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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 , 2009, and ending

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Harvey & Phyllis Sandler Foundation, Inc.		A Employer identification number 65-0452582
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 21170 N.E.22nd Court		B Telephone number (see the instructions) (954) 389-7100
	City or town State ZIP code Miami FL 33180-1002		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, column (c), line 16) \$ 9,824,193.		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 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 (att sch)				
	2 <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,092.	3,092.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	1,962,572.			
	b Gross sales price for all assets on line 6a 2,600,037.				
	7 Capital gain net income (from Part IV, line 2)		1,962,572.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,965,664.	1,965,664.			
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	152,000.			152,000.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	26,940.			11,940.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	68,883.			68,822.
	24 Total operating and administrative expenses. Add lines 13 through 23	247,823.			232,762.
	25 Contributions, gifts, grants paid	2,129,840.			2,129,840.
26 Total expenses and disbursements. Add lines 24 and 25	2,377,663.			2,362,602.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-411,999.				
b Net investment income (if negative, enter -0-)		1,965,664.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
ASSETS	1 Cash — non-interest-bearing	121,175.	69,383.	69,383.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) L-13 Stmt	4,463,490.	3,903,595.	9,754,810.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	4,584,665.	3,972,978.	9,824,193.
	17 Accounts payable and accrued expenses	4,401.	4,713.	
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons	200,000.	0.	
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	204,401.	4,713.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
NET ASSETS OR FUND BALANCES	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,380,264.	3,968,265.	
	30 Total net assets or fund balances (see the instructions)	4,380,264.	3,968,265.	
	31 Total liabilities and net assets/fund balances (see the instructions)	4,584,665.	3,972,978.	

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	4,380,264.
2 Enter amount from Part I, line 27a	2	-411,999.
3 Other increases not included in line 2 (itemize) See Other Increases Stmt	3	
4 Add lines 1, 2, and 3	4	3,968,265.
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	3,968,265.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 6,374.652 SH EMINENCE FUND, LTD	P	01/01/99	01/01/09
b FRACTIONAL SH PATRIOT NATIONAL BANK	P	01/01/07	06/30/09
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 2,600,000.		637,465.	1,962,535.
b 37.		0.	37.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			1,962,535.
b			37.
c			
d			
e			

2 Capital gain net income or (net capital loss).	— [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	1,962,572.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	— [If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8]	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☐ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	2,482,768.	12,746,902.	0.194774
2007	2,250,600.	14,988,282.	0.150157
2006	746,501.	13,406,389.	0.055682
2005	2,593,562.	13,746,239.	0.188674
2004	1,139,490.	13,659,973.	0.083418

2 Total of line 1, column (d)	2	0.672705
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.134541
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,359,279.
5 Multiply line 4 by line 3	5	1,259,207.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,657.
7 Add lines 5 and 6	7	1,278,864.
8 Enter qualifying distributions from Part XII, line 4	8	2,362,602.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)			
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	19,657.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	19,657.
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	19,657.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	20,555.	
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	20,555.	
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	898.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	898.	Refunded

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Jeffrey Levine</u> Telephone no. <u>(954) 389-7100</u> Located at <u>21170 N.E. 22nd Court</u> <u>Miami</u> <u>FL</u> ZIP + 4 <u>33180-1002</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

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

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

	Yes	No
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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> .		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> .		
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.)	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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** ☐**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Harvey Sandler 21170 N.E. 22nd Court Miami FL 33180	Director/ Pres 10.00	0.	0.	0.
Phyllis Sandler 21170 N.E. 22nd Court Miami FL 33180	Director/ Sec 10.00	0.	0.	0.
Jeffrey Levine 21170 N.E. 22nd Court Miami FL 33180	Director/ VP 20.00	70,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Isabel Marques 10938 North Danbury Way Boca Raton FL 33498	Asst Mgr/ Secretary 40.00	82,000.	0.	0.
0				
0				
0				
0				

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

☐ NONE

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter **NONE**.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

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	191,388.
b Average of monthly cash balances	1b	338,653.
c Fair market value of all other assets (see instructions)	1c	8,971,765.
d Total (add lines 1a, b, and c)	1d	9,501,806.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	9,501,806.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	142,527.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,359,279.
6 Minimum investment return. Enter 5% of line 5	6	467,964.

