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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation FREDERICK W. RICHMOND FOUNDATION, INC.		A Employer identification number 13-6124582
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 31 SOUTH HARRISON STREET		B Telephone number (410) 819-6961
	City or town, state, and ZIP code EASTON, MD 21601		C If exemption application is pending, check here ☐
			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,527,492.		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,271.	21,271.		STATEMENT 1
	4 Dividends and interest from securities	98,539.	98,539.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,941.			
	b Gross sales price for all assets on line 6a	448,618.			
	7 Capital gain net income (from Part IV, line 2)		16,941.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	136,751.	136,751.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	5,000.	2,500.		2,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	420.	420.		0.
	b Accounting fees STMT 4	3,800.	1,900.		1,900.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	21,968.	295.		125.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	2,763.	1,519.		1,244.
	24 Total operating and administrative expenses. Add lines 13 through 23	33,951.	6,634.		5,769.
	25 Contributions, gifts, grants paid	168,045.			168,045.
26 Total expenses and disbursements. Add lines 24 and 25	201,996.	6,634.		173,814.	
27 Subtract line 26 from line 12	<65,245.>				
a Excess of revenue over expenses and disbursements		130,117.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

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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		778.		
	2	Savings and temporary cash investments		175,674.	222,314.	222,314.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 8	2,112,487.	1,953,254.	2,892,334.
	c	Investments - corporate bonds	STMT 9	100,795.	101,733.	101,082.
11	Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 10	356,475.	365,975.	305,774.	
14	Land, buildings, and equipment basis					
	Less: accumulated depreciation					
15	Other assets (describe: PREPAID INCOME TAX)		7,096.	5,988.	5,988.	
16	Total assets (to be completed by all filers)		2,753,305.	2,649,264.	3,527,492.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable		108,200.	61,000.	
	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)		108,200.	61,000.		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☒			
	24	Unrestricted		2,645,105.	2,588,264.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☐			
	27	Capital stock, trust principal, or current funds				
	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		2,645,105.	2,588,264.	
31	Total liabilities and net assets/fund balances		2,753,305.	2,649,264.		

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	2,645,105.
2	Enter amount from Part I, line 27a	2	<65,245.>
3	Other increases not included in line 2 (itemize): SEE STATEMENT 7	3	8,404.
4	Add lines 1, 2, and 3	4	2,588,264.
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	2,588,264.

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 448,618.		431,677.	16,941.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			16,941.

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	16,941.
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	184,580.	3,359,711.	.054939
2007	195,695.	4,766,608.	.041055
2006	135,170.	4,342,982.	.031124
2005	127,196.	3,839,143.	.033131
2004	149,144.	3,702,640.	.040280

2 Total of line 1, column (d)	2	.200529
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	.040106
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,684,434.
5 Multiply line 4 by line 3	5	147,768.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,301.
7 Add lines 5 and 6	7	149,069.
8 Enter qualifying distributions from Part XII, line 4	8	173,814.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,301.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,301.
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	1,301.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,988.	
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	5,988.	
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	4,687.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► **FREDERICK W RICHMOND FOUNDATION** Telephone no. ► **410-820-7676**
 Located at ► **C/O TIMOTHY WYMAN, 31 S. HARRISON ST., EASTON, MD** ZIP+4 ► **21601**

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?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

X

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 11		5,000.	0.	0.

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

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

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

0

Form 990-PF (2009)

Part 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	3,537,073.
b	Average of monthly cash balances	1b	203,469.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,740,542.
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	3,740,542.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,108.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,684,434.
6	Minimum investment return. Enter 5% of line 5	6	184,222.

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	184,222.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,301.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,301.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	182,921.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	182,921.
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	182,921.

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	173,814.
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	173,814.
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	1,301.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	172,513.

