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

2009

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS  
label.Otherwise,  
print  
or type.See Specific  
Instructions.

Name of foundation

THE CLAUDE BENNETT FAMILY FOUNDATION

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

PO BOX 130804

Room/suite

A Employer identification number

58-2052917

B Telephone number

(205) 945-4687

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,  
check here and attach computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method

☒ Cash☐ Accrual

(from Part II, col. (c), line 16)

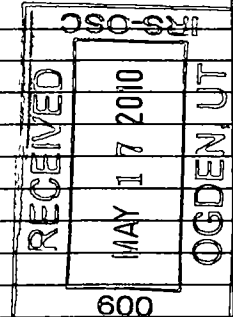
☐ Other (specify)

\$ 1,417,954. (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))(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			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	37,187.	37,187.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<68,729.>			
	b Gross sales price for all assets on line 6a	212,380.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	3,177.	3,177.		STATEMENT 2	
12 Total. Add lines 1 through 11	<28,365.>	40,364.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,000.	0.		18,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	8,081.	2,828.		5,253.
	b Accounting fees STMT 4	7,681.	3,841.		3,840.
	c Other professional fees STMT 5	14,318.	14,318.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion	58.	58.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	242.	172.		70.
	24 Total operating and administrative expenses. Add lines 13 through 23	48,380.	21,217.		27,163.
	25 Contributions, gifts, grants paid	48,755.			48,755.
26 Total expenses and disbursements. Add lines 24 and 25	97,135.	21,217.		75,918.	
27 Subtract line 26 from line 12	<125,500.>				
a Excess of revenue over expenses and disbursements		19,147.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		



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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	1 Cash - non-interest-bearing	<8,222.>	<2,168.>	<2,168.>	
	2 Savings and temporary cash investments				
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock STMT 7	1,342,475.	1,177,634.	1,106,222.	
	c Investments - corporate bonds STMT 8	131,440.	155,699.	150,690.	
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 9	139,279.	148,365.	163,172.		
14 Land, buildings, and equipment basis ▶ 8,162.					
Less accumulated depreciation STMT 10 ▶ 8,124.	96.	38.	38.		
15 Other assets (describe ▶ )					
16 Total assets (to be completed by all filers)	1,605,068.	1,479,568.	1,417,954.		
<b>Liabilities</b>	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ )				
23 Total liabilities (add lines 17 through 22)	0.	0.			
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	1,605,068.	1,479,568.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	1,605,068.	1,479,568.			
31 Total liabilities and net assets/fund balances	1,605,068.	1,479,568.			

**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	1,605,068.
2 Enter amount from Part I, line 27a	2	<125,500.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,479,568.
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	1,479,568.

**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				
b SEE ATTACHED STATEMENTS				
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 212,380.		281,109.	<68,729.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<68,729.>

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 }

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)  
If (loss), enter -0- in Part I, line 8

**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 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	78,992.	1,508,171.	.052376
2007	99,992.	1,873,604.	.053369
2006	84,292.	1,800,438.	.046817
2005	82,548.	1,707,456.	.048346
2004	71,642.	1,634,795.	.043823

2 Total of line 1, column (d)	2	.244731
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	.048946
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,268,841.
5 Multiply line 4 by line 3	5	62,105.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	191.
7 Add lines 5 and 6	7	62,296.
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	8	75,918.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	191.
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	191.
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	191.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,047.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,047.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	856.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 856. Refunded <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> AL		
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

**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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STEVE HENDRICKS Telephone no ▶ (205) 871-1210  
 Located at ▶ 3049 MASSEY ROAD, BIRMINGHAM, AL ZIP+4 ▶ 35216

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 N/A

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

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

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

**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)?

☐ 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 fall to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ 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

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

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?

N/A

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.

(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
HAROLD I APOLINSKY	TRUSTEE			
BIRMINGHAM, AL	4.00	0.	0.	0.
CLARK BENNETT	TRUSTEE			
FORT COLLINS, CO	4.00	6,000.	0.	0.
J MILLER PIGGOTT	TRUSTEE			
BIRMINGHAM, AL	4.00	6,000.	0.	0.
KATHERINE BENNETT O' LEARY	TRUSTEE			
BIRMINGHAM, AL	4.00	6,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. 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

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3	0.

Form 990-PF (2009)

**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,285,608.
b	Average of monthly cash balances	1b	2,555.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,288,163.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d.	3	1,288,163.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,322.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,268,841.
6	Minimum investment return. Enter 5% of line 5	6	63,442.

**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.)

1	Minimum investment return from Part X, line 6	1	63,442.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	191.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	191.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,251.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,251.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	63,251.