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	467,964.
2a Tax on investment income for 2009 from Part VI, line 5	2a	19,657.
b Income tax for 2009. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	19,657.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	448,307.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	448,307.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	448,307.

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	2,362,602.
b Program-related investments — total from Part IX-B	1b	
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	2,362,602.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	19,657.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,342,945.

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
1 Distributable amount for 2009 from Part XI, line 7				448,307.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			633,754.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2009.				
a From 2004 470,311.				
b From 2005 1,935,682.				
c From 2006 83,887.				
d From 2007 1,584,230.				
e From 2008 2,486,359.				
f Total of lines 3a through e	6,560,469.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,362,602.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus	2,362,602.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,923,071.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount — see instructions			633,754.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				448,307.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	470,311.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	8,452,760.			
10 Analysis of line 9:				
a Excess from 2005 1,935,682.				
b Excess from 2006 83,887.				
c Excess from 2007 1,584,230.				
d Excess from 2008 2,486,359.				
e Excess from 2009 2,362,602.				

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

N/A

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling:

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or

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

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a 'Assets' alternative test – enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter.

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

Harvey Sandler

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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 Attached		501 (c) (3)	Charitable Purposes	2,129,840.
Total				2,129,840.
<i>b Approved for future payment</i>				
Total				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,092.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,962,572.	
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)				1,965,664.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,965,664.

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

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

[illegible]

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
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[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

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.					
▶	<div style="display: flex; align-items: center;"> Signature of officer or trustee </div>	▶	<div style="display: flex; align-items: center;"> <div style="border-bottom: 1px solid black; width: 100px; margin-right: 5px;">3/17/2010</div> Date </div>	▶	<div style="display: flex; align-items: center;"> Title </div>
Paid Pre- parer's Use Only	Preparer's signature ▶	▶	Date	▶	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP code ▶ <u>Non-Paid Preparer</u>			▶	Preparer's Identifying number (See Signature in the instrs)
	EIN ▶ _____			▶	Phone no. ▶ _____

THE HARVEY & PHYLLIS SANDLER FOUNDATION, INC.
I.D. #65-0452582

**NAME & ADDRESS OF CHARITABLE ORGANIZATIONS
THAT RECEIVED CONTRIBUTIONS IN 2009**

A

Allianz Championship
Boca Raton Champions Golf Charities Inc.
6450 E. Rogers Circle
Boca Raton, Florida 33487

American Friends of Magen David Adom
7686 Stonehaven Lane
Boca Raton, Florida 33496

B

BRCH Foundation
745 Meadows Road
Boca Raton, Florida 33486

Baruch College Alumni Association
One Bernard Barush Way
Box A-1605
New York, NY 10010-5585

Boca Raton Museum of Art
501 Plaza Real
Boca Raton, Florida 33432

C

Central Synagogue
123 East 55th Street
New York, New York 10022-3502

Children's Hospital Foundation
P. O. Box 40930
Philadelphia, PA 19107-0930

Congregation B'Nai Israel
2200 Yamto Road
Boca Raton, Florida 33431

D

Deaf Service Center of
Palm Beach County, Inc.
3111 S. Dixie Highway, Suite 237
West Palm Beach, Fla. 33405-1548

Dr. Adam Help The Kids Fund
13130 Burbank Blvd.
Sherman Oaks, CA 91401

F

FAU Foundation Inc.
777 Glades road
Adm 295
Boca Raton, Florida 33431

Firefighters Charitable Foundation
P. O . Box 15227
West Palm Beach, Florida 33416-5227

Florida Association of State Troopers
P. O. Box 24773
West Palm Beach, Florida 33416

Foster Family Kosher Food Pantry
Congregation B'nai Israel
21300 Ruth and Baron Coleman Blvd.
Boca Raton, FL 33428-9906

Friends of the Israel Defense Forces
8177 W. Glades Road
Suite 208
Boca Raton, Florida 33434

G

Gift of Life bone marrow Foundation
800 Yamato road, Suite 101
Boca Raton, Florida 33431

