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18740

Form **990-PF**

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

OMB No 1545-0052

**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 , 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>HENRY LAIRD SMITH FOUNDATION</b>		A Employer identification number <b>62-6271796</b>
	Number and street (or P.O. box number if mail is not delivered to street address) <b>4400 HARDING ROAD</b>	Room/suite <b>310</b>	B Telephone number (see page 10 of the instructions) <b>615-460-9240</b>
	City or town, state, and ZIP code <b>NASHVILLE TN 37205-5215</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 10,761,652</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

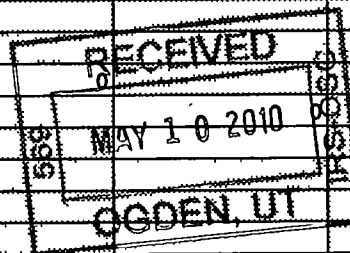
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <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	114,441	112,417		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,977,668			
	b Gross sales price for all assets on line 6a <b>8,601,978</b>				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) <b>STMT 1</b>	8,487				
12 Total. Add lines 1 through 11	-1,854,740	112,417	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <b>STMT 2</b>	1,650			1,650
	c Other professional fees (attach schedule) <b>STMT 3</b>	48,964			48,964
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 4</b>	155	155		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.)				
	24 Total operating and administrative expenses. Add lines 13 through 23	50,769	155		50,614
	25 Contributions, gifts, grants paid	433,250			433,250
26 Total expenses and disbursements. Add lines 24 and 25	484,019	155	0	483,864	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,338,759				
b Net investment income (if negative, enter -0-)		112,262			
c Adjusted net income (if negative, enter -0-)			0		

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

Form **990-PF** (2009)

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SCANNED MAY 12 2010



**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
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,606,904	398,051	398,051
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ 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) <b>SEE STMT 5</b>	9,663,182	9,533,276	10,363,601
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	12,270,086	9,931,327	10,761,652	
<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 (attach schedule)			
	22 Other liabilities (describe ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	12,270,086	9,931,327	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	12,270,086	9,931,327		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	12,270,086	9,931,327		

**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	12,270,086
2 Enter amount from Part I, line 27a	2	-2,338,759
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	9,931,327
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	9,931,327

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>	<b>SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b</b>	<b>SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c</b>	<b>LONG-TERM CAP. GAIN DIVIDEND</b>			
<b>d</b>				
<b>e</b>				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>	<b>5,683,913</b>		<b>6,452,929</b>	<b>-769,016</b>
<b>b</b>	<b>2,916,169</b>		<b>4,126,717</b>	<b>-1,210,548</b>
<b>c</b>	<b>1,896</b>			<b>1,896</b>
<b>d</b>				
<b>e</b>				

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

	(i) 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))
<b>a</b>				<b>-769,016</b>
<b>b</b>				<b>-1,210,548</b>
<b>c</b>				<b>1,896</b>
<b>d</b>				
<b>e</b>				

<b>2</b> 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>	<b>2</b>	<b>-1,977,668</b>
<b>3</b> 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		<b>3</b>	

**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	572,367	12,670,096	0.045175
2007	564,901	13,114,167	0.043076
2006	760,856	11,666,495	0.065217
2005	283,825	6,733,904	0.042149
2004	53,819	816,008	0.065954

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>0.261571</b>
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	<b>0.052314</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	<b>10,157,068</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>531,357</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>1,123</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>532,480</b>
<b>8</b> 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.	<b>8</b>	<b>483,864</b>

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

1a • Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		1	2,245
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, 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	0
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	5,064	
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	5,064	
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	2,819	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <b>2,248</b> Refunded	11	571	

**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 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
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 page 19 of the instructions) <b>TN</b>		
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? Website address ► N/A	13	X	
14	The books are in care of ► <b>EQUITABLE TRUST COMPANY, CO-TTEE</b> <b>4400 HARDING ROAD, STE 310</b> Located at ► <b>NASHVILLE, TN</b>	Telephone no. ► <b>615-460-9240</b> ZIP+4 ► <b>37205-5215</b>		
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		► <input type="checkbox"/>

**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>1a</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? (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>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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
<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? N/A	1c	
<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 ► 20 , 20 , 20 , 20		
<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 page 20 of the instructions.) N/A	2b	
<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. ► 20 , 20 , 20 , 20		
<b>3a</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.) N/A	3b	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	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)? ☐ Yes ☒ No **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? ☐ Yes ☒ No **N/A**

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No**6b**

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 (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
EQUITABLE TRUST COMPANY 4400 HARDING ROAD, SUITE 310 NASHVILLE TN 37205	CO-TRUSTEE 10.00	48,964	0	0
OVERTON T. SMITH 3516 HOPKINS LANE NASHVILLE TN 37215	TRUSTEE 5.00	0	0	0
MARGARET S. WARNER 4428 SHEPPARD PLACE NASHVILLE TN 37205	TRUSTEE 5.00	0	0	0
RUSSELL O. STEWART 10 SANDY LAKE ROAD CHERRY HILLS VILLAGE CO 80113	TRUSTEE 1.00	0	0	0

**2** Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).

If none, enter "NONE."

