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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

OMB No 1545-0052

2009

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

05/01, 2009, and ending

04/30, 2010

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE ROBERT K. STEEL FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

C/O BCRS ASSOCIATES LLC

100 WALL STREET, 11TH FLOOR

City or town, state, and ZIP code

NEW YORK, NY 10005

A Employer identification number

13-3531990

B Telephone number (see page 10 of the instructions)

(212) 440-0800

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 ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) \$ 12,082,562.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see page 11 of the instructions))

	(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 (attach schedule)	4,852,179.			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	134.	134.	0.	ATCH 1
4 Dividends and interest from securities	189,745.	189,615.	0.	ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,888,223.			
b Gross sales price for all assets on line 6a	3,519,682.			
7 Capital gain net income (from Part IV, line 2)		2,889,169.		
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) (attach schedule)				
11 Other income (attach schedule)	-34,231.	2,810.	0.	ATCH 3
12 Total. Add lines 1 through 11	7,896,050.	3,081,728.	0.	
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 4	600.	300.	0.	300.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	40,620.	0.	0.	0.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	203,717.	202,210.	0.	1,313.
24 Total operating and administrative expenses. Add lines 13 through 23	244,937.	202,510.	0.	1,613.
25 Contributions, gifts, grants paid	5,330,626.			5,330,624.
26 Total expenses and disbursements. Add lines 24 and 25	5,575,563.	202,510.	0.	5,332,237.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,320,487.			
b Net investment income (if negative, enter -0-)		2,879,218.		
c Adjusted net income (if negative, enter -0-)			-00.	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions

JSA ** ATCH 5

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Revenue

Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		382,451.	553,891.	553,891.
	2	Savings and temporary cash investments		543,497.	1.	1.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) <u>ATCH 7</u>	2,733,838.	2,733,838.	361,832.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe <u>ATCH 8</u>)	8,834,775.	8,689,463.	11,166,838.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	12,494,561.	11,977,193.	12,082,562.	
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 (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
		Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒				
27	Capital stock, trust principal, or current funds	12,494,561.	11,977,193.			
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances (see page 17 of the instructions)	12,494,561.	11,977,193.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,494,561.	11,977,193.			

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	12,494,561.
2	Enter amount from Part I, line 27a	2	2,320,487.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	14,815,048.
5	Decreases not included in line 2 (itemize) <u>Attachment 9</u>	5	2,837,855.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,977,193.

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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 PART IV SCHEDULE					
b					
c					
d					
e					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) FMV 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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,888,223.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	0.

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	2,403,160.	12,249,553.	0.196183
2007	5,312,085.	16,715,071.	0.317802
2006	7,146,526.	9,808,353.	0.728616
2005	2,450,973.	5,696,222.	0.430280
2004	5,612,119.	5,575,958.	1.006485

2 Total of line 1, column (d)	2	2.679366
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.535873
4 Enter the net value of nonchangible-use assets for 2009 from Part X, line 5	4	11,597,468.
5 Multiply line 4 by line 3	5	6,214,770.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	28,792.
7 Add lines 5 and 6	7	6,243,562.
8 Enter qualifying distributions from Part XII, line 4	8	5,332,237.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	57,584.
Date of ruling or determination letter _____ (attach copy of ruling 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-)		2	
3 Add lines 1 and 2		3	57,584.
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	57,584.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 48,211.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 27,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	75,211.
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	17,627.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 17,627. Refunded		11	

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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 ☐ BCRS ASSOCIATES, LLC Telephone no ☐ 212-440-0800			
Located at ☐ 100 WALL STREET, 11TH FLOOR, NEW YORK, NY ZIP + 4 ☐ 10005				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ N/A ☐			
and enter the amount of tax-exempt interest received or accrued during the year ☐ 15				

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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
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	N/A
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 page 20 of the instructions)	2b	N/A
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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** *NIA*

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? *NIA* ☐ 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? ☐ Yes ☒ No **6b** *X*

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** *NIA*

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Attachment 10		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A		0.	0.	0.

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.	0.
2 N/A	0.
3 N/A	0.
4 N/A	0.

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0.
2 N/A	0.
All other program-related investments See page 24 of the instructions	
3 N/A	0.
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 page 24 of the 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	550,658.
b	Average of monthly cash balances	1b	968,605.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	10,254,816.
d	Total (add lines 1a, b, and c)	1d	11,774,079.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,774,079.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	176,611.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,597,468.
6	Minimum investment return. Enter 5% of line 5	6	579,873.

