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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 THE PROSPECT HILL FOUNDATION, INC.		A Employer identification number 13-6075567
	Number and street (or P.O. box number if mail is not delivered to street address) 99 PARK AVENUE	Room/suite 2220	B Telephone number (212) 370-1165
	City or town, state, and ZIP code NEW YORK, NY 10016		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) \$ 55,676,745. (Part I, column (d) must be on cash basis)		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		344.	344.		STATEMENT 1
4 Dividends and interest from securities		890,910.	890,910.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-683,528.			
b Gross sales price for all assets on line 6a		490,277.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-591,565.	-582,603.		STATEMENT 3
12 Total. Add lines 1 through 11		-383,839.	308,651.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		219,524.	0.		219,524.
15 Pension plans, employee benefits		68,982.	0.		68,982.
16a Legal fees STMT 4		10,000.	0.		10,000.
b Accounting fees STMT 5		24,832.	24,832.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		250.	0.		0.
19 Depreciation and depletion		8,292.	8,292.		
20 Occupancy		64,336.	0.		64,336.
21 Travel, conferences, and meetings		3,969.	0.		3,969.
22 Printing and publications		3,082.	0.		3,082.
23 Other expenses STMT 7		244,613.	178,370.		61,743.
24 Total operating and administrative expenses. Add lines 13 through 23		647,880.	211,494.		431,636.
25 Contributions, gifts, grants paid		2,908,676.			2,908,676.
26 Total expenses and disbursements. Add lines 24 and 25		3,556,556.	211,494.		3,340,312.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-3,940,395.			
b Net investment income (if negative, enter -0-)			97,157.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	88,570.	25,067.	25,067.
	2 Savings and temporary cash investments	11,646.	284,256.	284,256.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶	89,904.			
Less: accumulated depreciation ▶	46,804.	51,392.	43,100.	43,100.
12 Investments - mortgage loans				
13 Investments - other	STMT 9	52,833,846.	55,324,322.	55,324,322.
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)		0.	0.	0.
16 Total assets (to be completed by all filers)		52,985,454.	55,676,745.	55,676,745.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒			
	24 Unrestricted	52,985,454.	55,676,745.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	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	52,985,454.	55,676,745.	
	31 Total liabilities and net assets/fund balances	52,985,454.	55,676,745.	

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	52,985,454.
2 Enter amount from Part I, line 27a	2	-3,940,395.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	6,631,686.
4 Add lines 1, 2, and 3	4	55,676,745.
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	55,676,745.

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 490,277.		1,173,805.	-683,528.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-683,528.

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	-683,528.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	3,597,351.	69,501,815.	.051759
2007	4,531,634.	74,354,575.	.060946
2006	4,081,757.	66,302,488.	.061563
2005	3,570,218.	65,519,588.	.054491
2004	3,743,565.	62,659,671.	.059744

2 Total of line 1, column (d)	2	.288503
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	.057701
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	52,263,459.
5 Multiply line 4 by line 3	5	3,015,654.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	972.
7 Add lines 5 and 6	7	3,016,626.
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	3,340,312.

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	972.
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	972.
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	972.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	33,506.	
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	33,506.	
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	32,534.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 32,534. Refunded ☐	11	0.	

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	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	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 WWW.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL	13	X	
14	The books are in care of ROBERT J. BARLETTA, TREASURER Telephone no. (212) 370-1144 Located at 99 PARK AVENUE, SUITE 2200, NEW YORK, NY ZIP+4 10016-1601			
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?		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?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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

X

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

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

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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 10		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PENNY FUJIKO WILLGERODT - 99 PARK AVENUE, SUITE 2220, NEW YORK, NY	EXECUTIVE DIRECTOR	186,126.	24,766.	0.

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

0

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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."

[illegible]**Total** number of others receiving over \$50,000 for professional services

0

Part IX-A	Summary of Direct Charitable Activities
------------------	--

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
All other program-related investments. See instructions.		
3		

Total. Add lines 1 through 3

0.

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	225,503.
c	Fair market value of all other assets	1c	52,833,846.
d	Total (add lines 1a, b, and c)	1d	53,059,349.
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	53,059,349.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	795,890.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,263,459.
6	Minimum investment return. Enter 5% of line 5	6	2,613,173.

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	2,613,173.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	972.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	972.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,612,201.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,612,201.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,612,201.

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	3,340,312.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,340,312.
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	972.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,339,340.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,612,201.
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	649,749.			
b From 2005	427,018.			
c From 2006	1,008,111.			
d From 2007	1,021,754.			
e From 2008	122,260.			
f Total of lines 3a through e	3,228,892.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	3,340,312.			
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				2,612,201.
e Remaining amount distributed out of corpus	728,111.			
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:	3,957,003.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	649,749.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,307,254.			
10 Analysis of line 9:				
a Excess from 2005	427,018.			
b Excess from 2006	1,008,111.			
c Excess from 2007	1,021,754.			
d Excess from 2008	122,260.			
e Excess from 2009	728,111.			

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
<i>a Paid during the year</i> GRANTS (SEE ATTACHED SCHEDULE)				2,645,750.
MATCHING GRANTS (SEE ATTACHED SCHEDULE)				262,926.
Total			3a	2,908,676.
<i>b Approved for future payment</i> GRANT COMMITMENTS (SEE ATTACHED SCHEDULE)				2,352,500.
Total			3b	2,352,500.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	344.	
		14	890,910.	
		18	-683,528.	
900000	-8,962.			
		14	-582,603.	
	-8,962.		-374,877.	0.
				13
				-383,839

[illegible]

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	K-1 VENTURE INVESTMENT ASSOCIATES, LP	P		12/31/09
b	K-1 VENTURE INVESTMENT ASSOCIATES II, LP	P		12/31/09
c	K-1 VENTURE INVESTMENT ASSOCIATES III, LP	P		12/31/09
d	K-1 VENTURE INVESTMENT ASSOCIATES IV, LP	P		12/31/09
e	K-1 VENTURE INVESTMENT ASSOCIATES IV, LP	P		12/31/09
f	K-1 VENTURE INVESTMENT ASSOCIATES IV, LP	P		12/31/09
g	K-1 VENTURE INVESTMENT ASSOCIATES IV, LP	P		12/31/09
h	K-1 PROSPECT CAPITAL PARTNERS	P		12/31/09
i	K-1 PROSPECT CAPITAL PARTNERS	P		12/31/09
j	STORAGE NETWORKS	P	03/30/09	03/31/10
k				
l				
m				
n				
o				

(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 6,037.			6,037.
b 118.			118.
c 5,544.			5,544.
d 62.			62.
e 7,326.			7,326.
f		5,198.	-5,198.
g		2,336.	-2,336.
h 469,788.			469,788.
i		1,166,271.	-1,166,271.
j 1,402.			1,402.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			6,037.
b			118.
c			5,544.
d			62.
e			7,326.
f			-5,198.
g			-2,336.
h			469,788.
i			-1,166,271.
j			1,402.
k			
l			
m			
n			
o			

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	-683,528.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	344.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	344.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PROSPECT CAPITAL PARTNERS	819,143.	0.	819,143.
VENTURE INVESTMENT ASSOCIATES, II	392.	0.	392.
VENTURE INVESTMENT ASSOCIATES, III	6,531.	0.	6,531.
VENTURE INVESTMENT ASSOCIATES, IV	64,585.	0.	64,585.
VENTURE INVESTMENT ASSOCIATES, L.P.	259.	0.	259.
TOTAL TO FM 990-PF, PART I, LN 4	890,910.	0.	890,910.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UNRELATED BUSINESS INCOME FROM PARTNERSHIPS	-8,962.	0.	
OTHER PARTNERSHIP LOSS	-582,603.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-591,565.	0.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	10,000.	0.		10,000.
TO FM 990-PF, PG 1, LN 16A	10,000.	0.		10,000.

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	24,832.	24,832.		0.
TO FORM 990-PF, PG 1, LN 16B	24,832.	24,832.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE INCOME TAXES	250.	0.		0.
TO FORM 990-PF, PG 1, LN 18	250.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	1,500.	0.		1,500.
MEMBERSHIPS	8,570.	0.		8,570.
TECHNOLOGY, EQUIPMENT & SERVICES	4,935.	0.		4,935.
CUSTODY FEES	1,470.	1,470.		0.
PROGRAM STRATEGY EXPLORATION	536.	0.		536.
GRANT REVIEW AND GOVERNANCE	1,437.	0.		1,437.

THE PROSPECT HILL FOUNDATION, INC.

13-6075567

INVESTMENT OPERATIONS	104,300.	104,300.	0.
ADMINISTRATION	12,000.	12,000.	0.
INSURANCE	5,800.	1,300.	0.
CONSULTANTS	10,610.	0.	10,610.
OFFICE EXPENSE	6,025.	0.	6,025.
PHONE AND COMPUTER EXPENSE	27,900.	0.	27,900.
FINANCIAL REPORTING	59,300.	59,300.	0.
MISCELLANEOUS	230.	0.	230.
TO FORM 990-PF, PG 1, LN 23	244,613.	178,370.	61,743.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION ON PARTNERSHIP ASSETS	6,631,686.
TOTAL TO FORM 990-PF, PART III, LINE 3	6,631,686.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PROSPECT CAPITAL PARTNERS	FMV	51,319,463.	51,319,463.
VENTURE INVESTMENT ASSOCIATES II	FMV	149,569.	149,569.
VENTURE INVESTMENT ASSOCIATES III	FMV	1,136,066.	1,136,066.
VENTURE INVESTMENT ASSOCIATES IV	FMV	2,439,851.	2,439,851.
VENTURE INVESTMENT ASSOCIATES LP	FMV	279,373.	279,373.
TOTAL TO FORM 990-PF, PART II, LINE 13		55,324,322.	55,324,322.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM S. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	CHAIRMAN/DIRECTOR 2.00	0.	0.	0.
JOHN B. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	PRESIDENT/DIRECTOR 5.00	0.	0.	0.
FREDERICK W. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	VICE PRESIDENT/DIRECTOR 2.00	0.	0.	0.
FRANCES B. ELSTON 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
SARAH B. RICHARDSON 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
ROBERT BARLETTA 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	TREASURER 10.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE PROSPECT HILL FOUNDATION, INC.
99 PARK AVENUE, SUITE 2220
NEW YORK, NY 10016

TELEPHONE NUMBER

212-370-1165

FORM AND CONTENT OF APPLICATIONS

PLEASE SEE WEBSITE - WWW.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL FOR FULL
APPLICATION REQUIREMENTS.

