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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning , 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 Patterson Barclay Memorial Foundation, Inc.		A Employer identification number 58-0904580
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 839-1754
	c/o Foundation Source, 501 Silverside Road		
	City or town, state, and ZIP code Wilmington DE 19809-1377		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 10,419,298		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	312,892	312,892		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-643,380			
	b Gross sales price for all assets on line 6a 1,108,324				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-330,488	312,892			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	81,639			81,639
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	16,887			16,887
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	87,886	87,886		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	4,500			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	1,617			1,617
	21 Travel, conferences, and meetings	2,940			2,940
	22 Printing and publications				
	23 Other expenses (attach schedule)	40,515	515		40,000
	24 Total operating and administrative expenses. Add lines 13 through 23	235,984	88,401		143,083
	25 Contributions, gifts, grants paid	375,000			375,000
26 Total expenses and disbursements. Add lines 24 and 25	610,984	88,401		518,083	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-941,472				
b Net investment income (if negative, enter -0-)		224,491			
c Adjusted net income (if negative, enter -0-)					

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

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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	1,629,502	1,823,865	1,823,865
	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 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	9,795,084	8,659,249	8,595,433
	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 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,424,586	10,483,114	10,419,298
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	24 Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	25 Unrestricted			
	26 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	11,424,586	10,483,114	
	30 Total net assets or fund balances (see page 17 of the instructions)	11,424,586	10,483,114	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	11,424,586	10,483,114	

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	11,424,586
2 Enter amount from Part I, line 27a	2	-941,472
3 Other increases not included in line 2 (itemize)	3	0
4 Add lines 1, 2, and 3	4	10,483,114
5 Decreases not included in line 2 (itemize)	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,483,114

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 Publicly-traded Securities		P	Various	Various
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 1,108,324		1,751,704	-643,380	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-643,380	
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	267,089	11,281,968	0.023674
2007	401,937	13,102,155	0.030677
2006	591,800	11,967,557	0.049450
2005	578,859	11,442,352	0.050589
2004	533,500	10,940,874	0.048762
2 Total of line 1, column (d)			2 0.203152
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 0.040630
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 9,270,036
5 Multiply line 4 by line 3			5 376,642
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,245
7 Add lines 5 and 6			7 378,887
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 518,083

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

1 a Exempt operating foundations described in section 4940(d)(2). check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	2,245
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	0
3 Add lines 1 and 2		3	2,245
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,245
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 4,743		
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	4,743	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0	
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	2,498	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 2,498 Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. \$ (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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address				
14	The books are in care of	c/o Foundation Source	Telephone no	(800) 839-1754
	Located at	501 Silverside Road, Suite 123, Wilmington, DE	ZIP+4	19809-1377
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year		☐	15

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

5b N/A

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**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
SEE ATTACHMENT		81,639	10,641	

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Oppenheimer & Co. Inc., 125 Broad Street, New York, NY 10004	Investment Management	87,886

Total number of others receiving over \$50,000 for professional services

**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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3



0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	7,901,626
b	Average of monthly cash balances	1b	1,509,578
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	9,411,204
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,411,204
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	141,168
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,270,036
6	Minimum investment return. Enter 5% of line 5	6	463,502

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	463,502
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,245
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,245
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	461,257
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	461,257
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	461,257

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	518,083
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	518,083
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,245
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	515,838

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				461,257
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			507,763	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>518,083</u>				
a Applied to 2008, but not more than line 2a			507,763	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				10,320
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009	0			0
<i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				450,937
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)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHMENT				
Total			▶ 3a	375,000
b Approved for future payment NONE				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	312,892	
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				18	-643,380	
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)			0		-330,488	0
13 Total. Add line 12, columns (b), (d), and (e)					13	-330,488

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

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

[illegible]

Patterson Barclay Memorial Foundation, Inc.
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Form 990-PF, Part I, Line 16c – Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
INVESTMENT MANAGEMENT SERVICES	\$87,886	\$87,886	-	\$0
TOTAL:	\$87,886	\$87,886	-	\$0

