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

OMB No. 1545-0052

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning **AUG 1, 2009**, and ending **JUL 31, 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 <b>RNR FOUNDATION, INC.</b>		A Employer identification number <b>65-0539370</b>
	Number and street (or P.O. box number if mail is not delivered to street address) <b>3025 EXMOOR ROAD</b>	Room/suite	B Telephone number <b>(734) 973-1492</b>
	City or town, state, and ZIP code <b>ANN ARBOR, MI 48104</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>6,265,835.</b> (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	56,353.	56,353.		STATEMENT 1
	4 Dividends and interest from securities	140,707.	140,707.		STATEMENT 2
	5a Gross rents	-13,030.	-13,030.		STATEMENT 3
	b Net rental income or (loss)	-13,030.			
	6a Net gain or (loss) from sale of assets not on line 10	-485,418.			
	b Gross sales price for all assets on line 6a	4,059,636.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11.	-301,388.	184,030.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	75,000.	15,000.		60,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	3,609.	3,609.		0.
	19 Depreciation and depletion				
	20 Occupancy	13,373.	2,675.		10,698.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	54,978.	47,681.		7,297.
	24 Total operating and administrative expenses. Add lines 13 through 23	146,960.	68,965.		77,995.
	25 Contributions, gifts, grants paid	456,909.			456,909.
26 Total expenses and disbursements. Add lines 24 and 25	603,869.	68,965.		534,904.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-905,257.				
b Net investment income (if negative, enter -0-)		115,065.			
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					
	2	Savings and temporary cash investments			727,873.	485,893.	485,893.
	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		5,174,454.	4,151,274.	4,310,026.
	c	Investments - corporate bonds	STMT 9		862,459.	1,265,479.	1,306,385.
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other	STMT 10		101,700.	85,023.	163,531.	
14	Land, buildings, and equipment basis ▶	6,593.					
	Less: accumulated depreciation	STMT 11 ▶	6,593.				
15	Other assets (describe ▶ <b>PREPAID INCOME TAX</b> )			2,068.	0.	0.	
16	<b>Total assets (to be completed by all filers)</b>			6,868,554.	5,987,669.	6,265,835.	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶ )					
23	<b>Total liabilities (add lines 17 through 22)</b>			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	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 ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds			4,023,375.	4,023,375.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds			2,845,179.	1,964,294.	
30	<b>Total net assets or fund balances</b>			6,868,554.	5,987,669.		
31	<b>Total liabilities and net assets/fund balances</b>			6,868,554.	5,987,669.		

**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	6,868,554.
2	Enter amount from Part I, line 27a	2	-905,257.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	29,107.
4	Add lines 1, 2, and 3	4	5,992,404.
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 7</b>	5	4,735.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	5,987,669.

**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.)
<b>1a</b>				
<b>b</b> SEE ATTACHED STATEMENTS				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 4,059,636.		4,545,054.	-485,418.

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))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			-485,418.

<b>2</b> 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	-485,418.
<b>3</b> 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	558,166.	5,809,263.	.096082
2007	446,716.	8,914,670.	.050110
2006	407,445.	9,392,893.	.043378
2005	469,659.	8,785,782.	.053457
2004	465,504.	8,556,162.	.054406

<b>2</b> Total of line 1, column (d)	2	.297433
<b>3</b> 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	.059487
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,073,022.
<b>5</b> Multiply line 4 by line 3	5	361,266.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	1,151.
<b>7</b> Add lines 5 and 6	7	362,417.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	534,904.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,151.
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	1,151.
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	1,151.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,051.	
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	7,051.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	5,900.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 5,900. Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>THE FOUNDATION</b> Telephone no. ► <b>(734) 973-1492</b> Located at ► <b>3025 EXMOOR ROAD, ANN ARBOR, MI</b> ZIP+4 ► <b>48104</b>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A	1b
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
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		75,000.	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

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

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

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**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	5,629,088.
b Average of monthly cash balances	1b	536,417.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	6,165,505.
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	6,165,505.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	92,483.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,073,022.
6 Minimum investment return. Enter 5% of line 5	6	303,651.

