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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year **2009**, or tax year beginning **7/1/2009**, and ending **6/30/2010**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 JAMES P & GENEVIEVE M MCLAUGHLIN FAMILY FOUNDATION		A Employer identification number 13-3335298
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (802) 223-5670
	City or town, state, and ZIP code STAMFORD CT 06903		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,981,742		J Accounting method. ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	111,132	111,132		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	0			
b Gross sales price for all assets on line 6a	0			
7 Capital gain net income (from Part IV, line 2)		13,844		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	111,132	124,976	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	0	0	0	0
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	2,500	0	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	53,073	0	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	55,573	0	0	0
25 Contributions, gifts, grants paid	280,000			280,000
26 Total expenses and disbursements. Add lines 24 and 25	335,573	0	0	280,000
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-224,441			
b Net investment income (if negative, enter -0-)		124,976		
c Adjusted net income (if negative, enter -0-)			0	

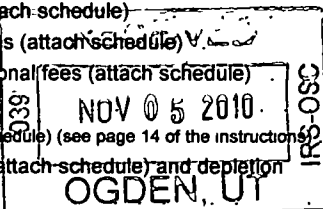
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Form **990-PF** (2009)

(HTA)

SCANNED NOV 15 2010

Operating and Administrative Expenses



IRS-OSC

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	39,669	13,024	13,024
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	8,089	0	0
	4	Pledges receivable ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	4,434,489	4,262,047	4,968,718
	c	Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11	Investments—land, buildings, and equipment: basis ▶ 0			
		Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment: basis ▶ 0			
		Less: accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,482,247	4,275,071	4,981,742
	17	Accounts payable and accrued expenses		18	
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	18	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds	4,482,247	4,275,053	
	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 (see page 17 of the instructions)	4,482,247	4,275,053	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,482,247	4,275,071	

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	4,482,247
2	Enter amount from Part I, line 27a	2	-224,441
3	Other increases not included in line 2 (itemize) ▶ BASIS ADJUSTMENT	3	17,265
4	Add lines 1, 2, and 3	4	4,275,071
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,275,071

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 2000 SHS. ADOBE SYSTEMS	P	3/21/2007	4/15/2010
b 1000 SHS. L-3 COMMUNICATIONS HOLDINGS	P	1/1/2004	5/13/2010
c 800 SHS. BANK OF NY MELLON CORP	P	6/2/2003	10/14/2009
d 700 SHS. BANK OF NY MELLON CORP	P	6/2/2003	10/14/2009
e 1000 SHS. BURLINGTON NORTHERN SANTA FE	P	2/14/2008	12/10/2009

(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 68,925	0	85,992	-17,067
b 90,015	0	67,570	22,445
c 22,071	0	21,880	191
d 19,313	0	19,135	178
e 98,527	0	90,430	8,097

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a 0	0	0	-17,067
b 0	0	0	22,445
c 0	0	0	191
d 0	0	0	178
e 0	0	0	8,097

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	13,844
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008			0.000000
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 Total of line 1, column (d)	2	0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.000000
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
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 on page 18.	8	0

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

1 a 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)		1	2,500
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	2,500
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,500
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,482	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,482	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	18	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ 0 Refunded ☐ 0	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
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
4 a 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?	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ CT, DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		
Website address ▶ NO WEB SITE				
14	The books are in care of ▶ FRANK A. SUCHOMEL Telephone no. ▶ 802-223-5670			
Located at ▶ 1241 HAGGETT ROAD, ADAMANT, VT ZIP+4 ▶ 05640-0026				
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				

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/AOrganizations 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?☐ 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**

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

X

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?**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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Paul B McLaughlin 232 Mill Road Stamford CT 06903	President Dir Nominal	0	0	0
Jean M. McLaughlin 231 West Poplar Avenue San Mateo CA 94402	Sec.Treas. Dir. Nominal	0	0	0
Frank A Suchomel 1241 Haggett Road Adamant VT 05640	A.T.-A.S.-Dir. Nominal	0	0	0
	00	0	0	0

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

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

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

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

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

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

**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		
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1		
2		
3	All other program-related investments. See page 24 of the instructions	
Total. Add lines 1 through 3		0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,207,969
b	Average of monthly cash balances	1b	16,038
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,224,007
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,224,007
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	78,360
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,145,647
6	Minimum investment return. Enter 5% of line 5	6	257,282

