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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 THE TOOLE CHARITABLE FOUNDATION		A Employer identification number 77-0384189
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 70 CENTURY DRIVE		B Telephone number (415) 389-8607
	City or town, state, and ZIP code MILL VALLEY, CA 94941		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"/>
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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,730,546.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	0.		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	102,163.	102,163.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<441,180.>			
	b Gross sales price for all assets on line 6a	2,670,714.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	223.	223.		STATEMENT 2	
12 Total. Add lines 1 through 11	<338,794.>	102,386.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	12,200.	0.	12,200.
	c Other professional fees	STMT 4	12,166.	12,166.	0.
	17 Interest				
	18 Taxes	STMT 5	1,402.	1,402.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	180.	170.	10.
	24 Total operating and administrative expenses. Add lines 13 through 23		25,948.	13,738.	12,210.
	25 Contributions, gifts, grants paid		186,035.		186,035.
26 Total expenses and disbursements. Add lines 24 and 25		211,983.	13,738.	198,245.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<550,777.>				
b Net investment income (if negative, enter -0-)		88,648.			
c Adjusted net income (if negative, enter -0-)			N/A		

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			18,063.	61,973.	61,973.
	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					
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 7			3,921,143.	3,323,249.	3,668,573.
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			3,939,206.	3,385,222.	3,730,546.
	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"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			3,939,206.	3,385,222.	
30 Total net assets or fund balances			3,939,206.	3,385,222.		
31 Total liabilities and net assets/fund balances			3,939,206.	3,385,222.		

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	3,939,206.
2 Enter amount from Part I, line 27a	2	<550,777.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,388,429.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	3,207.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,385,222.

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 SEE STATEMENT D	P	VARIOUS	VARIOUS
b SEE STATEMENT D	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 650,209.		683,339.	<33,130.>
b 2,018,985.		2,428,555.	<409,570.>
c 1,520.			1,520.
d			
e			

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			<33,130.>
b			<409,570.>
c			1,520.
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	<441,180.>
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	293,348.	4,022,718.	.072923
2007	301,158.	4,508,346.	.066800
2006	209,664.	4,461,607.	.046993
2005	146,030.	4,286,624.	.034066
2004	165,781.	4,146,544.	.039981

2 Total of line 1, column (d)	2	.260763
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	.052153
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,312,340.
5 Multiply line 4 by line 3	5	172,748.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	886.
7 Add lines 5 and 6	7	173,634.
8 Enter qualifying distributions from Part XII, line 4	8	198,245.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2009 estimated tax payments and 2008 overpayment credited to 2009

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax**

1,314. Refunded

6a	2,200.
6b	
6c	
6d	

Part VII-A: Statements Regarding Activities

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions)

CA

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **N/A**

The books are in care of **RUTHELLEN TOOLE** Telephone no. **(415) 388-0508**

Located at **70 CENTURY DRIVE, MILL VALLEY, CA** ZIP+4 **94941**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **15** **N/A**

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

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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

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?

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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
RUTHELLEN TOOLE 70 CENTURY DRIVE MILL VALLEY, CA 94941	PRESIDENT 1.00	0.	0.	0.
DAVID TOOLE 18325 LEXINGTON DRIVE MONTE SERENO, CA 95030	VICE PRESIDENT 1.00	0.	0.	0.
ESTHER LEVANDOSKI 100 BAY HEIGHTS SOQUEL, CA 95073	SECRETARY 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

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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 THE ACTIVITIES OF THE FOUNDATION ARE LIMITED TO GRANT MAKING.	0.
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.

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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	3,329,874.
b	Average of monthly cash balances	1b	32,908.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,362,782.
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	3,362,782.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,442.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,312,340.
6	Minimum investment return. Enter 5% of line 5	6	165,617.

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	165,617.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	886.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	886.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	164,731.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	164,731.
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	164,731.

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	198,245.
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	198,245.
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	886.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	197,359.