**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	303,651.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,151.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,151.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	302,500.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	302,500.
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	302,500.

**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	534,904.
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	534,904.
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	1,151.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	533,753.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				302,500.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			56,860.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ► \$ 534,904.				
<b>a</b> Applied to 2008, but not more than line 2a			56,860.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				302,500.
<b>e</b> Remaining amount distributed out of corpus	175,544.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	175,544.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	175,544.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009	175,544.			

**Part XIV Private Operating Foundations** (see 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)

**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 STATEMENT 13					
Total				▶ 3a	456,909.
b Approved for future payment					
SEE STATEMENT 14					
Total				▶ 3b	595,000.



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

	Yes	No
<b>1</b> 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?		
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:		
<b>(1)</b> Cash		<b>X</b>
<b>(2)</b> Other assets		<b>X</b>
<b>b</b> Other transactions:		
<b>(1)</b> Sales of assets to a noncharitable exempt organization		<b>X</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization		<b>X</b>
<b>(3)</b> Rental of facilities, equipment, or other assets		<b>X</b>
<b>(4)</b> Reimbursement arrangements		<b>X</b>
<b>(5)</b> Loans or loan guarantees		<b>X</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations		<b>X</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees		<b>X</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> 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.				
Sign Here	Signature of officer or trustee <u><i>Richard S. Lord</i></u>		Date <u>11-19-10</u>	Title <u>Treasurer</u>
	Preparer's signature <u><i>[Signature]</i></u>		Date <u>11-12-10</u>	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <b>WIECHMANN, BOYCE &amp; ASSOCIATES, LLP 5390 N. ACADEMY BLVD., STE 300 COLORADO SPRINGS, CO 80918</b>			Preparer's identifying number
	EIN <b>13-1234567</b>			Phone no. <b>719-596-6110</b>

**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	104 SH SPDR TR UNIT SER 1	P	VARIOUS	08/06/09
b	1 SH AMERICAN CAP LTD	P	VARIOUS	08/14/09
c	1400 SH CALL OPTION CHEVRON	P	VARIOUS	08/22/09
d	7000 SH CALL OPTION BIG LOTS	P	VARIOUS	08/22/09
e	3000 SH CALL OPTION HALIBURTON	P	VARIOUS	08/22/09
f	17000 SH CALL OPTION PFIZER	P	VARIOUS	08/22/09
g	7000 SH CALL OPTION ORACLE	P	VARIOUS	08/22/09
h	5000 SH CALL OPTION ENSCO	P	VARIOUS	08/22/09
i	7500 SH CALL OPTION ASTRAZENECA	P	VARIOUS	08/22/09
j	2500 SH CALL OPTION JACOBS ENERGY	P	VARIOUS	08/22/09
k	13500 SH CALL OPTION MANITOWOC	P	VARIOUS	08/22/09
l	3100 SH CALL OPTION SPDR TR UNIT	P	VARIOUS	08/22/09
m	1000 SH CALL OPTION PROSHARES	P	VARIOUS	08/22/09
n	3700 SH CALL OPTION PROSHARES	P	VARIOUS	08/22/09
o	5200 SH CALL OPTION ARCHER DANIELS	P	VARIOUS	08/22/09

(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 10,118.		8,766.	1,352.
b 2.		30.	-28.
c 870.			870.
d 3,043.		4,328.	-1,285.
e 940.		3,421.	-2,481.
f 1,285.			1,285.
g 1,335.			1,335.
h 1,426.			1,426.
i 2,519.			2,519.
j 2,029.			2,029.
k 1,934.			1,934.
l 2,525.		6,016.	-3,491.
m 282.			282.
n 877.			877.
o 1,987.			1,987.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,352.
b			-28.
c			870.
d			-1,285.
e			-2,481.
f			1,285.
g			1,335.
h			1,426.
i			2,519.
j			2,029.
k			1,934.
l			-3,491.
m			282.
n			877.
o			1,987.