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

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3

Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3	



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>9,173,233</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>1,138,511</b>
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>10,311,744</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>10,311,744</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	<b>154,676</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>10,157,068</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>507,853</b>

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>507,853</b>
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	<b>2,245</b>
<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>	<b>2,245</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>505,608</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>505,608</b>
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>505,608</b>

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>483,864</b>
<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>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>483,864</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	<b>0</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>483,864</b>

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				<b>505,608</b>
<b>2</b> Undistributed income, if any, as of the end of 2009:				
<b>a</b> Enter amount for 2008 only				
<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				
<b>b</b> From 2005				
<b>c</b> From 2006				<b>134,457</b>
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	<b>134,457</b>			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4. ► \$ <b>483,864</b>				
<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 page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				<b>483,864</b>
<b>e</b> Remaining amount distributed out of corpus				
<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).)	<b>21,744</b>			<b>21,744</b>
<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	<b>112,713</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<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 page 27 of the instructions				
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				<b>0</b>
<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 page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	<b>112,713</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				<b>112,713</b>
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009				

## DAA

**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 <b>SEE STATEMENT 6</b>				<b>433,250</b>
<b>Total</b>			▶ <b>3a</b>	<b>433,250</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	

Enter gross amounts unless otherwise indicated.

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

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

N/A

Form **990-PF** (2009)

## Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
IRS REFUND	\$ 8,487	\$	\$
TOTAL	\$ 8,487	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2008 TAX PREP FEE	\$ 1,650	\$	\$	\$ 1,650
TOTAL	\$ 1,650	\$ 0	\$ 0	\$ 1,650

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FIDUCIARY FEES	\$ 48,964	\$	\$	\$ 48,964
TOTAL	\$ 48,964	\$ 0	\$ 0	\$ 48,964

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 155	\$ 155	\$	\$
TOTAL	\$ 155	\$ 155	\$ 0	\$ 0

## Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
SEE ATTACHED	\$ <u>9,663,182</u>	\$ <u>9,533,276</u>	COST	\$ <u>10,363,601</u>
TOTAL	\$ <u><u>9,663,182</u></u>	\$ <u><u>9,533,276</u></u>		\$ <u><u>10,363,601</u></u>



62-6271796

## Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year

Name	Address	Relationship	Status	Purpose	Amount
BETHLEHEM CENTER	1417 CHARLOTTE AVENUE	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37203	380 SOUTH MILL STREET	NONE	PUB.	CHARITY DONATION	500
BLUEGRASS CONSERVANCY	624 GRASSMERE PARK DRIVE	NONE	PUB.	CHARITY DONATION	1,000
LEXINGTON KY 40508	P.O. BOX 22276	NONE	PUB.	CHARITY DONATION	5,000
BOYS & GIRLS CLUB OF MID	P.O. BOX 101	NONE	PUB.	CHARITY DONATION	25,000
NASHVILLE TN 37211	1940 HIGHWAY 107 SOUTH	NONE	PUB.	CHARITY DONATION	1,000
CAMP HORSIN AROUND	1200 FORREST PARK DRIVE	NONE	PUB.	CHARITY DONATION	5,000
LEXINGTON KY 40522	1200 FORREST PARK DRIVE	NONE	PUB.	CHARITY DONATION	2,500
CASHIER'S COMMUNITY FUND	2400 EAST QUINCY AVENUE	NONE	PUB.	CHARITY DONATION	1,000
CASHIERS NC 28717	CO 8 NONE	NONE	PUB.	CHARITY DONATION	15,000
CASHIERS HISTORICAL SOCIE	900 BROADWAY	NONE	PUB.	CHARITY DONATION	5,500
CASHIERS NC 28717	NONE	NONE	PUB.	CHARITY DONATION	500
CHEEKWOOD	1420 WILSON PIKE	NONE	PUB.	CHARITY DONATION	500
NASHVILLE TN 37205	1540 30TH STREET	NONE	PUB.	CHARITY DONATION	1,000
CHEEKWOOD PATRON	NONE	NONE	PUB.	CHARITY DONATION	500
NASHVILLE TN 37205	1000 14TH STREET, #15	NONE	PUB.	CHARITY DONATION	500
CHERRY HILLS VILLAGE PTO	2960 BROADWAY	NONE	PUB.	CHARITY DONATION	500
CHERRY HILLS VILLAGE	P.O. BOX 90727	NONE	PUB.	CHARITY DONATION	1,000
CHRIST CHURCH CATHEDRAL	211 ENSWORTH PLACE	NONE	PUB.	CHARITY DONATION	500
NASHVILLE TN 37203	1200 NORTH QUAKER LANE	NONE	PUB.	CHARITY DONATION	1,000
CHURCH OF THE GOOD SHEPHE	2606 EUGENIA AVENUE	NONE	PUB.	CHARITY DONATION	2,000
BRENTWOOD TN 37027	50 VAUGHN ROAD	NONE	PUB.	CHARITY DONATION	
COLORADO UNIVERSITY	NONE	NONE	PUB.	CHARITY DONATION	
BOULDER CO 80309					
COLORADO SYMPHONY ASSOC.					
DENVER CO 80202					
COLUMBIA UNIVERSITY					
NEW YORK NY 10027					
CUMBERLAND HEIGHTS					
NASHVILLE TN 37209					
ENSWORTH SCHOOL					
NASHVILLE TN 37205					
EPISCOPAL HIGH SCHOOL					
ALEXANDRIA VA 22302					
FRIENDS OF RADNOR LAKE					
NASHVILLE TN 37211					
FRIENDS OF WARNER PARKS					
NASHVILLE TN 37221					

## Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
FRIST CENTER FOR VISUAL A	919 BROADWAY	NONE	PUB.	CHARITY DONATION	2,000
NASHVILLE TN 37203	4522 GRANNY WHITE PIKE	NONE	PUB.	CHARITY DONATION	1,000
GIRLS SCOUTS	3801 HOBBS ROAD	NONE	PUB.	CHARITY DONATION	5,500
NASHVILLE TN 37204	303 WEST MADISON ST, #925	NONE	PUB.	CHARITY DONATION	1,000
HARPETH HALL SCHOOL	1039 POST ROAD	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37215	800 ROSE STREET, #MN150	NONE	PUB.	CHARITY DONATION	5,000
IADC FOUNDATION	1930 RANDALL AVENUE	NONE	PUB.	CHARITY DONATION	2,000
CHICAGO IL 60606	1221 SOUTH BROADWAY	NONE	PUB.	CHARITY DONATION	500
JUNIOR LEAGUE OF CENTRAL	400 MERIDIAN STREET	NONE	PUB.	CHARITY DONATION	1,000
SCARSDALE NY 10583	4001 HARDING ROAD	NONE	PUB.	CHARITY DONATION	1,000
KENTUCKY CHILDREN'S HOSPI	2400 FAIRFAX AVENUE	NONE	PUB.	CHARITY DONATION	1,000
LEXINGTON KY 40536	3622 REDMON STREET	NONE	PUB.	CHARITY DONATION	1,000
KIPS BAY BOYS AND GIRLS	615 CHURCH STREET	NONE	PUB.	CHARITY DONATION	5,000
BRONX NY 10473	630 MAINSTREAM DRIVE	NONE	PUB.	CHARITY DONATION	1,000
LEXINGTON CLINIC	161 RAINS AVENUE	NONE	PUB.	CHARITY DONATION	30,000
LEXINGTON KY 40504	2021 21ST AVENUE SOUTH	NONE	PUB.	CHARITY DONATION	1,000
MCNEILLY CENTER FOR CHILD	BRONX RIVER PKWY AT FORDH	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37207	40 WASHINGTON SQUARE S.	NONE	PUB.	CHARITY DONATION	500
MONTGOMERY BELL ACADEMY	330 ALEXANDER STREET	NONE	PUB.	CHARITY DONATION	500
NASHVILLE TN 37205	NONE				
NASHVILLE ALLIANCE FOR PU					
NASHVILLE TN 37212					
NASHVILLE OPERA					
NASHVILLE TN 37209					
NASHVILLE PUBLIC LIBRARY					
NASHVILLE TN 37219					
NASHVILLE PUBLIC RADIO					
NASHVILLE TN 37228					
NASHVILLE PUBLIC TELEVISI					
NASHVILLE TN 37203					
NATURE CONSERVANCY OF TN					
NASHVILLE TN 37212					
NEW YORK BOTANICAL GARDEN					
BRONX NY 10458					
NEW YORK UNIVERSITY SCHOO					
NEW YORK NY 10012					
PRINCETON UNIVERSITY					
PRINCETON NJ 08540					

## Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
SAINT JOHN'S EPISCOPAL	CA' 413 CUMBERLAND AVENUE	NONE	PUB.	CHARITY DONATION	10,000
KNOXVILLE TN 37902					
SCARSDALE PUBLIC LIBRARY	54 OLMSTEAD ROAD	NONE	PUB.	CHARITY DONATION	250
SCARSDALE NY 10583					
SILOAM FAMILY HEALTH CENT	820 GALE LANE	NONE	PUB.	CHARITY DONATION	2,000
NASHVILLE TN 37204					
SECOND HARVEST	331 GREAT CIRCLE ROAD	NONE	PUB.	CHARITY DONATION	3,500
NASHVILLE TN 37228					
ST. LUKE'S COMMUNITY HOU	5601 NEW YORK AVENUE	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37209					
NASHVILLE SYMPHONY	1 SYMPHONY PLACE	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37201					
TENNESSEE PARKS GREENWAYS	1205 LINDEN AVENUE	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37212					
THE CHILDREN'S HOSPITAL F	8200 DODGE STREET	NONE	PUB.	CHARITY DONATION	500
OMAHA NE 68114					
THE HERMITAGE	4580 RACHELS LANE	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37076					
THE LAND TRUST FOR TENNES	P.O. BOX 23473	NONE	PUB.	CHARITY DONATION	4,000
NASHVILLE TN 37202					
THE LEXINGTON SCHOOL	1050 LANE ALLEN ROAD	NONE	PUB.	CHARITY DONATION	7,000
THE LEXINGTON KY 40504					
THE RAYMOND WENTZ FOUNDAT	P.O. BOX 9039	NONE	PUB.	CHARITY DONATION	500
DENVER CO 80209					
RONALD MCDONALD HOUSE CH	2144 FAIRFAX AVENUE	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37212					
THE SALVATION ARMY	140 N 1ST STREET	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37213					
TRAVELERS REST	636 FARRELL PKWY	NONE	PUB.	CHARITY DONATION	10,000
NASHVILLE TN 37220					
UNITED WAY	250 VENTURE CIRCLE	NONE	PUB.	CHARITY DONATION	2,500
NASHVILLE TN 37228					
UNITED WAY OF SCARSDALE	336 CENTRAL PARK AVENUE	NONE	PUB.	CHARITY DONATION	3,500
WHITE PLAINS NY 10606					
UNIVERSITY OF MICHIGAN LA	625 SOUTH STATE STREET	NONE	PUB.	CHARITY DONATION	1,500
ANN ARBOR MI 48109					
VANDERBILT COLLEGE OF ART	301 KIRKLAND HALL	NONE	PUB.	CHARITY DONATION	2,750
NASHVILLE TN 37240					

## Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the  
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
VANDERBILT DEPT OF NEUROL	1301 MEDICAL CENTER DRIVE	NONE	PUB.	CHARITY DONATION	10,000
NASHVILLE TN 37232					
VANDERBILT INGRAM CANCER	691 PRESTON BUILDING	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37232					
VANDERBILT LAW SCHOOL	131 21ST AVENUE SOUTH	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37203					
VANDERBILT UNIVERSITY	2201 WEST END AVENUE	NONE	PUB.	CHARITY DONATION	200,000
NASHVILLE TN 37240					
YWCA OF MIDDLE TENNESSEE	1000 CHURCH STREET	NONE	PUB.	CHARITY DONATION	5,000
NASHVILLE TN 37203					
ST. JAMES THE LESS SCARSD	10 CHURCH LANE SOUTH	NONE	PUB.	CHARITY DONATION	3,500
SCARSDALE NY 10583					
BOY SCOUTS OF AMERICA	3414 HILLSBORO PIKE	NONE	PUB.	CHARITY DONATION	250
NASHVILLE TN 37215					
THE CANBY ROBINSON SOCIET	2525 WEST END AVENUE	NONE	PUB.	CHARITY DONATION	2,000
NASHVILLE TN 37203					
NORTHERN WESTCHESTER HOSP	400 EAST MAIN STREET	NONE	PUB.	CHARITY DONATION	4,000
MOUNT KISCO NY 10549					
NEW YORK UNIV STERN SCHOO	25 W 4TH STREET	NONE	PUB.	CHARITY DONATION	500
NEW YORK NY 10012					
FIFTY FORWARD	174 RAINS AVENUE	NONE	PUB.	CHARITY DONATION	1,000
NASHVILLE TN 37203					
KENT DENVER SCHOOL	4000 EAST QUINCY AVENUE	NONE	PUB.	CHARITY DONATION	1,000
ENGLEWOOD CO 80113					
TOTAL					433,250

Henry Laird Smith Foundation  
 02-0271796  
 Attachment to 990-PF, Part II, Line 10b  
 12/31/09

December 01, 2009 To December 31, 2009

Account Name : The Henry Laird Smith Foundation

## Summary Of Investment Holdings

Quantity	Description	Unit Value	Market Value	Tax Cost
<u>Money Market Funds</u>				
398,050.91	Northern Trust Inst Muni Portfolio	100 0000	398,050.91	398,050.91
<u>Totals</u>				
			<u>398,050.91</u>	<u>398,050.91</u>
<u>Common Stock</u>				
2,350	Accenture PLC Cl A	41.5000	97,525.00	83,572.35
650	Alcon Inc	164.3500	106,827.50	104,015.93
800	Amazon Com Inc	134.5200	107,616.00	76,365.12
2,400	Anglogold Ashanti ADR	40 1800	96,432.00	108,631.44
500	Apple Computer	210.7320	105,366.00	102,983.40
1,600	Clorox Co	61.0000	97,600.00	99,825.76
500	CNOOC Ltd ADR	155.4500	77,725.00	57,627.75
2,250	Cognizant Technologies Solutions Cl A	45.3300	101,992.50	84,569.40
1,400	Colgate Palmolive Co	82.1500	115,010.00	99,273.49
2,000	Credit Suisse Group Spd ADR	49.1600	98,320.00	107,765.60
3,050	DirecTV - Class A	33.3500	101,717.50	79,955.38
1,400	Express Scripts Inc	86.4200	120,988.00	110,487.30
850	Franklin Resources	105.3500	89,547.50	97,271.11
5,600	Gap Inc	20.9500	117,320.00	108,380.72
750	HDFC Bank Ltd	130.0800	97,560.00	83,925.37
2,250	Hewlett-Packard Co	51.5100	115,897.50	91,334.70
1,950	Infosys Technologies	55.2700	107,776.50	101,430.03
2,000	Kellogg Co	53.2000	106,400.00	92,381.80
375	Liberty Media Starz	46.1500	17,306.25	10,924.72
2,300	Life Technologies Corp	52.2200	120,106.00	110,765.70
1,200	Lorillard Inc	80.2300	96,276.00	97,860.24
1,600	McDonalds Corp	62.4400	99,904.00	101,915.81

