



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

OMB No 1545-0052

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 ROBERT SCHALKENBACH FOUNDATION. INC.		A Employer identification number 13-1656331
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 90 JOHN STREET 501		B Telephone number (212) 683-6424
	City or town, state, and ZIP code NEW YORK, NY 10038		C If exemption application is pending, check here ☐
			D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 13,948,796. (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 ☐
J Accounting method: ☐ Cash ☒ Accrual ☐ 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	100,400.			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	304,989.	304,989.	304,989.	STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	53,823.			
	b Gross sales price for all assets on line 6a	3,595,902.			
	7 Capital gain net income (from Part IV, line 2)	53,823.			
	8 Net short-term capital gain			53,823.	
	9 Income modifications				
	10a Gross sales less returns and allowances	46,055.			STATEMENT 2
b Less Cost of goods sold	55,378.			STATEMENT 3	
c Gross profit or (loss)			-9,323.		
11 Other income			115.	STATEMENT 4	
12 Total. Add lines 1 through 11	450,004.	358,812.	349,604.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	133,000.	6,024.	6,024.	126,976.
	14 Other employee salaries and wages	142,868.	0.	0.	142,868.
	15 Pension plans, employee benefits	113,578.	1,721.	1,721.	75,061.
	16a Legal fees				
	b Accounting fees STMT 5	15,181.	845.	845.	14,336.
	c Other professional fees STMT 6	27,011.	24,511.	24,511.	2,206.
	17 Interest				
	18 Taxes STMT 7	26,515.	461.	461.	19,754.
	19 Depreciation and depletion	6,222.	125.	6,097.	
	20 Occupancy	120,645.	2,416.	2,416.	118,229.
	21 Travel, conferences, and meetings	13,071.	262.	262.	13,252.
	22 Printing and publications				
	23 Other expenses STMT 8	145,972.	611.	611.	148,681.
	24 Total operating and administrative expenses. Add lines 13 through 23	744,063.	36,976.	42,948.	661,363.
	25 Contributions, gifts, grants paid	18,500.			18,500.
26 Total expenses and disbursements. Add lines 24 and 25	762,563.	36,976.	42,948.	679,863.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-312,559.				
b Net investment income (if negative, enter -0-)		321,836.			
c Adjusted net income (if negative, enter -0-)			306,656.		

p
12

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	116,047.	89,185.	89,185.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 6,158.			
	Less: allowance for doubtful accounts ▶	8,162.	6,158.	6,158.
	4 Pledges receivable ▶ 7,309.			
	Less: allowance for doubtful accounts ▶	9,659.	7,309.	7,309.
	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	74,842.	80,629.	80,629.
	9 Prepaid expenses and deferred charges	23,976.	16,179.	16,179.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	8,790,279.	9,291,948.	9,291,948.
	14 Land, buildings, and equipment: basis ▶ 43,275.			
	Less: accumulated depreciation STMT 12 ▶ 22,810.	22,961.	20,465.	20,465.
	15 Other assets (describe ▶ STATEMENT 13)	5,144,255.	4,436,923.	4,436,923.
	16 Total assets (to be completed by all filers)	14,190,181.	13,948,796.	13,948,796.
	17 Accounts payable and accrued expenses	48,464.	44,752.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	263,083.	255,624.	
	23 Total liabilities (add lines 17 through 22)	311,547.	300,376.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	9,893,478.	9,346,596.	
	25 Temporarily restricted	3,985,156.	4,301,824.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	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	13,878,634.	13,648,420.		
31 Total liabilities and net assets/fund balances	14,190,181.	13,948,796.		

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	13,878,634.
2 Enter amount from Part I, line 27a	2	-312,559.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,106,345.
4 Add lines 1, 2, and 3	4	14,672,420.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	1,024,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,648,420.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT A	P	VARIOUS	VARIOUS
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,595,902.		3,542,079.	53,823.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			53,823.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	53,823.
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	53,823.

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	617,992.	10,961,046.	.056381
2007	703,978.	14,082,376.	.049990
2006	678,893.	12,395,728.	.054768
2005	585,828.	12,102,137.	.048407
2004	560,685.	11,694,872.	.047943

2 Total of line 1, column (d)	2	.257489
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	.051498
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,477,759.
5 Multiply line 4 by line 3	5	488,086.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,218.
7 Add lines 5 and 6	7	491,304.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	684,419.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,218.
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	3,218.
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	3,218.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	18,203.	
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	18,203.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,985.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	11	14,985.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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) <u>NY</u>		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SCHALKENBACH.ORG</u>	13	X	
14	The books are in care of ► <u>MARK A. SULLIVAN</u> Telephone no. ► <u>(212) 683-6424</u> Located at ► <u>90 JOHN STREET, NEW YORK, NY</u> ZIP+4 ► <u>10038</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 N/A		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	► ☐	1b X
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 X
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 ► _____, _____, _____	☐ Yes ☒ 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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**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 STATEMENT 15		133,000.	8,564.	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
BRIAN WALDBILLIG - 90 JOHN STREET, SUITE 501, NEW YORK, NY 10038	ADMIN. ASST. 40.00	52,564.	0.	0.