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				182,921.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			166,878.	
b Total for prior years 2007, 2006, 2005		68,073.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 173,814.				
a Applied to 2008, but not more than line 2a			166,878.	
b Applied to undistributed income of prior years (Election required - see instructions) *		6,936.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		61,137.		
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		61,137.		
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				182,921.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

* SEE STATEMENT 12

Form 990-PF (2009)

N/A

- foundation, and the ruling is effective for 2009, enter the date of the ruling**

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c**

- a "Assets" alternative test - enter
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b "Endowment" alternative test** - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter.

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

1 Information Regarding Foundation Managers:

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

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

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

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

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

31 S HARRISON STREET, EASTON, MD 21601

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

NO SPECIFIC FORM IS REQUIRED

- c Any submission deadlines**

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year SEE ATTACHED LIST PAID CURRENTLY					168,045.
Total					▶ 3a 168,045.
b Approved for future payment NONE					
Total					▶ 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21,271.	
4 Dividends and interest from securities			14	98,539.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	16,941.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		136,751.	0.
13 Total. Add line 12 columns (b), (d), and (e)				136,751.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

John M. Stem 10/20/10 President

Signature of officer or trustee Date Title

Paid Preparer's Use Only	Preparer's signature <i>John M. Stem</i>	Date 10/19/10	Check if self-employed ☐	Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code PKS & COMPANY, P.A. P.O. BOX 72 SALISBURY, MD 21803-0072	EIN		Phone no (410) 546-5600

FREDERICK W. RICHMOND FOUNDATION, INC.

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	1,076 SHARES KRAFT FOODS INC CL A	P	04/30/96	01/20/10
b	2,000 SHARES GREAT PLAINS ENERGY INC	P	08/18/04	03/04/10
c	2,000 SHARES ARCHER-DANIELS MIDLAND CO	P	07/01/08	04/16/10
d	363 SHARES COMCAST CORP NEW CL A	P	02/04/04	05/14/10
e	3,639 SHARES COMCAST CORP NEW CL A	P	03/15/94	05/14/10
f	1,400 SHARES BRISTOL MYERS SQUIBB CO	P	06/26/09	06/30/10
g	800 SHARES HEWLETT-PACKARD COMPANY	P	06/26/09	06/30/10
h	7,874.016 SHARES EVERGREEN FDS EMERGING MKTS FUND	P	06/26/09	02/05/10
i	5,000 SHARES ALLIANCEBERNSTEIN GLOBAL HIGH INCOME	P	06/26/09	03/26/10
j				
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 30,701.		11,198.	19,503.
b 35,072.		58,578.	<23,506.>
c 55,731.		60,784.	<5,053.>
d 6,317.		4,858.	1,459.
e 63,331.		84,450.	<21,119.>
f 34,879.		29,134.	5,745.
g 34,762.		30,465.	4,297.
h 117,263.		100,005.	17,258.
i 70,562.		52,205.	18,357.
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			19,503.
b			<23,506.>
c			<5,053.>
d			1,459.
e			<21,119.>
f			5,745.
g			4,297.
h			17,258.
i			18,357.
j			
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	16,941.
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

<u>SOURCE</u>	<u>AMOUNT</u>
TALBOT CHECKING ACCT	21.
WELLS FARGO - CORP BONDS	20,922.
WELLS FARGO - EVERGREEN MMA	328.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21,271.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
JP MORGAN US EQUITY FUND	3,343.	0.	3,343.
WELLS FARGO - VARIOUS SECURITIES	95,196.	0.	95,196.
TOTAL TO FM 990-PF, PART I, LN 4	98,539.	0.	98,539.

FORM 990-PF LEGAL FEES STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) EXPENSES PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>	<u>(D) CHARITABLE PURPOSES</u>
LEGAL	420.	420.		0.
TO FM 990-PF, PG 1, LN 16A	420.	420.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

<u>DESCRIPTION</u>	<u>(A) EXPENSES PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>	<u>(D) CHARITABLE PURPOSES</u>
ACCOUNTING	3,800.	1,900.		1,900.
TO FORM 990-PF, PG 1, LN 16B	3,800.	1,900.		1,900.