Part XI Distributable Amount (see page 25 of the 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	579,873.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	57,584.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	57,584.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	522,289.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	522,289.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	522,289.

Part XII Qualifying Distributions (see page 25 of the 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	5,332,237.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,332,237.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,332,237.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				522,289.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	5,380,429.			
b From 2005	2,197,424.			
c From 2006	6,737,452.			
d From 2007	4,604,727.			
e From 2008	1,822,465.			
f Total of lines 3a through e	20,742,497.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	5,332,237.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		0.		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	0.			
d Applied to 2009 distributable amount				522,289.
e Remaining amount distributed out of corpus	4,809,948.			
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	25,552,445.			
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 page 27 of the instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			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) (see page 27 of the instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	5,380,429.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	20,172,016.			
10 Analysis of line 9				
a Excess from 2005	2,197,424.			
b Excess from 2006	6,737,452.			
c Excess from 2007	4,604,727.			
d Excess from 2008	1,822,465.			
e Excess from 2009	4,809,948.			

Form 990-PF (2009)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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)

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 28 of 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))

ROBERT K. STEEL

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT ATTACHED				5,330,626.
Total.			▶ 3a	5,330,626.
b Approved for future payment NONE				0.
Total.			▶ 3b	0.

Form 990-PF (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	134.		
4 Dividends and interest from securities	523000	130.	14	189,615.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory	523000	-946.	18	2,889,169.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . . .						
11 Other revenue a _____						
b Attachment 11	523000	-2,311.	01	-31,920.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		-3,127.		3,046,998.		
13 Total. Add line 12, columns (b), (d), and (e)						

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

[illegible]

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

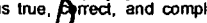
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a 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			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	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		Date <u>1/13/11</u> Title <u>TRUSTEE</u>	
Paid Preparer's Use Only	Preparer's signature  Date <u>1/25/11</u>		Check if self-employed ☐	
	Firm's name (or yours if self-employed), address, and ZIP code <u>BCRS ASSOCIATES, LLC</u> <u>100 WALL STREET - 11TH FL</u> <u>NEW YORK, NY 10005</u>		Preparer's identifying number (See Signature on page 30 of the instructions) <u>P00963994</u> EIN <u>13-4078147</u> Phone no <u>212-440-0800</u>	

Form 990-PF (2009)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

THE ROBERT K. STEEL FAMILY FOUNDATION

Employer identification number

13-3531990

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

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Name of organization THE ROBERT K. STEEL FAMILY FOUNDATION

Employer identification number
13-3531990**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ROBERT K. STEEL C/O BCRS ASSOCIATES, LLC 100 WALL ST 11 FL, NEW YORK, NY 10005	\$ 496,512.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	ROBERT K. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 504,960.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
3	GILLIAN V. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 225,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	ROBERT K. AND GILLIAN V. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 196,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	ROBERT K. AND GILLIAN V. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	ROBERT K. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 1,259,820.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization THE ROBERT K. STEEL FAMILY FOUNDATION

Employer identification number
13-3531990**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	ROBERT K. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 594,790.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
8	ROBERT K. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 561,715.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
9	ROBERT K. AND GILLIAN V. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
10	ROBERT K. STEEL C/O BCRS ASSOC., LLC; 100 WALL ST-11 FL NEW YORK, NY 10005	\$ 13,382.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE ROBERT K. STEEL FAMILY FOUNDATION

Employer identification number
13-3531990**Part II** Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,200 SHS VANGUARD 500 INDEX SIGNAL FUND	\$ 496,512.	05/20/2009
2	8,000 SHS FIDELITY SPARTAN 500 INDEX SIGNAL FUND	\$ 504,960.	05/28/2009
6	18,000 SHS VANGUARD 500 INDEX SIGNAL FUND	\$ 1,259,820.	06/30/2009
7	14,500 SHS ISHARES RUSSELL 1000 GROWTH INDEX FUND	\$ 594,790.	06/26/2009
8	11,000 SHS ISHARES 2000 GROWTH INDEX FUND	\$ 561,715.	06/26/2009
		\$	

