Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 7/1/2009 **, and ending** 6/30/2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: The Carl Marks Foundation Inc.
Number and street (or P O box number if mail is not delivered to street address): c/o Foundation Source, 501 Silverside Road
Room/suite: 123
City or town, state, and ZIP code: Wilmington DE 19809-1377

A Employer identification number: 13-6169215
B Telephone number (see page 10 of the instructions): (800) 839-1754
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 ▶ ☐
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 ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 22,467,381

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	15,000			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	866	866		
	4 Dividends and interest from securities	69,995	69,995		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	301,807			
	b Gross sales price for all assets on line 6a 1,981,807				
	7 Capital gain net income (from Part IV, line 2)		301,807		
	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) (attach schedule)				
	11 Other income (attach schedule)	8,112	8,112		
	12 **Total.** Add lines 1 through 11	395,780	380,780		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages	93,085			93,085
	15 Pension plans, employee benefits	3,516			3,516
	16a Legal fees (attach schedule)	13,192			13,192
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	227,175	205		226,970
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	8,442	3,522		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	14,910			14,910
	21 Travel, conferences, and meetings	32,966			32,966
	22 Printing and publications	41,158			41,158
	23 Other expenses (attach schedule)	78,353	1,480		76,873
	24 **Total operating and administrative expenses.** Add lines 13 through 23	512,797	5,207		502,670
	25 Contributions, gifts, grants paid	1,243,708			893,708
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,756,505	5,207		1,396,378
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,360,725			
	b **Net investment income** (if negative, enter -0-)		375,573		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,176,618	1,311,264	1,311,264
	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 (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	21,912,819	21,214,989	21,156,117
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	797,541		
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	23,886,978	22,526,253	22,467,381
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 (attach schedule)			
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	23,886,978	22,526,253	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	23,886,978	22,526,253	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	23,886,978	22,526,253	

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	23,886,978
2	Enter amount from Part I, line 27a	2	-1,360,725
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	22,526,253
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	22,526,253

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	Publicly-traded Securities			
b	Passthrough K1 Capital Gain			
c	Post Road Value Fund LP	P	10/1/2003	2/6/2010
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	1,942,860		1,680,000	262,860
b	34,471			34,471
c	4,476			4,476
d				
e				

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				

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	301,807
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,716,310	23,405,369	0.073330
2007	1,483,459	35,095,955	0.042269
2006	1,351,113	30,824,038	0.043833
2005	1,201,302	28,274,636	0 042487
2004	1,071,879	25,115,526	0.042678

2	**Total** of line 1, column (d)	2	0 244597
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 048919
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	24,600,504
5	Multiply line 4 by line 3	5	1,203,432
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,756
7	Add lines 5 and 6	7	1,207,188
8	Enter qualifying distributions from Part XII, line 4	8	1,746,378

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	3,756	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3 Add lines 1 and 2	3	3,756	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	3,756	
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 8,567			
b Exempt foreign organizations—tax withheld at source — 6b:			
c Tax paid with application for extension of time to file (Form 8868) — 6c: 0			
d Backup withholding erroneously withheld — 6d:			
7 Total credits and payments. Add lines 6a through 6d	7	8,567	
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	0	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,811	
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 3,900 **Refunded** ▶	11	911	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
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*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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
4 a 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	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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 on page 27)? *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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ c/o Foundation Source Telephone no ▶ (800) 839-1754
Located at ▶ 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ▶ 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

		Yes	No
5a During the year did the foundation pay or incur any amount to.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		X
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? ☒ 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? *If "Yes" to 6b, file Form 8870.*	**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	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 (see page 22 of the instructions).

