corporation on January 8, 2008, in accordance with the By-Laws of the Corporation, the Corporation hereby completely amends its Articles of Incorporation as follows:

**ARTICLE I.  
NAME**

The name of this Corporation is the GEORGE SHINN FOUNDATION, INC.

**ARTICLE II.  
DURATION**

This Corporation shall enjoy perpetual existence.

**ARTICLE III.  
DOMICILE**

The domicile of this Corporation is Raleigh, North Carolina, and the name and municipal address of its registered agent is:

CT Corporation System  
225 Hillsborough Street  
Raleigh, North Carolina 27603

**ARTICLE IV.  
POWERS AND PURPOSES**

A. The Corporation shall possess generally all of the powers, rights, privileges, capacities and immunities of a nonprofit corporation organized under the laws of the State of North Carolina, subject to any limitations imposed by the provisions of the Internal Revenue Code of 1986, as amended (the “Code”) on the Corporation as an organization described in Section 501(c)(3) of the Code that qualifies as exempt from federal income taxation under Section 501(a) of the Code, or as an organization contributions to which are deductible under Section 170(a)(1) of the Code by virtue of being charitable contributions as defined in Section 170(c)(2) of the Code.

B. The Corporation is organized and shall be operated exclusively as a nonprofit corporation for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Code, and for the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

C. Within the limits established by the preceding Paragraphs of this Article, the purpose of the Corporation is to engage in any lawful activity for which corporations may be formed under the North Carolina Nonprofit Corporation Law.

**ARTICLE V.  
TAX EXEMPTION**

A. The Corporation is a nonprofit corporation as defined in Chapter 55A of the General Statutes of North Carolina and the amendments thereto. No part of the net earnings or other assets of the Corporation shall inure to the benefit of or be distributable to the incorporators, members, Directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Corporation's exempt purposes set forth in Article IV hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with § 501(h) of the Internal Revenue Code), and the Corporation shall not participate or intervene in (including the publishing or distributing of any statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. The Corporation shall not carry on any activities not permitted to be carried on (1) by an organization that is exempt from federal income taxation under Section 501(a) and described in Section 501(c)(3) of the Code or the corresponding provisions of any future United States Internal Revenue laws, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provisions of any future United States Internal Revenue laws.

D. All actions taken by the Corporation shall implement the objectives and purposes hereof and conform with applicable laws and regulations providing tax exempt status.

E. Anything to the contrary herein notwithstanding, the Corporation and the Directors shall not engage, participate or intervene in any activity or transaction that will cause the Corporation to lose its status as a tax-exempt organization under the provisions of Section 501(a) of the Code or corresponding provisions of any successor federal tax laws; and the use, directly or indirectly, of any part of the Corporation's assets in any such activity or transaction is hereby expressly prohibited. Furthermore, no loans shall be made by the Corporation to the directors or officers of the Corporation.

F. In the event of dissolution of the Corporation, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt organizations described in Sections 501(c)(3) and 170(c)(2) of the Code, or to the federal, state, or local government exclusively for public purposes.

G. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization that is exempt from federal income taxation under Section 501(c)(3) of the Code or the corresponding provisions of any future United States Internal Revenue laws.

## **ARTICLE VI. MEMBERS**

A. The Corporation is organized on a non-stock basis.

B. The Corporation shall have one class of membership, voting membership, and all members shall have the same rights and privileges.

C. Membership may be extended or terminated as provided in the By-Laws of the Corporation; provided, however, that at all times the Corporation shall have no fewer than five (5) members and no more than fifteen (15) members and provided further than there always shall be an odd number of members. The initial members are:



- (1) George I. Shinn;
- (2) Denise Shinn;
- (3) Harold J. Bouillion;
- (4) Hugh Weber;
- (5) Christopher G. Shinn;
- (6) Chad A. Shinn; and
- (7) Susan C. Shinn.

D. Members shall have the right and power to vote in person or by proxy on all matters for which a vote of the membership is required or permitted by statute, these Articles of Incorporation, or the By-Laws of the Corporation.

E. Membership shall be for life, unless the member resigns or is removed as provided in the By-Laws of the Corporation.

F. If there is a vacancy in the membership, the acting members shall elect by a majority vote a natural person to fill the vacancy. If there are no other acting members, the Directors of the Corporation shall elect by a majority vote a natural person to fill the vacancy.

G. No dues shall be required as a qualification for membership in the Corporation.

H. Members shall not have preemptive rights.

I. Membership in the Corporation is not transferable or heritable.

## **ARTICLE VII. DIRECTORS**

A. The corporate powers and management of the Corporation shall be vested in and exercised by a Board of Directors consisting of the individual or individuals who are elected by the membership of the Corporation from time to time. The Board of Directors shall consist of no fewer than five (5) nor more than twenty-five (25) Directors. At all times there shall be an odd

number of Directors. The Directors of the Corporation need not also be members of the Corporation. The names and addresses of the initial Directors of the Corporation are:

- (1) George I. Shinn  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113
- (2) Denise Shinn  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113
- (3) Harold J. Bouillion  
3645 N. Hullen Street  
Metairie, Louisiana 70002
- (4) Hugh Weber  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113
- (5) Christopher G. Shinn  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113
- (6) Chad A. Shinn  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113
- (7) Susan C. Shinn  
1250 Poydras Street, 19<sup>th</sup> Floor  
New Orleans, LA 70113

The number of Directors may be increased only by the affirmative vote of a majority of the total voting power of the membership.

B. The initial Directors shall hold office for a period as set forth in the By-Laws.

C. The Board of Directors is vested with the broadest permissible authority and discretion in connection with the administration of funds or other assets for the objectives and purposes of the Corporation; provided, however, that the Directors shall exercise their authority in a manner consistent with the exempt purposes of the Corporation. The Board of Directors may authorize the Corporation to borrow money, purchase immovable property, or sell, lease,

encumber or otherwise alienate any of its immovable property, without the necessity of a resolution or other action of the voting members approving such action.