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

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

**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	152 SH SPDR TR UNIT SER 1	P	VARIOUS	08/26/09
b	2500 SH JACOBS ENGR GROUP INC	P	VARIOUS	08/26/09
c	4834 SH JACOBS ENGR GROUP INC	P	VARIOUS	08/27/09
d	413 SH ARCHER DANIELS MIDLAND CO	P	VARIOUS	09/04/09
e	300 SH MANITOWOK INC	P	VARIOUS	09/17/09
f	83 SH SPDR TR UNIT	P	VARIOUS	09/18/09
g	2100 SH CALL OPTION STRYKER	P	VARIOUS	09/19/09
h	2700 SH CALL OPTION SPDR TR UNIT	P	VARIOUS	09/19/09
i	7500 SH ASTRAZENECA PLC	P	VARIOUS	09/25/09
j	109 SH SPDR TR UNIT SER 1	P	VARIOUS	10/15/09
k	7000 SH CALL OPTION BIG LOTS	P	VARIOUS	10/17/09
l	5000 SH CALL OPTION PROSHARES	P	VARIOUS	10/17/09
m	2100 SH CALL OPTION STRYKER	P	VARIOUS	10/17/09
n	1400 SH CALL OPTION CHEVRON	P	VARIOUS	10/17/09
o	5000 SH CALL OPTION ENSCO	P	VARIOUS	10/17/09

(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 15,606.		12,813.	2,793.
b 112,500.		83,563.	28,937.
c 139,706.		179,749.	-40,043.
d 12,022.		14,214.	-2,192.
e 2,670.		1,621.	1,049.
f 8,769.		6,996.	1,773.
g 398.		8,308.	-7,910.
h 6,149.		8,521.	-2,372.
i 344,580.		369,299.	-24,719.
j 11,764.		10,687.	1,077.
k 3,383.			3,383.
l 1,189.			1,189.
m 1,613.			1,613.
n 398.		1,955.	-1,557.
o 3,362.		10,987.	-7,625.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,793.
b			28,937.
c			-40,043.
d			-2,192.
e			1,049.
f			1,773.
g			-7,910.
h			-2,372.
i			-24,719.
j			1,077.
k			3,383.
l			1,189.
m			1,613.
n			-1,557.
o			-7,625.

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

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



**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 1300 SH CALL OPTION ITT		P	VARIOUS	10/17/09
b 13000 SH CALL OPTION MANITOWOC		P	VARIOUS	10/17/09
c 3000 SH CALL OPTION HALIBURTON		P	VARIOUS	10/17/09
d 3100 SH CALL OPTION COCA-COLA		P	VARIOUS	10/17/09
e 2700 SH CALL OPTION SPDR TR UNIT		P	VARIOUS	10/17/09
f 17000 SH PZIZER		P	VARIOUS	10/20/09
g 10300 SH PRECISION DRILLING TR UNIT		P	VARIOUS	10/20/09
h 10070 SH AMERICAN CAP LTD		P	VARIOUS	10/20/09
i 13000 SH MANITOWOC		P	VARIOUS	10/21/09
j 39 SH SPDR TR UNIT SER 1		P	VARIOUS	10/23/09
k 80 SH PROSHARES TR SHORT S&P 500		P	VARIOUS	10/28/09
l 98 SH SPDR TR UNIT SER 1		P	VARIOUS	11/11/09
m 1400 SH CHERVRON		P	VARIOUS	11/16/09
n 3700 SH CALL OPTION DENTSPLY		P	VARIOUS	11/21/09
o 6600 SH CALL OPTION MICROSOFT		P	VARIOUS	11/21/09

(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 1,237.			1,237.
b 8,859.			8,859.
c 1,373.		2,345.	-972.
d 1,180.			1,180.
e 8,756.		10,016.	-1,260.
f 296,995.		475,507.	-178,512.
g 70,827.		210,816.	-139,989.
h 32,727.		264,254.	-231,527.
i 117,000.		230,975.	-113,975.
j 4,252.		3,287.	965.
k 4,394.		4,371.	23.
l 10,770.		9,919.	851.
m 105,000.		129,433.	-24,433.
n 3,191.			3,191.
o 1,890.		8,415.	-6,525.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,237.
b			8,859.
c			-972.
d			1,180.
e			-1,260.
f			-178,512.
g			-139,989.
h			-231,527.
i			-113,975.
j			965.
k			23.
l			851.
m			-24,433.
n			3,191.
o			-6,525.