Port Sum and Holdings - INDUSTRY

Henry Laird Smith Foundation  
 02-6217196  
 Attachment to 990-PF, Part II, Line 100  
 12/31/09

December 01, 2009 To December 31, 2009

Account Name : The Henry Laird Smith Foundation

## Summary Of Investment Holdings

Quantity	Description	Unit Value	Market Value	Tax Cost
2,000	MedCo Health Solutions Inc	63 9100	127,820.00	105,669.60
2,050	Nestle SA ADR	48.5611	99,550.26	104,210.52
2,000	Newmont Mining Corp	47.3100	94,620.00	99,086.60
2,000	Novo-Nordisk ADR	63.8500	127,700.00	114,299.80
2,250	PG & E Corp	44.6500	100,462.50	99,797.63
1,800	PNC Financial Services Group	52.7900	95,022.00	100,389.06
550	Priceline Com Inc.	218.4100	120,125.50	96,538.20
2,150	Rockwell Collins Inc	55.3600	119,024.00	93,899.53
2,050	Royal Bank of Canada	53.5500	109,777.50	106,778.35
2,050	Shire Pharmaceuticals Plc ADR	58.7000	120,335.00	106,917.34
2,050	Southwestern Energy Co	48.2000	98,810.00	103,065.80
4,600	Starbucks Corp	23.0600	106,076.00	97,359.00
4,400	Talisman Energy Inc	18.6400	82,016.00	54,066.32
3,000	Tenaris ADR	42.6500	127,950.00	108,815.10
1,900	Teva Pharmaceutical ADR	56.1800	106,742.00	93,359.16
1,250	Visa Inc Cl A	87.4600	109,325.00	101,267.13
3,700	Warner Chilcott PLC Class A	28.4700	105,339.00	101,898.00
2,450	Western Digital Corp	44.1500	108,167.50	101,742.13
<b>Totals</b>			<b>4,154,075.51</b>	<b>3,800,422.39</b>
<b>Fixed Income Funds</b>				
15,930.071	Oppenheimer Intl Bond Fund Cl Y	6.4000	101,952.45	99,244.34
27,779.947	Principal High Yield Instl	7.7500	215,294.59	200,700.00
<b>Totals</b>			<b>317,247.04</b>	<b>299,944.34</b>
<b>Mid Cap Funds</b>				
22,768.275	Blackrock US Opportunities Inst	33.6200	765,469.41	611,237.03

Port Sum and Holdings - INDUST9

Henry Laird Smith Foundation  
 62-6271796  
 Attachment to 990-PF, Part II, Line 10b  
 12/31/09

December 01, 2009 To December 31, 2009

Account Name : The Henry Laird Smith Foundation

## Summary Of Investment Holdings

Quantity	Description	Unit Value	Market Value	Tax Cost
49,903.663	Rydex/SGI Mid Cap Value Inst	10.6400	530,974.97	456,564.94
<b>Totals</b>			<b>1,296,444.38</b>	<b>1,067,801.97</b>
<b><u>Small Cap Funds</u></b>				
21,761.623	Keeley Small Cap Value Fund I	19.8800	432,621.07	355,879.99
72,856.848	Van Kampen Small Cap Growth Cl I	9.0500	659,354.47	669,001.70
<b>Totals</b>			<b>1,091,975.54</b>	<b>1,024,881.69</b>
<b><u>International Funds</u></b>				
4,368.105	First Eagle Overseas Fund Cl I	19.7200	86,139.03	63,992.91
<b>Totals</b>			<b>86,139.03</b>	<b>63,992.91</b>
<b><u>Commodity Funds</u></b>				
62,239.44	Credit Suisse Comm Ret St A	8.5700	533,392.00	604,300.67
<b>Totals</b>			<b>533,392.00</b>	<b>604,300.67</b>
<b><u>Commodity Trends</u></b>				
27,345.676	Direxion Commodity Trends Instl Strat Fd	28.1100	768,686.95	702,181.97
<b>Totals</b>			<b>768,686.95</b>	<b>702,181.97</b>
<b><u>Gold Bullion Funds</u></b>				
7,313	SPDR Gold Trust	107.3100	784,758.03	604,659.19
<b>Totals</b>			<b>784,758.03</b>	<b>604,659.19</b>
<b><u>Diversified Trends</u></b>				
26,187.69	Rydex/SGI Managed Futures H	26.8400	702,877.60	730,090.03
<b>Totals</b>			<b>702,877.60</b>	<b>730,090.03</b>
<b>Port Sum and Holdings - INDUST9</b>				

Henry Laird Smith Foundation  
 02-0271796  
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December 01, 2009 To December 31, 2009

