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

2009

Department of the Treasury
Internal Revenue Service

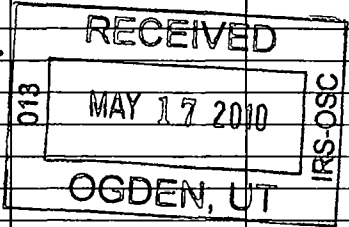
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2009**, or tax year beginning _____, 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 RUBY R. VALE FOUNDATION II C/O PNC BANK, N.A. - AGENT FOR <small>Number and street (or P O box number if mail is not delivered to street address) Room/suite</small> TRUSTEES - 1600 MARKET STREET - TAX DEP City or town, state, and ZIP code PHILADELPHIA, PA 19103-7240	A Employer identification number 65-0659181
		B Telephone number (215) 585-5583
	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	C If exemption application is pending, check here <input type="checkbox"/> 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) \$ 1,807,943. (Part I, column (d) must be on cash basis.)	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"/>
	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	40,808.	40,808.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,786.			
	b Gross sales price for all assets on line 6a	264,740.			
	7 Capital gain net income (from Part IV, line 2)		8,786.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	49,594.	49,594.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,944.	7,458.		2,486.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 2	175.	0.		175.
	b Accounting fees Stmt 3	700.	0.		700.
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 4	-8,754.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	2,065.	7,458.		3,361.
	25 Contributions, gifts, grants paid	80,000.			80,000.
26 Total expenses and disbursements. Add lines 24 and 25	82,065.	7,458.		83,361.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-32,471.				
b Net investment income (if negative, enter -0-)		42,136.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			1.	1.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock Stmt 5	148,607.	106,145.	563,870.	
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 6	1,177,480.	1,183,710.	1,244,072.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)	1,326,087.	1,289,856.	1,807,943.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	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	1,326,087.	1,289,856.			
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances	1,326,087.	1,289,856.			
31	Total liabilities and net assets/fund balances	1,326,087.	1,289,856.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,326,087.
2	Enter amount from Part I, line 27a	2	-32,471.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,293,616.
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENT TO BOOK CARRYING VALUE	5	3,760.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,289,856.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SHORT TERM CAPITAL GAIN DISTRIBUTION	P		Various
b SEE ATTACHED GAIN/LOSS REPORT	P		Various
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 10,092.			10,092.
b 254,648.		255,954.	-1,306.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			10,092.
b			-1,306.
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	8,786.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	127,888.	2,102,624.	.060823
2007	104,614.	2,367,223.	.044193
2006	104,147.	2,128,952.	.048919
2005	99,800.	2,017,172.	.049475
2004	85,475.	1,997,947.	.042781

2 Total of line 1, column (d)	2	.246191
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	.049238
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,637,186.
5 Multiply line 4 by line 3	5	80,612.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	421.
7 Add lines 5 and 6	7	81,033.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	83,361.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	421.
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	421.
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	421.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,216.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,216.
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	795.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 424. Refunded <input checked="" type="checkbox"/>	11	371.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
(1)		
(2)		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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		
14	The books are in care of ▶ <u>PNC BANK, N.A. - TAX DEPARTMENT</u> Telephone no. ▶ <u>(215) 585-5583</u> Located at ▶ <u>1600 MARKET STREET, PHILADELPHIA, PA</u> ZIP+4 ▶ <u>19103-7240</u>			
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 ▶ <u>15</u> <u>N/A</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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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
 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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PNC BANK, N.A. 222 DELAWARE AVENUE WILMINGTON, DE 19899	AGENT FOR TRUSTEE 0.00	9,944.	0.	0.
WILLIAM MICHAEL VALE C/O PNC BANK, N.A. - 222 DELAWARE AVE WILMINGTON, DE 19899	PRESIDENT & TRUSTEE 1.00	0.	0.	0.
ROBERT A. VALE C/O PNC BANK, N.A. - 222 DELAWARE AVE WILMINGTON, DE 19899	VICE-PRESIDENT & TRUSTEE 1.00	0.	0.	0.
ROBERT W. VALE C/O PNC BANK, N.A. - 222 DELAWARE AVE WILMINGTON, DE 19899	SECRETARY/TREASURER/TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		0

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 **0.**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,662,118.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,662,118.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,662,118.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,932.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,637,186.
6	Minimum investment return. Enter 5% of line 5	6	81,859.

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	81,859.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	421.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	421.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	81,438.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	81,438.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	81,438.

