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Form 990
Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

2009

Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2009 calendar year, or tax year beginning 06-01-2009 and ending 05-31-2010

- B Check if applicable
Address change
Name change
Initial return
Terminated
Amended return
Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization THE PHELPS MANSION MUSEUM
Doing Business As
Number and street (or P O box if mail is not delivered to street address) Room/suite 191 COURT STREET
City or town, state or country, and ZIP + 4 BINGHAMTON, NY 13901

D Employer identification number 20-8438618
E Telephone number (607) 722-4873
G Gross receipts \$ 139,816

F Name and address of principal officer

H(a) Is this a group return for affiliates?
H(b) Are all affiliates included?
H(c) Group exemption number

I Tax-exempt status 501(c) (3) (Insert no) 4947(a)(1) or 527

J Website: WWW.PHELPSMANSION.ORG

K Form of organization Corporation Trust Association Other
L Year of formation
M State of legal domicile NY

Part I Summary

Table with 3 main sections: Activities & Governance, Revenue, and Expenses. Includes rows for mission, membership, revenue (8-12), expenses (13-19), and net assets (20-22).

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge

Sign Here
Signature of officer: LINDA BIEMER CHAIR
Date: 2010-07-06

Paid Preparer's Use Only
Preparer's signature: DAVID M STELLA CPA
Date:
Check if self-employed
Preparer's identifying number
Firm's name: Stella & Getty CPAs
Address: 3001 East Main Street, Endwell, NY 13760
Phone no: (607) 757-0580

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission

HISTORICAL & EDUCATIONAL

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 174,795 including grants of \$ 500) (Revenue \$ 107,377)
MANAGEMENT, MAINTENANCE, PRESERVATION & RESTORATION OF PHELPS MANSION LISTED ON THE NATIONAL REGISTER OF HISTORIC BUILDINGS, PROMOTE PUBLIC TOURS FOR HISTORICAL & EDUCATIONAL PURPOSES, PROMOTE USE OF THE BUILDING BY COMMUNITY GROUPS













4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 174,795

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> 	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors?		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		No
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> 		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II</i> 		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> 	Yes	
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> 		No
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 		No
11	Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.</i> 	Yes	
	◆ Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i>		
	◆ Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i>		
	◆ Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i>		
	◆ Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i>		
	◆ Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i>		
	◆ Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X.</i>		
12	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i> 		No
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? 	Yes	No
	<i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i>		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
14b	b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i>		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? <i>If "Yes," complete Schedule F, Part II</i>		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S? <i>If "Yes," complete Schedule F, Part III</i>		No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> 		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> 	Yes	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> 		No
20	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		No

Part IV Checklist of Required Schedules *(continued)*

<p>21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II . . .</i></p>	<p>21</p>	<p>No</p>
<p>22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III . . .</i></p>	<p>22</p>	<p>No</p>
<p>23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J . . .</i></p>	<p>23</p>	<p>No</p>
<p>24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25 . . .</i></p>	<p>24a</p>	<p>No</p>
<p>b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . .</p>	<p>24b</p>	<p>No</p>
<p>c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . .</p>	<p>24c</p>	<p>No</p>
<p>d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . .</p>	<p>24d</p>	<p>No</p>
<p>25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I . . .</i></p>	<p>25a</p>	<p>No</p>
<p>b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I . . .</i></p>	<p>25b</p>	<p>No</p>
<p>26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II . . .</i></p>	<p>26</p>	<p>No</p>
<p>27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III . . .</i></p>	<p>27</p>	<p>No</p>
<p>28 Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)</p>		
<p>a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . .</i></p>	<p>28a</p>	<p>No</p>
<p>b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . .</i></p>	<p>28b</p>	<p>No</p>
<p>c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV . . .</i></p>	<p>28c</p>	<p>No</p>
<p>29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M . . .</i></p>	<p>29</p>	<p>No</p>
<p>30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M . . .</i></p>	<p>30</p>	<p>No</p>
<p>31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I . . .</i></p>	<p>31</p>	<p>No</p>
<p>32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II . . .</i></p>	<p>32</p>	<p>No</p>
<p>33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I . . .</i></p>	<p>33</p>	<p>No</p>
<p>34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1 . . .</i></p>	<p>34</p>	<p>No</p>
<p>35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2 . . .</i></p>	<p>35</p>	<p>No</p>
<p>36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2 . . .</i></p>	<p>36</p>	<p>No</p>
<p>37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI . . .</i></p>	<p>37</p>	<p>No</p>
<p>38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O . . .</p>	<p>38</p>	<p>No</p>

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable		
	1a 2		
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		No
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return		
	2a 4		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)		No
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		No
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country <input type="checkbox"/> _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		No
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		No
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		No
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d 0	
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		No
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		No
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		No
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		No
b	Did the organization make a distribution to a donor, donor advisor, or related person?		No
10	Section 501(c)(7) organizations. Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		No
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body		
1b	Enter the number of voting members that are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	Yes	
5	Did the organization become aware during the year of a material diversion of the organization's assets?		No
6	Does the organization have members or stockholders?		No
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		No
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	a The governing body?		No
8b	b Each committee with authority to act on behalf of the governing body?		No
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Does the organization have local chapters, branches, or affiliates?		No
10b	b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		No
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	Yes	
11A	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13		No
12b	b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		No
12c	c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done		No
13	Does the organization have a written whistleblower policy?		No
14	Does the organization have a written document retention and destruction policy?		No
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official		No
15b	b Other officers or key employees of the organization If "Yes" to line a or b, describe the process in Schedule O (See instructions)		No
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		No

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed ▶ _____
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request
19	Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶ BARBARA HICKLING 109 VILLAGE DR ENDWELL, NY 13760 (607) 785-0801