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	257,282
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,500
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,500
3	Distributable amount before adjustments Subtract line 2c from line 1	3	254,782
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	254,782
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	254,782

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	280,000
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	280,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	280,000

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				254,782
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	44,690			
b From 2005	17,827			
c From 2006	43,948			
d From 2007	24,076			
e From 2008	4,058			
f Total of lines 3a through e	134,599			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 280,000				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				254,782
e Remaining amount distributed out of corpus	25,218			
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.	159,817			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	44,690			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	115,127			
10 Analysis of line 9				
a Excess from 2005	17,827			
b Excess from 2006	43,948			
c Excess from 2007	24,076			
d Excess from 2008	4,058			
e Excess from 2009	25,218			

Part XIV Private Operating Foundations (see page 27 of the 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	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				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 page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

JAMES P MCLAUGHLIN

GENEVIEVE M MCLAUGHLIN

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

PAUL B MCLAUGHLIN 232 MILL ROAD STAMFORD CT 06903

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

NO FORM PRESCRIBED BUT SHOULD BE LEGIBLE

c Any submission deadlines:

NONE

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

GENERALLY WE TRY TO MAKE GIFTS TO ROMAN CATHOLIC ORGANIZATIONS

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 Resource Center for Community Development 421 East 155th Street Bronx, NY 10455 Cristo Rey New York High School 112 East 106th Street New York NY 10029 STAR Foundation 182 Wolpit Avenue Norwalk CT 06851 Catholic Diocese of Lexington, KY 1310 West Main Street Lexington KY 40508 Sisters of Providence St.Mary-of-the-Woods IN 47876 Adamant Music School PO Box 22 Adamant VT 05640 Edmundite Missions 1428 Broad Street Selma IN 36701 Holy Angels School 545 East Oakwood Blvd Chicago IL 60653 Red Cloud Indian School 100 Mission Drive Pine Ridge SD 57770 Mexican American Catholic College 3115 W. Ashby Place San Antonio TX 78228 St. Judes Childrens Research Hospital 501 St. Jude Place Memphis TN 38105 New York Nativity 44 Second Avenue New York NY 10003 Missionaries of the Sacred Heart 123 West Laurel Street San Antonio TX 78212				113,000 32,500 10,000 10,000 25,000 10,000 15,000 5,000 10,000 4,500 10,000 10,000 10,000 25,000
Total			3a	280,000
b Approved for future payment				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

* Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue						
a	_____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
f	_____		0		0	0
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate						
a	Debt-financed property					
b	Not debt-financed property					
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory					0	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a _____			0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)			0		0	0
13 Total. Add line 12, columns (b), (d), and (e)						

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

[illegible]

JAMES P & GENEVIEVE M. MCLAUGHLIN FAMILY FOUNDATION, INC.
FORM 990-PF
FOR FISCAL YEAR ENDED JUNE 30, 2210

Page 2, Part I, Line 18, Taxes
Federal Excise Tax

2,500

Total Taxes

2,500

Page 1, Part I, Line 23 - Other Expenses

Investment Counseling Service
Statutory Representation
Custody Fees
Bank Service Charges

52,678

235

140

20

Total Other Expenses

53,073

Independent Investors, Inc. - Portfolio Summary
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