ANY SUBMISSION DEADLINES

APPLICATIONS FOR GRANTS MAY BE SUBMITTED AT ANY TIME.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PLEASE SEE WEBSITE WWW.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL FOR AWARD
RESTRICTIONS AND LIMITATIONS.

PROSPECT HILL FOUNDATION

EIN 13-6075567

FORM 990-PF

JUNE 30, 2010

Page 3, Part IV: CAPITAL GAINS & LOSSES

(a) From Passthroughs:

Sched K-1: Venture Investment Associates, LP EIN: 22-3248650	6,037	Gain/(Loss)
Sched K-1: Venture Investment Associates, II EIN: 22-3284167	118	
Sched K-1: Venture Investment Associates, II EIN: 22-3284167	5,544	
Sched K-1: Venture Investment Associates, III EIN: 22-3543341	62	
Sched K-1: Venture Investment Associates, III EIN: 22-3543341	7,326	
Sched K-1: Venture Investment Associates, IV EIN: 22-3679965	(5,198)	
Sched K-1: Venture Investment Associates, IV EIN: 22-3679965	(2,336)	
Sched K-1: Prospect Capital Partners EIN: 13-3745680	469,788	
Sched K-1: Prospect Capital Partners EIN: 13-3745680	(1,166,271)	
Sale of Storage Networks	1,402	
	<u>(683,528)</u>	

**Prospect Hill Foundation
Fair Market Value Analysis
July 1, 2009 - June 30, 2010**

Month	Operating Cash	Investment Cash & Equivs.	Total Cash & Equivs.
1-Jul-09	88,433	11,646	100,078
1-Aug-09	1,320	11,813	13,134
1-Sep-09	21,758	417,310	439,067
1-Oct-09	2,810	248,506	251,315
1-Nov-09	(6,677)	148,567	141,890
1-Dec-09	4,177	47,453	51,630
1-Jan-10	129,681	28,912	158,593
1-Feb-10	76,756	350,173	426,929
1-Mar-10	53,339	350,181	403,520
1-Apr-10	2,711	431,554	434,265
1-May-10	54,610	106,580	161,189
1-Jun-10	17,802	106,623	124,425
Average	<u>37,227</u>	<u>188,276</u>	<u>225,503</u>
	37,227	188,276	225,503

THE PROSPECT HILL FOUNDATION
EIN 13-6075567
INVESTMENT IN PROSPECT CAPITAL PARTNERS - DETAILS
JUNE 30, 2010

	Quantity	Security	Book/Market Value	
CASH AND EQUIVALENTS				
		BBIF T/E Fund CI 1	2	
		Northern Institutional Treasury Portfolio	3,959,691	
		Northern Trust Euro Account	217	
		Receivable - Cornerstone	80,527	
		Schwab US Treasury Money Fund	53	
		Artorius Offshore Investments, Ltd	398,250	4,436,740
TAXABLE BONDS				
	97,659.73	Pimco Total Return Fund CI D	1,099,649	1,099,649
DOMESTIC EQUITIES				
Large Capitalization				
	64,320.81	Jensen Portfolio Fund CI I	1,458,798	
	64,081.81	Longleaf Partners Fund	1,518,739	
	2,377,500.00	Caxton Alpha Equity LLC	2,228,866	6,208,401
Small Capitalization				
	250,680.89	Wellington Micro Cap Equity	3,148,425	3,148,425
FOREIGN EQUITIES				
Developed Markets				
	40,892.63	First Eagle Overseas Fund CI I	808,856	
	128,845.38	Highclere Intl	1,500,659	
	50,194.38	Silchester Intl Investors	2,992,807	5,302,322
Emerging Markets				
	53,861.67	Oppenheimer Developing Markets Fund CI A	1,498,357	
	792,500.00	Indus Select Fund Ltd	721,666	
	792,500.00	Newport Asia Institutional Fund-PCP	769,533	
	15,850.00	Sandstone Capital India Offshore Fund, Ltd	1,317,968	
	792,500.00	Spinnaker GO Fund CI I	819,683	5,125,206
ABSOLUTE RETURN				
	489,365.25	AG Long-Term SuperFund	203,233	
	1,507.17	Cerberus Intl SPV, Ltd	1,514,439	
	2,377,500.00	Convexity Capital Offshore L.P.	2,841,242	
	1,585,000.00	Davidson Kempner Institutional	1,952,569	
	2,773,750.00	Farallon Captl Institutional Plnrs	3,409,417	
	1,485.94	Friedberg Milstein Clo Pfd Shares 144A	14,859	
	70,707.44	Madoff Securities-Prosp Captl Plnrs	-	
	79.25	Silver Point Capital Offshore Fund, Ltd	874,981	
	4,575.90	Vega - Liquidating Assets	-	10,810,741
HEDGED EQUITY				
	792,500.00	Merchants Gate Offshore Fund Ltd	800,242	
	792,500.00	Palo Alto Healthcare Offshore II, Ltd	811,625	
	1,585.00	Sansar Capital, Ltd.	1,107,119	
	3,842.65	Swiftcurrent Offshore, Ltd CI A1 Ser 1	814,270	
	28.12	Swiftcurrent Offshore, Ltd CI A1 Ser 7	2,703	
	8,767.59	Swiftcurrent Offshore, Ltd CI A2 Ser 1	769,039	
	22.31	Swiftcurrent Offshore, Ltd CI A2 Ser 15	2,308	
	92.08	Swiftcurrent Offshore, Ltd CI D Ser 1	8,801	
	479.87	Swiftcurrent Offshore, Ltd CI E Ser 1	43,892	
	1,585,000.00	WMIB - Spindrift Class A	1,408,551	5,888,450
HARD ASSETS				
Real Estate Investments				
	792,499.21	Cerberus Asia Partners, L.P.	146,803	
	1,002,879.72	Cronus Real Estate Fund, L.P.(12/09)	688,199	
	3,170.00	LBA Really Fund Inc(03/10)	861,421	
	3.96	Prana Associates Twenty One(12/09)	167,733	
	3.96	Prana Associates Twenty Two(12/09)	385,383	
	1,188,750.00	Rossrock 2005 Fund LLC(12/09)	54,434	
	1,194,124.74	Rossrock Fund II LP(12/09)	881,041	2,965,014

VENTURE CAPITAL INVESTMENTS

Partnerships-VC

760,717.58	Amberbrook IV LLC(12/09)	480,240	
318,615.91	Amberbrook V LLC(12/09)	478,084	
448,753.13	DFJ Dragon Fund China L.P.(03/10)	455,061	
764,244.78	Encap Energy Capital Fund VII(12/09)	677,152	
621,518.32	Next Wave Fund I LP(12/08)	525,611	
1,456,824.22	Venture Investment Associates V(03/10)	1,530,421	
611,493.79	Venture Investment Associates VI(03/10)	<u>672,857</u>	4,819,425

PRIVATE EQUITY INVESTMENTS

Partnerships-PE

466,146.72	Clearview Partners Fund II	345,814	
2,699,370.84	Fortress Credit Oppor Fund(B)LP (03/10)	974,557	
656,827.12	Founders Equity SBIC I, LP(12/09)	288,154	
1,124,854.69	MissionPoint Capital Ptnrs Fund(12/09)	485,650	
10,852.50	MissionPoint GGH Parallel Fund(12/09)	3,294	
115,426.04	MissionPoint HA Parallel Fund(12/09)	232,405	
181,445.25	MissionPoint SE Parallel Fund(12/09)	124,047	
85,169.18	Vollatx Investment LLC	<u>85,169</u>	<u>2,539,080</u>

TOTAL INVESTMENTS IN PROSPECT CAPITAL PARTNERS

(INCLUDED IN INVESTMENTS REPORTED ON FORM 990PF, PART II, LINE 13)

51,319,463

Prospect Hill Foundation

EIN: 13-6075567

Payments Made - By Month

10/26/2010

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
July 2009					
The Center for Reproductive Rights (CFRR)	953785	7/30/2009	\$35,000.00	The Prospect Hill Foundation	2985
Three-year grant (FY 2009-2011) for general support \$105,000.00	9501410				
		Total July 2009 (1 item)	\$35,000.00		
August 2009					
Clean Air Task Force	954081	8/20/2009	\$28,000.00	The Prospect Hill Foundation	2993
One-year grant (FY 2010) to support diesel campaign activities \$28,000.00	9501631				
Clean Water Fund/Rhode Island	954082	8/19/2009	\$12,000.00	The Prospect Hill Foundation	2994
for Rhode Island Diesel Pollution Initiative \$12,000.00	9501632				
		Total August 2009 (2 items)	\$40,000.00		

September 2009

Prospect Hill Foundation
EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Central Park Conservancy, Inc. to help with clean-up costs related to trees affected by the August 18, 2009 storm \$25,000.00	954107 • 9501644	9/17/2009	\$25,000.00	The Prospect Hill Foundation	2501
<u>November 2009</u>					
Total September 2009 (1 item)			\$25,000.00		
Ballet Hispanico of New York Three-year grant (FY 2008-2010) for general operating support over 3 years (\$15,000 each year) \$45,000.00	953717 9501399	11/3/2009	\$15,000.00	The Prospect Hill Foundation	2567
Cape Cod Commercial Hook Fishermen's Association four-year grant (FY2010-2014) toward the restoration and purchase of the Captain Nathan Harding House \$100,000.00	954119 9501649	11/3/2009	\$25,000.00	The Prospect Hill Foundation	2561
Centurion Ministries One-year (FY2010) general support \$31,500.00	954115 9501645	11/3/2009	\$31,500.00	The Prospect Hill Foundation	2562
The Correctional Association of New York one-year grant (FY2010) for the Prison Visiting Project \$36,000.00	954116 9501646	11/4/2009	\$36,000.00	The Prospect Hill Foundation	2563