FORM 990-PF	TAXES		STATEMENT		5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE FILING FEE	250.	125.		125.	
FEDERAL INCOME TAX	21,548.	0.		0.	
FOREIGN TAX	170.	170.		0.	
TO FORM 990-PF, PG 1, LN 18	21,968.	295.		125.	

FORM 990-PF	OTHER EXPENSES		STATEMENT		6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STORAGE COSTS	1,560.	780.		780.	
TELEPHONE	928.	464.		464.	
BANK CHARGES	275.	275.		0.	
TO FORM 990-PF, PG 1, LN 23	2,763.	1,519.		1,244.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
ADJUSTMENTS DUE TO UNREALIZED GAINS AND LOSSES ON INVESTMENTS		8,404.	
TOTAL TO FORM 990-PF, PART III, LINE 3		8,404.	

FORM 990-PF	CORPORATE STOCK		STATEMENT		8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE		
INVESTMENT-CORPORATE STOCK	1,953,254.		2,892,334.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,953,254.		2,892,334.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT-CORPORATE BONDS	101,733.	101,082.
TOTAL TO FORM 990-PF, PART II, LINE 10C	101,733.	101,082.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-US EQUITY FUNDS	COST	365,975.	305,774.
TOTAL TO FORM 990-PF, PART II, LINE 13		365,975.	305,774.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TIMOTHY E. WYMAN 31 S. HARRISON STREET EASTON, MD 21601	TREASURER/CHAIRMAN 2.50	0.	0.	0.
JAMES L. MYERS PO BOX 2400 ANNAPOLIS, MD 21404	SECRETARY 1.50	0.	0.	0.
ELIZABETH WYMAN 31 S. HARRISON STREET EASTON, MD 21601	VICE-PRESIDENT 1.00	0.	0.	0.
ERIN GEYELIN 31 S. HARRISON STREET EASTON, MD 21601	EXECUTIVE DIRECTOR 8.00	5,000.	0.	0.
KARIN W. MORGAN 2883 LEE HILL ROAD BOULDER, CO 80503	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		5,000.	0.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO APPLY
EXCESS QUALIFYING DISTRIBUTIONS
TO PRIOR YEAR'S UNDISTRIBUTED INCOME

STATEMENT 12

PURSUANT TO REG SECTION 53.4942 (A)-3(D)(2) THE FOUNDATION HEREBY
ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE
IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE
OUT OF UNDISTRIBUTED INCOME FROM THE TAX YEARS 2005 AND 2006 IN THE
FOLLOWING AMOUNTS:

TAX YEAR	AMOUNT
2005	\$6,936
2006	\$ 50

FREDERICK W. RICHMOND FOUNDATION, INC.

FEIN: 13-6124582

ATTACHMENT FORM 990-PF, PART XV, 3

SCHEDULE OF GRANTS

YEAR ENDED JUNE 30, 2010

<u>Donee</u>	<u>Purpose</u>	<u>Grants</u>
1782 Society Of Washington College	Education \$	2,400
Academy Art Museum	Arts	2,500
Adkins Arboretum	Environmental	1,000
American Friends of Blerancourt	Arts	2,000
Armitage Gone! Dance	Arts	1,640
Bard College	Education	4,000
Barrier Islands Center, Inc.	Environmental	750
Big Brothers/Big Sisters New York City	Health & Welfare	2,500
Boulder Community Hospital Foundation	Health & Welfare	10,000
Chesapeake Bay Maritime Museum	Environmental	2,350
Chesapeake Wildlife Heritage	Environmental	500
Christ Church, Easton	Humanitarian	2,000
Community Alliance Performing Arts	Arts	1,000
Community Food Share	Humanitarian	3,000
Court Appointed Special Advocates (CASA)	Humanitarian	2,350
Creative Classrooms	Arts	500
Cystic Fibrosis Foundation	Health & Welfare	1,000
Easton Middle Theatre Boosters	Arts	250
Foreign Policy Association	Humanitarian	2,750
Foundation of Community Partnership	Health & Welfare	500
Friends of Plein Air Easton	Arts	500
Georgetown University	Education	500
Historical Society of Talbot County	Education	2,000
Hospice Care of Boulder	Health & Welfare	3,000
Humane Society of Boulder Valley	Humanitarian	10,000
Joyce Theatre	Arts	3,000
Lincoln Center Chairman's Council	Arts	5,000
Little Red Schoolhouse Fund	Education	5,000
Maryland House and Garden Pilgrimage	Environmental	40
Memorial Hospital Foundation	Health & Welfare	2,000
Metropolitan Museum of Art	Arts	18,000
Metropolitan Opera Association	Arts	62,500

See accountants' compilation report.