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	83,361.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	83,361.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	421.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	82,940.

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				81,438.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			73,833.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 83,361.				
a Applied to 2008, but not more than line 2a			73,833.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				9,528.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
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 instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				71,910.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 a 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 ▶

4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a 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(j)(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 foundation had \$5,000 or more in assets at any time during the year-see the 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).)

None

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.

None

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:

PNC BANK, N.A. - C/O R. MENKIEWICZ
222 DELAWARE AVENUE, WILMINGTON, DE 19899

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

IN WRITING

c Any submission deadlines:

SEPTEMBER 1ST FOR THE FOLLOWING CALENDAR YEAR

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

TO BE DETERMINED BY THE TRUSTEES

Form 990-PF	Dividends and Interest from Securities		Statement	1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount	
DOMESTIC DIVIDENDS	30,584.	0.	30,584.	
DOMESTIC DIVIDENDS	7,704.	0.	7,704.	
FOREIGN DIVIDENDS	2,520.	0.	2,520.	
Total to Fm 990-PF, Part I, ln 4	40,808.	0.	40,808.	

Form 990-PF	Legal Fees			Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
COOCH AND TAYLOR	175.	0.		175.	
To Fm 990-PF, Pg 1, ln 16a	175.	0.		175.	

Form 990-PF	Accounting Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PNC BANK, N.A. - TAX PREPARATION FEE	700.	0.		700.	
To Form 990-PF, Pg 1, ln 16b	700.	0.		700.	

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL ESTIMATED EXCISE TAX FORM 990-PF 12/31/2009	708.	0.		0.	
REFUND - FEDERAL EXCISE TAX 12/31/2009	-9,462.	0.		0.	
To Form 990-PF, Pg 1, ln 18	-8,754.	0.		0.	

Form 990-PF Corporate Stock Statement 5

Description	Book Value	Fair Market Value
COMMON STOCK	106,145.	563,870.
Total to Form 990-PF, Part II, line 10b	106,145.	563,870.

Form 990-PF Other Investments Statement 6

Description	Valuation Method	Book Value	Fair Market Value
CASH EQUIVALENTS	COST	41,672.	41,672.
MUTUAL FUNDS - FIXED	COST	266,799.	252,105.
MUTUAL FUNDS - EQUITY	COST	875,239.	950,295.
Total to Form 990-PF, Part II, line 13		1,183,710.	1,244,072.

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization RUBY R. VALE FOUNDATION II C/O PNC BANK, N.A. - AGENT FOR	Employer identification number 65-0659181
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. TRUSTEES - 1600 MARKET STREET - TAX DEPT	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19103-7240	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

PNC BANK, N.A. - TAX DEPARTMENT

• The books are in the care of ▶ **1600 MARKET STREET - PHILADELPHIA, PA 19103-7240**
Telephone No. ▶ **(215) 585-5583** FAX No. ▶ **(215) 585-6755**

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ▶ If it is for part of the group, check this box ▶ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **August 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2009** or
▶ tax year beginning _____, and ending _____

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	\$	421.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,216.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

SUMMARY OF INVESTMENTS

AS OF 12/31/09

ACCOUNT
47-48-001-2012992

RUBY R VALE FOUNDATION II

PAGE 1

	MARKET VALUE	% OF MARKET	CARRYING VALUE	ESTIMATED INCOME	YIELD AT MARKET	TAX COST
PRINCIPAL CASH	0.00		0.00			0.00
CASH EQUIVALENTS	37,209.17	2.063	37,209.17	.74		37,209.17
FIXED INCOME MUTUAL FUNDS - FIXED	252,105.06	13.979	266,799.44	8,670.62	3.439	266,799.44
EQUITIES						
COMMON STOCK	563,870.40	31.266	106,145.39	20,275.20	3.596	106,145.74
MUTUAL FUNDS - EQUITY	950,295.00	52.692	875,239.40	8,898.00	.936	875,239.40
TOTAL EQUITIES	1,514,165.40	83.958	981,384.79	29,173.20	1.927	981,385.14
TOTAL PRINCIPAL INVESTMENTS	1,803,479.63	100.000	1,285,393.40	37,844.56	2.098	1,285,393.75
INCOME INVESTMENTS						
INVESTED INCOME & ACI	4,462.61	100.000	4,462.61	.09		4,462.61
TOTAL INVESTMENTS	1,807,942.24		1,289,856.01	37,844.65		1,289,856.36