**Part XII** Qualifying Distributions (see 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	75,918.
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	
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	75,918.
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	5	191.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	75,727.

**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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				63,251.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			75,233.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 75,918.				
<b>a</b> Applied to 2008, but not more than line 2a			75,233.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				685.
<b>e</b> Remaining amount distributed out of corpus	0.			
<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))	0.			0.
<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	0.			
<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		0.		
<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 instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				62,566.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009				



**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
<i>a Paid during the year</i>				
SEE STATEMENT 11				
<b>Total</b>			<b>3a</b>	<b>48,755.</b>
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			<b>3b</b>	<b>0.</b>

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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					
4 Dividends and interest from securities			14	37,187.	
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			14	3,177.	
8 Gain or (loss) from sales of assets other than inventory			18	<68,729.>	
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.		<28,365.>	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 <28,365.>	

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	<b>1a(1)</b>	X
	(2) Other assets	<b>1a(2)</b>	X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	X
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	X
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	X
	(4) Reimbursement arrangements	<b>1b(4)</b>	X
	(5) Loans or loan guarantees	<b>1b(5)</b>	X
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	X
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Katherine Bennett-Okey  
Signature of officer or trustee

Date \_\_\_\_\_

5/10/10

Title

President

**Sign Here**

**Paid  
Preparer's  
Use Only**

Preparer's  
signature

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

Steve Hendrick

CULOTTA, SCROGGINS,  
HENDRICKS & GILLESPIE, P.C.

3049 MASSEY ROAD, BIRMINGHAM, AL 35216

Date

4-28-10

Check if self-employee

Preparer's identifying number

EIN ►

Phone no

205-871-1210

Form **990-PF** (2009)

**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.)
a	CG CAPITAL MARKETS CORE FIXED INCOME FUND	P	VARIOUS	11/17/09
b	CG CAPITAL MARKETS LARGE CAP VALUE INVESTMENTS	P	VARIOUS	08/24/09
c	CG CAPITAL MARKETS LARGE CAP VALUE INVESTMENTS	P	VARIOUS	12/10/09
d	CG CAPITAL MARKETS LARGE CAP VALUE INVESTMENTS	P	12/15/00	12/14/09
e	CG CAPITAL MARKETS HIGH YIELD INVESTMENTS	P	05/28/03	10/29/09
f	CG CAPITAL MARKETS EMERGING MARKETS INVESTMENTS	P	04/27/98	10/09/09
g	CG CAPITAL MARKETS INTERNAT'L EQUITY INVESTMENTS	P	11/29/96	01/23/09
h	CG CAPITAL MARKETS INTERNAT'L EQUITY INVESTMENTS	P	VARIOUS	02/26/09
i	CG CAPITAL MARKETS INTERNATIONAL EQUITY INVESTMEN	P	VARIOUS	05/05/09
j	FROM K1 DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	VARIOUS
k	FROM K1 DB COMMODITY INDEX TRACKING FUND	P	VARIOUS	VARIOUS
l	CG CAPITAL MARKETS INTERNAT'L EQUITY INVESTMENTS	P	VARIOUS	VARIOUS
m	CG CAPITAL MARKETS LARGE CAP GROWTH INVESTMENTS	P	VARIOUS	VARIOUS
n	CG CAPITAL MARKETS INTERNATIONAL EQUITY INVESTMEN	P	VARIOUS	05/21/09
o	CG CAPITAL MARKETS INTERNAT'L EQUITY INVESTMENTS	P	VARIOUS	06/16/09

(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 10,000.		9,298.	702.
b 25,000.		37,467.	<12,467.>
c 10,000.		13,089.	<3,089.>
d 5,000.		6,461.	<1,461.>
e 5,000.		5,795.	<795.>
f 5,000.		2,545.	2,455.
g 5,000.		8,412.	<3,412.>
h 10,000.		17,178.	<7,178.>
i 20,000.		27,457.	<7,457.>
j 209.			209.
k		950.	<950.>
l 40,000.		45,154.	<5,154.>
m 5,000.		5,355.	<355.>
n 5,000.		6,225.	<1,225.>
o 10,000.		13,008.	<3,008.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			702.
b			<12,467.>
c			<3,089.>
d			<1,461.>
e			<795.>
f			2,455.
g			<3,412.>
h			<7,178.>
i			<7,457.>
j			209.
k			<950.>
l			<5,154.>
m			<355.>
n			<1,225.>
o			<3,008.>