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

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Marks Family Foundation 900 Third Avenue - 33rd Floor, New York, NY 10022	Philanthropic Services	70,395
Ellen Furnari 2230 Lisa Lane, Pleasant Hill, CA 94523	Philanthropic Services	58,109
Foundation Source 55 Walls Drive, Fairfield, CT 06824	Administrative Services	51,255

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 The Korean Unwed Mothers Support Network (http://www.kumsn org) advocates for the rights of unwed pregnant women, unwed mothers and their children in Korea. The Network works to educate, inform and promote discussion about the difficulties facing unwed mothers and their children in Korea in order to	328,050
2 elevate their economic, political and social potential in society. Its goal is to enable Korean women to have sufficient resources and support to keep their babies if they choose, and thrive in Korean society, rather than feel compelled to give up their children for adoption or risk a life of poverty	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 Loan to Achievement First Inc. (Achievement First - Bridgeport Academy), a public charity, which was forgiven prior to year-end	350,000
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	350,000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	24,242,471
b	Average of monthly cash balances	1b	729,962
c	Fair market value of all other assets (see page 24 of the instructions)	1c	2,698
d	**Total** (add lines 1a, b, and c)	1d	24,975,131
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	24,975,131
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	374,627
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,600,504
6	**Minimum investment return.** Enter 5% of line 5	6	1,230,025

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

1	Minimum investment return from Part X, line 6			1	1,230,025
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,756		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,756
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,226,269
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,226,269
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,226,269

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,396,378
b	Program-related investments—total from Part IX-B	1b	350,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
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	1,746,378
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	3,756
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,742,622

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				1,226,269
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			1,159,644	
b	Total for prior years: 20____, 20____, 20___		0		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,746,378				
a	Applied to 2008, but not more than line 2a			1,159,644	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				586,734
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2009 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				639,535
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	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: 0				
b	Excess from 2006: 0				
c	Excess from 2007: 0				
d	Excess from 2008: 0				
e	Excess from 2009: 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

Andrew M Boas Mark Claster

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT				893,708
Total . . . . ▶ 3a				893,708
b *Approved for future payment*				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:					
a					
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	866	
4 Dividends and interest from securities			14	69,995	
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	301,807	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Tax Refund			01	1,453	
b K-1 Pass-Through			14	6,659	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		380,780	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 380,780

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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		

Sign Here

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

Signature of officer or trustee | Date 5/2/11 | Title CO-PRESIDENT

Paid Preparer's Use Only

Preparer's signature Jeffrey D. Haskell	Date 4/29/2011	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	FOUNDATION SOURCE 55 WALLS DRIVE, FAIRFIELD, CT 06824	EIN ▶ Phone no (800) 839-1754	

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

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
The Carl Marks Foundation Inc.	13-6169215

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
The Carl Marks Foundation Inc	13-6169215

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Marks, Nancy A. 15 Eagle Point Drive Kings Point NY 11024 Foreign State or Province: Foreign Country	$ 15,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	Foreign State or Province: Foreign Country.	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	Foreign State or Province. Foreign Country·	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	Foreign State or Province. Foreign Country:	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	Foreign State or Province Foreign Country·	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6	Foreign State or Province: Foreign Country:	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Form 990-PF, Part I, Line 11 - Other Income

		(a) Revenue per Books	(b) Net Investment Income
	TOTAL:	8,112	8,112
1	Foreign Tax Refund	1,453	1,453
2	Post Road Value Fund LP K-1 Pass-Through Share of Partnership Income/(Loss)	6,659	6,659
3			
4			
5			
6			
7			
8			
9			
10			

Form 990-PF, Part I, Line 16a - Legal Fees

		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	13,192	0	0	13,192
1	General governance matters and counseling	13,192	0	0	13,192
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 16c - Other Professional Fees

		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	227,175	205	0	226,970
1	Investment Management Services	205	205	0	0
2	Philanthropic Services	110,712	0	0	110,712
3	Other Professional Services	115,749	0	0	115,749
4	Internships and Stipends	509	0	0	509
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 18 - Taxes

		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	8,442	3,522	0	0
1	Estimated tax for 2010	4,500	0	0	0
2	Foreign Tax Paid	3,522	3,522	0	0
3	IRS Miscellaneous Fee	420	0	0	0
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 23 - Other Expenses