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

• List all of the organization's **current** key employees. See instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if the organization did not compensate any current or former officer, director, trustee or key employee

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
TOBY JEAN MANKER MUSEUM PROGRAMS							0	0	0	
SUSAN CAMPBELL Secretary							0	0	0	
ROBERTA BILLS EDUCATION							0	0	0	
PHYLLIS DERHAM MEMBERSHIP TREA							0	0	0	
MICHELE SNOVER MEMBERSHIP DIR							0	0	0	
MARGARET VAIL COLLECT MGMT							0	0	0	
LINDA BIEMER CHAIR							0	0	0	
JOAN HOLLERAN GOVERNANCE							0	0	0	
JOAN COOK PUBLICITY/ADV							0	0	0	
HAROLD MANKER VICE-CHAIR							0	0	0	
DORIS GETTY FINANCE DIR							0	0	0	
BARBARA HICKLING Treasurer							0	0	0	
ARLENE LYON ASSISTANT SEC							0	0	0	

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns 1a					
	b	Membership dues 1b				45,370	
	c	Fundraising events 1c					
	d	Related organizations 1d					
	e	Government grants (contributions) 1e					
	f	All other contributions, gifts, grants, and similar amounts not included above 1f				36,447	
	g	Noncash contributions included in lines 1a-1f \$ _____					
	h	Total. Add lines 1a-1f ▶		81,817			
Program Service Revenue	2a	MUSEUM TOURS/EVENTS	Business Code	21,249	21,249		
	b	GIFT SHOP		4,311	4,311		
	c	FACILITIES & OUTREACH FEE					
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f ▶		25,560			
Other Revenue	3	Investment income (including dividends, interest and other similar amounts) ▶		906		906	
	4	Income from investment of tax-exempt bond proceeds ▶		0			
	5	Royalties ▶		0			
	6a	Gross Rents	(i) Real	(ii) Personal			
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss) ▶		0			
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
b	Less cost or other basis and sales expenses						
c	Gain or (loss)						
d	Net gain or (loss) ▶		0				
8a	Gross income from fundraising events (not including \$ 25,873 of contributions reported on line 1c) See Part IV, line 18 a						
b	Less direct expenses b		10,959				
c	Net income or (loss) from fundraising events ▶		14,914		14,914		
9a	Gross income from gaming activities See Part IV, line 19 a						
b	Less direct expenses b		5,660				
c	Net income or (loss) from gaming activities ▶		2,043				
			3,617		3,617		
10a	Gross sales of inventory, less returns and allowances a						
b	Less cost of goods sold b						
c	Net income or (loss) from sales of inventory ▶		0				
	Miscellaneous Revenue	Business Code					
11a	MISC						
d	All other revenue						
e	Total. Add lines 11a-11d ▶		0				
12	Total revenue. See Instructions ▶		126,814	25,560		19,437	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21	0			
2	Grants and other assistance to individuals in the U S See Part IV, line 22	500	500		
3	Grants and other assistance to governments, organizations, and individuals outside the U S See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	0			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	35,863	35,863		
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	0			
9	Other employee benefits	3,021	3,021		
10	Payroll taxes	4,027	4,027		
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	0			
c	Accounting	2,240		2,240	
d	Lobbying	0			
e	Professional fundraising See Part IV, line 17	0			
f	Investment management fees	0			
g	Other	0			
12	Advertising and promotion	0			
13	Office expenses	0			
14	Information technology	0			
15	Royalties	0			
16	Occupancy	23,389	23,389		
17	Travel	0			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	0			
20	Interest	0			
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	62,128	62,128		
23	Insurance	13,455	13,455		
24	Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a	RESTRICTED FUND EXPENSE	4,623	4,623		
b	PROGRAM EXPENSES	2,581	2,581		
c	MUSEUM EVENTS EXPENSE	13,220	13,220		
d	GRANT EXPENSES	6,689	6,689		
e	ADMINISTRATION	2,630		2,630	
f	All other expenses	7,659	5,299	2,360	
25	Total functional expenses. Add lines 1 through 24f	182,025	174,795	7,230	0
26	Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing		1	0
	2 Savings and temporary cash investments	118,114	2	117,529
	3 Pledges and grants receivable, net		3	0
	4 Accounts receivable, net		4	0
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	0
	7 Notes and loans receivable, net		7	0
	8 Inventories for sale or use		8	0
	9 Prepaid expenses and deferred charges		9	0
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 2,484,528		
	b Less accumulated depreciation	10b 679,825	1,866,831	10c 1,804,703
	11 Investments—publicly traded securities		11	0
	12 Investments—other securities See Part IV, line 11		12	0
	13 Investments—program-related See Part IV, line 11		13	0
	14 Intangible assets		14	0
	15 Other assets See Part IV, line 11		15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)		1,984,945	16	1,922,232
Liabilities	17 Accounts payable and accrued expenses	527	17	550
	18 Grants payable		18	
	19 Deferred revenue	22,875	19	15,350
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25		23,402	26
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	82,990	27	89,916
	28 Temporarily restricted net assets	11,722	28	11,713
	29 Permanently restricted net assets	1,866,831	29	1,804,703
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances		1,961,543	33	1,906,332
34 Total liabilities and net assets/fund balances		1,984,945	34	1,922,232

Part XI Financial Statements and Reporting

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other <u>MODIFIED CASH</u> If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	Yes	
b	Were the organization's financial statements audited by an independent accountant?		No
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		No
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		No

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2009

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization
THE PHELPS MANSION MUSEUM

Employer identification number

20-8438618

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1 A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8 A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h
 a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?
 (ii) a family member of a person described in (i) above?
 (iii) a 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets						
11 Total support (Add lines 7 through 10)						

