



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning JUL 1, 2009, and ending JUN 30, 2010

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type See Specific Instructions.	Name of foundation THE MACAULEY FOUNDATION, INC.		A Employer identification number 06-1439255
	Number and street (or P.O. box number if mail is not delivered to street address) 131 HAZEL PLAIN RD		B Telephone number 203-263-3816
	City or town, state, and ZIP code WOODBURY, CT 06798		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,951,301. (Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	413,750.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	73,034.	73,034.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,408,397.			
	b Gross sales price for all assets on line 6a	2,507,267.			
	7 Capital gain net income (from Part IV, line 2)		2,408,397.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	2,895,181.	2,481,431.			
13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
14 Other employee salaries and wages	52,260.	0.		0.	
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	1,950.	0.	0.	
c Other professional fees					
17 Interest					
18 Taxes	STMT 3	11,779.	7,346.	0.	
19 Depreciation and depletion		189.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	19,553.	13,504.	0.	
24 Total operating and administrative expenses. Add lines 13 through 23		85,731.	20,850.	0.	
25 Contributions, gifts, grants paid		724,750.		724,750.	
26 Total expenses and disbursements. Add lines 24 and 25		810,481.	20,850.	724,750.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,084,700.			
b Net investment income (if negative, enter -0-)			2,460,581.		
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	184,963.	72,119.	72,119.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	599,625.	1,896,439.	1,878,897.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
Liabilities	14 Land, buildings, and equipment: basis ▶ 3,483. Less: accumulated depreciation STMT 7 ▶ 3,198.	474.	285.	285.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	785,062.	1,968,843.	1,951,301.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	785,062.	1,968,843.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	785,062.	1,968,843.	
	31 Total liabilities and net assets/fund balances	785,062.	1,968,843.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	785,062.
2 Enter amount from Part I, line 27a	2	2,084,700.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,869,762.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	900,919.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,968,843.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VARIOUS STOCKS-SCHEDULE	P	VARIOUS	VARIOUS
b VARIOUS OPTIONS-SCHEDULE	P	VARIOUS	VARIOUS
c 47,000 SH GREIF BROS STOCK	D	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 90,850.		85,223.	5,627.
b 17,707.		1,192.	16,515.
c 2,397,970.		12,455.	2,385,515.
d 740.			740.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			5,627.
b			16,515.
c			2,385,515.
d			740.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,408,397.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	670,639.	2,122,069.	.316031
2007	1,056,571.	3,327,254.	.317550
2006	293,000.	2,643,155.	.110852
2005	739,883.	2,175,535.	.340092
2004	1,351,456.	2,807,069.	.481447

2 Total of line 1, column (d)	2	1.565972
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.313194
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,949,063.
5 Multiply line 4 by line 3	5	610,435.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,606.
7 Add lines 5 and 6	7	635,041.
8 Enter qualifying distributions from Part XII, line 4	8	724,750.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	24,606.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	24,606.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	24,606.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,160.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,160.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	16,446.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► THEMACAULEYFOUNDATION.COM	13	X	
14	The books are in care of ► THE MACAULEY FOUNDATION Telephone no. ► 203-263-3816 Located at ► 131 HAZEL PLAIN ROAD, WOODBURY, CT ZIP+4 ► 06798			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A

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

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

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

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED				
	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2009)

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,497,537.
b	Average of monthly cash balances	1b	481,207.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,978,744.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,978,744.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,681.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,949,063.
6	Minimum investment return Enter 5% of line 5	6	97,453.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	97,453.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	24,606.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	24,606.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	72,847.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	72,847.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	72,847.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	724,750.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	724,750.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	24,606.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	700,144.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				72,847.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	1,237,991.			
b From 2005	647,400.			
c From 2006	167,160.			
d From 2007	908,066.			
e From 2008	572,682.			
f Total of lines 3a through e	3,533,299.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	724,750.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				72,847.
e Remaining amount distributed out of corpus	651,903.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,185,202.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	1,237,991.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,947,211.			
10 Analysis of line 9:				
a Excess from 2005	647,400.			
b Excess from 2006	167,160.			
c Excess from 2007	908,066.			
d Excess from 2008	572,682.			
e Excess from 2009	651,903.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED				724,750.
Total				724,750.
b Approved for future payment NONE				
Total				0.