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				164,731.
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				
b From 2005				
c From 2006				
d From 2007	82,295.			
e From 2008	94,912.			
f Total of lines 3a through e	177,207.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 198,245.				
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				164,731.
e Remaining amount distributed out of corpus	33,514.			
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:	210,721.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	210,721.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	82,295.			
d Excess from 2008	94,912.			
e Excess from 2009	33,514.			

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)

	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).)

SEE STATEMENT 8

- 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:

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

- c Any submission deadlines:**

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT PART XV	SEE STATEMENT XV			186,035.
Total				186,035.
b Approved for future payment NONE				
Total				0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS FROM SECURITIES-MERRILL LYNCH	103,001.	1,520.	101,481.
INTEREST FROM SECURITIES-MERRILL LYNCH	682.	0.	682.
TOTAL TO FM 990-PF, PART I, LN 4	103,683.	1,520.	102,163.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME - ML 2GP-02080	46.	46.	
MISCELLANEOUS INCOME - ML 2GP-04063	177.	177.	
TOTAL TO FORM 990-PF, PART I, LINE 11	223.	223.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,200.	0.		12,200.
TO FORM 990-PF, PG 1, LN 16B	12,200.	0.		12,200.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	12,166.	12,166.		0.
TO FORM 990-PF, PG 1, LN 16C	12,166.	12,166.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,402.	1,402.		0.
TO FORM 990-PF, PG 1, LN 18	1,402.	1,402.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	10.	0.		10.
BANK FEES - ML	150.	150.		0.
BANK FEES - WF	20.	20.		0.
TO FORM 990-PF, PG 1, LN 23	180.	170.		10.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - SEE STATEMENT A	COST	3,323,249.	3,668,573.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,323,249.	3,668,573.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

MONTE TOOLE
RUTHELLEN TOOLE

**The Toole Charitable Foundation
Supplementary Statements
12/31/2009**

77-0384189

**STATEMENT: PART II
Balance Sheet**

**Line 13
Investments--Other**

<u>Description</u>	<u>End of Year Book Value</u>	<u>End of Year Fair Market Value</u>
Merrill Lynch 2GP-02080	316,604	378,980
Merrill Lynch 2GP-02128	86,570	97,007
Merrill Lynch 2GP-02129	500,194	597,634
Merrill Lynch 2GP-02679	351,677	369,617
Merrill Lynch 2GP-02951	320,702	357,147
Merrill Lynch 2GP-03173	639,999	688,456
Merrill Lynch 2GP-04036	157,004	177,121
Merrill Lynch 2GP-04056	51,683	51,683
Merrill Lynch 2GP-04057	644,805	677,256
Merrill Lynch 2GP-04063	254,011	273,672
	<u>3,323,249</u>	<u>3,668,573</u>

STATEMENT A

The Toole Charitable Foundation
Capital Gains and Losses
12/31/2009

77-0384189

STATEMENT D

Short-Term

<u>Account</u>	<u>Date Purchased</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
Merrill Lynch 2GP-02080	VARIOUS	VARIOUS	409,818	438,518	(28,700)
Merrill Lynch 2GP-02128	8/5/2008	5/22/2009	2,705	4,200	(1,495)
Merrill Lynch 2GP-02679	VARIOUS	VARIOUS	24,077	23,830	247
Merrill Lynch 2GP-02679- Other Transactions	11/19/2009	11/19/2009	15	-	15
Merrill Lynch 2GP-02951	VARIOUS	VARIOUS	28,080	29,375	(1,295)
Merrill Lynch 2GP-02951- Other Transactions			9	-	9
Merrill Lynch 2GP-04036	VARIOUS	VARIOUS	56,535	54,795	1,740
Merrill Lynch 2GP-04036- Other Transactions	5/19/2009	5/19/2009	25		25
Merrill Lynch 2GP-04057					-
Merrill Lynch 2GP-04063 -	VARIOUS	VARIOUS	49,878	53,573	(3,695)
Merrill Lynch 2GP-04063 - Other Transactions	VARIOUS	VARIOUS	2,262	-	2,262
Merrill Lynch 2GP-04063 - Cash in Lieu	8/20/2009	8/20/2009	6	-	6
Merrill Lynch 2GP-96X42	VARIOUS	VARIOUS	76,799	79,048	(2,249)
Total STCG			650,209	683,339	(33,130)