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

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

**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	8000 SH CALL OPTION INTEL	P	VARIOUS	11/21/09
b	5400 SH CALL OPTION PROSHARES	P	VARIOUS	11/21/09
c	4300 SH CALL OPTION STRYKER	P	VARIOUS	11/21/09
d	1400 SH CALL OPTION CHEVRON	P	VARIOUS	11/21/09
e	7000 SH CALL OPTION ORACLE	P	VARIOUS	11/21/09
f	7000 SH CALL OPTION BIG LOTS	P	VARIOUS	11/21/09
g	5000 SH CALL OPTION ENSCO	P	VARIOUS	11/21/09
h	3100 SH CALL OPTION COCA-COLA	P	VARIOUS	11/21/09
i	2500 SH CALL OPTION SPDR TR UNIT	P	VARIOUS	11/21/09
j	3100 SH COCA COLA	P	VARIOUS	11/23/09
k	1300 SH CALL OPTION ITT	P	VARIOUS	11/30/09
l	7412 SH ISHARES BARCLAYS 1-3 YR CREDIT	P	VARIOUS	12/07/09
m	2400 SH ISHARES BARCLAYS 1-3 YR CREDIT	P	VARIOUS	12/11/09
n	34 SH SPDR TR UNIT SER 1	P	VARIOUS	12/14/09
o	14000 SH PENN WEST ENERGY TRUST	P	VARIOUS	12/16/09

(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 2,622.			2,622.
b 1,805.		162.	1,643.
c 1,228.		4,226.	-2,998.
d 3,915.			3,915.
e 1,675.			1,675.
f 2,701.			2,701.
g 17,235.		9,230.	8,005.
h 1,778.			1,778.
i 12,958.		15,426.	-2,468.
j 170,500.		122,051.	48,449.
k 988.			988.
l 25.			25.
m 250,873.		251,437.	-564.
n 3,795.		2,866.	929.
o 247,546.		377,361.	-129,815.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,622.
b			1,643.
c			-2,998.
d			3,915.
e			1,675.
f			2,701.
g			8,005.
h			1,778.
i			-2,468.
j			48,449.
k			988.
l			25.
m			-564.
n			929.
o			-129,815.

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

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

**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	77 SH PROSHARES TR SHORT S&P 500	P	VARIOUS	12/18/09
b	51 SH SPDR TR SER 1	P	VARIOUS	12/23/09
c	200 SH MANITOWOC	P	VARIOUS	12/28/09
d	1300 SH CALL OPTION ITT	P	VARIOUS	12/31/09
e	5300 SH CALL OPTION PROSHARES	P	VARIOUS	12/31/09
f	4300 SH CALL OPTION STRYKER	P	VARIOUS	12/31/09
g	5000 SH CALL OPTION ENSCO	P	VARIOUS	12/31/09
h	2500 SH CALL OPTION SPDR TR UNIT	P	VARIOUS	12/31/09
i	34 SH SPDR TR UNIT SER 1	P	VARIOUS	01/07/10
j	6000 SH HAILBURTON	P	VARIOUS	01/15/10
k	2608 SH SPDR TR UNIT SER 1	P	VARIOUS	01/19/10
l	5733 SH PROSHARES TR SHORT S&P 500	P	VARIOUS	01/19/10
m	6600 SH CALL OPTION MICROSOFT	P	VARIOUS	01/31/10
n	3700 SH CALL OPTION DENTSPLY	P	VARIOUS	01/31/10
o	6000 SH CALL OPTION HALIBURTON	P	VARIOUS	01/31/10

(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 4,122.		4,123.	-1.
b 5,714.		5,235.	479.
c 2,066.		1,081.	985.
d 1,749.			1,749.
e 1,247.			1,247.
f 4,800.		1,793.	3,007.
g 9,765.			9,765.
h 15,322.		12,196.	3,126.
i 3,865.		2,866.	999.
j 186,000.		235,153.	-49,153.
k 297,785.		219,830.	77,955.
l 293,702.		397,457.	-103,755.
m 7,888.		8,595.	-707.
n 1,762.		5,764.	-4,002.
o 1,982.			1,982.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1.
b			479.
c			985.
d			1,749.
e			1,247.
f			3,007.
g			9,765.
h			3,126.
i			999.
j			-49,153.
k			77,955.
l			-103,755.
m			-707.
n			-4,002.
o			1,982.