12 Gross receipts from related activities, etc (See instructions) 12

13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2009 (line 6 column (f) divided by line 11 column (f)) 14

15 Public Support Percentage for 2008 Schedule A, Part II, line 14 15

16a 33 1/3% support test—2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

b 33 1/3% support test—2008. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

Part III Support Schedule for Organizations Described in IRC 509(a)(2)

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	67,129	82,344	90,133	78,071	74,292	391,969
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	69,388	72,253	62,930	71,841	57,093	333,505
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	136,517	154,597	153,063	149,912	131,385	725,474
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						725,474

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6	136,517	154,597	153,063	149,912	131,385	725,474
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,431	3,728	2,543	1,568	906	11,176
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	2,431	3,728	2,543	1,568	906	11,176
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	1,430	89	48			1,567
13 Total support (Add lines 9, 10c, 11 and 12)						738,217
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public Support Percentage for 2009 (line 8 column (f) divided by line 13 column (f))	15	98.270 %
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	98.250 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c column (f) divided by line 13 column (f))	17	1.510 %
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	1.530 %
19a 33 1/3% support tests—2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization <input checked="" type="checkbox"/>		
b 33 1/3% support tests—2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions <input type="checkbox"/>		

Part IV **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. See instructions

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2009

Open to Public Inspection

Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12. Attach to Form 990. See separate instructions.

Department of the Treasury Internal Revenue Service

Name of the organization THE PHELPS MANSION MUSEUM

Employer identification number 20-8438618

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4: Total number at end of year, Aggregate contributions to (during year), Aggregate grants from (during year), Aggregate value at end of year.

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply): Preservation of land for public use, Protection of natural habitat, Preservation of open space, Preservation of an historically important land area, Preservation of a certified historic structure.

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

- a Total number of conservation easements
b Total acreage restricted by conservation easements
c Number of conservation easements on a certified historic structure included in (a)
d Number of conservation easements included in (c) acquired after 8/17/06

Table with 2 columns: Held at the End of the Year. Rows 2a, 2b, 2c, 2d.

- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year
4 Number of states where property subject to conservation easement is located
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)?
9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items
b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenues included in Form 990, Part VIII, line 1; (ii) Assets included in Form 990, Part X
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items: a Revenues included in Form 990, Part VIII, line 1; b Assets included in Form 990, Part X

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a** Public exhibition
- b** Scholarly research
- c** Preservation for future generations
- d** Loan or exchange programs
- e** Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current Year	(b) Prior Year	(c) Two Years Back	(d) Three Years Back	(e) Four Years Back
1a Beginning of year balance					
b Contributions					
c Investment earnings or losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance held as

- a** Board designated or quasi-endowment %
- b** Permanent endowment %
- c** Term endowment %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	50,000			50,000
b Buildings	2,298,019		663,858	1,634,161
c Leasehold improvements				
d Equipment				
e Other	136,509		15,967	120,542
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				1,804,703

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total Revenue Add lines 3 and 4c . (This should equal Form 990, Part I, line 12)	5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c . (This should equal Form 990, Part I, line 18)	5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b Also complete this part to provide any additional information

Identifier	Return Reference	Explanation
Part III, Line 4	Part III, Line 4 Description of organization's collections and how it furthers its purpose	THE ORGANIZATIONS COLLECTIONS CONSIST OF ANTIQUE FURNITURE AND FIXTURES DISPLAYED IN THE PHELPS MANSION MUSIUM (A HISTORICAL HOUSE MUSIUM) WHICH FUNCTIONS AS AN EDUCATIONAL MUSEUM

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		SPECIAL LUNCHEONS (event type)	HOLIDAY SHOPPES (event type)	1 (total number)	(Add col (a) through col (c))
Revenue	1 Gross receipts	6,906	5,958	5,508	18,372
	2 Less Charitable contributions				
	3 Gross income (line 1 minus line 2)	6,906	5,958	5,508	18,372
Direct Expenses	4 Cash prizes				
	5 Non-cash prizes				
	6 Rent/facility costs				
	7 Food and beverages	5,392			5,392
	8 Entertainment				
	9 Other direct expenses		1,800	161	1,961
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				7,353
	11 Net income summary Combine lines 3, column d, and line 10. ▶				11,019

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming
					(Add col (a) through col (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary Add lines 2 through 5 in column (d) ▶					
8 Net gaming income summary Combine lines 1, column d, and line 7 ▶					

		Yes	No
9	Enter the state(s) in which the organization operates gaming activities _____		
a	Is the organization licensed to operate gaming activities in each of these states?	9a	
b	If "No," Explain _____		
10a	Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a	
b	If "Yes," Explain _____		
11	Does the organization operate gaming activities with nonmembers?	11	
12	Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?	12	

		Yes	No
13 Indicate the percentage of gaming activity operated in			
a The organization's facility	13a		
b An outside facility	13b		
14 Enter the name and address of the person who prepares the organization's gaming/special events books and records			
Name ▶ _____			
Address ▶ _____			
15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?		15a	
b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____			
c If "Yes," enter name and address			
Name ▶ _____			
Address ▶ _____			
16 Gaming manager information			
Name ▶ _____			
Gaming manager compensation ▶ \$ _____			
Description of services provided ▶ _____			
<input type="checkbox"/> Director/officer <input type="checkbox"/> Employee <input type="checkbox"/> Independent contractor			
17 Mandatory distributions			
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?		17a	
b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____			

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

**Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.**

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization
THE PHELPS MANSION MUSEUM

Employer identification number

20-8438618

Identifier	Return Reference	Explanation
Form 990, Part VI, Line 11	Form 990, Part VI, Line 11 Form 990 Review Process	FORM 990 WILL BE REVIEWED BY MANAGEMENT BEFORE FILING

**PHILIPS MANSION MUSEUM
CONSTITUTION AND BYLAWS**

ARTICLE I. Name and Nonprofit Policy

Section 1. Name. The name of this corporate body shall be known as **Phelps Mansion Museum** hereinafter referred to as the "Museum."