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,509,210.		LTCG - SEE STATEMENT ATTACHED PROPERTY TYPE: SECURITIES 694,337.				P	VARIOUS 2,814,873.	VARIOUS
		LTCG 15% THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS 38,632.	VARIOUS
		LTC(L) 15% THRU K-1'S - UBTI PROPERTY TYPE: SECURITIES				P	VARIOUS -5.	VARIOUS
		STCG THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS 37,916.	VARIOUS
		SEC. 1231 15% (LOSS) THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS -2,230.	VARIOUS
		SEC. 1231 15% (LOSS) THRU K-1'S - UBTI PROPERTY TYPE: SECURITIES				P	VARIOUS -1,029.	VARIOUS
		SEC. 1231 25% GAIN THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS 92.	VARIOUS
		SEC. 1231 25% GAIN THRU K-1'S - UBTI PROPERTY TYPE: SECURITIES				P	VARIOUS 88.	VARIOUS
10,472.		(LOSS) ON REDEMPTION OF EP RE LDC K-1 PROPERTY TYPE: SECURITIES 10,586.				P	VARIOUS -114.	VARIOUS
TOTAL GAIN (LOSS)							<u>2,888,223.</u>	

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THE ROBERT K. STEEL FAMILY FOUNDATION

13-3531990

SUPPLEMENTARY STATEMENT

PART: XV

LINE: 2

SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES.

Attachment 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON CREDIT BALANCE	134.	134.	0.
TOTAL	<u>134.</u>	<u>134.</u>	<u>0.</u>

Attachment 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS	7,056.	7,056.	0.
DIVIDENDS THRU K-1'S	6,397.	6,397.	0.
DIVIDENDS THRU K-1'S UBTI	130.	0.	0.
INTEREST THRU K-1'S	175,935.	175,935.	0.
INTEREST ON CHECKING	227.	227.	0.
TOTAL	<u>189,745.</u>	<u>189,615.</u>	<u>0.</u>

Attachment 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME THRU K-1'S	-32,472.	-32,472.	0.
ORDINARY INCOME THRU K-1'S UBTI	-1,759.	0.	0.
RENTAL REAL ESTATE INC THRU K-1'S	-186.	-186.	0.
RENTAL REAL ESTATE INC THRU K-1'S UBTI	-552.	0.	0.
SECTION 988 INCOME THRU K-1'S	43.	43.	0.
SECTION 987 INCOME THRU K-1'S	629.	629.	0.
ROYALTY INCOME THRU K-1'S	66.	66.	0.
ADDBACK: PAL CARRYFORWARD	0.	34,730.	0.
TOTALS	<u>-34,231.</u>	<u>2,810.</u>	<u>0.</u>

Attachment 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BCRS ASSOCIATES, LLC	600.	300.	0.	300.
TOTALS	<u>600.</u>	<u>300.</u>	<u>0.</u>	<u>300.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAX PAID: 2ND QTR EST 990-PF FYE 4/30/09 -NYS CORP. TAX [CT-13] BAL DUE W/ EXT. 4/30/2009	40,000. 620.	0. 0.	0. 0.	0. 0.
TOTALS	<u>40,620.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

Attachment 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BANK CHARGES	1,313.	0.	0.	1,313.
PORTFOLIO DEDS THRU K-1'S	200,649.	200,649.	0.	0.
PORTFOLIO DEDS THRU K-1'S UBTI	20.	0.	0.	0.
INTEREST EXPENSE THRU K-1'S	132.	132.	0.	0.
INTEREST EXP THRU K-1'S UBTI	158.	0.	0.	0.
FOR. TAX PAID THRU K-1'S	1,429.	1,429.	0.	0.
FOR. TAX PAID THRU K-1'S-UBTI	9.	0.	0.	0.
NONDEDUCT EXPENSES THRU K-1'S	7.	0.	0.	0.
TOTALS	203,717.	202,210.	0.	1,313.

THE ROBERT K. STEEL FAMILY FOUNDATION
FORM 990PF, PART II - CORPORATE STOCK

13-3531990

Attachment 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE LONG POSITION ATTACHED	2,733,838.	2,733,838.	361,832.
TOTALS	<u>2,733,838.</u>	<u>2,733,838.</u>	<u>361,832.</u>

THE ROBERT K. STEEL FAMILY FOUNDATION

13-3531990

FORM 990PF, PART II - OTHER ASSETSAttachment 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CFT PARTNERS, LLC	616,501.	616,380.	625,108.
STONE STREET FUND 2000, LP	99,365.	86,059.	58,450.
STONE STREET RE FUND 2000, LP	133,760.	147,223.	42,073.
STONE STREET PEP TECH FUND, LP	65,959.	65,264.	61,334.
GS HEDGE FUND PORTFOLIO PLC	883,048.	883,048.	1,199,759.
KEYHAVEN CAPITAL P/SHIP II	2,113,194.	2,104,675.	2,217,520.
KEYHAVEN CAPITAL P/SHIP I	1,339,313.	1,284,590.	1,854,471.
ETON PARK FUND LP	774,421.	730,402.	807,681.
EP RE LDC			
(FULLY DISPOSED 09/2009)	10,433.	0.	0.
VESTAR CAPITAL PARTNERS V LP	2,798,781.	2,771,822.	4,300,442.
TOTALS	<u>8,834,775.</u>	<u>8,689,463.</u>	<u>11,166,838.</u>

Attachment 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNTEXCESS OF FMV OVER DONOR'S COST BASIS OF
ASSETS DONATED TO THE FOUNDATION

2,837,855.