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

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

**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 1300 SH CALL OPTION ITT		P	VARIOUS	01/31/10
b 5700 SH CALL OPTION FAMILY \$ STORE		P	VARIOUS	01/31/10
c 2400 SH CALL OPTION FLUOR		P	VARIOUS	01/31/10
d 7000 SH CALL OPTION ORACLE		P	VARIOUS	01/31/10
e 1200 SH CALL OPTION PROSHARES SHORT S&P 500		P	VARIOUS	01/31/10
f 100 SH CALL OPTION PROSHARES SHORT S&P 500		P	VARIOUS	01/31/10
g 4000 SH CALL OPTION PROSHARES SHORT S&P 500		P	VARIOUS	01/31/10
h 2500 SH CALL OPTION SPDR TR UNIT		P	VARIOUS	01/31/10
i 700 SH CALL OPTION MKT VECTORS GOLD		P	VARIOUS	01/31/10
j 4500 SH CALL OPTION LILLY		P	VARIOUS	02/28/10
k 5000 SH CALL OPTION ENSCO		P	VARIOUS	02/28/10
l 6600 SH CALL OPTION MICROSOFT		P	VARIOUS	02/28/10
m 3700 SH CALL OPTION DENTSPLY		P	VARIOUS	02/28/10
n 700 SH CALL OPTION MKT VECTORS GOLD		P	VARIOUS	02/28/10
o 6000 SH CALL OPTION I SHARES SILVER		P	VARIOUS	02/28/10

(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 1,430.		1,888.	-458.
b 1,070.			1,070.
c 564.			564.
d 1,337.		1,173.	164.
e 280.			280.
f 17.			17.
g 564.			564.
h 1,188.			1,188.
i 216.			216.
j 1,292.			1,292.
k 2,131.			2,131.
l 7,693.			7,693.
m 7,727.			7,727.
n 340.			340.
o 1,082.			1,082.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-458.
b			1,070.
c			564.
d			164.
e			280.
f			17.
g			564.
h			1,188.
i			216.
j			1,292.
k			2,131.
l			7,693.
m			7,727.
n			340.
o			1,082.

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	
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	

**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	2400 SH CALL OPTION FLUOR	P	VARIOUS	02/28/10
b	7000 SH CALL OPTION ORACLE	P	VARIOUS	02/28/10
c	1300 SH CALL OPTION ITT	P	VARIOUS	02/28/10
d	1300 SH IRR EDUCATIONAL SERVICES INC	P	VARIOUS	03/22/10
e	1000 SH CALL OPTION ENSCO	P	VARIOUS	03/31/10
f	4000 SH CALL OPTION ENSCO	P	VARIOUS	03/31/10
g	700 SH CALL OPTION MKT VECTORS GOLD	P	VARIOUS	03/31/10
h	6000 SH CALL OPTION I SHARES SILVER	P	VARIOUS	03/31/10
i	3600 SH CALL OPTION FLUOR	P	VARIOUS	03/31/10
j	1300 SH CALL OPTION ITT	P	VARIOUS	03/31/10
k	500 SH CALL OPTION DENTSPLY	P	VARIOUS	03/31/10
l	3200 SH CALL OPTION DENTSPLY	P	VARIOUS	03/31/10
m	3800 SH FLUOR CORP	P	VARIOUS	04/16/10
n	1300 SH STRYKER CORP	P	VARIOUS	04/23/10
o	2249 SH DENTSPLY INTERNATIONAL INC	P	VARIOUS	04/23/10

(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 1,023.			1,023.
b 2,288.			2,288.
c 4,598.			4,598.
d 150,755.		131,445.	19,310.
e 928.			928.
f 4,020.			4,020.
g 216.			216.
h 621.			621.
i 847.			847.
j 1,116.			1,116.
k 68.			68.
l 448.			448.
m 190,000.		172,003.	17,997.
n 76,336.		60,466.	15,870.
o 80,537.		58,732.	21,805.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,023.
b			2,288.
c			4,598.
d			19,310.
e			928.
f			4,020.
g			216.
h			621.
i			847.
j			1,116.
k			68.
l			448.
m			17,997.
n			15,870.
o			21,805.