Section 2. Nonprofit Policy. The Museum shall not be operated for profit, and its entire properties, assets, and facilities shall be devoted to the purposes for which it is organized as set forth herein, as the same may from time to time be amended.

ARTICLE II. Purpose

Section 1. Purposes. The purposes of the Museum are

- (a) Said Museum is organized and operated exclusively for charitable and educational purposes as set forth in Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Revenue Internal Code Law)
- (b) Said Museum shall own, maintain, preserve and operate The Phelps Mansion which is listed in the National Register of Historic Places, together with the maintenance, preservation, exhibition, and display of all of the objects and works of art located therein, insofar as possible in accordance with the terms of a certain trust agreement dated July 30, 1985, which established the Monday Afternoon Club Endowment Fund, and the terms of a first amendment to the trust agreement, dated March 22, 1993, which changed the name of the trust to The Phelps Mansion Foundation, which said trust being established exclusively for charitable and educational purposes. Said trust was dissolved when the museum was granted a provisional charter June 21, 2005.
- (c) Said Museum shall encourage the discovery, preservation and dissemination of historical information and knowledge about the traditions of the Binghamton area using the Phelps Mansion Museum as the focal

point
opening
making
and
discussions
music

The Museum shall encourage public interest in the past through
The Phelps Mansion Museum for regular public tours and visitation,
the Museum available to the public for special events and functions,
using the Museum for public presentations, exhibits, lectures and
with an emphasis on local and regional history, education, literature,
and art

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(d) Said Museum shall continue the restoration and preservation of the
Museum
(e) Said Museum seeks to purchase, acquire (take by gift, grant, devise,
bequest or otherwise, real, personal and mixed property of every kind
or
description, and to hold, use, mortgage, pledge, sell, lease, assign,
give,
exchange or otherwise dispose of the same at any time for charitable
and
educational purposes

ARTICLE III. Membership

Section 1. Eligibility. Anyone interested in the purposes of the Museum who applies for Membership in the appropriate manner, who tenders the necessary dues, and meets any other criteria as established by the Board of Trustees shall become a Member

Section 2. Dues and Criteria. The annual dues and any other criteria for Membership shall be established by the Board of Trustees. This amount is payable upon receipt of a dues bill

Section 3. Golden and Life Members. Golden Members may be named after fifty years of membership. The Life Membership category pertains only to those members who paid a Lifetime Membership fee prior to April 1992

Section 4. Annual and Special Meetings.

4.1 Annual Meeting. An Annual Meeting of the Membership shall be

convened in May by the Board of Trustees to elect the Board of Trustees,
including Officers of the Museum, to have a presentation of the Annual Report
and to conduct any and all other business as deemed appropriate. The
agenda, time, and place are to be determined by the Board of Trustees. The Chair
shall preside over the Annual Meeting.

4.2 Special Meetings. Special meetings of the Membership shall be held
as called by the Board of Trustees or written petition of ten (10) or more
members.

4.3 Quorum. Ten percent (10%) of the Membership represent a quorum
for the conduct of business.

Section 5. Election of Board and Officers.

5.1 Nominations. The Museum Secretary shall notify the Membership in
writing or in the Museum newsletter of the candidates for the Board
and Officers as submitted by the Governance Committee. The
Membership shall be notified at least thirty (30) days in advance of the Annual Meeting.
Further, nominations shall be presented from the floor if at least five (5)
written endorsements for each candidate are provided to the Museum
Secretary at least fifteen (15) days before the Annual Meeting. Candidates to be
nominated from the floor shall be posted on a Museum bulletin board
until the Annual Meeting.

5.2 Voting Rights. Each Member in good standing shall be entitled to one
vote at the Annual Meeting and other duly held meetings of the
Membership.

5.3 Voting Procedure. At the Annual Meeting, the election shall be by
ballot unless there is only one name for each office, in which a vote by
show of

hands will be taken. Members may vote by written proxy that is submitted before or at the meeting in a format determined by the Board of Trustees.

ARTICLE IV. Board of Trustees

Section 1. Election and Powers. The Board of Trustees shall have custody, control and direction of the Museum, its collections, property and other assets. Trustees shall be elected by the Membership in accordance with Article III. It shall bond the Treasurer, the Assistant Secretary-Treasurer, and any other Member so authorized by the Board of Trustees to make deposits, and select the Certified Public Accountant to review the Treasurers' books annually.

Section 2. Number. The number of Trustees constituting the entire Board shall be not less than five (5) nor more than twenty-five (25).

Section 3. Meetings. The Board shall hold regularly-scheduled meetings at least eight (8) times per year. Special meetings of the Board shall be held at any time, on call by the Chair of the Board, or on request in writing of any four (4) members of the Board.

Section 4. Quorum. A majority of the Trustees serving on the Board shall constitute a quorum.

Section 5. Notice of Meetings. Notice of the time and place of every meeting of the Board shall be paper mailed, electronically mailed, or personally delivered not less than seven (7) days before the meeting, to each Trustee at his or her address as set forth in the records of the Museum.

Section 6. Term of Office. Each Trustee shall serve a term of two (2) years. Each Trustee shall serve until her or his successor is elected and qualified, unless his or her Trusteeship is vacated by resignation, death, removal, or otherwise. No Trustee shall serve more than two (2) consecutive terms except if one is appointed by the Board of Trustees to fill an unexpired term due to vacancy and then is elected by the Membership

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for a regular two (2) year term. All terms of office shall begin at the close of the Annual Meeting.