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 SEE STATEMENT 16	135,929.
2 THE FOUNDATION CONDUCTS EDUCATION AND OUTREACH ACTIVITIES TO PROMOTE THE SOCIAL AND ECONOMIC THEORY OF HENRY GEORGE AND OTHER RELATED ECONOMISTS.	257,478.
3 THE FOUNDATION SELLS AND DISTRIBUTES BOOKS AND PUBLICATIONS TO PROMOTE THE SOCIAL AND ECONOMIC THEORY OF HENRY GEORGE AND OTHER RELATED ECONOMISTS.	170,970.
4 THE FOUNDATION DEVELOPS BOOKS, PUBLICATIONS, AND ELECTRONIC MEDIA, TO PROMOTE THE SOCIAL AND ECONOMIC THEORY OF HENRY GEORGE AND OTHER RELATED ECONOMISTS.	22,694.

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	9,427,103.
b	Average of monthly cash balances	1b	117,086.
c	Fair market value of all other assets	1c	77,901.
d	Total (add lines 1a, b, and c)	1d	9,622,090.
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	9,622,090.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	144,331.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,477,759.
6	Minimum investment return. Enter 5% of line 5	6	473,888.

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

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	679,863.
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	4,556.
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	684,419.
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	3,218.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	681,201.

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				0.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ N/A				
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				0.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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



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

☒ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
306,656.	323,437.	704,119.	425,844.	1,760,056.
260,658.	274,921.	598,501.	361,967.	1,496,048.
684,419.	617,992.	703,978.	678,893.	2,685,282.
18,500.	18,000.	33,427.	32,410.	102,337.
665,919.	599,992.	670,551.	646,483.	2,582,945.
				0.
				0.
315,925.	365,368.	469,413.	413,191.	1,563,897.
				0.
				0.
				0.
				0.

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN JOURNAL OF ECONOMICS & SOCIOLOGY 90 JOHN ST NEW YORK, NY 10038	NONE	PUBLIC CHARITY	OPERATING SUPPORT	8,000.
CENTER FOR THE STUDY OF ECONOMICS 1518 WALNUT ST PHILADELPHIA, PA 19102	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
GARDNER GROUP, INC. 330 WEST 42ND STREET, SUITE 2420 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total			▶ 3a	18,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

ROBERT SCHALKENBACH FOUNDATION. INC.

13-1656331

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

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

ROBERT SCHALKENBACH FOUNDATION. INC.

13-1656331

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	NEILSON TRUST FUND A C/O BANK ONE TRUST, 1 BANK ONE PLAZA CHICAGO, IL 60670	\$ 39,592.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	NEILSON TRUST FUND B C/O JP MORGAN TRUST, 21 SOUTH CLARK CHICAGO, IL 60670	\$ 49,869.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ROBERT SCHALKENBACH FOUNDATION. INC.

13-1656331

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

ROBERT SCHALKENBACH FOUNDATION. INC.

13-1656331

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DIVIDEND DISTRIBUTIONS	5,669.	0.	5,669.
INTEREST AND DIVIDEND INCOME	299,320.	0.	299,320.
TOTAL TO FM 990-PF, PART I, LN 4	304,989.	0.	304,989.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 2

INCOME

1. GROSS RECEIPTS	46,055	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		46,055
4. COST OF GOODS SOLD (LINE 15)	55,378	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		-9,323
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		-9,323

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED.		
10. COST OF LABOR.		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS.	55,378	
13. ADD LINES 8 THROUGH 12		55,378
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14). .		55,378

FORM 990-PF	COST OF GOODS SOLD - OTHER COSTS	STATEMENT	3
-------------	----------------------------------	-----------	---

DESCRIPTION	AMOUNT
COST OF GOODS SOLD	55,378.
TOTAL OTHER COSTS	55,378.

