Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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: THE ROSS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 335 — Room/suite:

City or town, state, and ZIP code: ARKADELPHIA, AR 71923

A Employer identification number: 71-6060574

B Telephone number: (870) 246-9881

C If exemption application is pending, check here [ ]

D 1. Foreign organizations, check here [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 88,691,519.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ____ *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here [ ]

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))

	Line		(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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	4,535.	4,535.		STATEMENT 1
	4	Dividends and interest from securities	113.	113.		STATEMENT 2
	5a	Gross rents	58,640.	58,640.		STATEMENT 3
	b	Net rental income or (loss) 58,640.				
	6a	Net gain or (loss) from sale of assets not on line 10	890,780.			
	b	Gross sales price for all assets on line 6a 2,125,013.				
	7	Capital gain net income (from Part IV, line 2)		890,780.		
	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	68,603.	159.		STATEMENT 4
	12	**Total** Add lines 1 through 11	1,022,671.	954,227.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	39,500.	15,800.		23,700.
	14	Other employee salaries and wages	457,487.	0.		457,487.
	15	Pension plans, employee benefits	45,925.	0.		45,925.
	16a	Legal fees STMT 5	10,257.	0.		10,257.
	b	Accounting fees STMT 6	25,750.	0.		25,750.
	c	Other professional fees STMT 7	210.	0.		210.
	17	Interest	403,630.	403,630.		0.
	18	Taxes STMT 8	167,926.	167,926.		0.
	19	Depreciation and depletion	22,779.	0.		
	20	Occupancy				
	21	Travel, conferences, and meetings	6,169.	6,169.		0.
	22	Printing and publications				
	23	Other expenses STMT 9	248,467.	96,000.		152,467.
	24	**Total operating and administrative expenses** Add lines 13 through 23	1,428,100.	689,525.		715,796.
	25	Contributions, gifts, grants paid	698,932.			698,932.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,127,032.	689,525.		1,414,728.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-1,104,361.			
	b	**Net investment income** (if negative, enter -0-)		264,702.		
	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	416,551.	136,108.	136,108.
	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	61,569.	53,818.	53,818.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	1,070.	1,070.	2,162.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 35,895,147.			
	Less accumulated depreciation ▶	37,100,965.	35,895,147.	87,251,668.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 1,893,166.			
	Less accumulated depreciation ▶ 652,304.	1,261,785.	1,240,862.	1,240,862.
	15 Other assets (describe ▶ STATEMENT 12)	6,023.	6,901.	6,901.
	16 Total assets (to be completed by all filers)	38,847,963.	37,333,906.	88,691,519.
Liabilities	17 Accounts payable and accrued expenses	181,270.	178,008.	
	18 Grants payable	1,223,371.	775,987.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	9,015,000.	8,490,000.	
	22 Other liabilities (describe ▶ STATEMENT 13)	902,100.	1,004,499.	
	23 Total liabilities (add lines 17 through 22)	11,321,741.	10,448,494.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	27,526,222.	26,885,412.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	27,526,222.	26,885,412.	
	31 Total liabilities and net assets/fund balances	38,847,963.	37,333,906.	

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	27,526,222.
2	Enter amount from Part I, line 27a	2	-1,104,361.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	463,551.
4	Add lines 1, 2, and 3	4	26,885,412.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,885,412.

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	TIMBER SALES	P	VARIOUS	VARIOUS
b	TIMBERLAND - 2.75 ACRES	P	VARIOUS	01/09/09
c	TIMBERLAND - 20.68 ACRES	P	VARIOUS	05/15/09
d	TIMBERLAND - 161 ACRES	P	VARIOUS	06/16/09
e	TIMBERLAND - 120 ACRES	P	VARIOUS	06/22/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,652,963.		1,034,405.	618,558.
b	5,000.		611.	4,389.
c	42,000.		27,910.	14,090.
d	200,050.		56,679.	143,371.
e	225,000.		114,628.	110,372.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				618,558.
b				4,389.
c				14,090.
d				143,371.
e				110,372.

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	890,780.
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	1,624,976.	759,699.	2.138973
2007	1,846,154.	2,397,759.	.769950
2006	1,170,200.	2,129,850.	.549428
2005	1,254,794.	1,636,971.	.766534
2004	1,412,354.	1,711,953.	.824996

2	**Total** of line 1, column (d)	2	5.049881
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	1.009976
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	646,634.
5	Multiply line 4 by line 3	5	653,085.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,647.
7	Add lines 5 and 6	7	655,732.
8	Enter qualifying distributions from Part XII, line 4	8	1,414,728.