		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	78,353	1,480	0	76,873
1	Administrative fees	51,255	0	0	51,255
2	Bank charges	1,295	1,295	0	0
3	Develop and maintain Foundation's web site	12,889	0	0	12,889
4	Local newspaper ad in satisfaction of public disclosure requirements	120	0	0	120
5	State or local filing fees	750	0	0	750
6	Office supplies	9,830	0	0	9,830
7	Postage	62	0	0	62
8	K-1 expenses	185	185	0	0
9	Other expenses	1,967	0	0	1,967
10					

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
		TOTAL:	21,214,989	21,156,117
1	BARON RETIREMENT INCOME FUND (BRIFX)	637,298	5,550,282	5,149,371
2	CENOVUS ENERGY INC (CVE)	6,668	39,805	171,968
3	CONOCOPHILLIPS (COP)	3,338	50,172	163,862
4	CUBAN ELECTRIC CO (CGAR.PK)	6,714	0	4,028
5	ENCANA CORP (ECA)	16,668	268,204	505,707
6	FOREST CITY ENTERPRISES CL A (FCE-A)	79,300	2,589,152	897,676
7	FRANCISCO IND INC (FRAN PK)	2,356	1,767	118
8	ICF INTERNATIONAL, INC. (ICFI)	14,415	251,757	344,951
9	JEFFERIES GROUP INC (JEF)	160,000	2,792,926	3,372,800
10	KANSAS CITY SOUTHERN (KSU)	37,318	633,113	1,356,509
11	LEUCADIA NATL CORP (LUK)	249,300	3,160,628	4,863,843
12	NABORS INDUSTRIES LTD (NBR)	153,000	2,179,685	2,695,860
13	ST JOE CO (JOE)	5,000	149,300	115,800
14	U S G CP (USG)	125,300	3,548,198	1,513,624

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2010

Form 990-PF, Part VII-B, Line 5c – Expenditure Responsibility Statements for 2010

Pursuant to IRC Regulation 53.4945-5(d)(2), The Carl Marks Foundation Inc. provides the following information for 2 grants:

(i)	**Grantee**	Ae Ran Won 12-20 Daeshin-Dong, Sudaemun-Gu Seoul, South Korea, 120-160
(ii)	**Date of Grant**	December 17, 2009
	Amount of Grant	$100,000
(iii)	**Purpose of Grant**	To provide funding for the Me, You, Us Support Center.
(iv) & (vi)	**Reports of Amounts Expended**	Ae Ran Won submitted a report on June 21, 2010, indicating that it had not yet spent any of the $100,000 it received in December 2009 as of the end of its fiscal year ending December 31, 2009. Ae Ran Won is expected to submit another report in 2011.
(v)	**Diversions**	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii)	**Verification**	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2010

Form 990-PF, Part VII-B, Line 5c – Expenditure Responsibility Statements for 2010

(i)	**Grantee**	Korean Women's Development Institute 278 Jin Heung Road Seoul, South Korea, 122-7
(ii)	**Date of Grant**	September 22, 2009
	Amount of Grant	$52,870
(iii)	**Purpose of Grant**	To provide funding for the Welfare Research Project.
(iv) & (vi)	**Reports of Amounts Expended**	Korean Women's Development Institute submitted a full and complete report of its expenditure of the September 2009 grant on June 9, 2010, indicating that it had spent $14,228 of the $52,870 as of the end of its fiscal year ending December 31, 2009. Korean Women's Development Institute is expected to submit another report in 2011.
(v)	**Diversions**	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
(vii)	**Verification**	The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp.	Benefits	Expense Account
						TOTAL:		0	0	0
1	Andrew M Boas	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Co-President / Director	1	0	0	0
2	Carol A Boas	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Treasurer	1	0	0	0
3	Carol L Boas	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Secretary / Assistant Treasurer	1	0	0	0
4	Rick Boas	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Vice President / Director	1	0	0	0
5	Marjorie Boas-Levins	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Chairman / Director	1	0	0	0
6	Mark Claster	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Co-President / Director	1	0	0	0
7	Susan B Claster	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Vice President / Director	1	0	0	0
8	Jack Levins	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Assistant Secretary / Assistant Treasurer	1	0	0	0
9										
10										