STATEMENT OF INVESTMENTS

AS OF 12/31/09

ACCOUNT
47-48-001-2012992

RUBY R VALE FOUNDATION II

PAR VALUE SHARES	INVESTMENT DESCRIPTION	MARKET UNIT PRICE	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YLD. AT MARKET	CARRYING VALUE	TAX COST	GAIN/LOSS TAX COST
	COMMON STOCK								
	INDUSTRIALS								
4,000.000	GENERAL ELECTRIC CO	15.130	60,520.00	3.3	1,600	2.6	7,173.83	7,173.85	53,346.15
1,000.000	3M COMPANY	82.670	82,670.00	4.5	2,040	2.4	6,500.25	6,500.48	76,169.52
	TOTAL INDUSTRIALS		143,190.00	7.9	3,640	2.5	13,674.08	13,674.33	129,515.67
	HEALTH CARE								
4,985.000	PFIZER INC	18.190	90,677.15	5.0	3,589	3.9	29,861.37	29,861.37	60,815.78
	TOTAL HEALTH CARE		90,677.15	5.0	3,589	3.9	29,861.37	29,861.37	60,815.78
	ENERGY								
1,000.000	BP PLC SPONSORED ADR	57.970	57,970.00	3.2	3,360	5.7	20,214.94	20,214.94	37,755.06
1,600.000	EXXON MOBIL CORP	68.190	109,104.00	6.0	2,688	2.4	8,226.93	8,227.03	100,876.97
	TOTAL ENERGY		167,074.00	9.2	6,048	3.6	28,441.87	28,441.97	138,632.03
	INFORMATION TECHNOLOGY								
1,000.000	HEWLETT-PACKARD CO	51.510	51,510.00	2.8	320	.6	6,578.07	6,578.07	44,931.93
	TOTAL INFORMATION TECHNOLOGY		51,510.00	2.8	320	.6	6,578.07	6,578.07	44,931.93
	TELECOMMUNICATION SERVICES								
3,975.000	AT&T INC	28.030	111,419.25	6.1	6,678	5.9	27,590.00	27,590.00	83,829.25



STATEMENT OF INVESTMENTS

AS OF 12/31/09

ACCOUNT
47-48-001-2012992

RUBY R VALE FOUNDATION II

PAR VALUE SHARES	INVESTMENT DESCRIPTION	MARKET UNIT PRICE	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YLD. AT MARKET	CARRYING VALUE	TAX COST	GAIN/LOSS TAX COST
	TOTAL TELECOMMUNICATION SERVICES		111,419.25	6.1	6,678	5.9	27,590.00	27,590.00	83,829.25
	TOTAL COMMON STOCK		563,870.40	31.2	20,275	3.5	106,145.39	106,145.74	457,724.66
	CASH EQUIVALENTS								
37,209.170	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	1.000	37,209.17	2.0			37,209.17	37,209.17	
	TOTAL CASH EQUIVALENTS		37,209.17	2.0			37,209.17	37,209.17	
	MUTUAL FUNDS - FIXED								
14,037.482	BLACKROCK FUNDS INTERNATIONAL BOND PORTFOLIO FUND 325 INSTITUTIONAL CLASS	10.540	147,955.06	8.2	3,448	2.3	168,767.44	168,767.44	-20,812.38
1,000.000	ISHARES IBOXX \$ INVESTOP INVESTMENT GRADE CORP BD FD ETF	104.150	104,150.00	5.7	5,222	5.0	98,032.00	98,032.00	6,118.00
	TOTAL MUTUAL FUNDS - FIXED		252,105.06	13.9	8,670	3.4	266,799.44	266,799.44	-14,694.38
	MUTUAL FUNDS - EQUITY								
4,500.000	IPATH DOW JONES-JBS COMMODITY INDEX TOTAL RETURN ETN ETF	42.260	190,170.00	10.5			153,362.00	153,362.00	36,808.00