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

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer or trustee <u>Ann M. Weirather</u>		Date <u>11/13/10</u>	Title <u>DIRECTOR</u>
	Preparer's signature <u>[Signature]</u>	Date _____	Check if self-employed <input type="checkbox"/>	Preparer's identifying number _____
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <u>FIECH, PIACENTE & STANO, CPA'S, LLP</u> <u>199 MAIN STREET</u> <u>WHITE PLAINS, NY 10601</u>			EIN <u> </u>
	Phone no. <u>914-949-3900</u>			_____

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

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

OMB No 1545-0047

2009

Name of the organization

Employer identification number

THE MACAULEY FOUNDATION, INC.

06-1439255

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

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

Special Rules

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

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

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

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

Name of organization

Employer identification number

THE MACAULEY FOUNDATION, INC.

06-1439255

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ROBERT C. MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ROBERT C. MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408	\$ 258,150.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ROBERT C. MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408	\$ 55,600.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE MACAULEY FOUNDATION, INC.

06-1439255

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	5,000 SH. GREIF CO. COMMON STOCK	\$ 258,150.	11/30/09
3	1,000 SH. GREIF CO. COMMON STOCK	\$ 55,600.	04/23/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP GLOBAL MARKETS	29,428.	740.	28,688.
GREIF BROS	44,346.	0.	44,346.
TOTAL TO FM 990-PF, PART I, LN 4	73,774.	740.	73,034.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIECH, PIACENTE & STANO CPA'S LLP - PREPARATION OF 990PF	1,950.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,950.	0.		0.

FORM 990-PF	TAXES	STATEMENT	3
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	7,346.	7,346.		0.
PAYROLL TAXES	4,433.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,779.	7,346.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXP	4,402.	0.		0.	
ASSET MANAGEMENT FEES	13,504.	13,504.		0.	
FILING FEES	398.	0.		0.	
BANK CHARGES	200.	0.		0.	
WORKERS COMPENSATION					
INSURANCE	341.	0.		0.	
PAYROLL SERVICE FEES	708.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	19,553.	13,504.		0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION		AMOUNT	
TAX BASIS ADJUSTMENT TO CARRYING VALUE OF INVESTMENTS SOLD		900,919.	
TOTAL TO FORM 990-PF, PART III, LINE 5		900,919.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
GREIF BROTHERS CORP CLASS B COMMON STOCK	0.	0.		
STOCKS, MUTUAL FUNDS, ETC	1,896,439.	1,878,897.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,896,439.	1,878,897.		

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,841.	1,841.	0.
COMPUTER	1,642.	1,357.	285.
TOTAL TO FM 990-PF, PART II, LN 14	3,483.	3,198.	285.

THE MACAULEY FOUNDATION
CONTRIBUTIONS, GIFTS AND GRANTS PAID
FYE JUNE 30, 2010

THE MACAULEY FOUNDATION, INC
EIN: 06-1439255
FORM 990 PF

LIST OF OFFICERS, DIRECTORS AND KEY EMPLOYEES

<u>NAME, ADDRESS, TITLE</u>	<u>COMPENSATION</u>
ROBERT C. MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 PRESIDENT AND DIRECTOR	0
ALMA JANE MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 EXECUTIVE V P. AND DIRECTOR	0
MELINDA RICE MACAULEY 760 GUERRERO STREET SAN FRANCISCO, CA 94110 DIRECTOR	0
ROBERT C. MACAULEY JR , M D 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 DIRECTOR	0
ANNE MARIE WEIRETHER 2400 UPPER COLD RIVER RD CUTTINGSVILLE, VT 05738 SECRETARY	0