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	2,647.
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	2,647.
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	2,647.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 6,968.		
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	6,968.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	4,321.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	4,321. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AR			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ MARY ELIZABETH ELDRIDGE Telephone no. ▶ (870) 246-9881			
	Located at ▶ 202 SOUTH 5TH STREET, ARKADELPHIA, AR ZIP+4 ▶ 71923			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		39,500.	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
MARK KARNES P.O. BOX 335, ARKADELPHIA, AR 71923	MGR/OPERATIONS 40.00	87,014.	2,496.	10,200.
DAVID HUNT P.O. BOX 335, ARKADELPHIA, AR 71923	MANAGER 40.00	78,309.	2,268.	7,800.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 CONSERVATION FORESTRY MANAGEMENT - SEE ATTACHED STATEMENT	454,131.
2 ARKANSAS FLORA PROJECT - SEE ATTACHED STATEMENT	26,741.
3 PUBLIC RECREATION - SEE ATTACHED STATEMENT	27,221.
4 SOUTH CENTRAL ARKANSAS LOG A LOAD FOR KIDS - SEE ATTACHED STATEMENT	1,103.

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	1,767.
b	Average of monthly cash balances	1b	590,558.
c	Fair market value of all other assets	1c	64,156.
d	**Total** (add lines 1a, b, and c)	1d	656,481.
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	656,481.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,847.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	646,634.
6	**Minimum investment return** Enter 5% of line 5	6	32,332.

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	32,332.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 2,647.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	2,647.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,685.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	29,685.
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	29,685.

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	1,414,728.
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	1,414,728.
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	2,647.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,412,081.

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.

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02-02-10

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					29,685.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ____ , ____ , ____			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	1,370,715.				
b From 2005	1,193,175.				
c From 2006	1,084,703.				
d From 2007	1,763,467.				
e From 2008	1,600,924.				
f **Total** of lines 3a through e		7,012,984.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,414,728.					
a Applied to 2008, but not more than line 2a				0.	
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					29,685.
e Remaining amount distributed out of corpus		1,385,043.			
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		8,398,027.			
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					0.
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		1,370,715.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		7,027,312.			
10 Analysis of line 9:					
a Excess from 2005	1,193,175.				
b Excess from 2006	1,084,703.				
c Excess from 2007	1,763,467.				
d Excess from 2008	1,600,924.				
e Excess from 2009	1,385,043.				

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 ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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:

MARY ELIZABETH ELDRIDGE, THE ROSS FOUNDATION, (870) 246-9881
P.O. BOX 335, ARKADELPHIA, AR 71923

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

SEE ATTACHED FORM

c Any submission deadlines:

NONE

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

SEE ATTACHED FORM

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total			▶ 3a	698,932.
b *Approved for future payment*				
Total SEE STATEMENT 16			▶ 3b	775,987.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	4,535.	
4 Dividends and interest from securities			14	113.	
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			16	58,640.	
7 Other investment income			14	159.	
8 Gain or (loss) from sales of assets other than inventory			18	890,780.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a LICENSE FEES			14	62,153.	
b MISCELLANEOUS			14	1,606.	
c 4940 TAX REFUND			14	4,685.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,022,671.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 1,022,671.

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

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

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).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 12 May 2010 Title: CHAIRMAN

Paid Preparer's Use Only

Preparer's signature	[signature]	Date 4/4/10	Check if self-employed ☐
Preparer's identifying number	429-96-5391		
Firm's name (or yours if self-employed), address, and ZIP code	JPMS COX, PLLC 11300 CANTRELL ROAD, SUITE 301 LITTLE ROCK, ARKANSAS 72212	EIN ▶	
		Phone no.	501-227-5800

923622 02-02-10

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	1.
SUMMIT BANK	4,534.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,535.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CENTERPOINT ENERGY	113.	0.	113.
TOTAL TO FM 990-PF, PART I, LN 4	113.	0.	113.

FORM 990-PF	RENTAL INCOME	STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
CABIN SITE LEASES	1	5,200.
GAME & FISH COMMISSION LEASE	2	53,440.
TOTAL TO FORM 990-PF, PART I, LINE 5A		58,640.