Account Name : The Henry Laird Smith Foundation

## Summary Of Investment Holdings

Quantity	Description	Unit Value	Market Value	Tax Cost
<u>Financial Trends</u>				
13,626.112	Direxion Financial Trend Fd I	29.0900	396,383.60	408,000.00
<i>Totals</i>			396,383.60	408,000.00
<u>Real Estate Funds</u>				
7,586.671	Cohen & Steers Institutional Realty	30.5300	231,621.07	227,001.16
<i>Totals</i>			231,621.07	227,001.16
<i>Grand Total</i>			10,761,651.66	9,931,327.23



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* * Schedule D * *								
Shares/PV	Asset Sold	Date Acquired	How Acq	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
600	Accenture PLC Cl A	08/05/2009	P	12/10/2009	Short	25,435.51	21,337.62	4,097.89
350	Amazon Com Inc	10/09/2009	P	12/17/2009	Short	45,123.57	33,409.74	11,713.83
750	Apollo Group Inc Cl A	01/12/2009	P	10/28/2009	Short	46,056.77	65,354.40	-19,297.63
5,451.787	Blackrock US Opportunities Inst	06/04/2009	P	08/06/2009	Short	161,700.00	152,541.00	9,159.00
490.681	Blackrock US Opportunities Inst	06/04/2009	P	07/06/2009	Short	12,900.00	13,729.25	-829.25
718.110	Blackrock US Opportunities Inst	06/04/2009	P	09/11/2009	Short	22,800.00	20,092.72	2,707.28
1,450	Burlington Northern Santa Fe Corp	04/03/2008	P	01/15/2009	Short	90,963.50	139,186.52	-48,223.02
5,200	Coca Cola Enterprises Inc	09/18/2009	P	12/08/2009	Short	102,415.00	109,936.32	-7,521.32
600	Cognizant Technologies Solutions Cl A	09/10/2009	P	11/17/2009	Short	27,203.96	22,551.84	4,652.12
1,795.426	Cohen & Steers Institutional Realty	08/25/2008	P	08/06/2009	Short	46,070.63	66,897.57	-20,826.94
3,142.220	Cohen & Steers Institutional Realty	09/26/2008	P	08/06/2009	Short	80,629.37	122,672.28	-42,042.91
1,782.216	Cohen & Steers Institutional Realty	09/26/2008	P	07/06/2009	Short	36,767.12	69,577.72	-32,810.60
2,900	CVS/Caremark Corp	08/26/2009	P	11/06/2009	Short	84,036.36	107,234.17	-23,197.81
0.638	DirectTV - Class A	09/11/2009	S	12/18/2009	Short	20.08	16.73	3.35
700	DirectTV - Class A	09/11/2009	S	12/17/2009	Short	22,886.61	18,350.42	4,536.19
3,200	DirectTV - Class A	11/23/2009	P	12/17/2009	Short	104,624.51	101,537.28	3,087.23
2,250	Directv Group Inc	04/14/2009	P	06/09/2009	Short	52,906.26	54,021.83	-1,115.57
121.910	Direxion Commodity Trends Instl Strat Fd	09/26/2008	P	09/11/2009	Short	3,600.00	3,308.64	291.36
18,939.182	Direxion Commodity Trends Instl Strat Fd	09/26/2008	P	08/06/2009	Short	561,736.14	514,009.39	47,726.75
23,953.581	Direxion Commodity Trends Instl Strat Fd	12/18/2008	P	07/06/2009	Short	672,377.02	826,398.56	-154,021.54
921.781	Direxion Commodity Trends Instl Strat Fd	12/18/2008	P	06/04/2009	Short	28,713.48	31,801.44	-3,087.96
22,288.060	Direxion Commodity Trends Instl Strat Fd	01/20/2009	P	08/06/2009	Short	661,063.86	720,350.09	-59,286.23
4,265.158	Direxion Commodity Trends Instl Strat Fd	01/20/2009	P	07/06/2009	Short	119,722.98	137,849.91	-18,126.93
24,590.258	Direxion Commodity Trends Instl Strat Fd	02/20/2009	P	06/04/2009	Short	765,986.52	858,200.00	-92,213.48
1,900	Fluor Corp	08/06/2009	P	10/02/2009	Short	90,493.34	108,050.53	-17,557.19