EIN: 06-1439255

MACAULEY FOUNDATION -- CAPITAL GAINS AND LOSSES -- FYE 6/30/10

Date Sold		Pur.Date	Proceeds	Cost	Gain(Loss)
12/18/09	1 CALL AT&T	04/17/10	50		50
12/18/09	1 CALL ALCOA INC	04/17/10	66		66
12/18/09	1 CALL ALTRIA GROUP INC	03/20/10	39	81	(42)
12/18/09	1 CALL ARCH COAL INC	04/17/10	80	100	(20)
12/18/09	1 CALL AUTOMATIC DATA PROCESSING INC	02/20/10	42		42
12/18/09	1 CALL BANK OF AMERICA	02/20/10	33		33
12/18/09	1 CALL BANK OF NEW YORK MELLON CORP	03/20/10	79		79
12/18/09	1 CALL BARRICK GOLD CORP CAD	01/16/10	54		54
12/18/09	1 CALL BAXTER INTL INC	02/20/10	120		120
12/18/09	1 CALL BECTON DICKINSON & CO	03/20/10	105	10	95
12/18/09	1 CALL BHP BILLITON LTD SPONS	02/20/10	170		170
12/18/09	1 CALL BRISTOL MYERS SQUIBB CO	03/20/10	64	2	62
12/18/09	1 CALL CATERPILLAR INC	02/20/10	114		114
12/18/09	1 CALL CHESAPEAKE ENERGY CORP	04/17/10	104		104
12/18/09	1 CALL COCA-COLA CO	02/20/10	56		56
12/18/09	1 CALL CONOCOPHILLIPS	02/20/10	43		43
12/18/09	1 CALL CONSOLIDATED EDISON INC	05/22/10	25		25
12/18/09	1 CALL DEVON ENERGY CORP NEW	04/17/10	170		170
12/18/09	1 CALL DIAGEO PLC SPON ADR-NEW	04/17/10	100		100
12/18/09	1 CALL EXELON CORP	04/17/10	65		65
12/18/09	1 CALL EXXON MOBIL CORP	04/17/10	95		95
12/18/09	1 CALL GENERAL ELECTRIC CO	03/20/10	36	50	(14)
12/18/09	1 CALL GOLDMAN SACHS GROUP INC	01/16/10	145		145
12/18/09	1 CALL HEWLETT PACKARD CO	02/20/10	69		69
12/18/09	1 CALL HOME DEPOT	02/20/10	61		61
12/18/09	1 CALL HONEYWELL INTL INC	03/20/10	70	118	(48)
12/18/09	1 CALL INTL BUSINESS MACHINES CORP	04/17/10	153		153
12/18/09	10 CALL ISHARES S&P GSCI COMMODITY	01/16/10	260		260
12/18/09	8 CALL ISHARES S&P GSCI COMMODITY	04/17/10	864		864
12/18/09	8 CALL ISHARES S&P GSCI COMMODITY	04/17/10	488		488
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	01/16/10	112		112
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	02/20/10	112		112
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	03/20/10	330	12	318
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	03/31/10	192	202	(10)
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	03/20/10	258	108	150
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	03/20/10	150		150
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	06/19/10	357		357
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	906		906
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	594		594
12/18/09	1 CALL JPMORGAN CHASE & CO	03/20/10	120	1	119
12/18/09	1 CALL JOHNSON & JOHNSON	04/17/10	41		41
12/18/09	1 CALL ELI LILLY CO	04/17/10	85		85
12/18/09	1 CALL MCDONALDS CORP	03/20/10	116	123	(7)
12/18/09	1 CALL MERCK & CO INC NEW	04/17/10	104		104
12/18/09	1 CALL METLIFE INC	03/20/10	90		90
12/18/09	1 CALL MICROSOFT CORP	04/17/10	55		55
12/18/09	1 CALL MONSANTO CO NEW	04/17/10	214		214
12/18/09	1 CALL NIKE INC CL B	04/17/10	173		173
12/18/09	1 CALL NORFOLK SOTHERN CORP	03/20/10	163	32	131
12/18/09	1 CALL NUCOR CORP	04/17/10	154		154
12/18/09	1 CALL JC PENNEY CO IN	02/20/10	65		65
12/18/09	1 CALL PHILIP MORRIS INTL INC	03/20/10	28	2	26
12/18/09	1 CALL PROCTER & GAMBLE CO	04/17/10	117		117
12/18/09	1 CALL PRUDENTIAL FINANCIAL INC	03/20/10	89		89
12/18/09	1 CALL QUALCOMM INC	04/17/10	102		102
12/18/09	1 CALL SCHLUMBERGER LTD	02/20/10	110	117	(7)
12/18/09	1 CALL STATE STREET CORP	02/20/10	160		160
12/18/09	1 CALL 3M COMPANY	04/17/10	93		93
12/18/09	1 CALL UNITED PARCEL SERVICE CL B	04/17/10	55		55
12/18/09	1 CALL VALERO ENERGY CORP-NEW	03/20/10	43		43
12/18/09	1 CALL VERIZON COMMUNICATIONS	04/17/10	46		46
12/18/09	1 CALL WAL-MART STORES INC	03/20/10	88	52	36
12/18/09	1 CALL WELLS FARGO & CO NEW	04/17/10	111		111
12/18/09	1 CALL YUM BRANDS INC	04/17/10	85		85
12/18/09	200 SHS RUSSELL 2000	01/15/10	12,600	12,177	423
01/19/10	1 CALL BARRICK GOLD CORP CAD	02/20/10	67		67
01/19/10	1 CALL GOLDMAN SACHS GROUP INC	02/20/10	145		145
01/19/10	1 CALL UNITED TECHNOLOGIES CORP	02/20/10	61		61
01/19/10	1 CALL WELLS FARGO & CO NEW	04/17/10	60		60
01/02/10	5 CALL NOKIA CORP	07/17/10	340		340
02/23/10	1 CALL AUTOMATIC DATA PROCESSING INC	05/22/10	60		60
02/23/10	1 CALL BARRICK GOLD CORP CAD	04/17/10	94		94
02/23/10	1 CALL BAXTER INTL INC	05/22/10	110		110