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2010

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
A BETTER CHANCE OF WESTPORT INC PO BOX 2153, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
AE RAN WON 127-20 DAESHIN-DONG, SUDAEMUN-GU, SEOUL, SOUTH KOREA, 120-160	N/A	Other	EXPENDITURE RESPONSIBILITY GRANT	$100,000 00
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATION 360 LEXINGTON AVE FL 4, NEW YORK, NY 10017	N/A	509(a)(1)	CHARITABLE EVENT	$2,500 00
AMERICAN CANCER SOCIETY INC 97-77 QUEENS BLVD, REGO PARK, NY 11374	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$150 00
AMERICAN CANCER SOCIETY, WILTON CONNECTICUT OFFICE 372 DANBURY ROAD, WILTON, CT 06897	N/A	509(a)(1)	CHARITABLE EVENT	$1,000 00
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 120 WALL ST 22ND FLOOR, NEW YORK, NY 10005	N/A	509(a)(1)	CHARITABLE EVENT	$100 00
AMERICAN FRIENDS OF SHALVA ISRAEL 315 5TH AVE FL 6, NEW YORK, NY 10016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
AMERICAN JEWISH WORLD SERVICE INC 45 W 36TH STREET, 11TH FLOOR, NEW YORK, NY 10018	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2010

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
AMERICAN SOCIETY FOR YAD VASHEM INC 500 5TH AVE FL 42, NEW YORK, NY 10110	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
ANTI DEFAMATION LEAGUE FOUNDATION 605 THIRD AVENUE, NEW YORK, NY 10158	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$200 00
BETHEL RECOVERY CENTER INC 1037 SYLVAN AVE, BRIDGEPORT, CT 06606	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$500.00
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET 7TH FLOOR, NEW YORK, NY 10016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
BOY SCOUTS OF AMERICA 544 BROADWAY ROAD, MASSAPEQUA, NY 11758	N/A	509(a)(1)	NASSAU COUNTY LAW ENFORCEMENT EXPLORING PROGRAM	$500.00
BREAST CANCER EMERGENCY AID FOUNDATION PO BOX 616, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
BUILDERS BEYOND BORDERS 8 WILLARD RD , NORWALK, CT 06851	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,000 00
CALVARY FUND INC 1740 EASTCHESTER RD, BRONX, NY 10461	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CANTERBURY SCHOOL INCORPORATED 101 ASPETUCK AVE, NEW MILFORD, CT 06776	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
CENTER FOR JEWISH HISTORY INC 15 W 16TH ST, NEW YORK, NY 10011	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
CHERRY CREEK SCHOOL DISTRICT PARENT TEACHER COMMUNITY COUNCIL INC 19100 E BATES AVE, AURORA, CO 80013	N/A	509(a)(2)	HIGH PLAINS PCO UNDERWRITING CAMPAIGN	$2,000 00
CHILD ABUSE PREVENTION SERVICES INC PO BOX 176, ROSLYN, NY 11576	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
CITY SQUASH INC PO BOX 619, BRONX, NY 10458	N/A	509(a)(1)	PROGRAM TO INTEGRATE COLLEGE PREPARATION INTO THE YEAR-ROUND CURRICULUM AND TO STRENGTHEN THE HIGH SCHOOL	$40,000 00
CONNECTICUT ASSOCIATION FOR CHILDREN AND ADULTS WITH LEARNING DISABILITIES 25 VAN ZANT STREET, EAST NORWALK, CT 06855	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
CONNECTICUT ZOOLOGICAL SOCIETY INC 1875 NOBLE AVE, BRIDGEPORT, CT 06610	N/A	509(a)(1)	ZOO'S CONSERVATION DISCOVERY CORPS PROGRAM	$10,000 00
COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE INC - CARE PO BOX 1871, MERRIFIELD, VA 22116	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00