TOTAL

2,837,855.

THE ROBERT K. STEEL FAMILY FOUNDATION

13-3531990

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

Attachment 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GILLIAN V. STEEL C/O BCBS ASSOCIATES LLC 100 WALL STREET, 11TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
ROBERT K. STEEL C/O BCBS ASSOCIATES, LLC 100 WALL STREET, 11TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
GRAND TOTALS		0.	0.	0.

THE ROBERT K. STEEL FAMILY FOUNDATION

13-3531990

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

Attachment 11

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
ORDINARY INC THRU K-1'S					
ORDINARY INC THRU K-1'S UBTI	523000	-1,759.	01	-32,472.	
RENTAL REAL ESTATE INC THRU K-1'S					
RENTAL REAL ESTATE INC THRU K-1'S UBTI	523000	-552.	01	-186.	
SECTION 988 INCOME THRU K-1'S					
SECTION 987 INC THRU K-1'S			01	43.	
ROYALTY INCOME THRU K-1'S			01	629.	
			01	66.	
TOTALS		-2,311.		-31,920.	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust

THE ROBERT K. STEEL FAMILY FOUNDATION

Employer identification number

13-3531990

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	37,916.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	37,916.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	2,850,307.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	2,850,307.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			37,916.
14 Net long-term gain or (loss):				
a Total for year	14a			2,850,307.
b Unrecaptured section 1250 gain (see line 18 of the wrkst)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			2,888,223.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** is necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,300	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)	30	
31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

Department of the Treasury
Internal Revenue Service

▶ **See instructions for Schedule D (Form 1041).**
▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

OMB No. 1545-0092

2009

THE ROBERT K. STEEL FAMILY FOUNDATION

13-3531990

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	37,916.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2009

THE ROBERT K. STEEL FAMILY FOUNDATION

EIN: 13-3531990

FYE 4/30/2010

FORM 990-PF

SCHEDULE OF PASSIVE LOSS CARRYFORWARD:

	CURRENT YEAR PASSIVE GAINS / (LOSSES)	PRIOR YEARS' PASSIVE (LOSSES) UTILIZED	NET PASSIVE (LOSSES)	TOTAL SUSPENDED PASSIVE (LOSSES)
4/30/2010	(34,730)	0	(34,730)	(34,730)