02/23/10	1 CALL BHP BILLITON LTD SPONS	04/17/10	140		140
02/23/10	1 CALL CATERPILLAR INC	04/17/10	170		170
02/23/10	1 CALL COCA-COLA CO	05/22/10	76		76
02/23/10	1 CALL CONOCOPHILLIPS	05/22/10	72		72
02/23/10	1 CALL GOLDMAN SACHS GROUP INC	04/17/10	270		270
02/23/10	1 CALL HEWLETT PACKARD CO	05/22/10	66		66
02/23/10	1 CALL HOME DEPOT	05/22/10	56	15	41
02/23/10	1 CALL JC PENNEY CO IN	05/22/10	95		95
02/23/10	1 CALL SCHLUMBERGER LTD	04/17/10	127		127
02/19/10	100 SHS STATE STREET CORP	02/19/10	4,400	4,157	243
02/23/10	1 CALL UNITED TECHNOLOGIES CORP	04/17/10	130		130
02/23/10	5 CALL VANGUARD EMERGINE MARKETS	04/17/10	375		375
03/19/10	1 CALL BECTON DICKINSON & CO	09/18/10	160		160
03/19/10	1 CALL BRISTOL MYERS SQUIBB CO	06/19/10	50	88	(38)
03/19/10	1 CALL HONEYWELL INTL INC	06/19/10	106		106
03/19/10	2 CALL ISHARES RUSSELL 2000 INDEX FD	05/22/10	166		166
03/19/10	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	504		504
03/19/10	2 CALL ISHARES RUSSELL 2000 INDEX FD	06/30/10	186		186
03/19/10	3 CALL ISHARES DJ US REAL ESTATE INDEX	09/18/10	366		366
03/19/10	1 CALL JPMORGAN CHASE & CO	06/19/10	122		122
03/19/10	1 CALL MCDONALDS CORP	03/20/10	123		123
03/19/10	2 CALL NORFOLK SOUTHERN CORP	06/19/10	190		190
03/19/10	1 CALL PHILIP MORRIS INTL INC	09/18/10	144		144
03/19/10	1 CALL WAL-MART STORES INC	09/18/10	74		74
03/18/10	100 SHS GENERAL ELECTRIC CO	03/18/10	1,750	1,571	179
03/19/10	100 SHS BANK NEW YORK MELLON	03/19/10	2,900	2,666	234
03/19/10	100 SHS METLIFE INC	03/19/10	4,000	3,530	470
03/19/10	100 SHS VALERO ENERGY CORP	03/19/10	1,900	1,682	218
03/25/10	1 CALL BANK NEW YORK MELLON	06/19/10	61		61
03/29/10	1 CALL BRISTOL MYERS SQUIBB CO	09/18/10	85		85
04/13/10	100 SHS YUM BRANDS INC	04/13/10	3,700	3,447	253
04/16/10	1 CALL SCHLUMBERGER LTD	05/22/10	98		98
04/16/10	200 SHS CATERPILLAR INC	04/16/10	12,500	11,425	1,075
04/16/10	100 SHS NIKE INC	04/16/10	7,000	6,466	534
04/16/10	100 SHS UNITED PARCEL SERVICE	04/16/10	6,500	5,808	692
04/16/10	100 SHS UNITED TECHNOLOGIES CORP	04/16/10	7,000	6,926	74
04/16/10	500 SHS VANGUARD EMERGING	04/16/10	20,500	19,999	501