Patterson Barclay Memorial Foundation, Inc.
EIN: 58-0904580
Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 18 – Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ESTIMATED TAX FOR 2009	\$4,500	\$0	-	\$0
TOTAL:	\$4,500	\$0	-	\$0

Patterson Barclay Memorial Foundation, Inc.
EIN: 58-0904580
Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 23 – Other expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ADMINISTRATIVE FEES	\$36,598	\$0	-	\$36,598
BANK CHARGE	\$515	\$515	-	\$0
EQUIPMENT PURCHASE AND MAINTENANCE	\$353	\$0	-	\$353
FOUNDATION DUES & MEMBERSHIPS	\$1,495	\$0	-	\$1,495
OFFICE SUPPLIES	\$288	\$0	-	\$288
PAYROLL PROCESSING FEES	\$1,020	\$0	-	\$1,020
POSTAGE FEES	\$248	\$0	-	\$248
TOTAL:	\$40,515	\$515	-	\$40,000

Patterson Barclay Memorial Foundation, Inc.
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Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
8358	BECTON DICKINSON & CO (BDX)	\$325,626.01	\$858,954.18
18715	BRISTOL-MYERS SQUIBB CO (BMY)	\$559,508.59	\$422,053.75
16640	CISCO SYSTEMS INC (CSCO)	\$347,676.47	\$388,361.60
3848	CHEVRONTXACO CORP (CVX)	\$151,159.59	\$286,257.52
28895	DUKE ENERGY CO (DJK)	\$604,693.15	\$497,282.95
26995	EL PASO CORPORATION (EP)	\$656,444.53	\$265,360.85
27205	HOME DEPOT INC. (HD)	\$733,349.81	\$787,040.65
10595	HEWLETT PACKARD CO (HPQ)	\$280,604.15	\$545,748.45
25460	INTEL CORP (INTC)	\$837,807.53	\$519,384.00
11315	ELI LILLY & CO (LLY)	\$585,760.12	\$404,058.65
15925	ALTRIA GROUP INC (MO)	(\$131,247.37)	\$312,607.75
18315	MICROSOFT CORPORATION (MSFT)	\$502,619.00	\$558,241.20
27085	PFIZER INC. (PFE)	\$913,720.22	\$492,858.05
11270	PHILIP MORRIS INTL (PM)	\$550,393.88	\$543,101.30
23364	AT&T CORP COM NEW (T)	\$579,268.21	\$654,892.92
13395	VERIZON COMMUNICATIONS (VZ)	\$450,483.29	\$443,776.35
17225	XCEL ENERGY INC (XEL)	\$484,352.31	\$365,514.50
6305	EXXON MOBIL CORP (XOM)	\$227,028.41	\$428,937.95
	TOTAL	\$8,659,249	\$8,595,433

Patterson Barclay Memorial Foundation, Inc.

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Taxable Year Ending December 31, 2009

Form 990-PF, Part VIII, Line 1 - List all foundation officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lee Allen c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1 President / Trustee hour(s) per week	\$0.00	\$0.00	\$0.00
Jack Allen c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1 Vice President / Trustee hour(s) per week	\$0.00	\$0.00	\$0.00
Laurell L. Allen c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1 Executive Director / Secretary / Treasurer / Trustee hour(s) per week	\$81,639	\$10,641	\$0.00
Hugh Allen c/o Foundation Source 501 Silverside Road Suite 123 Wilmington, DE 19809-1377	<1 Trustee hour(s) per week	\$0.00	\$0.00	\$0.00

Patterson Barclay Memorial Foundation, Inc.