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
5/12/2009	SOUTHERN TENNIS PATRONS FOUNDATION INC. NORCROSS, GA	\$12,250.00
6/1/2009	HUMANITY IN ACTION NEW YORK, NY	100,000.00
6/1/2009	YORKTOWN LIONS CLUB YORKTOWN HEIGHTS, NY	1,000.00
6/2/2009	FAMILY CENTERS - GREENWICH GREENWICH, CT	6,000.00
6/3/2009	THE GLOBAL FUND FOR CHILDREN WASHINGTON, DC	100,000.00
6/3/2009	DUKE UNIVERSITY DURHAM, NC	50,000.00
6/3/2009	WATERSIDE SCHOOL STAMFORD, CT	1,000.00
6/3/2009	NYU CHILD STUDY CENTER NEW YORK, NY	250.00
6/4/2009	REACH PREP STAMFORD, CT	50,000.00
6/4/2009	CHASE COLLEGIATE SCHOOL WATERBURY, CT	1,000.00
6/5/2009	GREATER NY COUNCIL, BOY SCOUTS OF AMERICA NEW YORK, NY	10,000.00
6/8/2009	TEACH FOR AMERICA NEW YORK, NY	100,000.00
6/8/2009	CONSERVATION INTERNATIONAL ARLINGTON, VA	5,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
6/9/2009	UNITED WAY OF NEW YORK CITY NEW YORK, NY	1,000.00
6/10/2009	ST. JOHN'S EPISCOPAL CHURCH STAMFORD, CT	200.00
6/11/2009	LAKE FOREST GARDEN CLUB LAKE BLUFF, IL	500.00
6/16/2009	CYSTIC FIBROSIS FOUNDATION BETHESDA, MD	5,000.00
6/16/2009	BUDDY PROGRAM ASPEN, CO	100.00
6/18/2009	CHARLES MADDOCK FOUNDATION NEW YORK, NY	5,000.00
6/22/2009	BOY SCOUTS OF AMERICA RICHMOND, VA	5,000.00
6/22/2009	TRIANGLE COMMUNITY FOUNDATION DURHAM, NC	35.00
6/24/2009	THE PHILIP JOHNSON GLASS HOUSE/ NATIONAL TRUST FOR HISTORIC PRESERVATION NEW CANAAN, CT	1,000.00
6/25/2009	CHASE COLLEGIATE SCHOOL WATERBURY, CT	10,000.00
6/25/2009	PRESERVATION DURHAM DURHAM, NC	1,000.00
6/30/2009	WILDLIFE CONSERVATION SOCIETY BRONX, NY	10,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
6/30/2009	THE AMERICAN UNIVERSITY OF PARIS DENVER, CO	1,000.00
7/1/2009	THE ASPEN INSTITUTE WASHINGTON, DC	50,000.00
7/1/2009	AMERICAN RED CROSS WASHINGTON, DC	5,000.00
7/1/2009	ROOM TO READ SAN FRANCISCO, CA	100.00
7/3/2009	DUKE UNIVERSITY DURHAM, NC	2,150,000.00
7/7/2009	UNIVERSITY OF CHICAGO CHICAGO, IL	200,000.00
7/13/2009	DUKE UNIVERSITY DURHAM, NC	666,224.50
7/17/2009	THE GREENWICH LAND TRUST GREENWICH, CT	3,500.00
7/20/2009	INTERNATIONAL WOMEN'S MEDIA FOUNDATION WASHINGTON, DC	5,000.00
7/21/2009	DUKE UNIVERSITY DURHAM, NC	5,000.00
7/27/2009	RIGHT TO PLAY NEW YORK, NY	100,000.00
7/28/2009	TREASURY HISTORICAL ASSOCIATION WASHINGTON, DC	1,000.00
7/29/2009	AMERICAN RIVERS WASHINGTON, DC	100.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
7/30/2009	MAKE A BETTER PLACE NEW YORK, NY	1,000.00
8/10/2009	WOMAN'S BOARD OF RUSH UNIV. MEDICAL CENTER CHICAGO, IL	500.00
8/11/2009	BOYS AND GIRLS CLUB OF GREENWICH GREENWICH, CT	15,000.00
8/14/2009	ASPEN MUSIC FESTIVAL ASPEN, CO	1,000.00
8/14/2009	THE SALVATION ARMY HARTFORD, CT	100.00
9/1/2009	DUKE UNIVERSITY DURHAM, NC	100,000.00
9/3/2009	FAMILY REENTRY NORWALK, CT	100.00
9/10/2009	PAX NEW YORK, NY	100,000.00
9/11/2009	PARTNERSHIP FOR PUBLIC SERVICE WASHINGTON, DC	50,000.00
9/18/2009	FOUNTAIN HOUSE NEW YORK, NY	100.00
9/18/2009	GREENWICH ADULT DAY CARE COS COB, CT	100.00
9/22/2009	GREENWICH RIDING & TRAILS ASSOCIATION GREENWICH, CT	250.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
9/22/2009	AMERICAN CANCER SOCIETY ATLANTA, GA	200.00
9/22/2009	FRIENDS OF THE GREENWICH LIBRARY GREENWICH, CT	100.00
9/29/2009	ADOPT A DOG GREENWICH, CT	100.00
9/30/2009	NATIONAL WILDLIFE FEDERATION RESTON, VA	250.00
10/2/2009	COMMUNITY ANSWERS GREENWICH, CT	100.00
10/6/2009	NYU DOWNTOWN HOSPITAL NEW YORK, NY	200.00
10/14/2009	CITY SQUASH BRONX, NY	5,000.00
10/14/2009	ASPEN COMMUNITY FOUNDATION ASPEN, CO	1,000.00
10/14/2009	SAN ANTONIO FOUNDATION SAN ANTONIO, TX	1,000.00
10/19/2009	BOYS AND GIRLS CLUB OF GREENWICH GREENWICH, CT	1,000.00
10/19/2009	WATERSIDE SCHOOL STAMFORD, CT	1,000.00
10/20/2009	UNITED WAY OF GREENWICH GREENWICH, CT	10,000.00
10/20/2009	WORLD RESOURCES INSTITUTE WASHINGTON, DC	1,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
10/21/2009	THE GARDEN CONSERVANCY COLD SPRINGS, NY	5,000.00
10/21/2009	THE BREAST CANCER RESEARCH FOUNDATION NEW YORK, NY	1,000.00
10/22/2009	PATHWAYS, INC CORNING, NY	1,000.00
10/22/2009	BOYS CLUB OF NEW YORK NEW YORK, NY	1,000.00
10/23/2009	THE ASPEN INSTITUTE WASHINGTON, DC	50,000.00
10/23/2009	CONNECTICUT FOOD BANK NEW HAVEN, CT	500.00
10/26/2009	GREATER NY COUNCIL, BOY SCOUTS OF AMERICA NEW YORK, NY	100,000.00
10/26/2009	GREENWICH HOSPITAL GREENWICH, CT	1,000.00