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

**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	CG CAPITAL MARKETS LARGE CAP GROWTH INVESTMENTS	P	VARIOUS	VARIOUS
b	CG CAPITAL MARKETS INTERNATIONAL EQUITY INVESTMEN	P	VARIOUS	VARIOUS
c	CG CAPITAL MARKETS LARGE CAP GROWTH INVESTMENTS	P	VARIOUS	VARIOUS
d	CG CAPITAL MARKETS-MONEY MARKET INVESTMENTS	P	VARIOUS	VARIOUS
e	CG CAPITAL MARKETS-MONEY MARKET INVESTMENTS	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 10,000.		13,721.	<3,721.>
b			0.
c 40,000.		62,804.	<22,804.>
d 5,000.		6,190.	<1,190.>
e			0.
f 2,171.			2,171.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,721.>
b			0.
c			<22,804.>
d			<1,190.>
e			0.
f			2,171.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

&lt;68,729.&gt;

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)

If (loss), enter "-0-" in Part I, line 8

3

N/A

## 2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER	071797	200DB	5.00	17	3,844.			3,844.	3,844.		0.
2	DELL COMPUTER	112801	200DB	5.00	17	1,828.			1,828.	1,828.		0.
3	COMPUTER	061002	200DB	5.00	17	1,990.			1,990.	1,990.		0.
4	COMPUTER	070106	200DB	5.00	17	500.			500.	404.		58.
* TOTAL 990-PF PG 1						8,162.		0.	8,162.	8,066.	0.	58.
DEPR												

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
K-1 DB COMMODITY INDEX TRACKING FUND	29.	0.	29.
SMITH BARNEY	37,158.	0.	37,158.
SMITH BARNEY CAPITAL GAIN DISTRIBUTIONS	2,171.	2,171.	0.
TOTAL TO FM 990-PF, PART I, LN 4	39,358.	2,171.	37,187.

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES	2,996.	2,996.	
MORGAN STANLEY	142.	142.	
OTHER	39.	39.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,177.	3,177.	

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FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,081.	2,828.		5,253.
TO FM 990-PF, PG 1, LN 16A	8,081.	2,828.		5,253.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	7,681.	3,841.		3,840.	
TO FORM 990-PF, PG 1, LN 16B	7,681.	3,841.		3,840.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MUTUAL FUND ADVISORY FEES	14,318.	14,318.		0.	
TO FORM 990-PF, PG 1, LN 16C	14,318.	14,318.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	242.	172.		70.	
TO FORM 990-PF, PG 1, LN 23	242.	172.		70.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
TRAK EMERGING MARKETS INVESTMENTS	102,315.	134,290.		
TRAK INT'L EQUITY INVESTMENTS	150,004.	124,592.		
TRAK LARGE CAP GROWTH INVESTMENTS	287,331.	268,977.		
TRAK SMALL CAP GROWTH INVESTMENTS	80,384.	89,704.		
TRAK GOVT MM FUND	9,354.	9,354.		
TRAK LARGE CAP VALUE INVESTMENTS	330,058.	267,305.		
TRAK SMALL CAP VALUE INVESTMENTS	91,984.	84,916.		
TRAK CORE INC	126,204.	127,084.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,177,634.	1,106,222.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
TRAK INT'L FIXED INCOME	78,893.	74,705.
TRAK HIGH-YIELD BONDS	76,806.	75,985.
TOTAL TO FORM 990-PF, PART II, LINE 10C	155,699.	150,690.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KAYNE ANDERSON ENERGY	COST	51,776.	52,612.
KAYNE ANDERSON MLP INVT CO	COST	46,853.	45,676.
ISHARES COMEX GOLD TRUST	COST	25,068.	40,264.
POWERSHARES DB COMMODITY INDEX	COST		
TRACKING FUND		24,668.	24,620.
TOTAL TO FORM 990-PF, PART II, LINE 13		148,365.	163,172.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	3,844.	3,844.	0.
DELL COMPUTER	1,828.	1,828.	0.
COMPUTER	1,990.	1,990.	0.
COMPUTER	500.	462.	38.
TOTAL TO FM 990-PF, PART II, LN 14	8,162.	8,124.	38.