The Carl Marks Foundation Inc.
EIN: 13-6169215
Taxable Year Ending June 30, 2010

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CORNELL UNIVERSITY FOUNDATION RELATIONS, ITHACA, NY 14850	N/A	509(a)(1)	CORNELL PLANTATIONS	$200.00
CYPRESS HILLS LOCAL DEVELOPMENT CORPORATION INC 625 JAMAICA AVE, BROOKLYN, NY 11208	N/A	509(a)(1)	TO RENEW SUPPORT FOR THE EXPANDED MOVING TOWARD ACHIEVEMENT (MTA) PROGRAM	$50,000 00
DON MONTI MEMORIAL RESEARCH FOUNDATION COLD SPRING HARBOR LABORATORY, COLD SPRING HARBOR, NY 11724	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
EAST HARLEM TUTORIAL PROGRAM INC 2050 2ND AVE, NEW YORK, NY 10029	N/A	509(a)(1)	HELP SUSTAIN AND EXPAND THE EHTP-UP COLLEGE PREPARATORY PROGRAM	$30,000 00
EASTER SEALS INC 233 SOUTH WACKER DRIVE SUITE 2400, CHICAGO, IL 60606	N/A	509(a)(2)	FLORAL PARK URGENT FUND CAMPAIGN	$100 00
FIVER CHILDRENS FOUNDATION INC 519 8TH AVENUE, 24TH FLOOR, NEW YORK, NY 10028	N/A	509(a)(1)	STRENGTHEN STUDENT SUCCESS AND RETENTION IN THE YEAR-ROUND PROGRAM BY SUPPORTING A FULL-TIME COUNSELOR AND OTHER PROGRAM ENHANCEMENTS	$50,000 00
FLORIDA STAGE INC 701 OKEECHOBEE BLVD SUITE 300, WEST PALM BEACH, FL 33401	N/A	509(a)(1)	INTERNSHIP PROGRAM	$1,000 00
FRIENDS OF THE CHILDREN NEW YORK 218 WEST 113TH STREET, NEW YORK, NY 10026	N/A	509(a)(1)	TO RENEW SUPPORT OF A FRIEND	$50,000 00

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GLOBAL JUSTICE ECOLOGY PROJECT INC PO BOX 412, HINESBURG, VT 05461	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,000 00
GROUNDWORK INC 595 SUTTER AVE, BROOKLYN, NY 11207	N/A	509(a)(1)	SUPPORT THE COLLEGE READINESS INITIATIVE OF GROUNDWORK FOR SUCCESS	$50,000 00
GUIDE DOG FOUNDATION FOR THE BLIND INC 371 E JERICHO TURNPIKE, SMITHTOWN, NY 11787	N/A	509(a)(1)	VETDOGS PROJECT	$1,000 00
HABITAT FOR HUMANITY OF COASTAL FAIRFIELD COUNTY INC 1542 BARNUM AVE, BRIDGEPORT, CT 06610	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
HADASSAH FOUNDATION INC 50 W 58TH ST, NEW YORK, NY 10019	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$300 00
HARLEM CHILDRENS ZONE INC 35 E 125TH ST, NEW YORK, NY 10035	N/A	509(a)(2)	SUPPORT FOR A STUDENT ADVOCATE IN THE COLLEGE SUPPORT OFFICES COLLEGE PREPARATION PROGRAM	$50,000 00
HEART TRUST INC 23 CHAPEL LN, RIVERSIDE, CT 06878	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
INTERFAITH HOUSING ASSOCIATION OF WESTPORT AND WESTON INC 49 RICHMONDVILLE AVE STE 112, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00