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Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
ADVOCATES FOR BARTOWS CHILDREN INC PO BOX 446, CARTERSVILLE, GA 30120	N/A		509(a)(1)	OPERATING COSTS FOR THE NEW CHILDREN'S ADVOCACY CENTER	\$20,000 00
ALLPOINTS COMMUNITY CHURCH INC 120 MIDDLEBROOKE CT, CANTON, GA 30115	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
APPALACHIAN STATE UNIVERSITY BOX 32007, BOONE, NC 28608	N/A		509(a)(1)	JACK AND JULIE ALLEN SCHOLARSHIP	\$20,000 00
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET NW, WASHINGTON, DC 20036	N/A		509(a)(2)	GENERAL & UNRESTRICTED	\$1,000 00
ATLANTA COMMUNITY FOOD BANK INC 732 JOSEPH E LOWERY BLVD NW, ATLANTA, GA 30318	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$20,000 00
ATLANTA YOUTH ACADEMIES INC PO BOX 18237, ATLANTA, GA 30316	N/A		509(a)(1)	GENERAL SCHOLARSHIP	\$10,000 00
BRAIN INJURY ASSOCIATION OF GEORGIA 1441 CLIFTON RD NE, ATLANTA, GA 30322	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$3,500 00
BREAKTHRU HOUSE INC 1895 EASTFIELD ST, DECATUR, GA 30032	N/A		509(a)(2)	CLIENT TREATMENT FUND	\$5,000 00

Patterson Barclay Memorial Foundation, Inc.
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CALVARY CHILDRENS HOME INC 1430 LOST MOUNTAIN RD, POWDER SPGS, GA 30127	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,000.00
CANCER RECOVERY FOUNDATION OF AMERICA PO BOX 238, HERSHEY, PA 17033	N/A	509(a)(1)	THE CHILDREN'S PROJECT	\$3,000.00
CANINE ASSISTANTS INC 3160 FRANCIS RD, ALPHARETTA, GA 30004	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
CASA OF FORSYTH COUNTY, INC 875 LANIER 400 PKY STE 7, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$10,000.00
CHILDRENS WISH FOUNDATION INTERNATIONAL INC 8615 ROSWELL RD, ATLANTA, GA 30350	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,500.00
CHILDSRING INTERNATIONAL INC 1328 PEACHTREE STREET NW - STE. ATLANTA, GA 30309	N/A	509(a)(1)	PROVIDING INTERNS	\$5,000.00
COAL MOUNTAIN BAPTIST CHURCH 3220 DAHLONEGA HIGHWAY, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
CROSSBRIDGE FAMILY MINISTRIES, INC 1177 GREGORIE FERRY ROAD, MOUNT PLEASANT, SC 29466	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00