THE CLAUDE BENNETT FAMILY FOUNDATION

58-2052917

PROJECT HEALING BIRMINGHAM, AL 35201	NONE CHARITY	PUBLIC CHARTIY	1,500.
CHILDHAVEN 316 BROADWAY SEATTLE, WA 981225325	NONE CHARITY	PUBLIC CHARTIY	1,000.
PRESBYTERY OF SHEPPARDS BIRMINGHAM, GA 35124	NONE CHARITY	PUBLIC CHARTIY	555.
DENVER ZOOLOGICAL FOUNDATION 2300 STEELE STREET DENVER, CO 80205	NONE CHARITY	PUBLIC CHARTIY	1,500.
DEVELOPMENT IN GARDENING 1286 UNIVERSITY AVE #119 SAN DIEGO, CA 92103	NONE CHARITY	PUBLIC CHARTIY	600.
LAPS OF CF 6 OFFICE PARK CIRCLE STE 209 BIRMINGHAM, AL 35223	NONE CHARITY	PUBLIC CHARTIY	50.
HOSPICE & HOME HEALTH OF ALABAMA 2400 JOHN HAWKINS DRIVE BIRMINGHAM, AL 35244	NONE CHARITY	PUBLIC CHARTIY	300.
HUMANE SOCIETY 300 SNOW DRIVE BIRMINGHAM, AL 35209	NONE CHARITY	PUBLIC CHARTIY	300.
LIVING WATERS 700 CENTURY PARK SOUTH #129 BELFLOWER, CA 90706	NONE CHARITY	PUBLIC CHARTIY	1,000.
MOUNTAIN BROOK SCHOOL FOUNDATION 32 VINE STREET MOUNTAIN BROOK, AL 35213	NONE CHARITY	PUBLIC CHARTIY	500.

THE CLAUDE BENNETT FAMILY FOUNDATION

58-2052917

PENGUIN PROJECT 1401 E WASHINGTON ST EAST PEORIA, IL 61611	NONE CHARITY	PUBLIC CHARTIY	1,000.
POUDRE VALLY HOSPITAL 1630 SOUTH STOVER STREET FORT COLLINS, CO 80525	NONE CHARITY	PUBLIC CHARTIY	3,000.
RHODES COLLEGE 2000 N PARKWAY MEMPHIS, TN 38112	NONE CHARITY	PUBLIC CHARTIY	500.
SHEPHERD CENTER WEST 4616 TER R BIRMINGHAM, AL 35203	NONE CHARITY	PUBLIC CHARTIY	250.
SOUTH HIGHLAND PRESBYTERIAN CHURCH 2035 HIGHLAND AVE SOUTH BIRMINGHAM, AL 35205	NONE CHARITY	PUBLIC CHARTIY	7,550.
ST LUKES EPISCOPAL CHURCH 3736 MONTROSE ROAD BIRMINGHAM, AL 35213	NONE CHARITY	PUBLIC CHARTIY	1,000.
ST MARTINS IN THE PINES CHURCH 4949 MONTEVALLO ROAD BIRMINGHAM, AL 35210	NONE CHARITY	PUBLIC CHARTIY	500.
STUDIO BY THE TRACKS P.O. BOX 101144 IRONDALE, AL 35210	NONE CHARITY	PUBLIC CHARTIY	100.
THE UNIVERSITY OF ALABAMA TUSCALOOSA, AL 35487	NONE CHARITY	PUBLIC CHARTIY	1,000.
UNIVERSITY OF ALABAMA AT BIRIMINGHAM 1530 3RD AVE SOUTH BIRMINGHAM, AL 35294	NONE CHARITY	PUBLIC CHARTIY	200.

THE CLAUDE BENNETT FAMILY FOUNDATION

58-2052917

WERNER ELEMENTARY SCHOOL                      NONE  
5400 MAIL CREEK LANE    FORT                      CHARITY  
COLLINS, CO 80525

PUBLIC                      1,500.  
CHARTIY

TOTAL TO FORM 990-PF, PART XV, LINE 3A

48,755.

**THE CLAUDE BENNETT FAMILY FOUNDATION  
BIRMINGHAM, ALABAMA**

**#58-2052917**

**STATEMENT CONCERNING DONATIONS AND GRANTS**

**(a) Applications should be addressed to the Foundation, 2222  
Arlington Avenue South, Birmingham, Alabama 35205, Attention: Harold I.  
Apolinsky.**

**(b) Applications should be submitted in writing, should  
identify the applicant, should affirm that the applicant is an organization  
described in Section 501(c)(3) of the Internal Revenue Code, should give  
the organization's tax exempt number, state the purpose for which the gift  
will be used, the prior experience of the applicant in carrying out such  
purpose, the applicant's plan for, and personnel to be used in, carrying out  
such purpose and should attach a financial statement of the applicant for  
the current and the preceding two years.**

**(c) There are not submission deadlines, but applications are  
received from time to time and considered when funds are available.**

**(d) Donations and grants are restricted to religious or  
charitable or educational purposes and to donees within the restriction of  
IRC Section 501(c)(3).**