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INTERFAITH HOUSING ASSOCIATION OF WESTPORT AND WESTON INC 49 RICHMONDVILLE AVE STE 112, WESTPORT, CT 06880	N/A	509(a)(1)	HOMES WITH HOPE PROJECT	$2,500.00
INTERFAITH NUTRITION NETWORK 211 FULTON AVE, HEMPSTEAD, NY 11550	N/A	509(a)(1)	NORTH SHORE INN PROGRAM	$2,500 00
ITHACA COLLEGE 953 DANBY ROAD, ITHACA, NY 14850	N/A	509(a)(1)	JEWISH STUDIES PROGRAM	$10,000 00
JBI INTERNATIONAL INC 110 E 30TH ST 2RD FLOOR, NEW YORK, NY 10016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00
JEWISH FEDERATION OF PALM BEACH COUNTY INC 4601 COMMUNITY DRIVE, WEST PALM BEACH, FL 33417	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
JEWISH HOME LIFECARE MANHATTAN 120 W 106TH ST, NEW YORK, NY 10025	N/A	509(a)(1)	GERIATRIC CAREER DEVELOPMENT PROGRAM	$50,000 00
JOANNA SWEET NORWALK, CT	NONE	N/A	HARDSHIP ASSISTANCE GRANT	$1,000 00
JUNIOR ACHIEVEMENT OF WESTERN CONNECTICUT 835 MAIN STREET, BRIDGEPORT, CT 06604	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00

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KIDS OF NYU FOUNDATION INC 902 BROADWAY STE 1603, NEW YORK, NY 10010	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
KOREA FOUNDATION FOR WOMEN 5 FL, KOREA FOUNDATION FOR WOMEN BLDG, 448-17, SEOGYO-DONG, MAPO-GU, SEOUL, SOUTH KOREA	N/A	509(a)(1) Foreign Equivalent	GENERAL & UNRESTRICTED	$76,273 40
KOREAN WOMEN'S DEVELOPMENT INSTITUTE 276 JIN HEUNG RO, SEOUL, SOUTH KOREA, 122-7	N/A	Other	EXPENDITURE RESPONSIBILITY GRANT	$52,870 00
LAURA HARTENBAUM BREAST CANCER FOUNDATION INC 1 N LEXINGTON AVE , WHITE PLAINS, NY 10601	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
LIBERATION PROGRAMS INC 4 ELMCREST TER, NORWALK, CT 06850	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
MAKE-A-WISH FOUNDATION OF METRO NEW YORK INC 1111 MARCUS AVE STE LL22, LAKE SUCCESS, NY 11042	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$150 00
MANHATTAN SCHOOL OF MUSIC 120 CLAREMONT AVE, NEW YORK, NY 10027	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
MARCH OF DIMES FOUNDATION 1275 MAMARONECK AVE, WHITE PLAINS, NY 10605	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00

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MEDIA ISLAND INTERNATIONAL DTD 0391 PO BOX 7204, OLYMPIA, WA 98507	N/A	509(a)(1)	BMIS PROJECT	$1,500 00
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVE, NEW YORK, NY 10065	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
MOTHERS AGAINST DRUNK DRIVING 511 E JOHN CARPENTER FREEWAY, IRVING, TX 75062	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$150 00
MUSEUM OF JEWISH HERITAGE A LIVING MEMORIAL TO THE HOLOCAUST 36 BATTERY PL, NEW YORK, NY 10280	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$150 00
NEIGHBORHOOD STUDIOS OF FAIRFIELD COUNTY INC 510 BARNUM AVE STE 3, BRIDGEPORT, CT 06608	N/A	509(a)(2)	SUMMER CAMP PROGRAM	$2,500 00
NEW YORK AND PRESBYTERIAN HOSPITAL 525 E 68TH ST, BOX 123, NEW YORK, NY 10065	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
NEW YORK AND PRESBYTERIAN HOSPITAL 525 E 68TH ST, BOX 123, NEW YORK, NY 10065	N/A	509(a)(1)	THE MESOTHELIOMA CENTER	$500 00
NORTH SHORE CHILD AND FAMILY GUIDANCE ASSOCIATION INCORPORATED 480 OLD WESTBURY RD, ROSLYN HTS, NY 11577	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00