% Total Value	Security Description	Original Cost	Current Value	Annual Income	Current Yield
Cash and Equivalents					
0.02	Cash Balance	\$1,040.00	\$1,040.00	\$0.00	0.00 %
0.52	Money Market Funds	\$25,680.00	\$25,680.00	\$102.72	0.40 %
0.54 %	Total Cash and Equivalents	\$26,720.00	\$26,720.00	\$102.72	0.38 %
Fixed Income Holdings					
0.98	Corporate Bonds & Notes	\$50,000.00	\$48,874.00	\$2,525.00	5.17 %
0.98 %	Total Fixed Income Holdings	\$50,000.00	\$48,874.00	\$2,525.00	5.17 %
Common Stocks					
5.14	Aerospace & Aircraft	\$300,025.15	\$255,605.00	\$4,320.00	1.69 %
3.42	Banking & Financial Services/Brokerage	\$358,036.96	\$170,069.03	\$1,248.76	0.73 %
4.64	Building & Materials	\$258,752.50	\$230,570.00	\$1,600.00	0.69 %
3.17	Diversified Manufacturing/Conglomerates	\$195,903.44	\$157,370.00	\$4,620.00	2.94 %
19.01	Computers & Software/Data Storage	\$407,637.17	\$944,790.00	\$13,480.00	1.43 %
12.77	Pharmaceutical & Bio-tech/Services	\$684,986.82	\$634,380.00	\$23,800.00	3.75 %
0.98	Electronics & Semiconductors	\$84,957.50	\$48,625.00	\$1,575.00	3.24 %
1.23	Confectionery, Food & Beverages/Restaurants	\$66,612.80	\$60,950.00	\$1,920.00	3.15 %
7.21	Household Products & Consumer Goods	\$224,101.53	\$358,060.00	\$10,900.00	3.04 %
3.68	Machinery & Equipment	\$333,596.70	\$183,070.00	\$1,880.00	1.03 %
8.79	Manufacturing	\$264,047.65	\$436,780.00	\$11,600.00	2.66 %
9.17	Medical Equipment, Supplies & Research	\$180,603.28	\$455,810.00	\$4,380.00	0.96 %
4.64	Energy	\$299,739.00	\$230,745.00	\$4,120.00	1.79 %
1.07	Railroads	\$56,489.20	\$53,050.00	\$1,360.00	2.56 %
1.23	Retail Stores & Merchandising	\$100,959.00	\$61,260.00	\$1,320.00	2.15 %
8.01	Services	\$135,590.00	\$398,230.00	\$13,160.00	3.30 %
2.31	Telecommunications & Cable	\$131,912.10	\$114,940.00	\$1,520.00	1.32 %

Independent Investors, Inc. - Portfolio Summary
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

% Total Value	Security Description	Original Cost	Current Value	Annual Income	Current Yield
1.99	Tobacco	\$101,376.58	\$98,820.00	\$5,580.00	5.65 %
98.48 %	Total Common Stocks	\$4,185,327.38	\$4,893,124.03	\$108,383.76	2.22 %
100.00 %	Grand Totals	<u><u>\$4,262,047.38</u></u>	<u><u>\$4,968,718.03</u></u>	<u><u>\$111,011.48</u></u>	<u><u>2.23 %</u></u>

Independent Investors, Inc. - Portfolio Valuation
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

Amount	Security	Original Cost	Current Price	Current Value	% Total Value	Annual Income	Current Yield
Cash and Equivalents							
	Cash Balance				0.02 %		
1,040	Cash	\$1,040.00	1.000	\$1,040.00	0.02 %	\$0.00	0.00 %
	Money Market Funds				0.52 %		
25,680	Merrill Lynch Bank Deposit Program	\$25,680.00	1.000	\$25,680.00	0.52 %	\$102.72	0.40 %
	Total Cash and Equivalents	\$26,720.00		\$26,720.00	0.54 %	\$102.72	0.38 %
Fixed Income Holdings							
	Corporate Bonds & Notes				0.98 %		
50,000	General Electric 5.05% Due 12/15/2018	\$50,000.00	97.748	\$48,874.00	0.98 %	\$2,525.00	5.17 %
	Total Fixed Income Holdings	\$50,000.00		\$48,874.00	0.98 %	\$2,525.00	5.17 %
Common Stocks							
	Aerospace & Aircraft				5.14 %		
1,500	Boeing Company	\$114,293.55	62.750	\$94,125.00	1.89 %	\$2,520.00	2.68 %
1,000	General Dynamics Corp.	\$83,281.00	58.560	\$58,560.00	1.18 %	\$1,680.00	2.87 %
1,000	Precision Castparts Corp.	\$102,450.60	102.920	\$102,920.00	2.07 %	\$120.00	0.12 %
	Total Aerospace & Aircraft	\$300,025.15		\$255,605.00	5.14 %	\$4,320.00	1.69 %

Independent Investors, Inc. - Portfolio Valuation
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