Section 7. Resignation. Trustees who resign from their terms, unless for absence, are expected to submit a letter of resignation to the Chair and Museum Secretary. If any Trustee shall fail to attend three (3) consecutive meetings of the Board without excuse accepted as satisfactory by the Board, such Trustee shall be deemed to have resigned.

Section 8. Removal. At any meeting of the Board duly called, any Trustee or Officer may, by vote of two-thirds (2/3) of the entire Board, be removed from office with or without cause.

Section 9. Vacancies. When a vacancy for a Trustee or Officer occurs other than that of Chair, the unexpired term shall be filled by the Board on the recommendation of the Governance Committee. In the case of the vacancy in the office of Chair, the unexpired term shall be filled by the Vice-Chair.

ARTICLE V. Officers

Section 1. Election and Term. The Officers of the Museum shall be elected at the Annual Meeting for a term of two (2) years. No Officer shall hold the same office for more than two (2) consecutive terms except the Museum Treasurer who serves without term limits, and the Chair and Vice-Chair who serve one term of two years.

Section 2. Officer Positions. There shall be the following Officers:

Section 2.1. The Chair. The Chair shall be the principal volunteer executive officer of the Museum, shall preside at all meetings of the Members and of the Board of Trustees, and shall serve as *ex officio* on all committees of the Board except Governance. The Chair may sign any deeds, mortgages, bonds, contracts or other instruments that the Board of Trustees or these bylaws have authorized to be executed. The Chair is the sole member of the Board of Trustees that can speak on behalf of the Museum unless the Chair and/or Board of Trustees have otherwise delegated that authority within these bylaws. In general, the Chair shall perform all duties as may be prescribed by the Board of Trustees from time to time.

Section 2.2. The Vice-Chair shall perform the duties of the Chair in the absence of the Chair and shall also be Chair-Elect of the Museum. The Vice-Chair may sign any deeds, mortgages, bonds, contracts or other instruments that the Board of Trustees or these bylaws have authorized to be executed in the absence of the Chair.

Section 2.3. The Museum Secretary. The Museum Secretary shall be the custodian of all Museum records and correspondence, ensuring that they are created, retained and destroyed in accordance with policies established by the Board and all applicable laws and regulations. He or she shall ensure that all notices are duly given in accordance with the provisions of these bylaws required by law, and be custodian of the corporate records of the Museum. He or she serves as recording secretary for all meetings of the Membership and of the Board of Trustees, and, in general, performs all duties incident to the office of Museum Secretary and such other duties as from time to time may be assigned to her/him by the Chair and/or Board of Trustees. The Museum Secretary may sign any deeds, mortgages, bonds, contracts or other instruments that the Board of Trustees or these bylaws have authorized to be executed. The Museum Secretary may delegate recording and other duties to the Assistant Secretary-Treasurer as she or he may deem appropriate.

Section 2.4. The Museum Treasurer shall be the custodian of the monies of the Museum, shall keep a detailed account of all receipts and expenditures, and render a statement at each regular meeting of the Board. There shall be prepared an annual financial report, which must be audited by a Certified Public Accountant as required by New York State law or any other applicable laws. If no level of service is specified under applicable laws, a review report will be acceptable. The Treasurer also shall acknowledge all memorials and honoraria. The Treasurer shall not be responsible for depositing funds. The Treasurer may sign any deeds, mortgages, bonds, contracts or other instruments that the Board of Trustees or these bylaws have authorized to be executed.

ARTICLE VI. ASSISTANTS

Assistants

Section 1. The Board of Trustees has the authority to appoint

Section 2. The Assistant Secretary-Treasurer shall serve as secretary *pro tem* for any meetings of the Membership and the Board of Trustees in the absence of the Museum Secretary

The Assistant Secretary-Treasurer shall keep a register of the post office address, telephone number and where appropriate, electronic address of each Member, notify Members in accordance with Board policy when dues are payable and shall receive all dues and contributions, and will make deposits for the Museum, keep an accurate on-going record of the Membership, and shall serve on the Fund Development Committee

Yearbook

The Assistant Secretary-Treasurer will chair the subcommittee on the yearbook as well as prepare and distribute the annual committee sign-up book

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have the

The Assistant Secretary-Treasurer shall also serve as Treasurer *pro tem* in the absence of the Museum Treasurer, however, in that event, s/he does not have the authority to make deposits

This Assistant position may be held by a non-Board member and if so when s/he serves on the Board as either Secretary *pro tem* or Treasurer *pro tem*, s/he is a non-voting member of the Board. The Assistant Secretary-Treasurer shall serve without term limits

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Section 3. Assistant for Building and Grounds. He/she will monitor the maintenance and repair of the physical facility and grounds, and serve on the Collections Committee

ARTICLE VII. Museum Director

The Board of Trustees may appoint or employ a chief administrator of the Museum, designated as Museum Director, to manage the day-to-day affairs including the personnel of the Museum in accordance with the authority delegated by and policies and directions of the Board of Trustees. The Museum Director shall appoint, supervise, and when

necessary, discharge all employees and non-Board volunteers, and shall serve as an *ex officio*, non-voting member of the Board of Trustees. The Board Chair, on behalf of the Board, is the immediate supervisor of the Museum Director.

ARTICLE VIII. Committees

Section 1. Appointment. All committees of the Board of Trustees and their Chairs shall be appointed by the Board. Committee chairs can appoint subcommittees and report these appointments to the Board.

Section 2. Permanent Committees. There shall be the following permanent committees of the Board. Each of these permanent committees may appoint subcommittees that may include non-Board members and non-Museum members.