Long-Term

<u>Account</u>	<u>Date Purchased</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
Merrill Lynch 2GP-02066 - 71,900 SHS OPEN					
INTL BD FD A	VARIOUS	VARIOUS	432,839	426,845	5,994
Merrill Lynch 2GP-02080	VARIOUS	VARIOUS	266,897	268,122	(1,225)
Merrill Lynch 2GP-02128	VARIOUS	VARIOUS	100,088	113,680	(13,592)
Merrill Lynch 2GP-02129	VARIOUS	VARIOUS	95,267	162,500	(67,233)
Merrill Lynch 2GP-02679	VARIOUS	VARIOUS	215,818	305,983	(90,165)
Merrill Lynch 2GP-02951	VARIOUS	VARIOUS	208,204	304,505	(96,301)
Merrill Lynch 2GP-04036	VARIOUS	VARIOUS	48,100	67,139	(19,039)
Merrill Lynch 2GP-04057 - 43857.942 SHS PIMCO					
Total Rtn FD CL A	VARIOUS	VARIOUS	457,046	470,999	(13,953)
Merrill Lynch 2GP-04063	VARIOUS	VARIOUS	138,558	189,840	(51,282)
Merrill Lynch 2GP-96X42	VARIOUS	VARIOUS	56,168	118,942	(62,774)
LTCG- Subtotal			2,018,985	2,428,555	(409,570)

Capital Gain Distributions

1,520

Total LTCG

(408,050)

Net Capital Gains (Losses)

2,669,194 3,111,894 (441,180)

STATEMENT D

THE TOOLE CHARITABLE FOUNDATION
12/31/2009

EIN: 77-0384189

Date	Description	Amount
12/02/09	AARP Foundation	100
12/10/09	ACLU	250
06/17/09	ACT	5,000
12/02/09	Addison Penjak JCC	1,000
12/10/10	ADL	250
02/18/09	AJWS	250
03/09/09	Alzheimer's	50
02/10/09	Alzheimer's	5,000
05/01/09	Alzheimer's	50
12/02/09	American Cancer Society	1,000
12/02/09	American Diabetes Association	500
12/02/09	American Friends of Magan David	500
12/02/09	American Heart Association	1,000
12/02/09	American Red Cross	750
12/02/09	Arthritis Foundation	1,000
05/23/09	Bayith Leipleitot	3,000
01/02/09	Bayith Leipleitot	460
11/23/09	Bureau of Jewish Education	1,000
09/01/09	CA Film Institute	2,500
07/27/09	California Now	100
06/17/09	Chabad of Mill Valley	300
12/02/09	Children Now	1,000
12/02/09	Chronicle Season of Sharing	250
12/02/09	Compassion and Choices	300
12/02/09	Cystic Fibrosis	250
12/02/09	Dedication to Special Education	500
12/02/09	Doctors Without Borders	250
05/01/09	Feed the Children	100
06/17/09	Fine Arts Museum of San Francisco	1,000
12/02/09	Friends to the Redwoods	200
12/02/09	Glide Foundation	250
12/02/09	Guide Dog Foundation	250
12/31/09	Hadassah	500
05/01/09	Hebrew Academy	1,000
12/02/09	Hebrew Free Loan	1,000
12/01/09	Hillel of Sonoma County	500
12/02/09	Homeward Bound	2,000
12/02/09	Hospice by the Bay Foundation	1,000
05/01/09	Israel Philharmonic	1,000
08/29/09	Jefferson Foundation	500
12/10/09	Jewish Community Center Association	250
02/24/09	Jewish Community Federation	50,000
12/02/09	Jewish Community Relations Council	500
12/02/09	Jewish Family and Children Services	2,500
04/23/09	Jewish Film Festival	500
12/02/09	Jewish Home	2,500
12/02/09	Jewish National Fund	250
09/21/09	JPEF	1,500
10/01/09	KOL Shofar	250
03/10/09	Kol Shofar	1,000
07/07/09	Kol Shofar	3,575