Prospect Hill Foundation

EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Jacob's Pillow Dance Festival, Inc. <i>one-year (FY2010) for general support</i> \$10,000.00	954118 9501648	11/3/2009	\$10,000.00	The Prospect Hill Foundation	2564
Wave Hill Inc. <i>Three-year grant (FY2008-2010) for general operating support</i> \$75,000.00	953669 9501405	11/3/2009	\$25,000.00	The Prospect Hill Foundation	2566
The Women's Prison Association and Home (WPA) <i>one-year (FY2010) grant for the Family Preservation Program</i> \$18,000.00	954117 9501647	11/3/2009	\$18,000.00	The Prospect Hill Foundation	2565
December 2009					
Advocates for Youth <i>One-year grant (FY2010) for general support</i> \$24,000.00	954186 9501711	12/17/2009	\$24,000.00	The Prospect Hill Foundation	2599
Apeiron Institute for Sustainable Living <i>One-year grant (FY2010) for the Sustainable Rhode Island Director</i> \$32,000.00	954167 9501692	12/17/2009	\$32,000.00	The Prospect Hill Foundation	2596
Total November 2009 (7 items)			\$160,500.00		

Prospect Hill Foundation

EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Arms Control Association	954180	12/17/2009	\$50,000.00	The Prospect Hill Foundation	2587
<i>one-year grant (FY2010) for general support</i> \$50,000.00	9501705				
Association to Preserve Cape Cod, Inc.(APCC)	954168	12/17/2009	\$15,000.00	The Prospect Hill Foundation	2595
<i>one-year (FY2010) grant for general support</i> \$15,000.00	9501693				
Bulletin of the Atomic Scientists	954181	12/17/2009	\$20,000.00	The Prospect Hill Foundation	2588
<i>one-year grant (FY2010) for general support</i> \$20,000.00	9501706				
Carnegie Endowment for International Peace	954182	12/17/2009	\$50,000.00	The Prospect Hill Foundation	2590
<i>one-year grant (FY2010) for the Nuclear Policy Program</i> \$50,000.00	9501707				
Chez Bushwick, Inc.	954172	12/17/2009	\$9,000.00	The Prospect Hill Foundation	2583
<i>Center for Performance Research</i> \$9,000.00	9501697				
Cunningham Dance Foundation (AKA Merce Cunningham Dance Company)	954178	12/31/2009	\$25,000.00	The Prospect Hill Foundation	2656
<i>Three-year grant (FY2010-2012) for The Legacy Plan</i> \$75,000.00	9501703				
Friends of Van Cortlandt Park, Inc.	954173	12/17/2009	\$10,000.00	The Prospect Hill Foundation	2584
<i>One-year grant (FY2010) for general support</i> \$10,000.00	9501698				

Prospect Hill Foundation
EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Hawk Mountain Sanctuary Association	954169	12/17/2009	\$8,000.00	The Prospect Hill Foundation	2580
one-year grant (FY2010) for general support \$8,000.00	9501694				
Institute for Science and International Security	954183	12/17/2009	\$32,000.00	The Prospect Hill Foundation	2593
One-year grant (FY2010) for general support \$32,000.00	9501708				
Lincoln Center Theater (LCT)	953977	12/3/2009	\$150,000.00	The Prospect Hill Foundation	2576
Five-year grant (FY 2009-2013) for LCT's Roofstop Theater Capital Campaign \$750,000.00	9501604				
Lincoln Center Theater (LCT)	954174	12/17/2009	\$32,000.00	The Prospect Hill Foundation	2589
One-year grant (FY2010) for general support \$32,000.00	9501699				
National Latina Institute for Reproductive Health	954189	12/17/2009	\$25,000.00	The Prospect Hill Foundation	2600
One-year grant (FY2010) for general support \$30,000.00	9501714				
National Security Archive Fund	954184	12/17/2009	\$35,000.00	The Prospect Hill Foundation	2607
One-year grant (FY2010) for the Nuclear Weapons Documentation Project \$35,000.00	9501709				
Natural Resources Defense Council (NRDC)	954185	12/17/2009	\$50,000.00	The Prospect Hill Foundation	2592
One-year grant (FY2010) for the Nuclear Program \$50,000.00	9501710				

Prospect Hill Foundation
 EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The New York Botanical Garden	954176	12/17/2009	\$20,000.00	The Prospect Hill Foundation	2598
One-year grant (FY2010) for the Geographic Information Systems Laboratory \$20,000.00	9501701				
New York City Ballet	954175	12/17/2009	\$40,000.00	The Prospect Hill Foundation	2591
One-year grant (FY2010) for general support \$40,000.00	9501700				
Pilgrim Place	954019	12/17/2009	\$20,000.00	The Prospect Hill Foundation	2603
for the Napier Awards for Creative Leadership \$60,000.00	9501606				
Planned Parenthood of New York City (PPNYC)	954187	12/17/2009	\$40,000.00	The Prospect Hill Foundation	2601
One-year grant (FY2010) for general support \$40,000.00	9501712				
Planned Parenthood of Southern New England	954179	12/17/2009	\$40,000.00	The Prospect Hill Foundation	2586
One-year (FY2010) for general support \$40,000.00	9501704				
Pronatura Chiapas A.C.	953884	12/10/2009	\$25,000.00	The Prospect Hill Foundation	wire transfer
Two-year grant (FY 2009-2011) for operating support of Chiapas program Fiscal agent is Pronatura A.C. (Mexico) \$50,000.00	9501510				

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Prospect Park Alliance, Inc.	954177	12/17/2009	\$12,500.00	The Prospect Hill Foundation	2597
<i>One-year grant (FY2010) for the Natural Resources Crew \$12,500.00</i>	9501702				
Riverdale Neighborhood House (RNH)	953617	12/8/2009	\$10,000.00	The Prospect Hill Foundation	2577
<i>Three-year grant (FY 2008-2010) for the Youth Internship Program over 3 years \$30,000.00</i>	9501404				
Sexuality Information and Education Council of the United States(SIECUS)	954188	12/18/2009	\$24,000.00	The Prospect Hill Foundation	2602
<i>One-year grant (FY2010) for general support \$24,000.00</i>	9501713				
Sterling and Francine Clark Art Institute	953340	12/17/2009	\$50,000.00	The Prospect Hill Foundation	2594
<i>A six-year (FY 2006- FY 2011) grant to support the inauguration of the Clark Prize in Arts Writing in 2006 and to support Clark Prize awards in the future. \$350,000.00</i>	9500986				
The Wilderness Society (TWS)	954170	12/17/2009	\$10,000.00	The Prospect Hill Foundation	2581
<i>one-year (FY2010) grant to support the Eastern Forest Program \$10,000.00</i>	9501695				
World Resources Institute (WRI)	954171	12/17/2009	\$25,000.00	The Prospect Hill Foundation	2582
<i>one-year grant (FY2010) for the Climate and Energy Program \$25,000.00</i>	9501696				

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
January 2010 Total December 2009 \$883,500.00 (28 items)					
Center for Alternative Sentencing and Employment Services (CASES)	953780	1/6/2010	\$25,000.00	The Prospect Hill Foundation	2663
Three-year grant (FY 2008-2010) for Career Exploration Project \$75,000.00	9501411				
Central Park Conservancy, Inc.	953716	1/6/2010	\$20,000.00	The Prospect Hill Foundation	2660
Three-year Grant (FY 2008-2010) toward the cost of a zone gardener for the Harlem Meer over 3 years (\$20,000 each year) \$60,000.00	9501400				
Close Encounters With Music, Inc.	953715	1/29/2010	\$5,000.00	The Prospect Hill Foundation	2671
Three year grant (2008-2010) for general support over 3 years (\$5,000 each year) contingent upon Yehuda Hanani remaining as artistic director \$15,000.00	9501401				
The Guttman Institute	953775	1/6/2010	\$40,000.00	The Prospect Hill Foundation	2664
Three-year grant (FY 2008-2010) for general support \$120,000.00	9501418				

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Metropolitan Museum of Art	953777	1/6/2010	\$30,000.00	The Prospect Hill Foundation	2662
<i>Three-year grant (2008-2010) for general support Watson Library (\$3,500 per yr) Dept of Medieval Art (\$19,000 per yr) The Dept of Greek and Roman Art (\$7,500 per yr) \$90,000.00</i>	9501422				
<u>February 2010</u>					
Total January 2010 (5 items)			\$120,000.00		
New York Law School	953784	2/25/2010	\$7,500.00	The Prospect Hill Foundation	2678
<i>Three-year grant (FY 2008-2010) in support of the publications of the New York City Law(contingent on Ross Sandler's continued leadership) \$22,500.00</i>	9501413				
Nickerson Family Association, Inc.	953720	2/24/2010	\$7,500.00	The Prospect Hill Foundation	2677
<i>Three-year grant (FY 2008-2010) for the Irving history program over 3 years (\$10,000 in year 1, \$7,500 in year 2, and \$7,500 in year 3), contingent upon receipt of satisfactory project budgets each year \$25,000.00</i>	9501403				
<u>April 2010</u>					
Total February 2010 (2 items)			\$15,000.00		