Amount	Security	Original Cost	Current Price	Current Value	% Total Value	Annual Income	Current Yield
Banking & Financial Services/Brokerage 3.42 %							
1,500	Bank of New York Mellon Corp	\$41,025.00	24.690	\$37,035.00	0.75 %	\$540.00	1.46 %
1,719	Bank of America Corp.	\$72,938.00	14.370	\$24,702.03	0.50 %	\$68.76	0.28 %
3,000	Citigroup	\$144,267.38	3.760	\$11,280.00	0.23 %	\$0.00	0.00 %
1,700	JPMorgan Chase & Co.	\$29,895.06	36.610	\$62,237.00	1.25 %	\$340.00	0.55 %
1,500	Morgan Stanley	\$69,911.52	23.210	\$34,815.00	0.70 %	\$300.00	0.86 %
Total Banking & Financial Services/Brokerage		\$358,036.96		\$170,069.03	3.42 %	\$1,248.76	0.73 %
Building & Materials 4.64 %							
4,000	Jacobs Engineering Group, Inc.	\$126,466.00	36.440	\$145,760.00	2.93 %	\$0.00	0.00 %
1,000	Martin Marietta Materials, Inc	\$132,286.50	84.810	\$84,810.00	1.71 %	\$1,600.00	1.89 %
Total Building & Materials		\$258,752.50		\$230,570.00	4.64 %	\$1,600.00	0.69 %
Diversified Manufacturing/Conglomerates 3.17 %							
5,500	General Electric Co.	\$134,520.84	14.420	\$79,310.00	1.60 %	\$2,200.00	2.77 %
2,000	Honeywell	\$61,382.60	39.030	\$78,060.00	1.57 %	\$2,420.00	3.10 %
Total Diversified Manufacturing/Conglomerates		\$195,903.44		\$157,370.00	3.17 %	\$4,620.00	2.94 %
Computers & Software/Data Storage 19.01 %							
1,000	Apple , Inc.	\$68,006.50	251.530	\$251,530.00	5.06 %	\$0.00	0.00 %
4,000	I B M Corporation	\$209,250.00	123.480	\$493,920.00	9.94 %	\$10,400.00	2.11 %
4,000	Microsoft Corporation	\$111,786.50	23.010	\$92,040.00	1.85 %	\$2,080.00	2.26 %
5,000	Oracle Corporation	\$18,594.17	21.460	\$107,300.00	2.16 %	\$1,000.00	0.93 %
Total Computers & Software/Data Storage		\$407,637.17		\$944,790.00	19.01 %	\$13,480.00	1.43 %

Independent Investors, Inc. - Portfolio Valuation
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

Amount	Security	Original Cost	Current Price	Current Value	% Total Value	Annual Income	Current Yield
Pharmaceutical & Bio-tech/Services		12.77 %					
3,000	Abbott Laboratories	\$92,137.87	46.780	\$140,340.00	2.82 %	\$5,280.00	3.76 %
1,500	Amgen Inc.	\$93,009.65	52.600	\$78,900.00	1.59 %	\$0.00	0.00 %
2,000	Bristol-Myers Squibb Company	\$51,399.73	24.940	\$49,880.00	1.00 %	\$2,560.00	5.13 %
4,000	Johnson & Johnson	\$159,832.97	59.060	\$236,240.00	4.75 %	\$8,640.00	3.66 %
3,000	Lilly (Eli) and Co.	\$208,875.00	33.500	\$100,500.00	2.02 %	\$5,880.00	5.85 %
2,000	Pfizer Inc.	\$79,731.60	14.260	\$28,520.00	0.57 %	\$1,440.00	5.05 %
Total Pharmaceutical & Bio-tech/Services		\$684,986.82		\$634,380.00	12.77 %	\$23,800.00	3.75 %
Electronics & Semiconductors		0.98 %					
2,500	Intel Corporation	\$84,957.50	19.450	\$48,625.00	0.98 %	\$1,575.00	3.24 %
Confectionery, Food &		1.23 %					
1,000	PepsiCo, Inc.	\$66,612.80	60.950	\$60,950.00	1.23 %	\$1,920.00	3.15 %
Household Products & Consumer Goods		7.21 %					
1,500	Colgate-Palmolive Company	\$86,514.00	78.760	\$118,140.00	2.38 %	\$3,180.00	2.69 %
4,000	Procter & Gamble Company	\$137,587.53	59.980	\$239,920.00	4.83 %	\$7,720.00	3.22 %
Total Household Products & Consumer Goods		\$224,101.53		\$358,060.00	7.21 %	\$10,900.00	3.04 %
Machinery & Equipment		3.68 %					
2,000	Ingersoll-Rand PLC	\$98,658.90	34.490	\$68,980.00	1.39 %	\$560.00	0.81 %
1,500	Terex Corp.	\$134,071.80	18.740	\$28,110.00	0.57 %	\$0.00	0.00 %
3,000	Watts Water Technologies Inc.	\$100,866.00	28.660	\$85,980.00	1.73 %	\$1,320.00	1.54 %
Total Machinery & Equipment		\$333,596.70		\$183,070.00	3.68 %	\$1,880.00	1.03 %