FORM 990-PF	OTHER INCOME	STATEMENT	4
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS REVENUE	115.	0.	115.
TOTAL TO FORM 990-PF, PART I, LINE 11	115.	0.	115.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,181.	845.	845.	14,336.
TO FORM 990-PF, PG 1, LN 16B	15,181.	845.	845.	14,336.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	27,011.	24,511.	24,511.	2,206.
TO FORM 990-PF, PG 1, LN 16C	27,011.	24,511.	24,511.	2,206.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	6,300.	0.	0.	0.	
PAYROLL TAXES	20,215.	461.	461.	19,754.	
TO FORM 990-PF, PG 1, LN 18	26,515.	461.	461.	19,754.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TELEPHONE	4,753.	95.	95.	4,658.	
SUPPLIES	10,208.	204.	204.	10,004.	
OUTREACH	106,586.	0.	0.	110,263.	
OFFICE EXPENSES	1,535.	31.	31.	1,504.	
INSURANCE	5,851.	117.	117.	6,026.	
POSTAGE & DELIVERY	3,129.	63.	63.	3,066.	
BOOK DEVELOPMENT	7,301.	0.	0.	7,301.	
FUNDRAISING EXPENSES	1,582.	0.	0.	1,582.	
MISCELLANEOUS EXPENSES	4,197.	84.	84.	3,464.	
LOSS ON DISPOSAL OF ASSETS	830.	17.	17.	813.	
TO FORM 990-PF, PG 1, LN 23	145,972.	611.	611.	148,681.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	9
-------------	--	--	--	-----------	---

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	746,374.
CHANGE IN VALUE OF INTEREST IN CHARITABLE REMAINDER TRUST	316,668.
PERIODIC PENSION RELATED CHANGES OTHER THAN PERIODIC PENSION COSTS	43,303.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,106,345.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
WRITE DOWN OF INVESTMENT IN FILM PRODUCTION	1,024,000.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,024,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGAURD MUTUAL FUND - INTER-TERM INVEST-GR ADM	FMV	1,290,983.	1,290,983.
VANGAURD MUTUAL FUND - SHORT-TERM INVEST-GR ADM	FMV	630,653.	630,653.
VANGAURD MUTUAL FUND - STRATEGIC EQUITY FUND	FMV	194,247.	194,247.
VANGAURD MUTUAL FUND - EXPLORER FUND ADMIRAL	FMV	208,085.	208,085.
VANGAURD MUTUAL FUND - TOTAL INT'L STOCK INDEX	FMV	2,610,731.	2,610,731.
VANGAURD MUTUAL FUND - TOTAL STOCK MKT IDX ADM	FMV	1,347,412.	1,347,412.
VANGAURD MUTUAL FUND - U.S. GROWTH FUND ADMIRAL	FMV	441,094.	441,094.
VANGAURD MUTUAL FUND - WINDSOR II FUND ADM	FMV	444,465.	444,465.
VANGAURD MUTUAL FUND - TOTAL BOND MKT INDEX ADM	FMV	2,124,276.	2,124,276.
VANGAURD MUTUAL FUND - PRIME MONEY MKT FUND	FMV	2.	2.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,291,948.	9,291,948.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE FURNITURE, COMPUTERS AND EQUIPMENT	29,252.	15,668.	13,584.
LEASEHOLD IMPROVEMENTS	14,023.	7,142.	6,881.
TOTAL TO FM 990-PF, PART II, LN 14	43,275.	22,810.	20,465.

FORM 990-PF	OTHER ASSETS	STATEMENT	13
-------------	--------------	-----------	----

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REMAINDER INTEREST IN TRUST	3,985,156.	4,301,824.	4,301,824.
SECURITY DEPOSITS	35,099.	35,099.	35,099.
INVESTMENT IN CLS, LLC	1,124,000.	100,000.	100,000.
TO FORM 990-PF, PART II, LINE 15	5,144,255.	4,436,923.	4,436,923.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	14
-------------	-------------------	-----------	----

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED PENSION LIABILITY	263,083.	255,624.
TOTAL TO FORM 990-PF, PART II, LINE 22	263,083.	255,624.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 15
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WYN ACHENBAUM 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
HERBERT BARRY III 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
WILLIAM BATT 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
RICHARD BIDDLE 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
EDWARD H. CLARKE 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
GEORGE COLLINS 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
FRANK DE JONG 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
EDWARD J. DODSON 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
GREGG ERICKSON 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
JOSHUA FARLEY 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
BOB FITCH 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.

ROBERT SCHALKENBACH FOUNDATION. INC.

13-1656331

MATTHEW HARRIS 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
TED GWARTNEY 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
CAY HEHNER 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
BRENDAN HENNIGAN 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
BENJAMIN HOWELLS 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
BRUCE W. OATMAN 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	DIRECTOR 1.00	0.	0.	0.
WILLIAM PIERCE 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	TREASURER 1.00	0.	0.	0.
GILBERT HERMAN 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	PRESIDENT 1.00	0.	0.	0.
ADELE WICK 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	VICE-PRESIDENT 1.00	0.	0.	0.
MARK A. SULLIVAN 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	SECRETARY & ADMIN. DIR. 40.00	75,000.	8,564.	0.
DAMON GROSS 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	PROGRAM DIRECTOR 18.00	42,000.	0.	0.
CLIFFORD COBB 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	FILM AND PRES ADVISOR 10.00	16,000.	0.	0.
MATT STILLMAN 90 JOHN STREET, SUITE 501 NEW YORK, NY 10038	FILM PROMOTION 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		133,000.	8,564.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 16

ACTIVITY ONE

THE FOUNDATION PROMOTES THE SOCIAL AND ECONOMIC PHILOSOPHY OF HENRY GEORGE AND OTHER RELATED ECONOMISTS BY CONTRACTING THE SERVICES OF AND MAKING GRANTS TO SCHOLARS, WRITERS AND OTHERS FOR PUBLISHING, RESEARCH AND OUTREACH PROJECTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

135,929.