FORM 990-PF	OTHER INCOME	STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OIL ROYALTY - LION OIL	159.	159.	
LICENSE FEES	62,153.	0.	
MISCELLANEOUS	1,606.	0.	
TAX REFUND	4,685.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	68,603.	159.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MCMILLAN, MCCORKLE, CURRY & BENNINGTON	7,200.	0.		7,200.
OVERBEY, GRAHAM, STRIGEL & WESTBROOK	3,057.	0.		3,057.
TO FM 990-PF, PG 1, LN 16A	10,257.	0.		10,257.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINDLEY AND FINDLEY	25,750.	0.		25,750.
TO FORM 990-PF, PG 1, LN 16B	25,750.	0.		25,750.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HOT SPRING COUNTY	10.	0.		10.
MISCELLANEOUS	200.	0.		200.
TO FORM 990-PF, PG 1, LN 16C	210.	0.		210.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE	130,154.	130,154.		0.
PAYROLL	37,191.	37,191.		0.
LICENSE FEES	581.	581.		0.
TO FORM 990-PF, PG 1, LN 18	167,926.	167,926.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSERVATION EXPENSE	71,639.	0.		71,639.
COMPUTER SERVICE	7,200.	7,200.		0.
SUPPLIES & OTHER EXPENSES	2,835.	2,835.		0.
OFFICE MAINTENANCE	8,310.	8,310.		0.
UTILITIES	13,102.	13,102.		0.
DUES	5,377.	5,377.		0.
REFORESTATION	80,828.	0.		80,828.
INSURANCE EXPENSE	59,176.	59,176.		0.
TO FORM 990-PF, PG 1, LN 23	248,467.	96,000.		152,467.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
ACCRUAL TO CASH DIFFERENCE - ACCRUED GRANT LIABILITY PAID IN 2009	447,384.
ACCRUAL TO CASH DIFFERENCE - VARIOUS ITEMS	16,167.
TOTAL TO FORM 990-PF, PART III, LINE 3	463,551.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CENTERPOINT ENERGY, INC. - 149 SHARES	1,070.	2,162.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,070.	2,162.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS & PREPAYMENTS	6,023.	6,901.	6,901.
TO FORM 990-PF, PART II, LINE 15	6,023.	6,901.	6,901.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL ESTATE TAX	902,100.	754,499.
LINE OF CREDIT	0.	250,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	902,100.	1,004,499.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROSS WHIPPLE P.O. BOX 335 ARKADELPHIA, AR 71923	CHAIRMAN AND TRUSTEE 7.00	8,000.	0.	0.
TONEY MCMILLAN P.O. BOX 335 ARKADELPHIA, AR 71923	TRUSTEE 2.00	7,500.	0.	0.
ROBERT RHODES P.O. BOX 335 ARKADELPHIA, AR 71923	TRUSTEE 2.00	8,000.	0.	0.
PEGGY CLARK P.O. BOX 335 ARKADELPHIA, AR 71923	TRUSTEE 2.00	8,000.	0.	0.
MARY WHIPPLE P.O. BOX 335 ARKADELPHIA, AR 71923	TRUSTEE 2.00	8,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		39,500.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARKADELPHIA PUBLIC SCHOOLS 235 NORTH 11TH STREET ARKADELPHIA, AR 71923	SCHOOL OF 21ST CENTURY, CONE FOUNDATION, PROJECT PROM	PUBLIC EDUCATIONA INSTITUTIO	107,336.
ARKANSAS FOODBANK NETWORK 8121 DISTRIBUTION DRIVE, BUILDING A LITTLE ROCK, AR 72209	REFRIGERATION UNIT	PUBLIC CHARITY	16,000.
ARKANSAS FORESTRY ASSOCIATION EDUCATION FOUNDATION 410 S. CROSS STREET, ROOM C LITTLE ROCK, AR 72201	UNRESTRICTED GRANT	PUBLIC CHARITY	30,749.
ARKANSAS GAME & FISH COMMISSION #2 NATURAL RESOURCES DRIVE LITTLE ROCK, AR 72205	UNRESTRICTED GRANT	PUBLIC CHARITY	50,235.
ARKANSAS HUNTERS FEEDING THE HUNGRY 920 W. 2ND STREET, SUITE 103 LITTLE ROCK, AR 72201	FEEDING THE NEEDY IN CLARK COUNTY	PUBLIC CHARITY	3,000.
ARKANSAS MUSEUM OF SCIENCE & HISTORY 500 PRESIDENT CLINTON AVENUE, SUITE 150 LITTLE ROCK, AR 72201	MOBILE MUSEUM - RACE FOR PLANET X	PUBLIC CHARITY	2,000.
ARKANSAS RICE DEPOT 3801 W. 65TH STREET LITTLE ROCK, AR 72209	FOOD FOR KIDS	PUBLIC CHARITY	4,000.
ARKANSAS SHERIFFS' YOUTH RANCHES, INC. P.O. BOX 3964 BATESVILLE, AR 72503	UNRESTRICTED GRANT - HONORING ROSS M. WHIPPLE	PUBLIC CHARITY	5,000.

