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

OMB No 1545-0052

2009Department 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

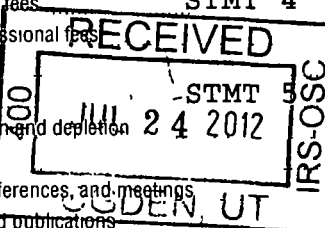
G Check all that apply:

☐ 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 MCDONNELL FAMILY FOUNDATION		A Employer identification number 84-1498562
	Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 16909		B Telephone number 303-881-9747
	City or town, state, and ZIP code GOLDEN, CO 80402		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) \$ 10,210,153.			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		148,438.	148,438.		STATEMENT 1
4 Dividends and interest from securities		125,492.	125,492.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-1,638,392.			
b Gross sales price for all assets on line 6a		5,191,857.			
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		46,636.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		-1,317,826.	273,930.		
13 Compensation of officers, directors, trustees, etc		30,004.	13,502.		16,502.
14 Other employee salaries and wages		38,940.	17,523.		21,417.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		53,787.	51,756.		2,031.
c Other professional fees					
17 Interest					
18 Taxes		5,392.	2,373.		2,901.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		19,892.	0.		19,892.
22 Printing and publications					
23 Other expenses		16,428.	11,385.		5,044.
24 Total operating and administrative expenses. Add lines 13 through 23		164,443.	96,539.		67,787.
25 Contributions, gifts, grants paid		777,860.			777,860.
26 Total expenses and disbursements. Add lines 24 and 25		942,303.	96,539.		845,647.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-2,260,129.			
b Net investment income (if negative, enter -0-)			177,391.		
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				
	2	Savings and temporary cash investments		3,144,931.	1,828,730.	1,828,732.
	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 STMT 7		334,315.	334,315.	347,455.
	b	Investments - corporate stock STMT 8		7,315,010.	3,319,511.	3,296,160.
	c	Investments - corporate bonds STMT 9		468,391.	3,269,645.	3,527,597.
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 10		1,000,000.	1,247,285.	1,207,177.
	14	Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶ STATEMENT 11)		0.	3,032.	3,032.
	16	Total assets (to be completed by all filers)		12,262,647.	10,002,518.	10,210,153.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	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.	
		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		12,262,647.	10,002,518.	
	30	Total net assets or fund balances		12,262,647.	10,002,518.	
	31	Total liabilities and net assets/fund balances		12,262,647.	10,002,518.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,262,647.
2	Enter amount from Part I, line 27a	2	-2,260,129.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,002,518.
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	10,002,518.

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 CHARLES SCHWAB - SEE ATTACHED SCHEDULE			
b CHARLES SCHWAB - SEE ATTACHED SCHEDULE			
c UNITED STATES NATURAL GAS FUND, L.P.			
d UNITED STATES NATURAL GAS FUND, L.P.			
e CAPITAL GAINS DIVIDENDS			

(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 3,416,976.		3,940,921.	-523,945.
b 1,772,865.		2,817,266.	-1,044,401.
c			-28,825.
d			-43,237.
e 2,016.			2,016.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			-523,945.
b			-1,044,401.
c			-28,825.
d			-43,237.
e			2,016.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-1,638,392.
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	1,131,245.	14,192,933.	.079705
2007	924,486.	17,197,527.	.053757
2006	896,121.	15,654,310.	.057244
2005	1,012,597.	14,647,764.	.069130
2004	957,350.	13,836,124.	.069192

2 Total of line 1, column (d)	2	.329028
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	.065806
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,897,093.
5 Multiply line 4 by line 3	5	651,288.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,774.
7 Add lines 5 and 6	7	653,062.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	845,647.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,774.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	1,774.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,774.
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	6a 15,000.	7	15,000.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	13,226.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 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 <input checked="" type="checkbox"/> 13,226. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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?	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) <input checked="" type="checkbox"/> CO		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP://WWW.MCDONNELLFOUNDATION.ORG/</u>	13	X	
14	The books are in care of ► <u>CAROL AMMON</u> Telephone no. ► <u>303-881-9747</u> Located at ► <u>22545 TREE TOP LANE, GOLDEN, CO</u> ZIP+4 ► <u>80401</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	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(i)(3) or 4942(i)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

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

N/A

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
JOHN F. MCDONNELL 22545 TREE TOP LANE GODLEN, CO 80401	PRESIDENT 0.00	0.	0.	0.
PATRICIA L. MCDONNELL 22545 TREE TOP LANE GODLEN, CO 80401	VICE-PRESIDENT 0.00	0.	0.	0.
MATTHEW J. MCDONNELL 22545 TREE TOP LANE GODLEN, CO 80401	SECRETARY/TREASURER 40.00	30,004.	0.	0.