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844.255	Goldman Sachs Mid Cap Value Fund I	08/25/2008	P 06/04/2009	Short	20,194.58	27,700.00	-7,505.42
899.059	Goldman Sachs Mid Cap Value Fund I	09/26/2008	P 06/04/2009	Short	21,505.49	27,700.00	-6,194.51
365.591	Goldman Sachs Mid Cap Value Fund I	11/05/2008	P 06/04/2009	Short	8,744.94	8,500.00	244.94
250	HDFC Bank Ltd	09/23/2009	P 12/10/2009	Short	33,668.51	27,975.13	5,693.38
250	Hewlett-Packard Co	07/22/2009	P 09/29/2009	Short	11,934.77	10,148.30	1,786.47
800	Intercontinental Exchange Inc	06/26/2009	P 08/18/2009	Short	69,246.86	93,630.56	-24,383.70
313	iShares Russell Midcap Value	12/08/2008	P 06/04/2009	Short	9,299.37	8,617.70	681.67
292	iShares Russell Midcap Value	01/06/2009	P 06/04/2009	Short	8,675.45	8,608.19	67.26
2,550	JP Morgan Chase & Co	08/06/2009	P 11/09/2009	Short	111,334.21	104,270.27	7,063.94
1,246.410	Keeley Small Cap Value Fund I	11/05/2008	P 08/06/2009	Short	21,999.14	21,700.00	299.14
148.632	Keeley Small Cap Value Fund I	01/06/2009	P 08/06/2009	Short	2,623.35	2,568.36	54.99
599.054	Keeley Small Cap Value Fund I	01/06/2009	P 09/11/2009	Short	11,400.00	10,351.65	1,048.35
4,850	Kinross Gold Corp	09/09/2009	P 10/27/2009	Short	94,027.44	106,150.01	-12,122.57
1,900	Kohl's Corp	10/07/2009	P 11/23/2009	Short	102,707.75	110,259.85	-7,552.10
2,000	Newmont Mining Corp	11/06/2009	P 12/30/2009	Short	94,541.57	99,086.60	-4,545.03
2,000	Nike Inc Cl B	04/03/2008	P 02/20/2009	Short	84,248.13	138,392.80	-54,144.67
3,250	NTT Docomo Inc ADR	01/12/2009	P 07/28/2009	Short	47,226.48	57,745.03	-10,518.55
19,413.126	Oberweis Micro-Cap Fund	08/25/2008	P 06/04/2009	Short	152,781.30	228,298.36	-75,517.06
201.550	Oppenheimer Intl Bond Fund Cl Y	08/06/2009	P 09/11/2009	Short	1,300.00	1,255.66	44.34
1,700	Quest Diagnostics Inc	06/25/2009	P 09/02/2009	Short	90,105.50	93,669.49	-3,563.99
2,100	Raytheon CO New	04/03/2008	P 03/11/2009	Short	70,784.09	137,686.71	-66,902.62
579.268	Rydex/S&P Managed Futures H	12/08/2008	P 07/06/2009	Short	15,200.00	17,256.39	-2,056.39
189.781	Rydex/S&P Managed Futures H	12/08/2008	P 06/04/2009	Short	5,287.30	5,653.58	-366.28
18,907.216	Rydex/S&P Mid Cap Value Inst	06/04/2009	P 08/06/2009	Short	183,400.00	173,757.32	9,642.68
1,423.040	Rydex/S&P Mid Cap Value Inst	06/04/2009	P 09/11/2009	Short	14,700.00	13,077.74	1,622.26
118	SPDR Gold Trust	06/04/2009	P 09/11/2009	Short	11,634.81	11,357.26	277.55
4,050	TJX Companies	04/03/2008	P 02/03/2009	Short	80,469.41	139,133.70	-58,664.29
2,900	TJX Companies	09/17/2009	P 12/08/2009	Short	106,361.72	110,374.00	-4,012.28
1,368.564	Van Kampen Small Cap Growth Cl I	09/26/2008	P 07/06/2009	Short	10,100.00	13,617.21	-3,517.21