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Children's Defense Fund	954806	4/19/2010	\$35,000.00	The Prospect Hill Foundation	3024
<i>Juvenile Justice Program</i> \$35,000.00	9502312				
Community Connections for Youth	954807	4/19/2010	\$40,000.00	The Prospect Hill Foundation	3019
<i>Reclaiming Our Youth</i> \$40,000.00	9502313				
Friends of Cape Cod National Seashore	954811	4/30/2010	\$10,000.00	The Prospect Hill Foundation	3032
<i>one-year grant (FY2010) to support the Campaign for Old Harbor</i> \$10,000.00	9502317				
The Henry L. Stimson Center	954810	4/19/2010	\$25,000.00	The Prospect Hill Foundation	3022
<i>"Transformative Steps toward Nuclear Zero"</i> \$25,000.00	9502316				
National Latina Institute for Reproductive Health	954808	4/19/2010	\$25,000.00	The Prospect Hill Foundation	3023
<i>New York City chapter</i> \$25,000.00	9502314				
The Nature Conservancy	954813	4/30/2010	\$50,000.00	The Prospect Hill Foundation	3033
<i>four-year grant (FY2010-2013) for the Heart of the Adirondacks project</i> \$150,000.00	9502319				
Union of Concerned Scientists	954809	4/19/2010	\$28,000.00	The Prospect Hill Foundation	3021
<i>"New U.S. Nuclear Weapons Policy"</i> \$28,000.00	9502315				

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
<u>May 2010</u>					
		Total April 2010 (7 items)	\$213,000.00		
Lambi Fund of Haiti	954812	5/3/2010	\$30,000.00	The Prospect Hill Foundation	3031
one-year grant to build four 4500 gallon cisterns, with Lambi support and materials, and with local labor \$30,000.00	9502318				
<u>June 2010</u>					
		Total May 2010 (1 item)	\$30,000.00		
(Calas) Centro de Accion Legal-Ambiental Social de Guatemala two-year (FY2010-2012) grant to provide general support for CALAS \$31,250.00	954837 9502343	6/14/2010	\$18,750.00	The Prospect Hill Foundation	3060
The Arms Control Association one-year (FY2011) grant for the New Voices Nonproliferation Fellowship \$20,000.00	954839 9502345	6/14/2010	\$20,000.00	The Prospect Hill Foundation	3062
Bat Theatre Inc. (AKA Flea Theater) Three-year grant (FY 2008-2011) for general support \$30,000.00	953888 9501489	6/14/2010	\$10,000.00	The Prospect Hill Foundation	3079

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Bronx River Alliance <i>one-year (FY2011) grant for general support</i> \$12,500.00	954840 9502346	6/14/2010	\$12,500.00	The Prospect Hill Foundation	3063
Cape Cod Commercial Hook Fishermen's Association <i>one-year (FY2011) for general support</i> \$25,000.00	954820 9502326	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3045
Cape Cod Commercial Hook Fishermen's Association <i>four-year grant (FY2010-2014) toward the restoration and purchase of the Captain Nathan Harding House</i> \$100,000.00	954119 9501649	6/14/2010	\$75,000.00	The Prospect Hill Foundation	3070
Cape Cod Community College Educational Foundation <i>one-year (FY2010) grant for the William Brewster Nickerson Cape Cod History Archive</i> \$25,000.00	954841 9502347	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3064
Center for Arms Control and Non-Proliferation <i>one-year (FY2010) grant for "Building Momentum for Nuclear Arms Reduction in 2010"</i> \$25,000.00	954842 9502348	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3065
Conservation Law Foundation <i>one-year (FY2011) grant for the Rhode Island Advocacy Center</i> \$25,000.00	954843 9502349	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3066

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Cunningham Dance Foundation (AKA Merce Cunningham Dance Company) <i>Three-year grant (FY2010-2012) for The Legacy Plan</i> \$75,000.00	954178 9501703	6/14/2010	\$50,000.00	The Prospect Hill Foundation	3072
EcoLogic Development Fund <i>two-year (FY2011-2012) grant for general support of Guatemala activities</i> \$43,750.00	954831 9502337	6/14/2010	\$26,250.00	The Prospect Hill Foundation	3055
Environment Council of Rhode Island Education Fund (as a fiscal agent for the Coalition for Warter Security) <i>one-year (FY2011) grant for the Coalition for Transportation Choices</i> \$40,000.00	954822 9502328	6/14/2010	\$40,000.00	The Prospect Hill Foundation	3046
Gulf Coast Fund for Community Renewal and Ecological Health at Rockefeller Philanthropy Advisors <i>emergency response to the BP Oil Drilling Disaster</i> \$25,000.00	954819 9502325	6/2/2010	\$25,000.00	The Prospect Hill Foundation	3043
Institute for Science and International Security <i>in honor of John Redick's contribution to the field of nuclear nonproliferation</i> \$5,000.00	954847 9502353	6/14/2010	\$5,000.00	The Prospect Hill Foundation	3081
International Planned Parenthood Federation, Western Hemisphere Region <i>two-year (FY2010-2012) grant to APROFAM for the San Benito Youth Clinic</i> \$43,750.00	954832 9502338	6/14/2010	\$26,250.00	The Prospect Hill Foundation	3056

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Marie Stopes International, Ltd. <i>two-year (FY2010-2012) to support activities in Chiapas, Mexico</i> \$43,750.00	954833 9502339	6/14/2010	\$26,250.00	The Prospect Hill Foundation	3057
Natural History Museum of the Adirondacks (dba The Wild Center) <i>one-year (FY2011) for general support</i> \$10,000.00	954830 9502336	6/14/2010	\$10,000.00	The Prospect Hill Foundation	3054
Natural Resources Defense Council (NRDC) <i>one-year (FY2011) to support the New York Atlantic Ocean Protection Initiative</i> \$35,000.00	954844 9502350	6/14/2010	\$35,000.00	The Prospect Hill Foundation	3067
New York League of Conservation Voters Education Fund (NYLCVEF) <i>one-year (FY2011) grant for the New York City program</i> \$15,000.00	954823 9502329	6/14/2010	\$15,000.00	The Prospect Hill Foundation	3047
New York Philharmonic (Philharmonic Symphony Society of NY) <i>Three-year grant (FY 2008 - 2011) for general support</i> \$105,000.00	953892 9501492	6/14/2010	\$35,000.00	The Prospect Hill Foundation	3076
New York Public Library <i>Three-year (FY 2008 - 2011) for the Digital Library Program</i> \$75,000.00	953891 9501493	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3075

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
OpenDoors Rhode Island <i>one-year (FY2011) grant for the Resource Center</i> \$25,000.00	954828 9502334	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3052
Open Space Institute <i>one-year (FY2011) grant for restoration work on the Tahavus Property</i> \$30,000.00	954824 9502330	6/14/2010	\$30,000.00	The Prospect Hill Foundation	3048
Partnership Project, Inc. <i>one-year (FY2011) grant for general support</i> \$20,000.00	954825 9502331	6/14/2010	\$20,000.00	The Prospect Hill Foundation	3049
Pilgrim Place <i>for the Napier Awards for Creative Leadership</i> \$60,000.00	954019 9501606	6/14/2010	\$20,000.00	The Prospect Hill Foundation	3073
Planned Parenthood Federation of America, Inc. (PPFA) <i>two-year (FY2010-2012) grant for general support of Tam Ux'il in the Peten, Guatemala</i> \$25,000.00	954834 9502340	6/14/2010	\$15,000.00	The Prospect Hill Foundation	3058
Ploughshares Fund, Inc. <i>Three-year grant (FY 2008-2011) for project support of the Peace and Security Funders Group</i> \$15,000.00	953874 9501488	6/14/2010	\$5,000.00	The Prospect Hill Foundation	3077

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Pro Mujer one-year (FY2011) grant to support the coordination of reproductive health services \$35,000.00	954829 9502335	6/14/2010	\$35,000.00	The Prospect Hill Foundation	3053
Protect the Adirondacks! one-year (FY2011) grant for Marketing, Communications and Advocacy \$30,000.00	954826 9502332	6/14/2010	\$30,000.00	The Prospect Hill Foundation	3050
Save The Bay, Inc. one-year (FY2011) grant for advocacy work \$25,000.00	954845 9502351	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3068
St. Luke's-Roosevelt Hospital Center Three-year grant (FY 2008-2011) for fellows at the Arrhythmia Institute (\$37,500) and the C.Y. Starr Hand Surgery Center (\$37,500) \$75,000.00	953877 9501494	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3074
Sterling and Francine Clark Art Institute A six-year (FY 2006- FY 2011) grant to support the inauguration of the Clark Prize in Arts Writing in 2006 and to support Clark Prize awards in the future. \$350,000.00	953340 9500986	6/14/2010	\$100,000.00	The Prospect Hill Foundation	3071
Sterling and Francine Clark Art Institute one-year (FY2011) for general operating support \$10,000.00	954827 9502333	6/14/2010	\$10,000.00	The Prospect Hill Foundation	3051

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Vera Institute of Justice	954846	6/14/2010	\$40,000.00	The Prospect Hill Foundation	3069
one-year (FY2011) grant for the Center on Youth Justice's Alternative to Detention Program \$40,000.00	9502352				
Wildlife Conservation Society	954836	6/14/2010	\$37,500.00	The Prospect Hill Foundation	3059
two-year (FY2010-2012) for community-based conservation in the Maya Biosphere Reserve, Guatemala \$62,500.00	9502342				
The Women's Fund of Rhode Island	953898	6/14/2010	\$25,000.00	The Prospect Hill Foundation	3078
Three-year grant (FY 2008 - 2011) for staff development \$75,000.00	9501504				
World Neighbors	954838	6/14/2010	\$26,250.00	The Prospect Hill Foundation	3061
two-year (FY2010-2012) grant for work in Atitlan Basin, Guatemala \$43,750.00	9502344				
Yale University	953587	6/7/2010	\$500,000.00	The Prospect Hill Foundation	3044
Five-year grant (FY 2007-2012) toward the Yale SOM new campus. \$2,500,000.00	9501255				
Yale University	953587	6/7/2010	\$100,000.00	The Prospect Hill Foundation	3044
Five-year grant (FY 2007-2012) toward the Yale SOM new campus. \$2,500,000.00	9501255				