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

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

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

0

Part 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	7,550,066.
b Average of monthly cash balances	1b	2,497,744.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	10,047,810.
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	10,047,810.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	150,717.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,897,093.
6 Minimum investment return. Enter 5% of line 5	6	494,855.

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	494,855.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,774.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,774.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	493,081.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	493,081.
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	493,081.

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	845,647.
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	845,647.
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	1,774.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	843,873.

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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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				493,081.
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	287,536.			
b From 2005	311,945.			
c From 2006	133,807.			
d From 2007	129,165.			
e From 2008	427,446.			
f Total of lines 3a through e	1,289,899.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	845,647.			
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				493,081.
e Remaining amount distributed out of corpus	352,566.			
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:	1,642,465.			
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	287,536.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,354,929.			
10 Analysis of line 9:				
a Excess from 2005	311,945.			
b Excess from 2006	133,807.			
c Excess from 2007	129,165.			
d Excess from 2008	427,446.			
e Excess from 2009	352,566.			

McDonnell Family Foundation

December 31, 2009

ST vs LT Proceeds and Basis

	Shares	Proceeds	Cost Basis	ST Gain/Loss	LT Gain/Loss
Short-Term					
Corporate Bonds					
Airgas Inc 6 25%	100,000 00	103,125 00	97,100 00	6,025 00	-
Amvescap Plc 4.5\$ Due 12/15/09	100,000 00	100,000.00	100,100 00	(100 00)	-
Countrywide Hme 5 625% Matured	100,000 00	100,000 00	100,700 00	(700 00)	-
DirectTV Hldgs L 8 375% Called Du	125,000.00	128,490.00	127,862.50	627 50	-
Fisher Scientific 6 75% Called Due t	100,000 00	103,375 00	102,600 00	775 00	-
General Electric Cap 3.125% Due 4.	75,000 00	75,000 00	74,325 00	675 00	-
General Motors Accpt 5 85% Due 1/	100,000 00	100,000.00	98,975 00	1,025 00	-
Kraft Foods 4.125% Due 11/12/09	100,000.00	100,000 00	101,480.00	(1,480 00)	-
L-3 Communications 7 625% Dye 1	125,000 00	126,588.75	126,466 25	122.50	-
Pennzoil Inc 10.125% Due 11/15/09	79,000 00	79,000 00	82,199 50	(3,199 50)	-
Sun Microsystems 7 65% Snr Notes	108,000 00	108,000.00	109,339 20	(1,339.20)	-
Tesoro 6.25% 12 Notes Due 11/01/	100,000 00	98,550.00	90,600.00	7,950 00	-
Ford Motor Credit 5 80\$ Due 1/12/0	100,000 00	100,000 00	98,975.00	1,025 00	-
		1,322,128.75	1,310,722 45	11,406 30	
Mutual Funds					
Fairholme Fund	8,000 00	171,310 05	218,383.09	(47,073 04)	-
Fairholme Fund	11,818 27	239,151 90	322,613.87	(83,461 97)	-
Highland Credit Strtgy	12,600 00	60,092.70	130,334 85	(70,242 15)	-
Meridian Growth Fund	930 30	24,871 81	37,754 94	(12,883 13)	-
T Rowe Price Growth Stock Fund	195 72	4,242 67	6,704 03	(2,461 36)	-
Third Avenue Value Fund	38 50	1,219 00	1,510 88	(291 88)	-
Vanguard GNMA Fund Investor Shz	39,860.24	421,671 41	410,872 82	10,798 59	-
Franklin Mutual Recovery Fund Adv	82,004 21	637,122 75	1,019,053 10	(381,930 35)	-
		1,559,682 29	2,147,227 58	(587,545 29)	
Stocks/Other					
Ishares MSCI Emrg Mkt	30,000 00	130,431 05	193,388 95	(62,957.90)	-
Proshares Short S&P 500	1,000 00	57,261.57	91,715 26	(34,453 69)	-
SPDR Gold Trust Gold Shares	2,100 00	212,257 24	192,998 95	19,258 29	-
		399,949 86	478,103.16	(78,153 30)	
Short-Term Capital Gain (Loss)		<u><u>3,281,760.90</u></u>	<u><u>3,936,053.19</u></u>	<u><u>(654,292.29)</u></u>	
Long-Term					
Mutual Funds					
Highland Distressed Opty	20,825 00	42,023.26	155,273 82	-	(113,250 56)
Meridian Growth Fund	9,393 74	251,143 71	381,231 61	-	(130,087 90)
T Rowe Price Growth Stock Fund	19,149 42	415,109 93	655,933.90	-	(240,823.97)
Third Avenue Value Fund	6,594 42	207,560 46	257,257 87	-	(49,697 41)
		915,837.36	1,449,697 20	-	(533,859.84)
Stocks/Other					
Ishares MSCI Emrg Mkt		739,109 29	1,180,323 11	-	(441,213 82)
Proshares Short S&P 500	2,200 00	117,918.58	187,245 64	-	(69,327 06)
		857,027 87	1,367,568 75	-	(510,540 88)
Long-Term Capital Gain (Loss)		<u><u>1,772,865.23</u></u>	<u><u>2,817,265.95</u></u>	<u><u>-</u></u>	<u><u>(1,044,400.72)</u></u>