AMERICAN CANCER SOCIETY 901 N. UNIVERSITY LITTLE ROCK, AR 72207	RELAY FOR LIFE, MEMORIAL: RONNIE NORMAN	PUBLIC CHARITY	1,050.
AUDUBON ARKANSAS, NATIONAL AUDUBON SOCIETY, INC. 1423 S. MAIN STREET, APT. B LITTLE ROCK, AR 72202	FORST COMMUNITY CONNECTION	PUBLIC CHARITY	10,000.
BAPTIST HEALTH FOUNDATION 9601 INTERSTATE 630, EXIT 7 LITTLE ROCK, AR 72205	DIGITAL COMPUTERIZED TOMOGRAPHY DUAL INJECTOR	PUBLIC CHARITY	10,000.
CENTRAL ARKANSAS DEVELOPMENT COUNCIL, INC. P.O. BOX 580 BENTON, AR 72018	ACF STIMULUS GIVING PROGRAM, GURDON SENIOR ACTIVITY CENTER	PUBLIC CHARITY	6,000.
CLARK COUNTY CHILD CARE, INC. 605 MAIN STREET, SUITE 202 ARKADELPHIA, AR 71923	DAY CARE SUPPLIES	PUBLIC CHARITY	1,500.
CLARK COUNTY COMMUNITY FOUNDATION P.O. BOX 38 ARKADELPHIA, AR 71923	OPERATING ENDOWMENT MATCHING FUNDS	PUBLIC CHARITY	10,000.
CONFERENCE OF SOUTHWEST FOUNDATIONS 624 N. GOOD-LATIMER EXPRESSWAY, SUITE 100 DALLAS, TX 75204	UNRESTRICTED GRANT	PUBLIC CHARITY	500.
DAWSON EDUCATIONAL COOPERATIVE 711 CLINTON STREET ARKADELPHIA, AR 71923	MINI-GRANT PROGRAMS	PUBLIC GOVERNMENT UNIT	18,000.
GIVE ME A CHANCE EQUINE RESCUE 21 PITTMAN ROAD AMITY, AR 71921	CRUELTY CASE, RECOGNITION OF SERVICE: MARY WHIPPLE	PUBLIC CHARITY	800.
GROUP LIVING, INC. 708 MAIN STREET ARKADELPHIA, AR 71923	RECONSTRUCTION CAMPAIGN	PUBLIC CHARITY	300,000.

GURDON SCHOOL DISTRICT P.O. BOX 21 GURDON, AR 71743	AUDITORIUM COMPLEX	PUBLIC EDUCATIONA INSTITUTIO	1,000.
HENDERSON STATE UNIVERSITY BOX 7550 HSU ARKADELPHIA, AR 71923	COLLEGE PREP ACADEMY, SMALL BUSINESS SEMINAR	PUBLIC EDUCATIONA INSTITUTIO	21,500.
HUMANE SOCIETY OF CLARK COUNTY P.O. BOX 435 ARKADELPHIA, AR 71923	CAT SPAY/NEUTER PROGRAM	PUBLIC CHARITY	2,000.
JUNIOR AUXILIARY OF ARKADELPHIA P.O. BOX 565 ARKADELPHIA, AR 71923	SUMMER CAMP FOR KIDS, ANGEL TREE	PUBLIC CHARITY	2,250.
KAIROS PRISON MINISTRY INTERNATIONAL, INC. 87 RIDGE CREEK POINT ARKADELPHIA, AR 71923	VOLUNTEER TRAINING FOR INCARCERATED YOUTH	PUBLIC CHARITY	500.
NATIONAL FEDERATION OF MUSIC CLUBS, ARKANSAS FEDERATION OF MUSIC CLUBS - 908 WILMAR CIRCLE JONESBORO, AR 72401	ARKADELPHIA PHILHARMONIC CLUB	PUBLIC CHARITY	2,400.
NATIONAL FIRE SAFETY COUNCIL P.O. BOX 378 MICHIGAN CENTER, MI 49254	ARKADELPHIA FIRE DEPT - FIRE PUP Ø SAFETY	PUBLIC CHARITY	200.
SOUTHERN FINANCIAL PARTNERS 605 MAIN STREET, SUITE 203 ARKADELPHIA, AR 71923	EDCCC OPERATIONAL COSTS	PUBLIC CHARITY	5,000.
SOUTHWEST ARKANSAS FOODBANK P.O. BOX 585 ARKADELPHIA, AR 71923	ACF STIMULUS GIVING PROGRAM	PUBLIC CHARITY	713.
THE NATURE CONSERVANCY, ARKANSAS FIELD OFFICE 601 N. UNIVERSITY AVENUE LITTLE ROCK, AR 72205	UNRESTRICTED GRANT	PUBLIC CHARITY	30,749.