THE TOOLE CHARITABLE FOUNDATION
12/31/2009

EIN: 77-0384189

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/29/09	Kol Shofar	1,800
12/10/09	KQED Signal Society	1,500
08/20/09	League of Women's Voters Education Fund	150
12/01/09	League of Women's Voters Education Fund	150
12/01/09	Leherhaus Judaica	12,500
12/01/09	Leukemia & Lymphoma Society	500
12/01/09	Lighthouse International	250
12/01/09	Maccabiah Games	250
12/01/09	Make a Wish Foundation	250
12/02/09	March of Dimes	250
12/02/09	Marin Humane Society	100
03/02/09	Marin Parkinson's Support Group	500
12/02/09	Marin Symphony	500
03/09/09	Marin Theater	1,000
06/17/09	Matrix Parent Network	500
12/10/09	Mazon	500
12/02/09	Memorial Sloan Kettering	250
03/09/09	Mountain Play	150
12/02/09	Multiple Sclerosis	250
08/06/09	NARAL	250
12/01/09	National Parkinson's Foundation Inc	1,000
12/10/09	National Parkinson's Foundation Inc	1,500
12/01/09	National Parks Foundation	100
12/01/09	Nature Conservancy	250
12/01/09	New Israel Fund	3,000
10/01/09	OMJCC	1,000
08/19/09	ORT	3,000
05/23/09	ORT	3,000
01/07/09	ORT	50
12/10/09	Oxfam	1,000
07/29/09	Paralyzed Veterans	250
12/01/09	Parkinson's Institute	1,000
03/09/09	Parkinson's Unity Walk	100
03/09/09	Phila Sports	500
12/01/09	Planned Parenthood Foundation	500
12/01/09	Project Hope	250
12/01/09	Project Open Hand	250
12/01/09	Recording for Blind	1,000
12/01/09	Ritter House	1,000
07/07/09	San Francisco Ballet Association	1,000
08/11/09	San Francisco Conservatory of Music	250
12/01/09	San Francisco Food Bank	500
07/25/09	San Francisco Opera	1,000
08/06/09	San Francisco Symphony	1,500
12/01/09	Save Darfur Coalition	250
12/01/09	Scleroderma	250
06/20/09	Shaare Zedek	5,000
02/08/09	Sierra Club	250
12/01/09	Smile Train	250
12/01/09	Smithsonian	250
08/19/09	Smuin Ballet	2,500

THE TOOLE CHARITABLE FOUNDATION
12/31/2009

EIN: 77-0384189

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/01/09	SPCA	250
12/01/09	Special Olympics	250
12/01/09	Stand With Us	500
12/01/09	Support Network For Battered Women	250
12/01/09	Susan Komen's Breast Cancer Foundation	250
12/01/09	Temple Beth El1	1,000
10/29/09	Tenderloin Neighborhood Development	100
05/01/09	Traveling Jewish Theater	1,000
12/01/09	UC Regents	2,500
01/08/09	UC Regents	25,000
12/01/09	UCSF Cancer Center	500
12/01/09	United Synagogue of Conservative	250
12/01/09	US Holocaust Museum	250
12/23/09	Wednesday's Gift	300
12/01/09	World Jewish Congress	100
02/24/09	Yeshiva	500
	Miscellaneous Contributions	950
Total Contributions		<u>186,035</u>