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NORTH SHORE LONG ISLAND JEWISH HEALTH SYSTEM FOUNDATION 972 BRUSH HOLLOW ROAD 5TH FLOOR, WESTBURY, NY 11590	N/A	509(a)(1)	THE STERN FAMILY CENTER FOR EXTENDED CARE AND REHAB	$5,000 00
NORTH SHORE LONG ISLAND JEWISH HEALTH SYSTEM FOUNDATION 972 BRUSH HOLLOW ROAD 5TH FLOOR, WESTBURY, NY 11590	N/A	509(a)(1)	THE ADOPT-A-FAMILY PROGRAM	$250 00
OPERATION HOPE OF FAIRFIELD INC 636 OLD POST RD, FAIRFIELD, CT 06824	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,000 00
ORIGINAL WORKS INC 955 CONNECTICUT AVE STE 5102, BRIDGEPORT, CT 06607	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
P E F ISRAEL ENDOWMENT FUNDS INC, JERUSALEM STUDIO SCHOOL FUND 317 MADISON AVENUE, SUITE 607, NEW YORK, NY 10017	N/A	509(a)(1)	JERUSALEM STUDIO SCHOOL	$1,000 00
PAN MASSACHUSETTS CHALLENGE TRUST 77 4TH AVE, NEEDHAM, MA 02494	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD ST, NEW YORK, NY 10001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$225 00
PROJECT HOPE THE PEOPLE TO PEOPLE HEALTH FOUNDATION INC 255 CARTER HALL LN, MILLWOOD, VA 22646	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00

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RAYMOND F KRAVIS CENTER FOR THE PERFORMING ARTS INC 701 OKEECHOBEE BLVD, WEST PALM BCH, FL 33401	N/A	509(a)(1)	CHARITABLE EVENT	$25,000 00
REGIONAL YOUTH ADULT SOCIAL ACTION PARTNERSHIP INC 2470 FAIRFIELD AVE, BRIDGEPORT, CT 06605	N/A	509(a)(1)	CHARITABLE EVENT	$1,250 00
ROCKING THE BOAT INC 812 EDGEWATER RD, BRONX, NY 10474	N/A	509(a)(1)	BOATBUILDING PROGRAM	$50,000 00
SID JACOBSON JEWISH COMMUNITY CENTER INC 300 FOREST DR, GREENVALE, NY 11548	N/A	509(a)(2)	BERNICE JACOBSON DAY SCHOOL AND CAMP	$5,000 00
SIMON WIESENTHAL CENTER 1399 S ROXBURY 2ND FL, LOS ANGELES, CA 90035	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
SMILES CHANGE LIVES 2405 GRAND BLVD STE 300, KANSAS CITY, MO 64108	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
SMITHSONIAN INSTITUTION OFFICE OF THE COMPTROLLER PO BOX 30712, WASHINGTON, DC 20030	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100.00
SOUTH EAST CONSORTIUM FOR SPECIAL SERVICES INC 740 WEST BOSTON POST RD, MAMARONECK, NY 10543	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$15,000 00