2.1. Executive Committee

2.1.1. Composition. The Executive Committee shall be comprised of the elected Officers of the Museum, to wit: Chair, Vice-Chair, Museum Secretary, and Museum Treasurer, and the Chair of the Fund Development Committee or another Trustee.

2.1.2. Responsibilities. The Executive Committee shall

- a. Maintain surveillance of the business and affairs of the Museum to the extent allowed by law and regulations,
- b. Be empowered to transact only such business as may be necessary between meetings of the Board of Trustees, unless authorized otherwise by the Board of Trustees,
- c. Be responsible for appointing the Strategic Planning Committee; and overseeing the personnel affairs of the Museum, including, but not limited to, developing and reviewing personnel policies and evaluating the Museum Director.

The Executive Committee cannot, without specific authorization by the Board of Trustees, purchase real property, borrow money, or hire or terminate the Museum Director.

Chair or by
Committee
Trustees

Meetings of the Executive Committee may be called by the
any two (2) members of the Committee. The Executive
shall submit its minutes in a timely manner to the Board of

2.2 Audit and Finance Committee

2.2.1. Composition. The Audit and Finance Committee shall be
composed of at least three (3) appointed members of the Board of Trustees,
however, in no circumstances is the Independent Auditor or an employee or
relative of the Independent Auditor's firm to serve on the Committee. The
Treasurer shall serve on the Committee but shall not chair the Committee.

2.2.2. Responsibilities. The Committee shall

- a. Develop a budget for approval by the Board of Trustees,
- b. Propose financial and investment policies
- c. Ensure that Board-approved policies, including internal
controls, are
appropriately and responsibly carried out,
- d. Work with the auditor to prepare the representation letter,
- e. Review any and all audits of the Museum or any of its
programs or
and the
Trustees
contracts performed, and respond in writing to such audits
management letter, subject to approval of the Board of

The Committee Chair shall perform periodic internal audits on
the
controls

2.3. Governance Committee

2.3.1. Composition. The Governance Committee shall consist of the
Committee Chair, the Assistant Secretary-Treasurer, a Board Trustee, and
three
(3) Museum Members. The Chair shall serve only two (2) years.

2.3.2. Responsibilities.

- a. Prepare a nominations slate of Officers and Trustees for
consideration by the Membership at the Annual Meeting in
accordance with the Charter and Bylaws, and notify

Members of

- b. Monitor the election to office or their appointment to committees and the nomination of Officers and Trustees to the Board of Trustees

when

- c. Vacancies occur,
- d. Monitor Board member participation and attendance,
- e. Monitor Board member compliance with and signature on

the

- f. Annual Code of Ethics,
- g. Regularly assess the composition and functioning of the

Board

- h. Coordinate orientation for new Officers, Trustees, and Assistants,
- i. Assure the continued development and training of the Board

2.4. Collections Committee

Building

- 2.4.1 **Composition.** The Committee Chair, Museum and non-Museum Members with an interest in Collections, and the Assistant for Building and Grounds

protect the

specimens that

association,

collections

for

alarm

required by law

- 2.4.2. **Responsibilities**

- a. Develop and implement policies and procedures to protect the long-term integrity of the collection,
- b. Accession tangible objects, artifacts, records or specimens that have intrinsic value and share a common base of association,
- c. Foster the preservation, accessibility, and utility of the collections and related data,
- d. Adopt emergency action and disaster preparedness plans for facilities, exhibits, and collections,
- e. Ensure the facility is properly equipped with a working alarm system and has adequate insurance,
- f. Ensure accessibility to persons with disabilities as required by law

2.5 Fund Development Committee

- 2.5.1 **Composition.** The Fund Development Committee shall consist of the Committee Chair, the Board Chair, the Board Vice-Chair, the Museum

Treasurer, the Assistant Secretary-Treasurer, and other Members and non-Members of the Museum. Representation of committees will attend as needed and appropriate

2.5.2. Responsibilities.

- a. Develop a long-range fund development plan.
- b. Ensure adequate resources to advance the mission and obligations
- c. Develop and monitor fundraising and related marketing policies.
- d. Provide fundraising leadership.
- e. Support implementation of fundraising efforts as appropriate.
- f. Develop annual calendars for up to three (3) years

2.6 Museum Programs Committee

2.6.1. Composition. The Museum Programs Committee shall consist of the Committee Chair, representatives of the subcommittees Exhibits and Docents, committee chairs of Education and Mondays at the Museum, and Museum Members and non-Members as appropriate to meet the responsibilities

2.6.2. Responsibilities.

- a. Ensure that museum-based programs and collections activities are conducted with integrity, achieve desired outcomes, do not harm collections, and are compliant with best practices of museums.
- b. Present programs, publications, and exhibits based upon the highest standards of scholarship.
- c. Provide regularly-scheduled programs and educational events based on our mission as stated in our charter.
- d. Work with the Collections Committee to promote exhibits using our own collections.
- e. Develop and refine public tours that are advertised and accessible to the public

2.7 Education Committee

2.7.1. **Composition.** The Education Committee shall consist of the Committee Chair, the Museum Programs Committee Chair, and Museum Members and non-Members interested in carrying out the mission of the Museum

2.7.2. Responsibilities.

- a. Promote knowledge and an appreciation of the Phelps Mansion and its history
- b. Develop educational tours, tools and experiences that can be used by teachers and students to learn about the past from the Mansion
- c. Ensure that any school programs conducted by the Museum shall be based on the appropriate NYS Learning Standards with input from teachers and other educators,
- d. Develop special programs and events of interest to children and adults to promote use of the Museum by members of the community and surrounding area.
- e. Develop creative ways to extend the knowledge of the Museum, living history, and its relationship to present times

2.8. Membership Committee

2.8.1. **Composition.** Committee Chair, representatives from each of the membership levels, Museum Programs Chair, Assistant Secretary-Treasurer, and other interested Museum Members

2.8.2. Responsibilities.

- a. Plan and carry out activities to increase membership at all levels.
- b. Work closely with the Assistant Secretary-Treasurer to maintain and update lists of Members at all levels

- c. Document an updated list of Members who resign or are deceased.
- d. Plan orientation for new Members at all levels.
- e. Recommend new Members to the Governance

Committee

to fill vacant positions

2.9. Public Relations/Marketing

2.9.1. Composition. The committee shall consist of the Committee

Chair,

Chairs of Education, Museum Programs, Mondays at the Museum Programs, and Membership, the newsletter editor, and those who chair the fundraising and special events of the Museum that require publicity. In addition, the committee can also consist of Museum Members and non-Members who will be beneficial to the public relations and marketing of the Museum.