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Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Yale University	953587	6/8/2010	(\$500,000.00)	The Prospect Hill Foundation	VOID - 3044
Five-year grant (FY 2007-2012) toward the Yale SOM new campus. \$2,500,000.00	9501255				Void of Payment [3836] for \$500,000, paid on 6/7/2010.
Total June 2010 (40 items) \$1,123,750.00					
Grand Total (94 items) \$2,645,750.00					

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Attachment: Pg 11 Part XV 3a

Recipient Organization (ID/VEND#)	Gift	Payment	Award
Match ID Donor Name (SS#EMP#)	Date	Date	Amount Gift Type
949 Beinecke, William S. (1)	4/9/2009		\$250.00 Cash
American Parkinson Disease Association, Inc. (3351)			
866 Lefkowitz, Julie (0)	6/16/2009		\$200.00 Cash
American Red Cross (ARC)			
1083 Elston, Carrie (9)	1/13/2010	3/31/2010	\$200.00 Cash
1041 Elston, Lizzie (12)	1/14/2010	3/31/2010	\$1,000.00 Cash
1076 Mass-Jackson, Miriam (0)	1/15/2010	3/31/2010	\$100.00 Cash
1048 Barletta, Robert (0)	1/21/2010	3/31/2010	\$200.00 Cash
	4 Gifts		\$1,500.00
Andrew Goodman Foundation (3483)			
965 Willgerodt, Penny Fujiko (0)	11/22/2009		\$100.00 Cash
Animal Medical Center (AMC)			
998 Beinecke, John B. (4)	10/23/2009	12/28/2009	\$500.00 Cash
Anshe Emeth Memorial Temple (3441)			
889 Buchman, Sheri (0)	4/20/2009		\$72.00 Cash
878 Mass-Jackson, Miriam (0)	5/5/2009		\$100.00 Cash
	2 Gifts		\$172.00
Asian American Arts Alliance (3457)			
912 Willgerodt, Penny Fujiko (0)	8/12/2009		\$200.00 Cash
981 Willgerodt, Penny Fujiko (0)	11/11/2009	12/28/2009	\$200.00 Cash
	2 Gifts		\$400.00
Association to Preserve Cape Cod, Inc.(APCC) (1234)			
914 Beinecke, William S. (1)	8/12/2009	10/30/2009	\$200.00 Cash
The Association for the Protection of Adirondacks (AFPA) (1150)			
856 Beinecke, Frances (0)	5/21/2009		\$1,000.00 Cash
Ausable Club Preservation Foundation (3486)			
984 Beinecke, William S. (1)	11/2/2009		\$250.00 Cash
Bat Theatre Inc. (AKA Flea Theater) (2865)			
991 Elston, Carrie (9)	3/17/2009	12/28/2009	\$200.00 Cash
982 Beinecke, John B. (4)	12/16/2009	12/28/2009	\$1,700.00 Cash
1071 Beinecke, Jacob S. (7)	2/8/2010	3/31/2010	\$200.00 Cash
	3 Gifts		\$2,100.00
Berkshire Botanical Garden (BGC)			
891 Beinecke, Frederick W. (3)	3/19/2009		\$700.00 Cash
1081 Beinecke, Frederick W. (3)	3/3/2010	3/31/2010	\$700.00 Cash
	2 Gifts		\$1,400.00
Best Friends Animal Society (3100)			
846 Barletta, Robert (0)	5/26/2009		\$200.00 Cash

Recipient Organization (ID/VEND#)		Gift	Payment	Award	
Match ID	Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
Bishop Ford Central Catholic High School (3445\)					
902	Barletta, Robert (0)	7/9/2009		\$668.00	Cash
Bronx River Alliance (2776\)					
858	Beinecke, Benjamin (8)	5/1/2009		\$500.00	Cash
The Brooklyn Academy of Music, Inc. (BAM\)					
1074	Elston, Lizzie (12)	2/10/2010	3/31/2010	\$1,638.00	Cash
Brooklyn Community Foundation (3596\)					
1080	Willgerodt, Penny Fujiko (0)	2/15/2010	3/17/2010	\$200.00	Cash
Brown University (3151\)					
929	Beinecke, Sarah (6)	6/18/2009	10/30/2009	\$6,700.00	Stock
1063	Elston, Mary (0)	2/2/2010	3/31/2010	\$500.00	Cash
			2 Gifts	\$7,200.00	
Cape Cod Chamber Music Festival (3468\)					
937	Beinecke, William S. (1)	7/8/2009	10/30/2009	\$3,000.00	Cash
The Center for Food Safety (2932\)					
1052	Beinecke, Benjamin (8)	12/7/2009	3/31/2010	\$1,000.00	Cash
Central Park Conservancy, Inc. (CENTRAL\)					
1019	Beinecke, William S. (1)	11/17/2009	3/31/2010	\$250.00	Cash
Centurion Ministries (CENT\)					
917	Beinecke, William S. (1)	8/12/2009	10/30/2009	\$1,000.00	Cash
The Chamber Music Society of Lincoln Center, Inc. (CMSLC\)					
901	Beinecke, Frederick W. (3)	7/14/2009		\$500.00	Cash
Charity: Water (3500\)					
1038	Beinecke, Benjamin (8)	12/4/2009	3/31/2010	\$700.00	Cash
Chatham Conservation Foundation (3177\)					
962	Beinecke, William S. (1)	12/17/2009	12/28/2009	\$250.00	Cash
The Chatham Historical Society (3094\)					
906	Beinecke, Frances (0)	6/4/2009		\$500.00	Cash
Chautauqua Opera Endowment Fund (3460\)					
922	Beinecke, Frederick W. (3)	8/13/2009	10/30/2009	\$2,500.00	Cash
Friends of Chesterwood (3156\)					
951	Beinecke, Frederick W. (3)	3/19/2009		\$700.00	Cash
Christian Herald Association dba The Bowery Mission (3487\)					
986	Beinecke, William S. (1)	10/6/2009	12/28/2009	\$150.00	Cash

Recipent Organization (ID\VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
The City College Fund (3149\)				
851	Mass-Jackson, Miriam (0)	6/15/2009	\$200.00	Cash
1047	Mass-Jackson, Miriam (0)	12/29/2009 3/31/2010	\$300.00	Cash
		2 Gifts	\$500.00	
City Harvest, Inc. (CHI\)				
879	Lefkowitz, Julie (0)	4/23/2009	\$200.00	Cash
983	Lefkowitz, Julie (0)	10/21/2009	\$300.00	Cash
1088	Stiller, Janet (0)	12/29/2009 3/31/2010	\$100.00	Cash
		3 Gifts	\$600.00	
CitySeed, Inc. (3594\)				
1075	Beinecke, Benjamin (8)	12/7/2009 3/31/2010	\$500.00	Cash
Claverack Library (3480\)				
961	Eiseman, Constance (0)	12/1/2009	\$100.00	Cash
Close Encounters With Music, Inc. (1667\)				
907	Beinecke, Frederick W. (3)	9/9/2009 10/30/2009	\$2,000.00	Cash
Columbia Land Conservancy (CLC\)				
935	Eiseman, Constance (0)	7/2/2009 10/30/2009	\$200.00	Cash
Columbia University School of Law (COL-LAW\)				
911	Beinecke, William S. (1)	7/29/2009 10/30/2009	\$250.00	Cash
Community Health Programs (3446\)				
904	Beinecke, Frederick W. (3)	7/7/2009	\$400.00	Cash
Community MusicWorks (2687\)				
1016	Beinecke, Sarah (6)	12/22/2009 4/1/2010	\$400.00	Cash
Connecticut Public Broadcasting, Inc. (3358\)				
1014	Beinecke, Benjamin (8)	12/8/2009 4/1/2010	\$600.00	Cash
The Correctional Association of New York (CANY\)				
913	Beinecke, William S. (1)	7/15/2009 10/30/2009	\$500.00	Cash
Covenant House Florida (3488\)				
995	Beinecke, William S. (1)	8/12/2009 12/28/2009	\$250.00	Cash
Delray Beach Historical Society (3463\)				
928	Beinecke, William S. (1)	7/23/2009 10/30/2009	\$70.00	Cash
Disabled American Veterans Charitable Service Trust (3147\)				
848	Lefkowitz, Julie (0)	5/27/2009	\$400.00	Cash
Doctors Without Borders USA, Inc. (3159\)				
1043	Greenstein, Summer (0)	1/7/2010 4/1/2010	\$600.00	Cash