04/16/10	100 SHS WELLS FARGO & CO	04/16/10	3,000	2,685	315
04/16/10	100 SHS WELLS FARGO & CO	04/16/10	3,100	2,685	415
04/23/10	1 CALL ARCH COAL INC	07/17/10	100		100
04/23/10	1 CALL BARRICK GOLD CORP CAD	07/17/10	123		123
04/23/10	1 CALL BHP BILLITON LTD SPONS	06/19/10	90		90
04/23/10	1 CALL DIAGEO PLC SPON ADR-NEW	06/19/10	55		55
04/23/10	1 CALL EXXON MOBIL CORP	10/16/10	99		99
04/23/10	1 CALL GOLDMAN SACHS GROUP INC	07/17/10	235		235
04/23/10	1 CALL INTL BUSINESS MACHINES CORP	07/17/10	96		96
04/23/10	1 CALL JOHNSON & JOHNSON	10/16/10	55		55
04/23/10	1 CALL ELI LILLY CO	10/16/10	37		37
04/23/10	1 CALL MERCK & CO INC NEW	10/16/10	66		66
04/23/10	1 CALL MICROSOFT CORP	10/16/10	103		103
04/23/10	2 CALL MONSANTO CO	07/17/10	110		110
04/23/10	2 CALL NUCOR CORP	07/17/10	166		166
04/23/10	1 CALL PROCTER & GAMBLE CO	10/16/10	97		97
04/23/10	1 CALL PRUDENTIAL FINANCIAL INC	06/19/10	115		115
04/23/10	1 CALL 3M COMPANY	07/17/10	161		161
04/23/10	1 CALL VALERO ENERGY CORP-NEW	06/19/10	34		34
05/11/10	3 CALL SPDR GOLD TR	07/17/10	603		603
05/21/10	1 CALL HOME DEPOT	08/21/10	118	80	38
05/26/10	2 CALL AT&T INC	10/16/10	74		74
05/26/10	2 CALL ALTRIA GROUP	09/18/10	58		58
05/26/10	1 CALL AUTOMATIC DATA PROCESSING INC	08/21/10	60		60
05/26/10	2 CALL BANK OF AMERICA CORP	08/21/10	90		90
05/26/10	1 CALL BAXTER INTL INC	08/21/10	70		70
05/26/10	1 CALL COCA-COLA CO	08/21/10	48		48
05/26/10	1 CALL CONOCOPHILLIPS	08/21/10	112		112
05/26/10	1 CALL CONSOLIDATED EDISON INC	08/21/10	45		45
05/26/10	1 CALL DEVON ENERGY CORP NEW	07/17/10	69		69
05/26/10	1 CALL GENERAL ELECTRIC CO	09/18/10	76		76
05/26/10	1 CALL HEWLETT PACKARD CO	08/21/10	63		63
05/26/10	1 CALL JC PENNEY CO IN	08/21/10	93		93
05/26/10	1 CALL SCHLUMBERGER LTD	08/21/10	102		102
			108,557	86,414	22,143
	STOCKS		90,850	85,223	5,627
	OPTIONS		17,707	1,192	16,515
	Total Short Term Gain (loss)		108,557	86,415	22,142

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER	11/07/03	200DB	5.00	HY	17	1,841.			921.	920.	920.		0.	920.
2	COMPUTER	01/19/07	200DB	5.00	HY	17	1,642.				1,642.	1,168.		189.	1,357.
* TOTAL 990-PF PG 1 DEPR							3,483.			921.	2,562.	2,088.		189.	2,277.