10/26/2009	STONEWALL FOUNDATION TUCSON, AZ	100.00
10/28/2009	THE PARTNERSHIP FOR A DRUG-FREE AMERICA NEW YORK, NY	25,000.00
10/30/2009	WINDWARD SCHOOL WHITE PLAINS, NY	25,000.00
11/2/2009	NATIONAL HUMANITIES CENTER RESEARCH TRIANGLE PARK, NC	5,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
11/2/2009	BIG APPLE CIRCUS, CLOWN CARE PROGRAM NEW YORK, NY	1,000.00
11/3/2009	CHASE COLLEGIATE SCHOOL WATERBURY, CT	1,000.00
11/4/2009	GREENWICH COUNCIL, BOYS & GIRLS SCOUTS OF AMERICA GREENWICH, CT	1,000.00
11/4/2009	VISITING NURSE AND HOSPICE CARE STAMFORD, CT	100.00
11/5/2009	BREAST CANCER ALLIANCE GREENWICH, CT	1,000.00
11/6/2009	GREENWICH EMERGENCY MEDICAL SERVICE, INC. RIVERSIDE, CT	100.00
11/6/2009	MEALS ON WHEELS GREENWICH, CT	100.00
11/9/2009	INDEPENDENT CURATORS INTERNATIONAL NEW YORK, NY	500.00
11/10/2009	OUR COMPANIONS DOMESTIC ANIMAL SANCTUARY BLOOMFIELD, CT	100.00
11/10/2009	SEAGULL & SEAFARER CAMP ANNUAL FUND ARAPHOE, NC	100.00
11/12/2009	GARDEN EDUCATION CENTER COS COB, CT	100.00
11/13/2009	FRIENDS OF THE GREENWICH LIBRARY GREENWICH, CT	15,000.00
11/13/2009	LET THERE BE LIGHTS GREENWICH, CT	100.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
11/13/2009	WESTCHESTER COMMUNITY COLLEGE FUND VALHALLA, NY	100.00
11/16/2009	BOYS AND GIRLS CLUB OF GREENWICH GREENWICH, CT	25,000.00
11/16/2009	HEALTH CARE CHAPLAINCY NEW YORK, NY	10,000.00
11/17/2009	CENTRAL PARK CONSERVANCY NEW YORK, NY	500.00
11/17/2009	THE ROYAL OAK FOUNDATION NEW YORK, NY	100.00
11/18/2009	OUR COMPANIONS DOMESTIC ANIMAL SANCTUARY BLOOMFIELD, CT	100.00
11/18/2009	FRIENDS OF HILDENE MANCHESTER, VT	100.00
11/19/2009	CONNECTICUT PUBLIC RADIO HARTFORD, CT	300.00
11/20/2009	BRADFORD ALUMNI ASSOCIATION BRADFORD, MA	100.00
11/20/2009	NATIONAL WILDLIFE FEDERATION RESTON, VA	100.00
11/23/2009	REFUGEES INTERNATIONAL WASHINGTON, DC	1,000.00
11/25/2009	LYMPHOMA FOUNDATION NEW YORK, NY	1,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
11/25/2009	AMERICAN FOUNDATION FOR NATIONAL MUSEUMS OF SCOTLAND NEW YORK, NY	250.00
11/25/2009	CALL-A-RIDE OF GREENWICH, INC. GREENWICH, CT	100.00
11/27/2009	HORIZONS NATIONAL NEW CANAAN, CT	250.00
12/1/2009	THE POSSE FOUNDATION NEW YORK, NY	10,000.00
12/2/2009	WOMEN OF VISION, FAIRFIELD COUNTY RIVERSIDE, CT	100.00
12/7/2009	THE ASPEN INSTITUTE WASHINGTON, DC	13,314.10
12/7/2009	CARLOS OTIS STRATTON MOUNTAIN CLINIC STRATTON MTN, VT	100.00
12/7/2009	THE NEW YORK WOMENS FUND NEW YORK, NY	100.00
12/8/2009	COALITION FOR A SECURE DRIVER'S LICENSE WASHINGTON, DC	1,000.00
12/11/2009	SEACHANGE CAPITAL PARTNERS NEW YORK, NY	200,000.00
12/14/2009	HOSPITAL FOR SPECIAL SURGERY FUND, INC. NEW YORK, NY	5,000.00
12/14/2009	STRATTON MOUNTAIN VOLUNTEER FIRE CO. STRATTON MOUNTAIN, VT	100.00
12/17/2009	FAMILY CENTERS - GREENWICH GREENWICH, CT	1,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
12/18/2009	THE GREENWICH LAND TRUST GREENWICH, CT	2,500.00
12/22/2009	CHALLENGE ASPEN SNOWMASS VILLAGE, CO	500.00
12/23/2009	UNITED STATES SQUASH NEW YORK, NY	1,000.00
12/23/2009	STRATTON FOUNDATION STRATTON, CO	250.00
12/24/2009	AMERICAS PROMISE WASHINGTON, DC	250,000.00
12/29/2009	THE AKANKSHA FUND NEW YORK, NY	100,000.00
12/30/2009	EMILY KRZYZEWSKI FAMILY LIFE CENTER DURHAM, NC	1,000.00
12/30/2009	BREAST CANCER ALLIANCE GREENWICH, CT	1,000.00
12/31/2009	THE AFTER SCHOOL CORPORATION NEW YORK, NY	10,000.00
1/4/2010	NEW YORK BOTANICAL GARDEN BRONX, NY	100,000.00
1/4/2010	ALL KINDS OF MINDS DURHAM, NC	1,000.00
1/5/2010	ASPEN COMMUNITY FOUNDATION ASPEN, CO	5,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
1/15/2010	CARING HOUSE DURHAM, NC	1,000.00
1/21/2010	DUKE MEMORIAL UNITED METHODIST CHURCH DURHAM, NC	1,000.00
1/28/2010	BOYS CLUB OF NEW YORK NEW YORK, NY	1,000.00
2/1/2010	GLENVILLE VOLUNTEER FIRE CO. GLENVILLE, CT	200.00
2/4/2010	HISTORICAL SOCIETY OF GREENWICH COS COB, CT	3,000.00
2/8/2010	BRUCE MUSEUM - SHELTER OUR STRAYS GREENWICH, CT	1,000.00
2/16/2010	DUKE UNIVERSITY DURHAM, NC	200,000.00
2/16/2010	NEW YORK BOTANICAL GARDEN BRONX, NY	10,000.00
2/16/2010	AMERICAN RED CROSS, GREENWICH CHAPTER GREENWICH, CT	1,000.00
2/16/2010	BROWN UNIVERSITY PROVIDENCE, RI	100.00
2/19/2010	HUMAN RIGHTS FIRST NEW YORK, NY	1,000.00
2/22/2010	THE AFTER SCHOOL CORPORATION NEW YORK, NY	1,000.00
2/24/2010	ARCH STREET GREENWICH, CT	500.00