Recipient Organization (ID/VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
1060 Elston, Mary O	1/14/2010	4/1/2010	\$200.00	Cash
		2 Gifts	\$800.00	
Easter Seals (3433\)				
845 Beinecke, William S. (1)	5/28/2009		\$200.00	Cash
Egremont Land Trust (3154\)				
921 Beinecke, Frederick W. (3)	8/13/2009	10/30/2009	\$200.00	Cash
El Museo del Barrio (EMDB\)				
969 Beinecke, John B. (4)	11/16/2009		\$5,000.00	Cash
1091 Mass-Jackson, Miriam (0)	2/1/2010	4/1/2010	\$50.00	Cash
		2 Gifts	\$5,050.00	
Eldredge Public Library (3439\)				
872 Beinecke, William S. (1)	4/30/2009		\$200.00	Cash
927 Beinecke, William S. (1)	8/5/2009	10/30/2009	\$100.00	Cash
		2 Gifts	\$300.00	
Exhale An After-Abortion Counseling Talkline (3280\)				
980 Beinecke, Jacob S. (7)	11/3/2009	12/28/2009	\$1,000.00	Cash
Fifth Avenue Presbyterian Church (FAPC\)				
897 Beinecke, William S. (1)	5/11/2009		\$10,000.00	Cash
1054 Beinecke, William S. (1)	1/20/2010	4/1/2010	\$15,000.00	Cash
		2 Gifts	\$25,000.00	
Fisher Center Foundation for Alzheimer's Research (3459\)				
918 Lefkowitz, Julie (0)	8/13/2009	10/30/2009	\$200.00	Cash
Food Bank of New York City (3382\)				
952 Lefkowitz, Julie (0)	2/12/2009		\$500.00	Cash
925 Lefkowitz, Julie (0)	7/22/2009	10/30/2009	\$400.00	Cash
		2 Gifts	\$900.00	
The Fresh Air Fund (622\)				
896 Eiseman, Constance (0)	5/22/2009		\$500.00	Cash
Friends of Monomoy Theatre, Inc. (3139\)				
880 Beinecke, William S. (1)	5/4/2009		\$300.00	Cash
Friends of the High Line (2607\)				
857 Beinecke, Benjamin (8)	5/4/2009		\$300.00	Cash
G.R.A.C.E. International, Inc. (3424\)				
953 Willgerodt, Penny Fujiko (0)	3/30/2009		\$300.00	Cash
Gay Men's Health Crisis (1638\)				
852 Barletta, Robert (0)	5/6/2009		\$50.00	Cash
881 Beinecke, Benjamin (8)	5/8/2009		\$200.00	Cash

Recipient Organization (ID/VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#/EMP#)	Date	Date	Amount	Gift Type
855 Mass-Jackson, Miriam (0)	5/13/2009		\$50.00	Cash
		3 Gifts	\$300.00	
George Washington Institute for Religious Freedom (3600\)				
1086 Beinecke, Frederick W. (3)	2/17/2010	4/1/2010	\$700.00	Cash
Georgia O'Keeffe Museum (3440\)				
875 Beinecke, Frederick W. (3)	5/1/2009		\$2,000.00	Cash
Gift of Life Bone Marrow Foundation (3499\)				
1037 Seidel, David (0)	12/31/2009	4/1/2010	\$400.00	Cash
The Global Fund for Women (GFFW\)				
1021 Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$2,000.00	Cash
Global Greengrants Fund Inc. (1443\)				
973 Beinecke, Jacob S. (7)	11/13/2009	12/28/2009	\$4,000.00	Cash
1029 Beinecke, Frederick W. (3)	12/7/2009	4/1/2010	\$1,000.00	Cash
		2 Gifts	\$5,000.00	
Grace Foundation of New York (3625\)				
1093 Mass-Jackson, Miriam (0)	9/1/2009		\$100.00	Cash
Great Barrington Land Conservancy (2821\)				
954 Beinecke, Frederick W. (3)	3/19/2009		\$200.00	Cash
Grist Magazine, Inc. (3438\)				
868 Willgerodt, Penny Fujiko (0)	5/21/2009		\$240.00	Cash
Guiding Eyes for the Blind (3072\)				
895 Lefkowitz, Julie (0)	6/16/2009		\$400.00	Cash
Humane Society of the United States (3106\)				
1064 Barletta, Robert (0)	2/3/2010	4/1/2010	\$200.00	Cash
Indiana University Foundation (3102\)				
1051 McConnell, Thomas P. (0)	12/30/2009	4/1/2010	\$200.00	Cash
Initiative to Educate Afghan Women (3220\)				
1011 Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$1,000.00	Cash
International Eye Foundation (3071\)				
948 Lefkowitz, Julie (0)	10/21/2009	10/30/2009	\$150.00	Cash
Irvington Volunteer Ambulance Corp (3189\)				
1015 Lefkowitz, Julie (0)	12/18/2009	4/1/2010	\$100.00	Cash
Jamestown Art Center (3464\)				
930 Beinecke, Sarah (6)	7/30/2009	10/30/2009	\$16,666.00	Cash

Recipient Organization (ID/VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
The Keewaydin Foundation (2192)				
1000 Beinecke, Benjamin (8)	10/10/2009	12/28/2009	\$2,000.00	Cash
Konbit Pou Aylti (3601)				
1090 Willgerodt, Penny Fujiko (0)	2/15/2010	4/1/2010	\$100.00	Cash
Lambi Fund of Haiti (3501)				
1039 Elston, Lizzie (12)	1/14/2010	4/1/2010	\$1,000.00	Cash
1061 Elston, Mary (0)	1/14/2010	4/1/2010	\$200.00	Cash
1084 Willgerodt, Penny Fujiko (0)	2/15/2010	4/1/2010	\$500.00	Cash
		3 Gifts	\$1,700.00	
Lincoln Center for the Performing Arts (LINCOLN)				
1077 Beinecke, Frederick W. (3)	2/22/2010	4/1/2010	\$2,500.00	Cash
Lincoln Center Theater (LCT) (LCT)				
916 Beinecke, John B. (4)	8/26/2009	10/30/2009	\$24,000.00	Cash
1057 Beinecke, Frederick W. (3)	1/25/2010	4/1/2010	\$1,700.00	Cash
		2 Gifts	\$25,700.00	
Lincoln Square Synagogue Inc. (3245)				
947 Steinmetz, Martha (0)	10/23/2009	10/30/2009	\$50.00	Cash
Long Island Alzheimer's Foundation, Inc. (LIAF) (3336)				
874 Mass-Jackson, Miriam (0)	5/5/2009		\$100.00	Cash
Lyric Chamber Music Society (3456)				
908 Beinecke, William S. (1)	10/1/2009	10/30/2009	\$9,000.00	Cash
1056 Beinecke, William S. (1)	1/20/2010	4/1/2010	\$9,000.00	Cash
		2 Gifts	\$18,000.00	
Marine Corps Scholarship Foundation (3496)				
1017 Beinecke, William S. (1)	10/13/2009	4/1/2010	\$250.00	Cash
Masonic Brotherhood Fund (3465)				
931 Mass-Jackson, Miriam (0)	7/6/2009	10/30/2009	\$200.00	Cash
Memorial Sloan-Kettering Cancer Center (MEMORIAL)				
978 Beinecke, William S. (1)	11/2/2009	12/28/2009	\$250.00	Cash
1089 Lefkowitz, Julie (0)	1/30/2010	4/1/2010	\$100.00	Cash
		2 Gifts	\$350.00	
Mercy Corps (3219)				
1050 Greenstein, Summer (0)	1/25/2010	4/1/2010	\$50.00	Cash
1062 Elston, Mary (0)	2/2/2010	4/1/2010	\$1,000.00	Cash
		2 Gifts	\$1,050.00	
The Metropolitan Museum of Art (MET)				
1027 Barletta, Robert (0)	12/26/2009	4/1/2010	\$320.00	Cash

Recipient Organization (ID/VEND#)		Gift	Payment	Award	
Match ID	Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
Metropolitan Opera (3458\)					
915	Beinecke, William S. (1)	7/14/2009	10/30/2009	\$4,000.00	Cash
Multiple Sclerosis Society (3136\)					
871	Seidel, David (0)	4/10/2009		\$150.00	Cash
870	Stiller, Janet (0)	4/13/2009		\$72.00	Cash
869	Beinecke, Frederick W. (3)	4/15/2009		\$200.00	Cash
865	Mass-Jackson, Miriam (0)	5/5/2009		\$50.00	Cash
861	Elston, Carrie (9)	5/6/2009		\$100.00	Cash
860	Buchman, Sheri (0)	5/14/2009		\$316.00	Cash
862	Lefkowitz, Julie (0)	5/14/2009		\$50.00	Cash
863	Beinecke, William S. (1)	5/14/2009		\$100.00	Cash
864	Barletta, Robert (0)	5/29/2009		\$100.00	Cash
859	Willgerodt, Penny Fujiko (0)	6/8/2009		\$60.00	Cash
1046	Stiller, Janet (0)	12/29/2009	4/1/2010	\$100.00	Cash
11 Gifts				\$1,298.00	
National Ataxia Foundation, Inc. (3379\)					
1042	Seidel, David (0)	12/31/2009	4/1/2010	\$500.00	Cash
National Gallery of Art (3470\)					
941	Beinecke, Frederick W. (3)	10/8/2009	10/30/2009	\$15,000.00	Cash
Natural History Museum of the Adirondacks (dba The Wild Center) (2732\)					
975	Beinecke, William S. (1)	11/23/2009	12/28/2009	\$250.00	Cash
Natural Resources Defense Council (NRDC) (NRDC\)					
888	Beinecke, William S. (1)	4/24/2009		\$250.00	Cash
967	Elston, Carrie (9)	10/22/2009	12/28/2009	\$420.00	Cash
1045	Beinecke, Frances (0)	12/17/2009	4/1/2010	\$20,000.00	Stock
3 Gifts				\$20,670.00	
The Nature Conservancy (NC\)					
1059	Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$700.00	Cash
New Jersey Conservation Foundation (NJCF\)					
926	Beinecke, William S. (1)	7/30/2009	10/30/2009	\$250.00	Cash
New York City Ballet (NYCB\)					
873	Beinecke, Frederick W. (3)	4/2/2009		\$5,000.00	Cash
New York City Opera (21\)					
946	Beinecke, Frederick W. (3)	8/28/2009	10/30/2009	\$1,000.00	Cash
New York City Rescue Mission (3137\)					
1026	Barletta, Robert (0)	12/26/2009	4/1/2010	\$200.00	Cash
1092	Seidel, David (0)	12/31/2009	4/1/2010	\$400.00	Cash
2 Gifts				\$600.00	