Short-Term (Calls)

Call ISHS MSCI Emrg Mkt Exp 3/21	300,000 00	31,070.84	-	31,070.84	-
Call Plum Creek Timbers \$35 Exp 1	(12.00)	1,234.21	-	1,234.21	-
Call Plum Creek Timbers \$40 Exp 2	(12.00)	1,294.24	-	1,294.24	-
Call Plum Creek Timbers \$40 Exp 8	(12.00)	1,714.20	-	1,714.20	-
Call Proshares Short S&P \$84 Exp	(34.00)	3,674.46	-	3,674.46	-
Call Proshares Short S&P \$90 Exp	(52.00)	9,278.19	-	9,278.19	-
Call Sector SPDR Engy \$48 Exp 1/1	(85.00)	9,391.99	-	9,391.99	-
Call Sector SPDR Engy \$52 Exp 6/2	(85.00)	10,071.97	-	10,071.97	-
Call Sector SPDR Engy \$55 Exp 3/2	(85.00)	8,797.00	-	8,797.00	-
Call Sector SPDR Engy \$62 Exp 12	(85.00)	5,396.90	-	5,396.90	-
Short-Term Gain on Expired Calls		<u>81,924.00</u>	<u>-</u>	<u>81,924.00</u>	-
Call US Natural Gas Fund \$12 Exp	(80.00)	5,478.90	680.95	4,797.95	-
Call US Natural Gas Fund \$13 Exp	(160.00)	18,966.55	1,032.95	17,933.60	-
Call US Natural Gas Fund \$13 Exp '	(80.00)	6,678.87	520.95	6,157.92	-
Call US Natural Gas Funds \$17 Exp	(160.00)	22,166.47	2,632.95	19,533.52	-
Short-Term Gain on Calls		<u>53,290.79</u>	<u>4,867.80</u>	<u>48,422.99</u>	-
				-	-
				-	-
Totals (Agree to gain/loss reports provided by S.Parsons)		5,189,840.92	6,758,186.94	(523,945.30)	(1,044,400.72)
				-	-
				-	-
				-	-

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

SOURCE	AMOUNT
CHARLES SCHWAB	234,215.
CHARLES SCHWAB - ACCRUED INTEREST	-85,884.
UNITED STATES NATURAL GAS FUND, L.P.	107.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	148,438.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB	127,508.	2,016.	125,492.
TOTAL TO FM 990-PF, PART I, LN 4	127,508.	2,016.	125,492.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	46,636.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	46,636.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	3,692.	1,661.		2,031.
MANAGEMENT FEES	50,095.	50,095.		0.
TO FORM 990-PF, PG 1, LN 16B	53,787.	51,756.		2,031.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,274.	2,373.		2,901.
FOREIGN TAX	118.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,392.	2,373.		2,901.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNET/WEB DESIGN	2,361.	1,063.		1,299.
TELEPHONE EXPENSE	375.	169.		205.
POSTAGE/SUPPLIES	4,663.	2,098.		2,565.
PAYROLL FEES	1,772.	798.		975.
ORDINARY LOSS FROM US NATURAL GAS FUND, L.P.	7,257.	7,257.		0.
TO FORM 990-PF, PG 1, LN 23	16,428.	11,385.		5,044.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BONDS	X		334,315.	347,455.
TOTAL U.S. GOVERNMENT OBLIGATIONS			334,315.	347,455.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			334,315.	347,455.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,292,620.	1,015,183.
MUTUAL FUNDS	2,026,891.	2,280,977.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,319,511.	3,296,160.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	3,269,645.	3,527,597.
ACCRUED INTEREST PAID	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,269,645.	3,527,597.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SUMMIT WATER EQUITY FUND	COST	1,000,000.	971,237.
UNITED STATES NATURAL GAS FUND	COST	247,285.	241,920.
OPTION POSITIONS	COST	0.	-5,980.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,247,285.	1,207,177.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST/DIVIDENDS RECEIVABLE	0.	3,032.	3,032.
TO FORM 990-PF, PART II, LINE 15	0.	3,032.	3,032.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