Independent Investors, Inc. - Portfolio Valuation
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30,2010

Amount	Security	Original Cost	Current Price	Current Value	% Total Value	Annual Income	Current Yield
Manufacturing		8.79 %					
3,000	3M Company	\$99,439.88	78.990	\$236,970.00	4.77 %	\$6,300.00	2.66 %
3,000	Emerson Electric Co.	\$101,327.97	43.690	\$131,070.00	2.64 %	\$4,020.00	3.07 %
2,000	Pall Corporation	\$63,279.80	34.370	\$68,740.00	1.38 %	\$1,280.00	1.86 %
Total Manufacturing		\$264,047.65		\$436,780.00	8.79 %	\$11,600.00	2.66 %
Medical Equipment, Supplies & Research		9.17 %					
3,000	Baxter International, Inc.	\$68,813.28	40.640	\$121,920.00	2.45 %	\$3,480.00	2.85 %
1,500	Stryker Corp.	\$73,665.00	50.060	\$75,090.00	1.51 %	\$900.00	1.20 %
4,000	Waters Corporation	\$38,125.00	64.700	\$258,800.00	5.21 %	\$0.00	0.00 %
Total Medical Equipment, Supplies & Research		\$180,603.28		\$455,810.00	9.17 %	\$4,380.00	0.96 %
Energy		4.64 %					
1,000	BP plc (ADR)	\$56,090.00	28.880	\$28,880.00	0.58 %	\$0.00	0.00 %
1,000	Devon Energy Corp.	\$74,349.00	60.920	\$60,920.00	1.23 %	\$640.00	1.05 %
1,500	Exxon Mobil Corp	\$64,830.00	57.070	\$85,605.00	1.72 %	\$2,640.00	3.08 %
1,000	Schlumberger Limited	\$104,470.00	55.340	\$55,340.00	1.11 %	\$840.00	1.52 %
Total Energy		\$299,739.00		\$230,745.00	4.64 %	\$4,120.00	1.79 %
Railroads		1.07 %					
1,000	Norfolk Southern Corp.	\$56,489.20	53.050	\$53,050.00	1.07 %	\$1,360.00	2.56 %
Retail Stores & Merchandising		1.23 %					
3,000	Lowes Companies Inc.	\$100,959.00	20.420	\$61,260.00	1.23 %	\$1,320.00	2.15 %

Independent Investors, Inc. - Portfolio Valuation
Prepared for: James P. & Genevieve M. McLaughlin Family Foundation
As of: June 30, 2010

Amount	Security	Original Cost	Current Price	Current Value	% Total Value	Annual Income	Current Yield
	Services				8.01 %		
7,000	United Parcel Service, Inc.	\$135,590.00	56.890	\$398,230.00	8.01 %	\$13,160.00	3.30 %
	Telecommunications & Cable				2.31 %		
2,000	Qualcomm, Inc.	\$63,320.00	32.840	\$65,680.00	1.32 %	\$1,520.00	2.31 %
1,000	Research in Motion, Ltd.	\$68,592.10	49.260	\$49,260.00	0.99 %	\$0.00	0.00 %
	Total Telecommunications & Cable	\$131,912.10		\$114,940.00	2.31 %	\$1,520.00	1.32 %
	Tobacco				1.99 %		
1,500	Altria Group Inc.	\$30,919.86	20.040	\$30,060.00	0.60 %	\$2,100.00	6.99 %
1,500	Philip Morris International	\$70,456.72	45.840	\$68,760.00	1.38 %	\$3,480.00	5.06 %
	Total Tobacco	\$101,376.58		\$98,820.00	1.99 %	\$5,580.00	5.65 %
	Total Common Stocks	\$4,185,327.38		\$4,893,124.03	98.48 %	\$108,383.76	2.22 %
	Grand Totals	\$4,262,047.38		\$4,968,718.03	100.00 %	\$111,011.48	2.23 %