STATEMENT OF INVESTMENTS

AS OF 12/31/09

ACCOUNT
47-48-001-2012992

RUBY R VALE FOUNDATION II

PAR VALUE SHARES	INVESTMENT DESCRIPTION	MARKET UNIT PRICE	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YLD. AT MARKET	CARRYING VALUE	TAX COST	GAIN/LOSS TAX COST
2,000.000	ISHARES MSCI EMU INDEX FUND ETF	37.470	74,940.00	4.1	1,188	1.5	104,240.00	104,240.00	-29,300.00
12,000.000	ISHARES INC MSCI JAPAN INDEX FD ETF	9.740	116,880.00	6.4	2,100	1.7	168,720.00	168,720.00	-51,840.00
15,000.000	ISHARES S&P NORTH AMERICAN ANATURAL RESOURCES SECTOR INDEX FUND ETF	34.310	514,650.00	28.5	5,610	1.0	403,825.50	403,825.50	110,824.50
500.000	SPDR GOLD TRUST ETF	107.310	53,655.00	2.9	8,898	.9	45,091.90	45,091.90	8,563.10
	TOTAL MUTUAL FUNDS - EQUITY		950,295.00	52.6	8,898		875,239.40	875,239.40	75,055.60
	INVESTED INCOME & ACI								
4,462.610	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT)	1.000	4,462.61	.2			4,462.61	4,462.61	
	TOTAL INVESTED INCOME & ACI		4,462.61	.2			4,462.61	4,462.61	
	TOTAL INVESTMENTS		1,807,942.24	100.0	37,844	2.0	1,289,856.01	1,289,856.36	518,085.88
	PRINCIPAL CASH								
	TOTAL PRINCIPAL CASH & ASSETS		1,807,942.24				1,289,856.01	1,289,856.36	



REPORT: TMS-TX-23
 BANK 47 PNC BANK (47)
 REGION 48 PERS FINL SERV
 OFFICE 001 PERSONAL TRUST

GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
 ACCOUNT 2012992 RUBY R VALE FOUNDATION II
 FROM: 01/01/09 TO: 12/31/09

PAGE: 1
 RUN DATE: 01/15/10

TAX CODE	OR-OFF	SERIAL	SEQ LOT#	DATES ACQUIRED	TRADE	UNITS	PROCEEDS	TAX COST	FEDERAL G/L	STATE G/L
ASSET 055622104 BP PLC SPONSORED ADR										
830	000	40371-00001	00000	11/18/85	02/05/09	312.000	13,785.86	6,307.06	7,478.80 L	.00
TOTAL-LONG						312.000	13,785.86	6,307.06	7,478.80	.00
ASSET 172967101 CITIGROUP INC										
830	000	40371-00003	00000	12/06/00	02/05/09	760.000	2,709.46	36,716.67	34,007.21-L	.00
TOTAL-LONG						760.000	2,709.46	36,716.67	34,007.21-	.00
ASSET 30231G102 EXXON MOBIL CORP										
830	000	40371-00004	00000	08/13/81	02/05/09	1,000.000	79,308.25	5,141.90	74,166.35 L	.00
TOTAL-LONG						1,000.000	79,308.25	5,141.90	74,166.35	.00
ASSET 465897122 IVY GLBL NATURAL RESOURCES FD										
CL Y FUND #722						6,578.947	74,276.31	200,000.00	125,723.69-L	.00
831	000	40367-00001	00000	12/19/06	02/05/09	6,578.947	74,276.31	200,000.00	125,723.69-	.00
TOTAL-LONG						6,578.947	74,276.31	200,000.00	125,723.69-	.00
ASSET 983024100 WYETH										
MERGED 10/15/09 @33.00 P/S						200.000	8,578.95	1,700.88	6,878.07 L	.00
SEE 717081103						600.000	25,736.85	2,282.81	23,454.04 L	.00
830	000	40371-00008	00000	05/20/80	02/05/09	1,000.000	50,252.28	3,804.69	46,447.59 L	.00
830	000	40619-00003	00000	08/21/81	10/15/09	1,800.000	84,568.08	7,788.38	76,779.70	.00
TOTAL-LONG						1,800.000	84,568.08	7,788.38	76,779.70	.00
LISTED SALES-TOTAL LONG						10,450.947	254,647.96	255,954.01	.00 L	.00 L
CAPITAL GAIN DISTRIBUTIONS										
GRAND TOTAL-LONG						10,450.947	254,647.96	255,954.01	1,306.05-	.00 S
CARRYOVER(CURRENT)										.00 M

REPORT: TMS-TX-23
BANK 47 PNC BANK (47)
REGION 48 PERS FINL SERV
OFFICE 001 PERSONAL TRUST

ACCOUNT 2012992 RUBY R VALE FOUNDATION 11
GAIN/LOSS FEDERAL REPORT INTERNAL USE ONLY
FROM: 01/01/09 TO: 12/31/09

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TAX CODE OR-OFF SERIAL SEQ LOT# DATES ACQUIRED TRADE UNITS PROCEEDS TAX COST FEDERAL G/L STATE G/L

.00 L