JOHN F. MCDONNELL
PATRICIA L. MCDONNELL
MATTHEW J. MCDONNELL

FORM 990-PF

PART XV - LINE 1B
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

JOHN F. MCDONNELL
PATRICIA L. MCDONNELL

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
THE ADOPTION EXCHANGE 14232 EAST EVANS AVENUE AURORA, CO 80014	NONE CHARITABLE	501(C)(3)	170,500.
ADOPTION ALLIANCE 2121 S. ONEIDA ST., SUITE 420 DENVER, CO 80224-2575	NONE CHARITABLE	501(C)(3)	1,000.
THE ARC OF JEFFERSON COUNTY 8725 WEST 14TH AVENUE, SUITE 100 LAKEWOOD, CO 80215	NONE CHARITABLE	501(C)(3)	18,000.
COLORADO THERAPEUTIC RIDING CENTER 11968 MINERAL ROAD LONGMONT, CO 80504	NONE CHARITABLE	501(C)(3)	5,000.
EISENHOWER MEMORIAL CENTER 1640 UNIVERSITY DRIVE COLUMBUS, OH 43210	NONE CHARITABLE	501(C)(3)	1,175.
GLOBAL DOWN SYNDROME FOUNDATION 3300 E. FIRST AVENUE DENVER, CO 80206	NONE CHARITABLE	501(C)(3)	50,000.
LIMB PRESERVATION FOUNDATION 1600 BROADWAY STREET, SUITE 2400 DENVER, CO 80202	NONE CHARITABLE	501(C)(3)	102,500.
MARINE CORPS LAW ENFORCEMENT FOUNDATION 10 ROCKEFELLER PLAZA, SUITE 1007 NEW YORK, NY 10020	NONE CHARITABLE	501(C)(3)	81,000.

MCDONNELL FAMILY FOUNDATION

84-1498562

MOUNT SAINT VINCENT HOME 4159 LOWELL BOULEVARD DENVER, CO 80211	NONE CHARITABLE	501(C)(3)	8,000.
RED ROCKS CHURCH 7337 WEST ALASKA DRIVE, SUITE 200 LAKEWOOD, CO 80226	NONE CHARITABLE	501(C)(3)	191,610.
ROCKY MOUNTAIN YOUTH CLINICS 750 POTOMAC STREET, SUITE L-23 AURORA, CO 80011	NONE CHARITABLE	501(C)(3)	15,000.
SAVE OUR YOUTH 3443 WEST 23RD AVENUE DENVER, CO 80211	NONE CHARITABLE	501(C)(3)	15,000.
THE LIVING DESERT 47900 PORTOLA AVENUE PALM DESERT, CA 92260-6156	NONE CHARITABLE	501(C)(3)	8,275.
THE POTTERS WHEEL MINISTRIES 333 JEFFERSON AVENUE EVANSVILLE, IN 47713	NONE CHARITABLE	501(C)(3)	75,800.
THE ROCKY MOUNTAIN DOWN SYNDROME FUND 55 MADISON STREET, 8TH FLOOR DENVER, CO 80206	NONE CHARITABLE	501(C)(3)	25,000.
VOICES FOR CHILDREN 2851 MEADOW LARK DRIVE SAN DIEGO, CA 92123	NONE CHARITABLE	501(C)(3)	10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

777,860.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization MCDONNELL FAMILY FOUNDATION	Employer identification number 84-1498562
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 16909	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GOLDEN, CO 80402	

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

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

CAROL AMMON

- The books are in the care of ► **22545 TREE TOP LANE - GOLDEN, CO 80401**

Telephone No. ► **303-881-9747**

FAX No. ►

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

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 2,049.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 15,000.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$ 0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)