THE ROBERT K. STEEL FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 4/30/2010
EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
2/26/2010	AMNESTY INTERNATIONAL NEW YORK, NY	150.00
3/1/2010	LONDONDERRY VOLUNTEER RESCUE SQUAD LONDONDERRY, CT	100.00
3/3/2010	GREENWICH SYMPHONY ORCHESTRA GREENWICH, CT	100.00
3/16/2010	AMERICAN ACTION FORUM WASHINGTON, DC	50,000.00
4/1/2010	GREATER NY COUNCIL, BOY SCOUTS OF AMERICA NEW YORK, NY	15,000.00
4/6/2010	LIFELINE HUMANITARIAN ORGANIZATION OF CHICAGO CHICAGO, IL	1,000.00
4/6/2010	THE GLOBAL FUND FOR CHILDREN WASHINGTON, DC	100,000.00
4/16/2010	PLAYWRIGHTS HORIZONS NEW YORK, NY	1,000.00
4/22/2010	SQUASH HAVEN NEW HAVEN, CT	5,000.00
4/22/2010	ROOM TO READ SAN FRANCISCO, CA	100.00
4/23/2010	AMERICAN ACADEMY IN ROME NEW YORK, NY	5,000.00
4/27/2010	PATHFINDERS FOR CANCER ASPEN, CO	1,000.00