Patterson Barclay Memorial Foundation, Inc.
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CUMMING FIRST UNITED METHODIST CHURCH 770 CANTON HWY, CUMMING, GA 30028	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
DRUID HILLS PRESBYTERIAN CHURCH FOUNDATION INC 1026 PONCE DE LEON AVE NE, ATLANTA, GA 30306	N/A	509(a)(1)	DRUID HILLS NIGHT SHELTER	\$5,000.00
DRUID HILLS PRESBYTERIAN CHURCH FOUNDATION INC 1026 PONCE DE LEON AVE NE, ATLANTA, GA 30306	N/A	509(a)(1)	MEN'S NIGHT SHELTER	\$25,000.00
EAST COBB LIONS CLUB FOUNDATION INC PO BOX 6325, MARIETTA, GA 30065	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$1,000.00
FIRST BAPTIST CUMMING 1597 SAWNEE DRIVE, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
FREEDOM ALLIANCE 22570 MARKEY CT STE 240, DULLES, VA 20186	N/A	509(a)(1)	SUPPORT OUR TROOPS PROGRAM AND THE FREEDOM ALLIANCE SCHOLARSHIP	\$15,000.00
GEORGIA LIONS LIGHTHOUSE FOUNDATION INC. 1775 CLAIRMONT RD, DECATUR, GA 30033	N/A	509(a)(2)	OUTREACH INITIATIVE	\$10,000.00
GILGAL INC 553 MOBILE AVE SW, ATLANTA, GA 30315	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$10,000.00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
GOOD NEWS CLINICS INC 810 PINE ST, GAINESVILLE, GA 30501	N/A	509(a)(1)	COMPUTER BASED FILE SHARING WITH THE HOSPITAL PROJECT	\$15,000.00
HABITAT FOR HUMANITY INTERNATIONAL INC 814 MIMOSA BLVD, ROSWELL, GA 30075	N/A	509(a)(1)	LIENTZ FAMILY HOME BUILD PROJECT	\$15,000.00
HABITAT FOR HUMANITY INTERNATIONAL INC 814 MIMOSA BLVD, ROSWELL, GA 30075	N/A	509(a)(1)	CONSTRUCTION OF A HOME	\$5,000.00
HIGHTOWER BAPTIST ASSOCIATION 5975 PARKWAY NORTH BLVD, SUITE A, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$12,000.00
JOHNS CREEK BAPTIST CHURCH 8910 MCGINNIS FERRY ROAD, ALPHARETTA, GA, 30005	N/A	509(a)(1)	FAITH FOR FUTURE GENERATIONS PROJECT	\$5,000.00
LAGRANGE COLLEGE 601 BROAD ST, LAGRANGE, GA 30240	N/A	509(a)(1)	LAURELL ALLEN SCHOLARSHIP	\$5,000.00
MINISTRIES UNITED FOR SERVICE & TRAINING INC 55 ELIZABETH CHURCH RD NE, MARIETTA, GA :0060	N/A	509(a)(1)	BUILD WE MUST CAPITAL CAMPAIGN	\$30,000.00
NATIONAL PHILANTHROPIC TRUST P.O. BOX 650543, DALLAS, TX 75265	N/A	509(a)(1)	2009 BREAST CANCER 3 DAY FUND	\$1,000.00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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PARKVIEW BAPTIST CHURCH 5435 BELLE TERRE PARKWAY, PALM COAST, FL 32137	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$10,000.00
PHI MU FOUNDATION 400 WESTPARK DRIVE, PEACHTREE CITY, GA 30269	N/A	509(a)(1)	LAURELL ALLEN SCHOLARSHIP FOR KAPPA PHI CHAPTER	\$5,000.00
PKD FOUNDATION 9221 WARD PARKWAY, SUITE 400, KANSAS CITY MO 64114	N/A	509(a)(1)	MATCHING GRANT, ATTENTION CHRIS JOHNS DIVISION	\$10,000.00
PLACE OF FORSYTH COUNTY INC 2550 THE PLACE CIR, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
RIVER OF LIFE CHURCH OF GOD 610 CANTON RD, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,000.00
SADDLEBRED RESCUE INC 13765 OLD POST RD, HORTENSE, GA 31543	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000.00
SAINTS RAPHAEL, NICHOLAS & IRENE GREEK CIRTHODOX CHURCH 3074 BETHELVIEW ROAD, CUMMING, GA 30040	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,000.00
THE CORPORATION OF MERCER UNIVERSITY 1400 COLEMAN AVENUE, MACON, GA 31207	N/A	509(a)(1)	MERCER UNIVERSITY PRESS DIVISION	\$10,000.00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
THE SALVATION ARMY METRO AREA COMMAND 1190 WEST DRUID HILLS DRIVE, ATLANTA, GA 30328	N/A	509(a)(1)	RED SHIELD SERVICES FAMILY PROGRAM	\$25,000 00
THE SHELTERING ARMS 385 CENTENNIAL OLYMPIC PARK DR NW, ATLANTA, GA 30313	N/A	509(a)(1)	DAY CARE SCHOLARSHIP FUND	\$10,000 00
YOUNG LIFE 420 N CASCADE AVE, COLORADO SPRINGS, CO 80903	N/A	509(a)(1)	AREA #XR-104 PROJECT	\$5,000 00
TOTAL:				\$375,000