FREDERICK W. RICHMOND FOUNDATION, INC.

FEIN: 13-6124582

ATTACHMENT FORM 990-PF, PART XV, 3

SCHEDULE OF GRANTS (Continued)

YEAR ENDED JUNE 30, 2010

<u>Donee</u>	<u>Purpose</u>	<u>Grants</u>
New York City Ballet	Arts	\$ 1,000
New York City Center	Arts	5,000
New York City Opera	Arts	25,000
Occidental College Parents' Fund	Education	10,000
Oldfields	Education	8,000
Opera House Arts	Arts	750
Pickering Creek Environmental Center	Environmental	7,500
Presidents Leadership Class at CU	Environmental	6,000
Second Stage Theatre	Arts	1,500
Taft School Annual Fund	Education	4,000
Talbot County Humane Society	Humanitarian	2,000
Talbot County Fraternal Order of Police	Health & Welfare	575
Talbot Hospice Foundation	Humanitarian	13,000
The Aspen Institute	Environmental	1,000
The Avalon Foundation	Arts	2,000
The Country School	Education	2,000
The Doe Fund	Health & Welfare	1,000
The Julliard School	Arts	1,000
The Lyford Cay Foundation	Education	3,000
The National Arts Club	Arts	1,000
Tour, Toast and Taste	Environmental	190
Trust for the National Mall	Environmental	500
United Fund of Talbot County	Health & Welfare	1,000
University of Colorado at Boulder	Education	4,000
Wildfowl Trust Of North America	Environmental	500
YMCA of Talbot County	Health & Welfare	20,000
Young Equestrian Scholarship Fund	Humanitarian	200
Total		\$ 276,245
Less prior year grant commitments paid in current year		(108,200)
Total grants paid for fiscal year 2010		<u>\$ 168,045</u>

See accountants' compilation report

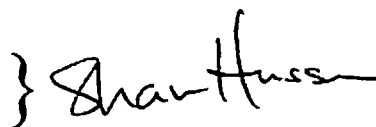
STATE OF NEW YORK*County of New York,*

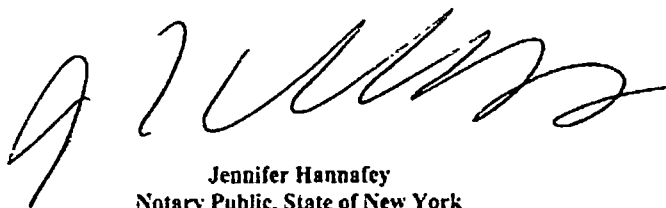
THE ANNUAL RETURN
OF THE FREDERICK W.
RICHMOND FOUNDA-
TION for the fiscal year
ended June 30, 2010, is
available at its principal
office located at Frank H.
Klein, LLC, 60 East 42nd
Street, New York, NY
10165 for inspection during
regular business hours by
any citizen who requests it
within 180 days hereof.
Principal Manager of the
Foundation is TIMOTHY
E. WYMAN.
1587507 o21

Shawn Hussain, being duly sworn, says that she is the
PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW
JOURNAL**, a Daily Newspaper; that the Advertisement hereto
annexed has been published in the said **NEW YORK LAW
JOURNAL** one time on the 21st day of October 2010.

TO WIT: October 21st, 2010

SWORN TO BEFORE ME, this 2st day
Of October, 2010.

} 



Jennifer Hannafey
Notary Public, State of New York
No. 01ha6128042
Qualified in Richmond County
Commission Expires June 06, 2013