Glaucoma Foundation
1140 Broadway, STE 706
New York, NY 10001

Glenkirk Foundation
3504 Commercial Avenue
Northbrook, IL 60062

H

Hands on Tzedakah
2255 Glades Road, Suite 324A
PMB #1114
Boca Raton, Florida 33431

Hospice by the Sea, Inc.
1531 West Palmetto Park Road
Boca Raton, Florida 33486

Hospice of Palm Beach County Foundation
5300 East Avenue
West Palm Beach, Florida 33407

I

Investigative Project on Terrorism Foundation
5505 Connecticut Ave., No. 341
Washington, D.C. 20015

J

JAFCO
4200 N. University Drive
Sunrise, Florida 33351

Janet Burrow Memorial Fund
c/o Brandy Renn
Eminence Capital
65 & 55th 25th Floor
New York, New York 10022

JARC
21160 95th Avenue, South
Boca Raton, Florida 33428

Jewish Federation of
South Palm Beach County
9901 Donna Klein Blvd.
Boca Raton, Florida 33428

K

Kent Wieland Design, Inc.
101 S. E. 2nd Avenue
Delray Beach, Florida 3344

Kids @ Home
One West Camino Real, Suite 118
Boca Raton, Florida 33432

Kids in Distress
3540 N. 33rd Terrace
Hollywood, Florida 33021

Kids Wish Network
National Gift Processing Center
P. O. Box 19309
West Palm Beach, Florida 33416-9309

Kravis Center for the Performing Arts
701 Okeechobee Boulevard
West Palm Beach, Florida 33401

L

Lymphoma Research Foundation
115 Broadway, 13th Floor
New York, New York 10006

M

Marcus Autism Center
1920 Briarcliff Road, N.E.
Atlanta, GA 30329-4010

Mothers Against Drunk Driving
P. O. box 758521
Opeka, KS 66675-8521

Multifaith Education Project
P. O. Box 301003
Fern Park, FL 32730-1003

N

National Multiple Sclerosis
3201 W. Commercial Boulevard
Suite 127
Fort Lauderdale, Florida 33309

P

Palm Beach County Cops for Kids
2100 N. Florida Mango Road
West Palm Beach, Florida 33409

Palm Beach County Council of
Fire Fighters & Paramedics
P. O. Box 22345
West Palm Beach, Florida 33416

Paralyzed Veterans of America
801 - 18th Street, N. W.
Washington, D.C. 20006-3512

Pediatric Cancer Foundation
P. O. Box 785
Mamaroneck, NY 10543

Play for Pink
17183 White Heaven
Boca Raton, Florida 33496

R

Ruth Rales Jewish Family Service
21300 Ruth & Baron Coleman Boulevard
Boca Raton, Florida 33428

S

Sid Jacobson JCC
300 Forest Drive
East Hills, NY 11548

SmileTrain
41 Madison Ave., 28th Fl
New York, New York 10010

SOS Children's Villages - Florida
3681 N. W. 59th Place
Coconut Creek, FL 33073

St. Andrews Cancer Research Unit

Spanish River High School
5100 Jog road
Boca Raton, Florida 33496

Susan G. Komen for the Cure S. Fla.
1309 N. Flagler Drive-5th floor
W. Palm Beach, Fla. 33401

T

TAO
The South Florida Center
for Jewish Renewal
10200 W. State Road 84
Suite #218
Davie, Florida 33324

Temple Adath Or
10200 W. State Road 84, Ste. 218
Davie, Fla. 33324

W

Women of Reform Judaism
633 Third Avenue
New York, NY 10017

The Work-Life Balance
Institute for women
P. O. Box 8608
Fort Lauderdale, Florida 33310-8608

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise Tax on Investment Income	15,000.			
Payroll Taxes	11,940.			11,940.
Total	26,940.			11,940.

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

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Insurance	66,236.			66,236.
Payroll Expense	1,504.			1,504.
Florida Annual Report	61.			
Retirement Plan Expenses	1,082.			1,082.
Total	68,883.			68,822.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

PRIOR YEAR CONTRIBUTION

Total

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Eminence Fund Ltd.	1,903,297.	9,022,731.
Sandler Offshore Fund	251,799.	496,348.
Other Securities	1,748,499.	235,731.
Total	3,903,595.	9,754,810.