Recipient Organization (ID VEND#)	Gift	Payment	Award	
Match ID	Donor Name (SS#EMP#)	Date	Date	Amount Gift Type
New York Philharmonic (Philharmonic Symphony Society of NY) (NYP)				
892	Stiller, Janet (0)	4/16/2009		\$72.00 Cash
886	Mass-Jackson, Miriam (0)	5/5/2009		\$100.00 Cash
885	Wool, Linda (0)	5/8/2009		\$100.00 Cash
		3 Gifts		\$272.00
New York Public Library (NYPL)				
999	Beinecke, William S. (1)	10/19/2009	12/28/2009	\$250.00 Cash
1067	Mass-Jackson, Miriam (0)	12/11/2009	4/1/2010	\$200.00 Cash
		2 Gifts		\$450.00
New York Restoration Project (3435)				
853	Beinecke, Benjamin (8)	4/12/2009		\$600.00 Cash
1003	Beinecke, Benjamin (8)	12/4/2009	12/28/2009	\$620.00 Cash
		2 Gifts		\$1,220.00
New York Road Runners Foundation (3471)				
942	Stiller, Janet (0)	10/13/2009	10/30/2009	\$500.00 Cash
New York Society Library (2950)				
1001	Beinecke, William S. (1)	10/5/2009	12/28/2009	\$1,000.00 Cash
New York Times Neediest Cases Fund (3108)				
1022	Lefkowitz, Julie (0)	12/18/2009	4/1/2010	\$600.00 Cash
New York Youth Symphony (NY YOUTH)				
994	Beinecke, William S. (1)	10/28/2009		\$1,000.00 Cash
993	Barletta, Robert (0)	10/31/2009		\$200.00 Cash
		2 Gifts		\$1,200.00
New Yorkers for Parks (TPC)				
985	Beinecke, William S. (1)	11/9/2009	12/28/2009	\$250.00 Cash
Newark Public Radio (3374)				
1079	Willgerodt, Penny Fujiko (0)	2/6/2010	4/1/2010	\$300.00 Cash
Newport Art Museum (3192)				
1010	Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$350.00 Cash
Ocean Reef Medical Center Foundation, Inc. (3426)				
955	Beinecke, William S. (1)	3/27/2009		\$250.00 Cash
The Olana Partnership (1661)				
844	Eiseman, Constance (0)	6/25/2009		\$120.00 Cash
Organic Farming Research Foundation (3484)				
971	Willgerodt, Penny Fujiko (0)	11/15/2009	12/28/2009	\$50.00 Cash
Our Lady of Fatima (3127)				
847	Foskett, Nettie (0)	6/30/2009		\$240.00 Cash

Recipient Organization (ID/VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
1066 Foskett, Nettie (0)	12/31/2009	4/1/2010	\$1,440.00	Cash
		2 Gifts	\$1,680.00	
Page 73 Productions, Inc. (3423\)				
956 Beinecke, John B. (4)	3/26/2009		\$1,000.00	Cash
968 Elston, Carrie (9)	11/5/2009	12/28/2009	\$700.00	Cash
		2 Gifts	\$1,700.00	
Parkinson's Disease Foundation (3429\)				
923 Lefkowitz, Julie (0)	8/17/2009	10/30/2009	\$200.00	Cash
Partners In Health (3509\)				
1065 Barletta, Robert (0)	2/3/2010	4/1/2010	\$200.00	Cash
Pequot Library Association (3437\)				
867 Beinecke, William S. (1)	5/26/2009		\$250.00	Cash
Perishable Theatre (see AS 220, Inc) (2621\)				
1031 Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$400.00	Cash
Perkins School for the Blind (3109\)				
945 Lefkowitz, Julie (0)	10/21/2009	10/30/2009	\$150.00	Cash
Phillips Academy (PHILLIPS)				
883 Beinecke, William S. (1)	4/28/2009		\$250.00	Cash
903 Beinecke, Frederick W. (3)	6/30/2009		\$4,000.00	Cash
959 Beinecke, Benjamin (8)	12/4/2009	12/28/2009	\$500.00	Cash
		3 Gifts	\$4,750.00	
Phillips Exeter Academy (PEA)				
1035 Seidel, David (0)	12/31/2009	4/1/2010	\$300.00	Cash
The Pingry School (PINGRY)				
850 Beinecke, Frederick W. (3)	6/9/2009		\$300.00	Cash
1018 Beinecke, Frederick W. (3)	12/7/2009	4/1/2010	\$350.00	Cash
		2 Gifts	\$650.00	
Planned Parenthood Federation of America, Inc. (PPFA) (PPFA)				
939 Lefkowitz, Julie (0)	9/15/2009	10/30/2009	\$200.00	Cash
The Presbyterian Church of Pleasantville (3124\)				
1073 McConnell, Thomas P. (0)	2/19/2010	4/1/2010	\$2,080.00	Cash
Prospect Park Alliance, Inc. (PPA)				
989 Elston, Carrie (9)	1/6/2009		\$60.00	Cash
1008 Elston, Lizzie (12)	5/29/2009		\$150.00	Cash
992 Elston, Lizzie (12)	7/9/2009		\$430.00	Cash
966 Elston, Lizzie (12)	12/9/2009		\$502.00	Cash
1082 Elston, Lizzie (12)	3/16/2010	4/1/2010	\$200.00	Cash
		5 Gifts	\$1,342.00	

Recipient Organization (IDIVEND#)		Gift	Payment	Award	
Match ID	Donor Name (SS# EMP#)	Date	Date	Amount	Gift Type
Reeves-Reed Arboretum (3489\)					
997	Beinecke, William S. (1)	10/26/2009	12/28/2009	\$200.00	Cash
Rhode Island Community Food Bank Association (3165\)					
1028	Beinecke, Sarah (6)	12/28/2009	4/1/2010	\$1,000.00	Cash
Rhode Island Free Clinic (3497\)					
1023	Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$400.00	Cash
Riverdale Presbyterian Church (2293\)					
905	Beinecke, Frances (0)	6/12/2009		\$2,000.00	Cash
Robertson-Hoyt Research Fund (3210\)					
996	Beinecke, William S. (1)	10/5/2009	12/28/2009	\$250.00	Cash
Robin Hood Foundation (3131\)					
1012	Lefkowitz, Julie (0)	11/11/2009	4/1/2010	\$600.00	Cash
The Ronald McDonald House of New York (2387\)					
894	Buchman, Sheri (0)	3/30/2009		\$50.00	Cash
Rudolf Steiner School, Inc. (3061\)					
988	Beinecke, W. Barrett (10)	7/8/2009	12/28/2009	\$100.00	Cash
Safe Horizon (1654\)					
887	Beinecke, Frederick W. (3)	5/5/2009		\$500.00	Cash
Saint Peter's Preparatory School (3444\)					
884	Beinecke, William S. (1)	4/20/2009		\$250.00	Cash
Save The Bay, Inc. (STB\)					
1020	Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$3,000.00	Cash
Sesame Workshop (3228\)					
957	Lefkowitz, Julie (0)	3/6/2009		\$200.00	Cash
Seventh Regiment Armory Conservancy, Inc. (3253\)					
976	Beinecke, William S. (1)	11/17/2009	12/28/2009	\$250.00	Cash
Southern Vermont Arts Center (3196\)					
974	Beinecke, William S. (1)	11/23/2009		\$250.00	Cash
Special Olympics (2357\)					
933	Buchman, Sheri (0)	7/1/2009		\$50.00	Cash
St. Ann Church (3479\)					
1006	Mass-Jackson, Miriam (0)	12/11/2009	12/28/2009	\$200.00	Cash
St. Jude Children's Research Hospital (2302\)					
876	Buchman, Sheri (0)	4/22/2009		\$50.00	Cash

Recipient Organization (ID\VEND#)	Gift	Payment	Award	
Match ID Donor Name (SS#EMP#)	Date	Date	Amount	Gift Type
St. Luke's-Roosevelt Hospital Center (SLRHC)				
940 Beinecke, William S. (1)	10/7/2009	10/30/2009	\$1,000.00	Cash
Susan G. Komen Breast Cancer Foundation (3142\)				
910 Buchman, Sheri (0)	9/11/2009		\$50.00	Cash
1044 Stiller, Janet (0)	12/29/2009	4/1/2010	\$100.00	Cash
		2 Gifts	\$150.00	
Thinkdance, Inc. (3466\)				
932 Willgerodt, Penny Fujiko (0)	7/25/2009	10/30/2009	\$70.00	Cash
Transportation Alternatives (3481\)				
963 Greenstein, Summer (0)	9/23/2009	12/28/2009	\$60.00	Cash
Trinity College (3286\)				
1036 Seidel, David (0)	12/31/2009	4/1/2010	\$300.00	Cash
Trinity School (3434\)				
849 Beinecke, Jacob S. (7)	6/15/2009		\$2,000.00	Cash
1005 Beinecke, Benjamin (8)	12/4/2009	12/28/2009	\$500.00	Cash
		2 Gifts	\$2,500.00	
U.S. Holocaust Memorial Museum Council (3125\)				
890 Lefkowitz, Julie (0)	4/23/2009		\$200.00	Cash
University of Albany Foundation (3122\)				
1068 Lefkowitz, Julie (0)	1/20/2010	4/1/2010	\$400.00	Cash
The University of Chicago (3288\)				
1053 Seidel, David (0)	12/31/2009	4/1/2010	\$300.00	Cash
USSGA Memorial Fund Inc. (3093\)				
970 Beinecke, William S. (1)	11/18/2009	12/28/2009	\$1,000.00	Cash
WaterAid America (3482\)				
964 Beinecke, Benjamin (8)	12/4/2009	12/28/2009	\$500.00	Cash
Weeksville Society (3419\)				
987 Willgerodt, Penny Fujiko (0)	12/4/2009	12/28/2009	\$326.00	Cash
1034 Willgerodt, Penny Fujiko (0)	12/31/2009	4/1/2010	\$500.00	Cash
		2 Gifts	\$826.00	
WestHaven Assisted Living Orland (3485\)				
979 Beinecke, William S. (1)	11/16/2009	12/28/2009	\$250.00	Cash
The Wilderness Society (TWS) (TWS\)				
1087 Beinecke, Frances (0)	12/8/2009	4/1/2010	\$1,000.00	Cash
Wildlife Conservation Society (NYZS\)				