UNITED WAY OF CLARK COUNTY P.O. BOX 871 ARKADELPHIA, AR 71923	2009 CAMPAIGN PLEDGE	PUBLIC CHARITY	18,000.
UNIVERSITY OF ARKANSAS FOUNDATION, GARVAN WOODLAND GARDENS - 2 UNIVERSITY CENTER, SUITE 507 FAYETTEVILLE, AR 72701	CHILDREN'S ADVENTURE GARDEN	PUBLIC CHARITY	20,950.
VOLUNTEER COUNCIL ARKADELPHIA, ARKADELPHIA HUMAN DEVELOPMENT CENTER - P.O. BOX 70 ARKADELPHIA, AR 71923	AHDC RECYCLING PROGRAM	PUBLIC CHARITY	15,000.
WILDWOOD PARK FOR THE PERFORMING ARTS 20919 DENNY ROAD LITTLE ROCK, AR 72223	YOUNG ARTIST TOUR	PUBLIC CHARITY	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			698,932.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALDO LEOPOLD FOUNDATION P.O. BOX 77 BARABOO, WI 53913	MY HEALTHY WOODS HANDBOOK - 2010	PUBLIC CHARITY	10,000.
ARKADELPHIA COMMUNITY FOUNDATION P.O. BOX 38 ARKADELPHIA, AR 71923	CLARK COUNTY BOYS & GIRLS CLUB - 2010	PUBLIC CHARITY	1,000.
ARKADELPHIA PUBLIC SCHOOLS 235 NORTH 11TH STREET ARKADELPHIA, AR 71923	SCHOOL OF 21ST CENTURY - 2010	PUBLIC EDUCATIONA INSTITUTIO	45,937.
FOODSHARE OF ARKANSAS, FOODSHARE & OPPORTUNITY NETWORK, INC. P.O. BOX 501 PRESCOTT, AR 71857	SENIOR SHARE - 2010	PUBLIC CHARITY	1,250.
GROUP LIVING, INC. 708 MAIN STREET ARKADELPHIA, AR 71923	RECONSTRUCTION CAMPAIGN -2010	PUBLIC CHARITY	300,000.
SOUTHERN FINANCIAL PARTNERS 605 MAIN STREET, SUITE 203 ARKADELPHIA, AR 71923	EDCCC OPERATIONAL COSTS - 2010	PUBLIC CHARITY	5,000.
UNITED WAY OF CLARK COUNTY P.O. BOX 871 ARKADELPHIA, AR 71923	2010 CAMPAIGN PLEDGE, IMAGINATION LIBRARY - 2010	PUBLIC CHARITY	29,000.
UNIVERSITY OF ARKANSAS FOUNDATION, GARVAN WOODLAND GARDENS - 2 UNIVERSITY CENTER, SUITE 507 FAYETTEVILLE, AR 72701	CHILDREN'S ADVENTURE GARDEN - 2010	PUBLIC CHARITY	20,950.

GROUP LIVING, INC. 708 MAIN STREET ARKADELPHIA, AR 71923	RECONSTRUCTION CAMPAIGN - 2011	PUBLIC CHARITY	300,000.
UNIVERSITY OF ARKANSAS FOUNDATION, GARVAN WOODLAND GARDENS - 2 UNIVERSITY CENTER, SUITE 507 FAYETTEVILLE, AR 72701	CHILDREN'S ADVENTURE GARDEN - 2011	PUBLIC CHARITY	20,950.
UNIVERSITY OF ARKANSAS FOUNDATION, GARVAN WOODLAND GARDENS - 2 UNIVERSITY CENTER, SUITE 507 FAYETTEVILLE, AR 72701	CHILDREN'S ADVENTURE GARDEN - 2012	PUBLIC CHARITY	20,950.
UNIVERSITY OF ARKANSAS FOUNDATION, GARVAN WOODLAND GARDENS - 2 UNIVERSITY CENTER, SUITE 507 FAYETTEVILLE, AR 72701	CHILDREN'S ADVENTURE GARDEN - 2013	PUBLIC CHARITY	20,950.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			775,987.