2.9.2. Responsibilities.

- a. Inform the public about events at the Museum via press releases to newspapers, community calendars, listservs, and other media (TV, radio) that will promote events at the Museum.
- b. Distribute posters (which may be made by the committee members), flyers, press releases, and any other materials that will promote Museum events within the community and surrounding area.

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- c. Prepare and update the Museum brochure.
- d. Keep materials current and available in the Museum.
- e. Provide information to the webmaster, who reports to

the

Public Relations/Marketing Chair, to keep the website updated with all coming events.

- f. Supply information to the newsletter editor about the and upcoming events.
- g. Assist in the promotion of the Museum wherever necessary.

Museum

necessary

Section 3. *Ad Hoc Committees.* *Ad hoc* and additional committees, including their charters, composition and charges, may from time-to-time be created and appointed by the Chair or the Board of Trustees for special temporary purposes designed to end within a certain period of time, not to be more than five (5) years.

Section 4. *Individual Appointments.* The Chair may appoint individual Trustees of the Board and/or Members to perform specific duties for the Museum.

ARTICLE IX. Duties and Obligations

Section 1. *Duty of Care, Loyalty and Obedience*

1.1 *Duty of Care.* Officers, the Board of Trustees, and Assistants shall exercise that same care that a reasonable person, with similar abilities, acumen and sensibilities, would exercise under similar circumstances at all times. A Trustee, an Officer, an Assistant or Employee will undertake to understand all or substantially all, of the consequences of their actions or the omissions of their actions.

1.2 *Duty of Loyalty.* No Officer, Trustee, Assistant or Employee shall engage in, or condone, any conduct that is disloyal, disruptive, damaging or competes with the Museum. No Officer, Trustee, Assistant or Employee shall take any action or establish any interest, that compromises his/her ability to represent the Museum's best interest.

1.3 *Duty of Obedience.* No Officer, Trustee, Assistant or Employee shall disobey a majority decision of the Board of Trustees, nor any laws and regulations of the New York State Board of Regents, federal, state and local laws, the Phelps Mansion Museum Bylaws, and any contractual obligations.

1.4 *Fiduciary Obligation.* All Trustees of the Board, all Officers, the Assistant Secretary-Treasurer, and the Museum Director are bound to fiduciary duty for and on behalf of the Museum, such that the interests of the Museum shall remain paramount to any and all of their personal

interests

whatsoever

Section 2. Conflict of Interest.

2.1 Definition. A conflict of interest exists when a matter to be acted upon by the Officers, Board of Trustees, or any Assistant confers a direct material benefit to any Officer, Trustee of the Board, Assistant, or business or agency from which such an Officer, Trustee, or Assistant derives an income or has authority in governance

2.2 Disclosure and Procedure. Officers, Trustees, and Assistants are to disclose in writing to be noted in the corporate records, any or all conflict of interest. He or she shall abstain from voting on any action related to the disclosure and shall not exercise any undue influence accordingly. The disclosure shall occur as soon as he/she recognizes the conflict. If self-member of the Board of Trustees, or any Assistants can, prior to voting on a specific matter in which a potential conflict of interest exists, inquire whether any member of the Board desires to abstain from voting because of a conflict of interest. If no conflict of interest is disclosed but the Chair or any other Officer, member of the Board, or Assistant states the opinion that such a conflict exists and the challenged individual refuses to abstain from the deliberations or voting as requested, the Chair shall immediately call for a vote of the Officers and Trustees to determine whether the challenged individual is in a conflict of interest. If a majority of the Officers

and
individual.

Trustees present vote to require the abstention of the challenged
that person shall not be permitted to vote

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material
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or
committee
their votes
common
disclosed in
or
sufficient for
interested

2.3. Contracts and Transactions. If a contract or legal transaction
between the Museum and any other entity in which one or more of
Officers, Trustees, or Assistants are directors or officers, or have a
financial interest, it shall not be void or voidable for this reason
by reason alone that such Officer or Officers, Trustee or Trustees,
Assistants are present at the meeting of the Board, or of a
thereof, which authorizes such contract or transaction, or that
are counted for such purposes if the material facts as to such
directorship, officer position, financial or other interest are
good faith or known to the Board or committee, and if the Board
committee authorizes such contract or transaction by a vote
such purpose without counting the vote or votes of such
Trustee or Officer

sign
explain
Assistants, and the

2.4. Code of Ethics. Each Officer, Trustee or Assistant shall annually
the Code of Ethics as developed by the Board, which shall further
the expected duties of all Officers, Board members, and
methods to exercise their obligations under these bylaws

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ARTICLE X. Construction

If there is any conflict between the provisions of the Charter and the Bylaws, provisions
of the Charter shall govern

ARTICLE XI. Harassment

Section 1. Definition and Procedure. Harassment of any kind is not productive and will not be tolerated by the Museum. Any individual bound by these bylaws who is subject to verbally abusive language relating to gender, race, religion, or age, or who experiences sexually-oriented physical touching or suggestive language, is encouraged to report it immediately to the Chair of the Board of Trustees. In the event that the allegation concerns the Board Chair, the report is to go to the Vice-Chair. Any individual bound by these bylaws who is aware of such verbally or physically abusive conditions should report such activity immediately.