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1,430.260 Van Kampen Small Cap Growth Cl I	09/26/2008 P 09/11/2009 Short	12,100.00	14,231.09	-2,131.09
7,682.790 Vanguard Inter-Term Invest Grade Fd	06/04/2009 P 08/06/2009 Short	71,526.77	68,300.00	3,226.77
6,875.688 Vanguard Inter-Term Invest Grade Fd	07/06/2009 P 08/06/2009 Short	64,012.66	62,500.00	1,512.66
1,900 Wellpoint Inc	06/24/2009 P 09/29/2009 Short	92,178.98	94,506.38	-2,327.40
2,500 Yum! Brands Inc	07/07/2009 P 09/11/2009 Short	82,359.88	86,433.75	-4,073.87
2,141.328 Fidelity Diversified International	01/24/2002 P 06/04/2009 Long	51,177.74	40,000.01	11,177.73
2,800 American Tower Corp	10/12/2006 P 05/08/2009 Long	82,634.27	105,858.19	-23,223.92
50 American Tower Corp	10/19/2006 P 05/08/2009 Long	1,475.61	1,861.95	-386.34
3,200 Aon Corp	10/04/2007 P 05/05/2009 Long	117,230.26	146,554.56	-29,324.30
67,673.936 Baron Partners	10/05/2006 P 06/04/2009 Long	884,498.34	1,436,717.66	-552,219.32
2,000 Celgene Corp	11/03/2006 P 03/05/2009 Long	83,351.73	103,543.20	-20,191.47
301.998 Cohen & Steers Institutional Realty	05/11/2005 P 06/04/2009 Long	6,979.17	13,614.07	-6,634.90
1,916.281 Cohen & Steers Institutional Realty	05/11/2005 P 07/06/2009 Long	39,532.88	86,385.93	-46,853.05
1,386.633 Cohen & Steers Institutional Realty	06/21/2005 P 06/04/2009 Long	32,045.09	66,600.00	-34,554.91
377.947 Cohen & Steers Institutional Realty	08/24/2005 P 06/04/2009 Long	8,734.36	18,443.81	-9,709.45
1,399.454 Cohen & Steers Institutional Realty	10/25/2005 P 06/04/2009 Long	32,341.38	66,600.00	-34,258.62
154.355 Cohen & Steers Institutional Realty	08/25/2008 P 09/11/2009 Long	4,200.00	5,751.27	-1,551.27
3,693.416 Credit Suisse Comm Ret St A	11/03/2006 P 07/16/2009 Long	28,513.17	41,219.06	-12,705.89
5,059.809 Credit Suisse Comm Ret St A	11/03/2006 P 06/04/2009 Long	42,300.00	56,468.20	-14,168.20
3,029.382 Credit Suisse Comm Ret St A	12/27/2006 P 07/16/2009 Long	23,386.83	32,899.41	-9,512.58
3,550 CVS/Caremark Corp	11/07/2007 P 05/27/2009 Long	103,549.06	149,452.16	-45,903.10
3,541.076 Fidelity Diversified International	05/11/2005 P 06/04/2009 Long	84,631.71	100,000.00	-15,368.29
839.199 Fidelity Diversified International	06/21/2005 P 06/04/2009 Long	20,056.86	24,420.69	-4,363.83
3,382.603 First Eagle Overseas Fund Cl I	05/11/2005 P 07/06/2009 Long	59,635.30	76,007.09	-16,371.79
1,138.100 First Eagle Overseas Fund Cl I	06/21/2005 P 07/06/2009 Long	20,064.70	25,823.49	-5,758.79
500 First Solar Inc	04/16/2008 P 08/19/2009 Long	64,768.38	147,650.05	-82,881.67
800 Gilead Sciences Inc	11/03/2006 P 08/25/2009 Long	37,109.28	27,087.28	10,022.00
2,300 Gilead Sciences Inc	11/03/2006 P 10/02/2009 Long	102,782.28	77,875.93	24,906.35

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7,411.800	Goldman Sachs Mid Cap Value Fund I	05/11/2005 P 06/04/2009 Long	177,290.25	250,000.00	-72,709.75
6,994.673	Goldman Sachs Mid Cap Value Fund I	06/21/2005 P 06/04/2009 Long	167,312.58	249,500.00	-82,187.42
3,927.685	Goldman Sachs Mid Cap Value Fund I	08/24/2005 P 06/04/2009 Long	93,950.22	143,596.17	-49,645.95
2,598.910	Goldman Sachs Mid Cap Value Fund I	10/04/2007 P 06/04/2009 Long	62,165.93	109,700.00	-47,534.07
6,898.290	Keeley Small Cap Value Fund I	05/11/2005 P 08/06/2009 Long	121,754.82	125,000.00	-3,245.18
1,876.640	Keeley Small Cap Value Fund I	06/21/2005 P 08/06/2009 Long	33,122.69	36,139.68	-3,016.99
700	Nestle SA ADR	04/03/2008 P 12/04/2009 Long	34,388.79	35,584.08	-1,195.29
731	Procter & Gamble Co	07/04/2004 B 03/27/2009 Long	35,572.45	31,704.79	3,867.66
1,350	Procter & Gamble Co	10/04/2007 P 03/27/2009 Long	65,694.68	95,647.50	-29,952.82
1,300	United Technologies Corp	07/04/2004 B 06/30/2009 Long	67,282.37	58,116.50	9,165.87
2,550	Wal-Mart Stores Inc	04/03/2008 P 10/12/2009 Long	126,636.11	140,894.64	-14,258.53
Totals			8,600,082.34		-1,979,564.09
				10,579,646.43	

JOHN AND URSULA KANEL CHARITABLE FOUNDATION  
SCHEDULE ATTACHED TO AND MADE PART OF FORM 990-PF  
CALENDAR YEAR 2009

95-4400580

Part I – Form 990-PF

Line 11 – Other Income

Class Action Settlement Proceeds 4,756

Line 16a – Legal Fees:

Sonnenschein, Nath & Rosenthal – general matters 4,103  
Seyfarth Shaw LLP – general matters 14,724  
18,827

Line 16b – Accounting Fees:

Louis Motisi, CPA  
Preparation of Tax Returns 4,025

Line 18 – Taxes

Foreign Taxes Withheld on Dividends 8,181

Line 23 – Other Expenses:

Outside Consulting Services 8,400  
Franchise Tax Board – Annual Filing Fee 20  
Attorney General's Registry 225  
Sundry Administration Expenses and Fees 81  
Merrill Lynch Account Fees 63,220  
71,946

Part II – Form 990-PF

Line 29 – Retained Earnings

Balance – Beginning of Year (159,019)  
Net Investment Income – Line 27b, Part I 113,096  
Less: Loss from Sales of Assets – Line 6a, Part I (472,515)  
Qualifying Distributions (358,997)  
(718,416)  
Balance – End of Year (877,435)