The Ross Foundation
Fixed Assets and Depreciation
12/31/09

71-6060574

Date Acquired	Description	Cost: Beginning 01/01/09	Cost: Additions 2009	Cost: Retirements 2009	Cost: 12/31/09 12/31/08	Method/ Convention	Recovery Period	Section 179	Depreciation: Beginning 01/01/09	Depreciation: Additions 2009	Depreciation: Retirements 2009	Depreciation: Ending 12/31/09
	Old Schedule (office equipment)	$ 2,219			$ 2,219				$ 2,219	-		$ 2,219
	Fully depreciated assets	56,938			56,938				56,938	-		56,938
1999	Dozer trailer	4,200			4,200	200DB HY	5 YR		4,200	-		4,200
1999	Color Scanner	670			670	200DB HY	5 YR		670	-		670
2000	Dozer	-			-	200DB HY	3 YR		-	-		
2000	1958 Dozer	100			100	200DB HY	5 YR		100	-		100
2001	Mack dump truck	15,000			15,000	200DB HY	5 YR		15,000	-		15,000
2002	Elton Buck-Backhoe	24,000			24,000	200DB HY	5 YR		24,000	-		24,000
2002	LaHarpes Furniture	37,996			37,996	200DB HY	7 YR		37,996	-		37,996
2002	Southeast Building Concepts (carpet)	3,819			3,819	200DB HY	7 YR		3,819	-		3,819
2002	Lamco-Phone System	9,939			9,939	200DB HY	5 YR		9,939	-		9,939
2002	Creative Windows (blinds)	2,448			2,448	200DB HY	7 YR		2,448	-		2,448
2002	Laurels	25,372			25,372	200DB HY	7 YR		25,372	-		25,372
2002	Roy Bledsoe (display lights)	57			57	200DB HY	7 YR		57	-		57
06/24/02	Caddo Trading Post (Pottery)	950			950	200DB HY	7 YR		950	-		950
10/01/02	Daleville Shop Bldg	6,894			6,894	S/L MM	39 YR		1,099	177		1,276
02/01/02	Office Bldg - 5th & Clinton	852,493			852,493	S/L MM	39 YR		150,305	21,859		172,164
06/01/05	1992 Chevy Truck	5,100			5,100	200DB HY	3 YR		5,100	-		5,100
06/01/05	Fuel Tank	301			301	200DB HY	3 YR		301	-		301
06/30/03	Fax/Pictures/Fire Extinguishers	584			584	200DB HY	7 YR		584	-		584
06/30/03	Bldg - Improvements	24,217			24,217	S/L MM	39 YR		3,597	621		4,218
10/10/03	Copier (digital)	8,138			8,138	200DB HY	5 YR		8,138	-		8,138
06/30/03	Daleville Shop Bldg	868			868	S/L MM	39 YR		134	22		156
06/30/07	Storage Cabinet	139			139	200DB HY	7 YR		54	34		88
2003	John Deere Dozer	47,200			47,200	200DB HY	5 YR		47,200	-		47,200
2004	Office Shredder	251			251	200DB HY	5 YR		251	-		251
2004	Bldg - Improvements	1,723			1,723	S/L MM	39 YR		193	44		237
01/01/05	Desk, Chair, Credenza, Table	3,999			3,999	200DB HY	5 YR		3,999	-		3,999
01/27/05	Phone	318			318	200DB HY	5 YR		318	-		318
02/17/09	Fax	108			108	200DB HY	5 YR		-	22		22
	Total	$ 1,136,041			$ 1,136,041				$ 404,981	$ 22,779		$ 427,760

THE ROSS FOUNDATION
EIN: 71-6060574

FORM 990-PF
PART IX-A
SUPPLEMENTAL ATTACHMENT

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

LINE 1: Conservation Forestry Management 2009

The Ross Foundation continued its conservation forestry management program in 2009 by incorporating diverse management techniques which included natural stand management, plantation stand management, hardwood management systems, and unique plant and habitat area management. Conservation forestry objectives are centered on the incorporation of these various management components resulting in stand diversity, plant diversity, and habitat diversity throughout all lands owned and managed by The Ross Foundation as charitable assets.

To accomplish its mission, The Ross Foundation employs a full time staff of professional foresters, biologists, plant ecologists, and technicians to design, implement, and monitor a comprehensive conservation forestry management program.

In 2009, The Ross Foundation incurred $341,533 in expenses related to salaries and benefits for professional staff directly related to the continuation of its conservation forestry program. Additionally, expenses totaling $112,598 were incurred on outside contractor services and supplies and operating expenses to accomplish prescribed management treatments for wildlife habitat improvement, stand reforestation and management.