Section 2. Policy. The general policy will be reflected in the personnel procedures and program procedures promulgated by the Museum to cover its employees as appropriate. However, nothing in this Article will bind the employees of the Museum, who will instead be covered by the procedures contained in their personnel policies and program procedures.

Section 3. Non-Discrimination. In all of its dealings, neither the Museum nor its duly authorized agents shall discriminate against any individual or group for reasons of race, color, creed, sex, age, ethnicity, national origin, marital status, sexual preference, mental or physical disability, or any category protected by law.

ARTICLE XII. Compensation, Reimbursement and

Loans

Section 1. Compensation. No Trustee, Officer, Assistant, or member of a committee shall receive compensation for his/her services. The Board of Trustees shall be empowered to provide reasonable compensation, together with reimbursement, for reasonably incurred expenses, for offices or positions not afforded voting privileges for purposes of corporate decision-making, such as the position of Museum Director.

Section 2. Reimbursement. Notwithstanding the mandates of this Article, at the discretion of the Board of Trustees, individual Trustees, Officers, Assistants, members of committees and employees may be reimbursed in an amount determined by the Board for expenses reasonably incurred by them in the performance of their duties.

Section 3. Loans. No loans shall be made by the Museum to its Trustees, Officers, Assistants, and members of committees or to any other corporation, firm, association or other entity in which one or more of its Trustees, Officers, Assistants, or committee members are Trustees or Officers or hold a substantial financial interest, except as may

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be permitted by law.

ARTICLE XIII. Contracts, Loans, Bank Checks and Drafts and Bank Deposits

Section 1. Contracts. The Board of Trustees, except as these Bylaws may otherwise provide, may authorize any Officer or Officers, agent or agents, in the name of the

Museum to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances, but unless so authorized by the Board of Trustees, or expressly authorized by these Bylaws, no Officers, Assistants, agents or employees shall have the power or authority to bind the Museum by any contract or engagement or to pledge its credit or render it financially liable in any amount for any purpose.

Section 2. Loans. No loans shall be contracted on behalf of the Museum.

Section 3. Bank Checks and Drafts. All bank checks and drafts and all other such orders for the payment of monies out of the funds of the Museum, and all notes or other evidences of indebtedness of the Museum, shall be signed on behalf of the Museum in such manner as shall from time to time be determined by resolution of the Board of Trustees.

Section 4. Bank Deposits. All funds of the Museum not otherwise employed shall be deposited from time to time to the credit of the Museum in such banks, trust companies or other depositories as the Board of Trustees may select.

ARTICLE XIV. Parliamentary Authority

The rules contained in Robert's Rules of Order Revised shall govern the Museum in all cases to which they are applicable and consistent with these Bylaws. To provide for emergencies, any article in the Bylaws may be changed by vote of the Board to be in effect for the balance of the year.

ARTICLE XV. Fiscal Year

The Fiscal Year for the Museum shall be from June 1 to May 31 of each year.

ARTICLE XVI. Indemnification

The Museum shall indemnify (a) any person made or threatened to be made a party to any action or proceeding by reason of the fact that such a person, or such a person's testator or intestate, is or was a Trustee or Officer of the Museum, and (b) any Trustee or Officer of the Museum who served any other Museum of any type or kind, or any partnership, joint venture, trust, employee benefit plan or other enterprise, association, or entity in any

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capacity at the request of the Museum, in the manner and to the maximum extent permitted by the Not-For-Profit Museum Law of New York, as amended from time to time, and the Museum may, in the discretion of the Board, purchase and maintain insurance pursuant to such indemnification and indemnify all other Museum personnel to the extent permitted by law.

ARTICLE XVII. Distribution of Assets Upon Dissolution

Upon the termination or dissolution of the Museum, the Board of Trustees shall, after paying or making a provision for the payment of all the liabilities of the Museum, distribute the remaining assets of the Museum to such organization or organizations organized and operated exclusively for charitable, educational, or other exempt purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) 3 of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law). Any such assets not so disposed of shall be disposed of by order of the Supreme Court of the State of New York in the judicial district where the principal office of the Museum is then located, exclusively for such purposes or to such organization or organizations organized and operated exclusively for such purposes, as said Court shall determine.

ARTICLE XVIII. Amendments

Section 1. Board Approved. These Bylaws, except as they may pertain to the rights of the Membership and or provisions in the Charter, may be amended at any duly-convened meeting of the Board of Trustees by a two-thirds (2/3) vote provided there is ten (10) days written advance notice of the amendments proposed and there is timely written notification of the Membership as to the amendments adopted.

Section 2. Member Approved. The Membership may amend the Bylaws at any duly-convened meeting provided that a written notice of the intended change has been presented at least thirty (30) days in advance.

These Bylaws were approved unanimously by the Board of Trustees on April 19, 2010.

The full Membership of the Museum approved these Bylaws at the May 24, 2010 Annual Meeting.

Additional Data

Software ID:
Software Version:
EIN: 20-8438618
Name: THE PHELPS MANSION MUSEUM

Form 990, Part IX - Statement of Functional Expenses - 24a - 24e Other Expenses

<i>Do not include amounts reported on line 6b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
RESTRICTED FUND EXPENSE	4,623	4,623		
PROGRAM EXPENSES	2,581	2,581		
MUSEUM EVENTS EXPENSE	13,220	13,220		
GRANT EXPENSES	6,689	6,689		
ADMINISTRATION	2,630		2,630	