Recipient Organization (ID/VEND#)	Gift	Payment	Award
Match ID Donor Name (SS#AEMP#)	Date	Date	Amount Gift Type
1040 Barletta, Robert (0)	12/31/2009	4/1/2010	\$200.00 Cash
WAIHT Educational Telecommunications, Inc. (3354)			
899 Eiseman, Constance (0)	6/10/2009		\$200.00 Cash
WNET/Thirteen (WNET)			
919 Beinecke, William S. (1)	7/15/2009		\$2,000.00 Cash
909 Lefkowitz, Julie (0)	9/15/2009		\$200.00 Cash
	2 Gifts		\$2,200.00
WNYC Radio (3076)			
893 Willgerodt, Penny Fujiko (0)	3/30/2009		\$200.00 Cash
1009 Elston, Lizzie (12)	12/9/2009	4/1/2010	\$220.00 Cash
	2 Gifts		\$420.00
The Woods Hole Research Center (WHRC)			
938 Beinecke, William S. (1)	10/5/2009		\$250.00 Cash
Woonasquatucket Valley Community Build d/b/a The Steel Yard (3390)			
1013 Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$350.00 Cash
WRNI Foundation (3199)			
1024 Beinecke, Sarah (6)	12/22/2009	4/1/2010	\$1,000.00 Cash
Yaffa Cultural Arts (3461)			
924 Willgerodt, Penny Fujiko (0)	8/12/2009		\$200.00 Cash
Yale University (YALE)			
958 Beinecke, Frederick W. (3)	3/19/2009		\$700.00 Cash
900 Beinecke, William S. (1)	6/16/2009		\$250.00 Cash
934 Beinecke, William S. (1)	6/25/2009		\$250.00 Cash
990 Elston, Carrie (9)	6/12/2009	12/28/2009	\$200.00 Cash
972 Beinecke, William S. (1)	10/9/2009	12/28/2009	\$250.00 Cash
1004 Beinecke, Benjamin (8)	11/14/2009	12/28/2009	\$110.00 Cash
1070 Beinecke, William S. (1)	12/2/2009	4/1/2010	\$250.00 Cash
1058 Beinecke, Frances (0)	12/8/2009	4/1/2010	\$500.00 Cash
1085 Eiseman, Constance (0)	1/11/2010	4/1/2010	\$1,000.00 Cash
	9 Gifts		\$3,510.00
Yale-China Association (3442)			
882 Beinecke, William S. (1)	5/4/2009		\$250.00 Cash
Grand Total 245 Gifts			\$262,926.00

Payments Due Schedule, By Month

10/26/2010

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
<u>July, 2010</u>					
The Center for Reproductive Rights (CFRR)	953785	7/11/2010	\$35,000.00	The Prospect Hill Foundation	
Three-year grant (FY 2009-2011) for general support \$105,000.00	9501410				
Pronatura Chiapas A.C.	954835	7/11/2010	\$12,500.00	The Prospect Hill Foundation	
one-year (FY2011) grant for work in Chiapas and to build fundraising capacity \$12,500.00	9502341				
<u>December, 2010</u>			<u>Total July, 2010</u> (2 items)		
EcoLogic Development Fund	954831	12/15/2010	\$17,500.00	The Prospect Hill Foundation	
two-year (FY2011-2012) grant for general support of Guatemala activities \$43,750.00	9502337				
Lincoln Center Theater (LCT)	953977	12/1/2010	\$150,000.00	The Prospect Hill Foundation	
Five-year grant (FY 2009-2013) for LCT's Rooftop Theater Capital Campaign \$750,000.00	9501604				
<u>May, 2011</u>			<u>Total December, 2010</u> (2 items)		
			<u>\$167,500.00</u>		

Prospect Hill Foundation

EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
The Nature Conservancy	954813	5/3/2011	\$35,000.00	The Prospect Hill Foundation	
<i>four-year grant (FY2010-2013) for the Heart of the Adirondacks project</i> \$150,000.00	9502319				
Yale University	953587	5/16/2011	\$200,000.00	The Prospect Hill Foundation	
<i>Five-year grant (FY 2007-2012) toward the Yale SOM new campus.</i> \$2,500,000.00	9501255				
<u>June, 2011</u>					
Total May, 2011 (2 items)			\$235,000.00		
International Planned Parenthood Federation, Western Hemisphere Region	954832	6/15/2011	\$17,500.00	The Prospect Hill Foundation	
<i>two-year (FY2010-2012) grant to APROFAM for the San Benito Youth Clinic</i> \$43,750.00	9502338				
Marie Stopes International, Ltd.	954833	6/15/2011	\$17,500.00	The Prospect Hill Foundation	
<i>two-year (FY2010-2012) to support activities in Chlapas, Mexico</i> \$43,750.00	9502339				
Planned Parenthood Federation of America, Inc. (PPFA)	954834	6/15/2011	\$10,000.00	The Prospect Hill Foundation	
<i>two-year (FY2010-2012) grant for general support of Tan Ux'il in the Peten, Guatemala</i> \$25,000.00	9502340				

Prospect Hill Foundation
 EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
Sterling and Francine Clark Art Institute	954818	6/15/2011	\$150,000.00	The Prospect Hill Foundation	
<i>to endow the Beinecke Fellowship in the Research and Academic Program</i> \$750,000.00	9502324				
Wildlife Conservation Society	954836	6/10/2011	\$25,000.00	The Prospect Hill Foundation	
<i>two-year (FY2010-2012) for community-based conservation in the Maya Biosphere Reserve, Guatemala</i> \$62,500.00	9502342				
World Neighbors	954838	6/15/2011	\$17,500.00	The Prospect Hill Foundation	
<i>two-year (FY2010-2012) grant for work in Atitlan Basin, Guatemala</i> \$43,750.00	9502344				
December, 2011					
Lincoln Center Theater (LCT)	953977	12/19/2011	\$150,000.00	The Prospect Hill Foundation	
<i>Five-year grant (FY 2009-2013) for LCT's Rooftop Theater Capital Campaign</i> \$750,000.00	9501604				
May, 2012					
Total June, 2011 (6 items)			\$237,500.00		
Total December, 2011 (1 item)			\$150,000.00		

Prospect Hill Foundation
 EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
The Nature Conservancy <i>four-year grant (FY2010-2013) for the Heart of the Adirondacks project</i> \$150,000.00	954813 9502319	5/3/2012	\$35,000.00	The Prospect Hill Foundation	
Yale University <i>Five-year grant (FY 2007-2012) toward the Yale SOM new campus.</i> \$2,500,000.00	953587 9501255	5/15/2012	\$200,000.00	The Prospect Hill Foundation	
<u>June, 2012</u>			<u>\$235,000.00</u>		
Total May, 2012 (2 items)					
Sterling and Francine Clark Art Institute <i>to endow the Beinecke Fellowship in the Research and Academic Program</i> \$750,000.00	954818 9502324	6/15/2012	\$150,000.00	The Prospect Hill Foundation	
<u>December, 2012</u>			<u>\$150,000.00</u>		
Total June, 2012 (1 item)					
Lincoln Center Theater (LCT) <i>Five-year grant (FY 2009-2013) for LCT3 Rooftop Theater Capital Campaign</i> \$750,000.00	953977 9501604	12/24/2012	\$150,000.00	The Prospect Hill Foundation	

Prospect Hill Foundation

EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
The Nature Conservancy	954813	12/3/2012	\$30,000.00	The Prospect Hill Foundation	
<i>four-year grant (FY2010-2013) for the Heart of the Adirondacks project</i>	9502319				
\$150,000.00					
May, 2013					
Yale University	953587	5/15/2013	\$200,000.00	The Prospect Hill Foundation	
<i>Five-year grant (FY 2007-2012) toward the Yale SOM new campus.</i>	9501255				
\$2,500,000.00					
June, 2013					
Sterling and Francine Clark Art Institute	954818	6/14/2013	\$150,000.00	The Prospect Hill Foundation	
<i>to endow the Beinecke Fellowship in the Research and Academic Program</i>	9502324				
\$750,000.00					
May, 2014					
Yale University	953587	5/15/2014	\$200,000.00	The Prospect Hill Foundation	
<i>Five-year grant (FY 2007-2012) toward the Yale SOM new campus.</i>	9501255				
\$2,500,000.00					

Prospect Hill Foundation

EIN: 13-6075567

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
<u>June, 2014</u>					
Sterling and Francine Clark Art Institute	954818	6/13/2014	\$150,000.00	The Prospect Hill Foundation	
to endow the Beinecke Fellowship in the Research and Academic Program	9502324				
\$750,000.00					
Total May, 2014 (1 item)			\$200,000.00		
<u>May, 2015</u>					
Yale University	953587	5/15/2015	\$100,000.00	The Prospect Hill Foundation	
Five-year grant (FY 2007-2012) toward the Yale SOM new campus.	9501255				
\$2,500,000.00					
Total May, 2015 (1 item)			\$100,000.00		
<u>June, 2015</u>					
Sterling and Francine Clark Art Institute	954818	6/15/2015	\$150,000.00	The Prospect Hill Foundation	
to endow the Beinecke Fellowship in the Research and Academic Program	9502324				
\$750,000.00					
Total June, 2015 (1 item)			\$150,000.00		
Grand Total (24 items)			\$2,352,500.00		

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	Name of Exempt Organization	Employer identification number
	THE PROSPECT HILL FOUNDATION, INC.	13-6075567
	Number, street, and room or suite no. If a P.O. box, see instructions. 99 PARK AVENUE, NO. 2220	
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10016	

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 |

ROBERT J. BARLETTA, TREASURER

- The books are in the care of ► 99 PARK AVENUE, SUITE 2200 - NEW YORK, NY 10016-1601
Telephone No. ► (212) 370-1144 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	\$	972.
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	\$	33,506.
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)