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03/12/10

Accrual Basis

HARVEY AND PHYLLIS FOUNDATION, INC.

Transaction Detail By Account

January through December 2009

Type	Date	Num	Name	Memo	Clr	Split	Amount
Check	11/5/2009	775	BRCH Foundation			Checking-Opp ..	1,300 00
Check	11/6/2009	801	TEMPLE ADATH OR			Checking-Opp...	360 00
Check	11/10/2009	802	HOSPICE BY THE	memory of ch .		Checking-Opp. .	100 00
General Journal	11/13/2009	3				Checking-Opp	-100.00
Check	11/24/2009	803	BOCA RATON MU .			Checking-Opp	100 00
Check	12/1/2009	804	Kids Wish Network			Checking-Opp ..	25 00
Check	12/7/2009	436	Tiger Woods Found .			Checking-Opp	200 00
Check	12/9/2009	808	Kids@Home, Inc			Checking-Opp	500 00
Check	12/9/2009	807	Investigation Proj o .			Checking-Opp .	500 00
Check	12/9/2009	806	JARC	RUTH WHITE		Checking-Opp...	1,250 00
Check	12/9/2009	805	Palm Beach County			Checking-Opp .	20 00
Check	12/11/2009	809	BRCH Foundation			Checking-Opp...	4,400 00
Check	12/18/2009	811	KIDS IN DISTRESS	TAMMI FULL .		Checking-Opp .	200 00
Check	12/18/2009	810	PARALYZED VETE. .			Checking-Opp .	100 00
Check	12/23/2009	812	JEWISH FEDERATI.			Checking-Opp ..	1,600 00
Check	12/29/2009	813	National Multiple Sc			Checking-Opp...	300 00
Total Contributions							2,129,839 50
TOTAL							2,129,839.50

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03/12/10

Accrual Basis

HARVEY AND PHYLLIS FOUNDATION, INC.