Sales

Date Acquired	Security name	Date sold	Shares	Proceeds	Cost	Gain/loss
12/22/2004	Total international Stock Index Fund	7/7/2009	4,340.28	50,000.00	55,512.16	(5,512.16)
		10/21/2009	8,075.37	120,000.00	103,283.98	16,716.02
		1/6/2010	8,064.52	120,000.00	103,467.74	16,532.26
10/23/2008	Prime Money Mkt Fund /5887	7/14/2009	120,000.00	120,000.00	120,000.00	
		10/23/2009	120,000.00	120,000.00	120,000.00	
		6/30/2010	1.61	1.61	1.61	-
		5/26/2010	55,365.00	55,365.00	55,365.00	-
8/23/2007	Windsor II Fund Adm	7/7/2009	606.98	20,000.00	37,711.67	(17,711.67)
8/24/2007	Short-Term Invest-Gr Adm	7/27/2009	534.72	5,512.98	5,625.28	(112.30)
		7/7/2009	1,947.42	20,000.00	20,486.86	(486.86)
		10/26/2009	581.31	6,138.62	6,109.56	29.06
		1/25/2010	584.42	6,247.41	6,153.90	93.51
		4/26/2010	589.32	6,317.50	6,223.21	94.29
		4/5/2010	11,246.49	120,000.00	118,762.88	1,237.12
		5/26/2010	6,944.34	74,235.00	73,332.24	902.76
8/24/2007	Short-Term Bond Index Adm	1/12/2010	5,593.32	58,673.93	55,861.13	2,812.80
		1/12/2010	55,462.35	581,800.00	551,850.33	29,949.67
8/24/2007	Long-Term Bond Index	7/7/2009	2,652.52	30,000.00	29,840.85	159.15
		1/12/2010	11,952.27	139,602.53	134,868.44	4,734.09
		1/12/2010	40,068.49	468,000.00	451,972.60	16,027.40
8/24/2007	Inter-Term Bond Index Adm	1/12/2010	60,971.30	661,538.56	621,754.70	39,783.86
8/29/2007	High-Yield Corp Fund Adm	1/12/2010	142,143.57	787,475.37	826,550.63	(39,075.26)
8/29/2007	U.S. Growth Fund Admiral	7/7/2009	748.50	25,000.00	37,350.30	(12,350.30)

Total Realized Gain on Sale of Investments

3,595,908.51	3,542,085.07	53,823.44
--------------	--------------	-----------

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
25	OFFICE FURNITURE, COMPUTERS AND EQUIPMENT			5.00	16	29,252.			29,252.	11,241.		4,427.
26	LEASEHOLD IMPROVEMENTS			7.00	16	14,023.			14,023.	5,347.		1,795.
	* TOTAL 990-PF PG 1 DEPR					43,275.		0.	43,275.	16,588.	0.	6,222.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization ROBERT SCHALKENBACH FOUNDATION. INC.	Employer identification number 13-1656331
	Number, street, and room or suite no. If a P O box, see instructions 90 JOHN STREET, NO. 501	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10038	

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

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

MARK A. SULLIVAN

- The books are in the care of ▶ **90 JOHN STREET - NEW YORK, NY 10038**

Telephone No ▶ **(212) 683-6424**

FAX No ▶

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

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year _____ or▶ ☒ tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 7,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 18,203.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

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

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

Form 8868 (Rev. 4-2009)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing your return. See instructions	Name of exempt organization		Employer identification number
	ROBERT SCHALKENBACH FOUNDATION. INC.		13-1656331
	Number, street, and room or suite no. If a P.O. box, see instructions. 90 JOHN STREET, NO. 501		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10038		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

• The books are in the care of **90 JOHN STREET - NEW YORK, NY 10038**

Telephone No **(212) 683-6424**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2011**

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

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED TO COMPILE THE INFORMATION
NECESSARY TO COMPLETE THE RETURN.**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	7,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	18,203.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

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

Signature **Mary C. Loney** Title **CPA**

Date **1/25/11**

Form 8868 (Rev. 1-2011)