LINE 2: Arkansas Flora Project

In conjunction with its Conservation Forestry Management Program, The Ross Foundation maintains a data base of potential habitat sites for the occurrence of endangered, threatened, or rare plant species and highly specialized plant communities. During 2009, The Ross Foundation, in cooperation with botanical experts from the University of Arkansas at Fayetteville and the Arkansas Natural Heritage Commission, conducted seasonal field inventories for the accurate documentation of data concerning the status and distribution of plant species of particular conservation concern. Additionally, voucher specimens were collected for inclusion in the Arkansas Flora Project data base. Expenses related to salaries and benefits for professional staff committed to this project totaled $26,741.

THE ROSS FOUNDATION
EIN: 71-6060574
FORM 990-PF
PART IX-A

LINE 3: Public Recreation 2009

The Ross Foundation's land is available to the public for recreational opportunities. During 2009, recreational users enjoyed various pursuits including hunting, fishing, day hiking, camping, motor bike riding, all terrain vehicle riding, horseback riding, picnicking, mountain bike riding, swimming, backpacking, bird watching, nature study, and walking for aerobic activity. During 2009, The Ross Foundation spent $2,784 on material and contracted services and $24,437 in salary and benefits for allocated staff time related to public recreation management issues on The Ross Foundation's property.

LINE 4: South Central Arkansas Log A Load For Kids

In 2009, The Ross Foundation donated one load of pine logs to be auctioned at the annual South Central Arkansas Log A Load For Kids event which is held as a fundraising effort for the benefit of Arkansas Children's Hospital. The fair market value of the load of logs was $1,103.

Information for Grant Applicants and Guidelines for Submitting Proposal

History

The Ross Foundation began operation in early 1967. It was founded by Esther Ross and her daughter, Jane Ross. Its initial endowment came from the estate of Esther's father and Jane's grandfather, J.G. Clark. From the original core lands used to endow the Ross Foundation, the Foundation has grown to approximately 63,000 acres of land, primarily situated in Clark County and Hot Spring County, Arkansas. These lands are held for conservation and charitable purposes. Through the use of good forest management practices, revenue is produced and used to fund the Foundation's philanthropic program. Through the years, the Ross Foundation has awarded many grants, an amount over \$13,000,000.00. Jane Ross, Robert C. Rhodes and H.W. "Bill" McMillan served as the Foundation's first trustees. The current trustees are: Ross M. Whipple, Chairman; Robert C. Rhodes, Secretary; Peggy Clark; Toney McMillan and Mary Whipple.

General Purpose

The Ross Foundation seeks proposals for innovative programs and projects from organizations which can demonstrate tax exempt status under Section 501 (c) (3) or public charity status under Sections 509 (a)(1) or (2) of the Internal Revenue Code. From the Ross Foundation's beginning, it has primarily concentrated its grants in the following areas: education, arts and cultural enrichment, community beautification and improvement, historical preservation, mental health and the developmentally disabled, and forestry research and conservation management. The major focus of the Foundation's philanthropic program has historically been restricted to projects that are located in the Clark County, Arkansas area. Funding is not provided for political lobbying, political advocacy or legislative activities, or grants to individuals. Funding is generally not provided for operating expenses of established agencies, grants to foreign organizations, grants for foreign expenditure, or debt reduction drives.

Application Procedure

Thank you for your interest in strengthening our community. If you believe that your project or organization meets our guidelines, we invite you to apply for a grant. The application process consists of two steps. The first step is the preparation of a pre-proposal, which *may be made at any time during the year.* The pre-proposal is reviewed to determine if the proposal is within the area of interest of the Ross Foundation. Pre-proposals consist of information provided on a one-page form that is attached to these guidelines. The pre-proposal form requests general information about the organization applying and a brief description of the proposed project. A letter communicating the pre-proposal should be attached and signed by an official who has the authority to sign contracts for that organization. Pre-proposals are accepted at any time, and the trustees will review the pre-proposals that they have received to date at each monthly board meeting. Normally they will be reviewed by staff and acknowledged within one month, with final approval made by the trustees.

If the project described in the pre-proposal is consistent with the interests of the Ross Foundation Board of Trustees, the applicant will be asked to prepare a full proposal. The trustees of the Ross Foundation consider full proposals and approve grants three times a year.

Full Proposals Received by:	Will be Reviewed by:	Funds for Approved Projects Will be Available by:
September 1	November 30	January 1 of the next year
January 1	March 31	May 1
May 1	July 31	September 1

You will be notified of the Board's decision on your full proposal within two weeks following the board meeting at which the proposal is considered. In addition to the submission of a grant application, we may also request additional information or a site visit during the application process.