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SPECIAL OLYMPICS NEW YORK INC 504 BALLTOWN RD, SCHENECTADY, NY 12304	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00
ST JUDE CHILDRENS RESEARCH HOSPITAL INC 262 DANNY THOMAS PL MSC 512, MEMPHIS, TN 38105	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$200.00
ST JUDE CHILDRENS RESEARCH HOSPITAL INC 262 DANNY THOMAS PL MSC 512, MEMPHIS, TN 38105	N/A	509(a)(1)	CHARITABLE EVENT	$100.00
STAMFORD ACHIEVES INC 1 STAMFORD LNDG, STAMFORD, CT 06902	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
STANLEY M ISAAC NEIGHBORHOOD CENTER 415 E 93RD ST, NEW YORK, NY 10128	N/A	509(a)(1)	MEALS ON WHEELS PROGRAM	$250 00
STAPLES HIGH SCHOOL TUITION GRANTS COMMITTEE INC PO BOX 5159, WESTPORT, CT 06881	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$750 00
SUSAN G KOMEN BREAST CANCER FOUNDATION P O BOX 27963GPO, NEW YORK, NY 10087	N/A	509(a)(1)	CHARITABLE EVENT	$500 00
TEMPLE BETH EL OF GREAT NECK 5 OLD MILL RD, GREAT NECK, NY 11023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$7,500 00

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TEMPLE ISRAEL OF GREAT NECK 108 OLD MILL RD, GREAT NECK, NY 11023	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,250 00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,600 00
THE CONSERVATIVE SYNAGOGUE INC 30 HILLSPOINT ROAD, WESTPORT, CT 06880	N/A	509(a)(1)	KOL NIDRE FUND	$3,600 00
THE JEWISH HIGH SCHOOL OF CONNECTICUT INC 90 GILNOCK DR, BRIDGEPORT, CT 06604	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
THE METROPOLITAN MUSEUM OF ART 1000 5TH AVE, NEW YORK, NY 10028	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$190 00
THE NEW YORK PUBLIC LIBRARY ASTOR LENOX AND TILDEN FOUNDATIONS FIFTH AVENUE AND 42ND STREET, NEW YORK, NY 10018	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$150 00
THIRTEEN / W N E T 450 WEST 33RD STREET, NEW YORK, NY 10001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
UJA-FEDERATION WESTPORT-WESTON- WILTON-NORWALK 431 POST RD E, WESTPORT, CT 06880	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$20,000 00

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UNION FOR REFORM JUDAISM 633 3RD AVE FL 7, NEW YORK, NY 10017	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$300 00
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PL SW, WASHINGTON, DC 20024	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
UNITED WAY OF COASTAL FAIRFIELD COUNTY INC 75 WASHINGTON AVE, BRIDGEPORT, CT 06604	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
UNIVERSITY OF COLORADO FOUNDATION PO BOX 6511, AURORA, CO 80045	N/A	509(a)(1)	THE GIFT OF LIFE AND BREATH CAMPAIGN	$1,000 00
UNIVERSITY OF PENNSYLVANIA SCHOOL OF NURSING 418 CURIE BLVD , PHILADELPHIA, PA 19104	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
UNIVERSITY OF VERMONT ALUMNI RELATIONS, GRASSE MOUNT, BURLINGTON, VT 05401	N/A	509(a)(1)	ENVIRONMENTAL STUDIES SCHOLARSHIP FUND	$10,000 00
UNIVERSITY SETTLEMENT SOCIETY OF NEW YORK 184 ELDRIDGE ST 3RD FL, NEW YORK, NY 10002	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1828 L ST NW STE 1050, WASHINGTON, DC 20036	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00

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WESTPORT ARTS CENTER 51 RIVERSIDE AVE, WESTPORT, CT 06880	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$2,000 00
WINIFRED D BRIDGEPORT, CT	NONE	N/A	HARDSHIP ASSISTANCE GRANT	$2,000 00
WOMEN MAKE MOVIES INC 462 BROADWAY FL 5, NEW YORK, NY 10013	N/A	509(a)(1)	RESILIENCE FILM PROJECT	$3,000 00
YALE UNIVERSITY CORPORATE & FOUNDATION RELATIONS1, NEW HAVEN, CT 06519	N/A	509(a)(1)	CHARITABLE EVENT	$3,000 00
			TOTAL Part I, Line 25, Column (d):	**$893,708**
			Forgiveness of PRI Loan to 509(a)(1) public charity previously treated as a qualifying distribution:	**$350,000**
			TOTAL Part I, Line 25, Column (a):	**$1,243,708**