Transaction Detail By Account

January through December 2009

Type	Date	Num	Name	Memo	Clr	Split	Amount
Contributions							
Check	1/2/2009	709	JEWISH FEDERATI			Checking-Opp..	400,000 00
Check	1/2/2009	710	JEWISH FEDERATI			Checking-Opp .	101,000 00
Check	1/6/2009	712	Marcus Institute			Checking-Opp .	1,000 00
Check	1/6/2009	711	CONGREGATION	SCHNURMA		Checking-Opp .	41 50
Check	1/9/2009	682	BRCH Foundation			Checking-Opp	1,500,000 00
Check	1/16/2009	714	Multiple Sclerosis	Robin Rubin		Checking-Opp .	150 00
Check	1/20/2009	715	The Children's Hos			Checking-Opp .	250 00
Check	1/20/2009	716	Multifath Education			Checking-Opp	100 00
Check	1/23/2009	718	American Friends of			Checking-Opp	1,000 00
Check	1/23/2009	717	Friends of the Israel	Robin and Amy		Checking-Opp .	150 00
Check	2/12/2009	720	BRCH Foundation	Amy Ross		Checking-Opp .	375 00
Check	2/12/2009	721	BRCH Foundation	Robin Rubin		Checking-Opp .	375 00
Check	2/13/2009	722	MADD			Checking-Opp	150 00
Check	2/19/2009	724	JEWISH FEDERATI			Checking-Opp...	2,000 00
Check	2/19/2009	723	American Friends of			Checking-Opp .	100 00
Check	2/24/2009	729	Play for P.I,N.K			Checking-Opp .	100.00
Check	2/27/2009	725	Play for P I,N.K			Checking-Opp .	125.00
Check	3/3/2009	730	Allianz Championship			Checking-Opp .	2,700.00
Check	3/3/2009	430	BRCH Foundation			Checking-Opp	3,210.00
Check	3/9/2009	732	BRCH Foundation			Checking-Opp .	250 00
Check	3/11/2009	734	SID JACOBSON JE	auction spon		Checking-Opp	20,000 00
Check	3/11/2009	735	BRCH Foundation			Checking-Opp..	900 00
Check	3/11/2009	733	CONGREGATION ..	SCHNURMA		Checking-Opp...	250 00
Check	3/16/2009	713	Dr Adam Help the K			Checking-Opp...	100 00
Check	3/16/2009	731	BRCH Foundation			Checking-Opp	100 00
Check	3/19/2009	736	Spanish River High	Larry Schnur		Checking-Opp.	500 00
Check	3/24/2009	739	HOSPICE	Memory of H		Checking-Opp.	100 00
Check	3/24/2009	740	TEMPLE ADATH OR	Memory of D		Checking-Opp..	100 00
Check	3/24/2009	737	SOS Children's Villa	Robin Rubin		Checking-Opp	500 00
Check	3/24/2009	738	SOS Children's Villa...	Amy Ross		Checking-Opp .	500.00
Check	3/31/2009	742	Forster Family Kosh			Checking-Opp .	36 00
Check	3/31/2009	741	PEDIATRIC CANCER	BABS REIFF		Checking-Opp ..	100 00
Check	4/14/2009	743	PBC Council Fire Fi			Checking-Opp ..	30 00
Check	4/14/2009	744	Kravis Center for th			Checking-Opp .	1,000 00
Check	4/15/2009	745	Firefighters Charita.			Checking-Opp .	20 00
Check	4/17/2009	747	Gift of Life Bone Ma			Checking-Opp .	3,000 00
Check	4/17/2009	746	Work-Life Balance I			Checking-Opp .	3,000 00
Check	4/24/2009	748	Florida Association			Checking-Opp .	20 00
Check	5/6/2009	749	Spanish River Com	Rubin and S		Checking-Opp..	5,000 00
Check	5/12/2009	750	Baruch College Alu.			Checking-Opp .	500 00
Check	5/12/2009	752	Women of Reform J			Checking-Opp .	360 00
Check	5/22/2009	753	The Work Life Bala.			Checking-Opp..	10,000 00
Check	5/22/2009	754	Hands on Tzedakeb			Checking-Opp .	10,000 00
Check	6/1/2009	432	Deaf Service Center			Checking-Opp ..	500 00
Check	6/4/2009	755	SID JACOBSON JE	auction spon		Checking-Opp ..	2,600 00
Check	7/23/2009	433	Kids Wish Network			Checking-Opp .	25 00
Check	7/27/2009	776	Babe Zaharias Mem			Checking-Opp...	1,000 00
Check	8/3/2009	756	Marcus Autism Cent			Checking-Opp .	1,000 00
Check	8/3/2009	757	CONGREGATION .	SCHNURMA		Checking-Opp .	132 00
Check	8/11/2009	758	Susan G Komen C			Checking-Opp .	290 00
Check	8/20/2009	759	TEMPLE ADATH OR			Checking-Opp...	1,000 00
Check	9/14/2009	760	BRCH Foundation	Phyllis, Amy		Checking-Opp.	3,000 00
Check	9/22/2009	761	CONGREGATION	SCHNURMA		Checking-Opp	300 00
Check	9/24/2009	762	Glenkirk Foundation			Checking-Opp .	100.00
Check	9/24/2009	763	GLAUCOMA FOUN	Martin Lewis		Checking-Opp..	500.00
Check	9/30/2009	764	JAFCO	Amy Ross an		Checking-Opp..	200.00
Check	10/7/2009	434	Central Synagogue			Checking-Opp	500 00
Check	10/14/2009	766	RUTH RALES JEWI	Robin Rubin		Checking-Opp	1,000 00
Check	10/15/2009	765	BRCH Foundation			Checking-Opp ..	1,500 00
Check	10/21/2009	768	MADD			Checking-Opp.	100 00
Check	10/21/2009	767	CONGREGATION	SCHNURMA		Checking-Opp.	5,000.00
Check	10/21/2009	769	SmileTrain			Checking-Opp.	250 00
Check	10/21/2009	435	Janet Berros Memo ..			Checking-Opp.	25,000 00
Check	10/22/2009	770	BRCH Foundation			Checking-Opp	200 00
Check	10/27/2009	771	Florida Association			Checking-Opp .	20 00
Check	11/3/2009	774	RUTH RALES JEWI	Amy & David .		Checking-Opp .	4,000 00
Check	11/3/2009	773	St Andrews Cancer..			Checking-Opp .	575 00
Check	11/3/2009	772	F A U. Foundation	Robin & Gary		Checking-Opp ..	1,000 00