Full Proposal

If you are asked to submit a full proposal to the Ross Foundation, please comply with the following guidelines. By submitting an application to the Ross Foundation it is understood that the party responsible for submission of a grant application has obtained the necessary approval to submit the application from the applying agency's board of directors. One application should be submitted, unbound, and include the following information:

1. Applicant Information shall include:
   - Brief description of the nature and history of the applying organization (This description should state the year that the organization was formed, explain the primary purpose of the organization and state its general area of operation.)
   - Brief description of the applying organization's current programs, activities and accomplishments
   - Financial Information. The Ross Foundation needs to understand the financial structure of the applying organization. As such, please provide pertinent financial information, and we may request additional information at a later date.
   - List of current board members

2. A copy of an IRS letter verifying the applying organization's Section 501 (c)(3) status or public charity status under Sections 509(a)(1) or (2) of the Internal Revenue Code, if applicable, and an affirmation letter signed by a responsible officer, director, trustee or chief executive of the organization that the IRS determination letter has not been revoked and that the present operation of the organization and its current sources of support are not inconsistent with the organization's continuing classification stated in the determination letter.

(over)

3. Proposal Details shall include:
   - Statement of need / problem to be addressed (This statement should describe the specific need that has been identified.)
   - Narrative describing how the project will be conducted (It is understood that the size and nature of this narrative will vary depending on the characteristics of each project. The purpose of this section is to present any programmatic and organizational aspects of the project.)
   - Description of project goals and the programs /activities planned to accomplish these goals
   - Timeline for the project, if appropriate
   - List of other organizations, if any, cooperating in the implementation or funding of the project
   - List of names of key staff / volunteers responsible for project implementation
   - List of other individuals, corporations and foundations to whom you have submitted a grant application for this project, and any results (or projected results) from these other sources
   - Long term sources / strategies for funding of project at the end of the grant period, if appropriate
   - Expected impact, such as how the persons served will benefit, how your organization will benefit, and how the community as a whole will benefit

4. A statement regarding how the organization will evaluate the success of this project and how and when it will be measured.

5. Project Budget (depending on the nature of the project, the budget should contain all or part of the following items):
   - Salaries, wages, fringe benefits, consultants
   - Travel expenses, including per diem
   - Expendable materials and supplies
   - Equipment
   - Cost to conduct evaluation of project
   - Existing organization funds which can be contributed to this project
   - Other

If the project involves the use of funds from other sources, the source should be identified, and please indicate what percentage of the total funds needed to carry out the project is being requested of the Ross Foundation. The following format would be useful in presenting this information:

EXAMPLE

Item	Funds Requested from Ross Foundation	Funds furnished by other sources	Total Cost
Salaries	$——	$——	$——
Travel	——	——	——
Supplies	——	——	——
Equipment	——	——	——
Other Costs	——	——	——
TOTAL	$——	$——	$——

A description of major equipment should be attached to the budget sheet.
No changes in the use of approved grant funds or in the direction of the project or program may be made without the Ross Foundation's prior written approval.

Monitoring Grants, Payment and Grant Evaluation

The purpose of monitoring is to help the grantee succeed, to help the foundation evaluate the success of the grant and to receive input from the grantee on the project and other projects which might evolve from it. Once grants are approved, the Ross Foundation staff may monitor grants by telephone, correspondence and/or site visits.
Grants may be paid in full or in installments based upon the Acceptance Agreement set up by the Ross Foundation and grantee.
Grantees will be asked to make final reports that comply with the Ross Foundation's reporting guidelines and may be asked to make interim reports if funding is disbursed in installments. Once a project is concluded, grantees are required to evaluate the project in light of its original goals, numbers of people served, outcomes and social impact. We expect grantees to be honest about failures as well as about success.
Reporting requirements will be set forth in the Acceptance Agreement set up between the Ross Foundation and grantee.

For additional information or questions, please contact:
Mary Elizabeth Eldridge, Director of Programs, P.O. Box 335, Arkadelphia, AR 71923; phone 870.246.9881; fax 870.246.9674; email meeldridge@rossfoundation.us.

PRE-PROPOSAL INFORMATION

NAME OF ORGANIZATION: ______________________________

PROJECT TITLE: ______________________________

DATE: ______________________________

DATE ORGANIZATION ESTABLISHED: ______________________________

CONTACT PERSON: ______________________________

CONTRACTING AGENT: ______________________________
(If different from Contact Person)

ADDRESS: ______________________________

CITY, STATE, & ZIP: ______________________________

PHONE NUMBER: ______________________________

FAX NUMBER: ______________________________

EMAIL ADDRESS: ______________________________

AMOUNT OF REQUEST: ______________________________

TIME FRAME OF PROJECT: ______________________________

BRIEF SUMMARY OF PROJECT: (Summary must be limited to the space provided)