THE ROBERT K. STEEL FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS LIST
 FYE 4/30/2010
 EIN: 13-3531990

DATE	CONTRIBUTION / CITY, STATE	AMOUNT
4/27/2010	NATIONAL WILDLIFE FEDERATION RESTON, VA	1,000.00
4/27/2010	UNITED WAY OF GREENWICH GREENWICH, CT	500.00
4/28/2010	LAYALINA PRODUCTIONS INC. WASHINGTON, DC	1,000.00
4/29/2010	BRUCE MUSEUM - SHELTER OUR STRAYS GREENWICH, CT	500.00
4/30/2010	GREENWICH ADULT DAY CARE COS COB, CT	250.00
12/31/2009	CONTRIBUTION THRU STONE STREET REAL ESTATE FUND	2.00
	SUBTOTAL CONTRIBUTIONS PAID *	<u>5,330,625.60</u>
12/31/2008	CONTRIBUTIONS ATTRIBUTABLE TO UBTI	(2.00)
	TOTAL CONTRIBUTIONS PAID *	<u>5,330,623.60</u>

* All contributions were made to the general
 purpose fund of Public charitable organizations
 that were classified under Section 501 (c) (3) of the Internal Revenue Code.

THE ROBERT K. STEEL FAMILY FOUNDATION
 REALIZED GAINS AND LOSSES
 FYE 4/30/2010

Realized Gains/Losses Description	Trade Date	Date Sold /	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss	Gain Type
PATRIOT NATL BANCORP INC CMN		29-Jun-09	160.814	160.81	0.00	160.81	Long-Term
FIDELITY SPARTAN 500 INDEX FD		29-Jun-09	8.064	517,273.97	169,318.69	347,955.28	Long-Term
VANGUARD 500 INDEX FUND		29-Jun-09	7.240	510,966.03	39,535.47	471,430.56	Long-Term
ISHARES RUSSELL 1000 GROWTH INDEX		29-Jun-09	14.500	593,207.27	134,602.37	458,604.90	Long-Term
ISHARES RUSSELL 2000 INDEX		29-Jun-10	11.000	558,901.11	145,034.01	413,867.10	Long-Term
VANGUARD 500 INDEX FUND		2-Jul-09	18.000	1,228,680.00	98,298.99	1,130,381.01	Long-Term
EURO		9-Jul-09	71.700	100,021.12	107,547.37	(7,526.25)	Long-Term
TOTAL LONG-TERM (G/L)				3,509,210.31	694,336.90	2,814,873.41	

J.P.Morgan

R K STEEL FAMILY FOUNDATION

For the Period 4/1/10 to 4/30/10

Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income		Yield
						Accrued Dividends		
US Mid Cap/Small Cap								
PATRIOT NATIONAL BANCORP INC	160,814 000	2 25	361,831 50	2,733,838.00	(2,372,006.50)			
70336F-10-4 PNBK								

**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	Employer identification number
	THE ROBERT K. STEEL FAMILY FOUNDATION	13-3531990
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	c/o BCRS ASSOCIATES, LLC; 100 WALL STREET - 11TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10005	

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

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ► **BCRS ASSOCIATES, LLC**

Telephone No. ► **212-440-0811**FAX No. ► **N/A**

- 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 **DECEMBER 15**, 20**10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☐ calendar year 20____ or
 ► ☒ tax year beginning **MAY 1**, 20**09**, and ending **APRIL 30**, 20**10**

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	\$ 75,931.00
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	\$ 48,931.00
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	\$ 27,000.00

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.

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

ISA

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE ROBERT K. STEEL FAMILY FOUNDATION		Employer identification number 13-3531990
	Number, street, and room or suite no. If a P.O. box, see instructions c/o BCRS ASSOCIATES, LLC; 100 WALL STREET - 11TH FL		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10005		

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

- | | | | |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of
- BCRS ASSOCIATES, LLC**

Telephone No. **212-440-0811**FAX No. **N/A**

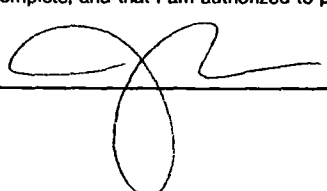
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this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

- 4 I request an additional 3-month extension of time until **MARCH 15**, 20**11**.
- 5 For calendar year _____, or other tax year beginning **MAY 1**, 20**09**, and ending **APRIL 30**, 20**10**.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.**

8a 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.	8a	\$	75,931.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	75,931.00
c Balance Due. Subtract line 8b from line 8a. 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.	8c	\$	0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Title **CPA**Date **12/15/2010**