D. The Board of Directors, by the affirmative vote of a majority of the full Board, may make, alter and amend By-Laws, rules and regulations for the government of the affairs of the Corporation, as the Board may deem proper and that are not inconsistent with the provisions of these Articles of Incorporation, except that the charitable purposes of the Corporation and the limitations of the Code must be recognized at all times.

E. A Director absent from a meeting of the Board of Directors may be represented by any other Director, who may cast the vote of the absent Director according to his or her written instructions, general or special, and the Board of Directors may exercise authority pursuant to a written consent executed by a majority of the Directors filed in the records of the Corporation.

F. To the fullest extent permitted by applicable law, no Director or officer shall be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a Director or officer, provided that this Article does not eliminate or limit the liability of a Director or officer (1) for any breach of the Director's or officer's duty of loyalty to the Corporation or its members; (2) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law; or (3) for any transaction from which the Director or officer derived an improper personal benefit.

## **ARTICLE VIII. OFFICERS**

The officers of this Corporation shall consist of a president, vice-president, a secretary, a treasurer, and any other officers that the Board from time to time may appoint. The officers of the Corporation shall be elected by and hold office at the pleasure of the Board of

Directors and shall serve until death, resignation, or removal by the Board of Directors. The incorporators designate the following officers to serve until the next annual or special meeting of the members:

Denise Shinn -- President

George I. Shinn -- Vice-President

Hugh Weber -- Secretary

Harold J. Bouillion -- Treasurer

#### **ARTICLE IX. REGISTERED AGENT**

The full name and municipal address of the Corporation's registered agent is:

CT Corporation System  
225 Hillsborough Street  
Raleigh, North Carolina 27603

#### **ARTICLE X. CONTRIBUTIONS**

Contributions made from time to time to the Corporation for its use may be used directly to carry out the objectives and purposes of the Corporation, or, in the discretion of the Board of Directors, may be invested so that the revenues therefrom may be used to carry out the objectives and purposes of the Corporation.

#### **ARTICLE XI. LIMITED LIABILITY**

No member, Director, or officer of the Corporation shall be held financially liable or responsible for any obligation of the Corporation, nor shall any mere informality in organization render these Articles of Incorporation null or expose the members, Directors, or officers to any liability.

## **ARTICLE XII. LIMITED LIABILITY**

Subject to the provisions of Article V of these Articles of Incorporation, the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any action, suit, or proceeding, whether civil, criminal, administrative, or investigative (including, but not limited to, any action by or in the right of the Corporation) by reason of the fact that he or she is or was a Director, officer, employee, or agent of the Corporation, or is or was serving at the request of the corporation as a Director, officer, employee, or agent of another business, foreign, or nonprofit corporation, partnership, joint venture, or other entity or enterprise, to the fullest extent permitted by any applicable provision of law. This right shall be a contract right and shall include the right to be paid by the Corporation expenses incurred in defending any proceeding in advance of its final disposition to the maximum extent permitted under the North Carolina Nonprofit Corporation Law, as the same exists or may hereafter be amended. If a claim for indemnification or advancement of expenses hereunder is not paid in full by the Corporation within ninety (90) days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim, and if successful in whole or in part, the claimant shall be entitled to be paid also the expenses of prosecuting the claim. It shall be a defense to any action that the indemnification or advancement of costs of defense are not permitted under the North Carolina Nonprofit Corporation Law, but the burden of proving this defense shall be on the Corporation. Neither the failure of the Corporation (including its Board of Directors or any committee thereof, or special legal counsel, if any) to have made its determination prior to the commencement of the action that indemnification of, or advancement of costs of defense to, the claimant is permissible in the circumstances nor an actual determination by the Corporation

(including its Board of Directors or any committee thereof, or special legal counsel, if any) that indemnification or advancement is not permissible shall be a defense to the action or create a presumption that indemnification or advancement is not permissible. In the event of the death of any person having a right to indemnification under the foregoing provisions, that right shall inure to the benefit of his heirs, executors, administrators, and personal representatives. The rights conferred above shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, by-law, board resolution, agreement or otherwise. The grant of mandatory indemnification to any person pursuant to this Article shall extend to proceedings involving the negligence of these persons. The Corporation may additionally indemnify any person covered by the grant of mandatory indemnification contained above to the further extent as is permitted by law and may indemnify any other person to the fullest extent permitted by law. Notwithstanding the foregoing, no person shall be indemnified pursuant to the provisions of this Article in relation to any tax asserted against that person under Chapter 42 of the Code.

### **ARTICLE XIII. DISSOLUTION**

Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue laws, or shall be distributed to the federal, state or local government exclusively for public purposes, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for public purposes.

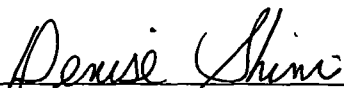
**ARTICLE XIV.  
AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of not less than a majority of the total voting power of the membership, at any annual or special meeting, the notice of which sets forth the proposed amendment or a summary of the changes to be made thereby.

**ARTICLE XV.  
SEVERABILITY**

Each provision of these Articles of Incorporation shall be severable from all other provisions. If a provision of this instrument shall be determined to be invalid or ineffective for any reason, that determination shall not invalidate the remaining provisions, each of which shall continue in full force and effect.

( **IN WITNESS WHEREOF**, the duly-authorized President of the Corporation, Denise Shinn, has signed and acknowledged these Amended Articles of Incorporation on this 8<sup>th</sup> day of January, 2008.

  
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Denise Shinn, President