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

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

**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	7000 SH CALL OPTION ORACLE	P	VARIOUS	04/30/10
b	10700 SH CALL OPTION INTEL	P	VARIOUS	04/30/10
c	57000 SH CALL OPTION FAMILY \$ STORES	P	VARIOUS	04/30/10
d	700 SH CALL OPTION MKT VECTORS GOLD	P	VARIOUS	04/30/10
e	6000 SH CALL OPTION I SHARES SILVER	P	VARIOUS	04/30/10
f	3800 SH CALL OPTION FLUOR	P	VARIOUS	04/30/10
g	5700 SH FAMILY DOLLAR STORES INC	P	VARIOUS	05/21/10
h	5000 SH CALL OPTION ENSCO	P	VARIOUS	05/31/10
i	7700 SH CALL OPTION MICROSOFT	P	VARIOUS	05/31/10
j	700 SH CALL OPTION MKT VECTORS GOLD	P	VARIOUS	05/31/10
k	6000 SH CALL OPTION I SHARES SILVER	P	VARIOUS	05/31/10
l	5700 SH CALL OPTION FAMILY \$ STORE	P	VARIOUS	05/31/10
m	5700 SH CALL OPTION AEROPOSTALE	P	VARIOUS	05/31/10
n	14000 SH CALL OPTION SHIP FINANCE	P	VARIOUS	05/31/10
o	1400 SH CALL OPTION FREEPORT MCM COPR GOLD	P	VARIOUS	05/31/10

(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	1,270.		1,270.
b	1,421.	675.	746.
c	799.		799.
d	152.		152.
e	564.		564.
f	721.		721.
g	233,700.	161,044.	72,656.
h	3,092.		3,092.
i	1,752.		1,752.
j	263.		263.
k	671.		671.
l	1,069.		1,069.
m	2,179.		2,179.
n	2,018.		2,018.
o	513.		513.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,270.
b			746.
c			799.
d			152.
e			564.
f			721.
g			72,656.
h			3,092.
i			1,752.
j			263.
k			671.
l			1,069.
m			2,179.
n			2,018.
o			513.

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

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

**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	700 SH MARKET VECTORS GOLD MINERS	P	VARIOUS	06/18/10
b	5200 SH CALL OPTION BIG LOTS	P	VARIOUS	06/30/10
c	14000 SH CALL OPTION SHIP FINANCE	P	VARIOUS	06/30/10
d	700 SH CALL OPTION MKT VECTORS GOLD	P	VARIOUS	06/30/10
e	1700 SH CALL OPTION APACHE	P	VARIOUS	06/30/10
f	6000 SH CALL OPTION I SHARES SILVER	P	VARIOUS	06/30/10
g	3500 SH CALL OPTION JP MORGAN CHASE	P	VARIOUS	06/30/10
h	5700 SH CALL OPTION AEROPOSTALE	P	VARIOUS	06/30/10
i	5000 SH CALL OPTION ENSCO	P	VARIOUS	06/30/10
j	5600 SH CALL OPTION CORNING	P	VARIOUS	06/30/10
k	200000 SH HEALTH CARE PPTY INV INC	P	VARIOUS	07/14/10
l	2000 SH CALL OPTION MKT VECTOR EFT TRUST	P	VARIOUS	07/31/10
m	7700 SH CALL OPTION MICROSOFT	P	VARIOUS	07/31/10
n	6000 SH CALL OPTION I SHARES SILVER	P	VARIOUS	07/31/10
o	1400 SH CALL OPTION FREEPORT	P	VARIOUS	07/31/10

(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 37,100.		36,688.	412.
b 4,019.			4,019.
c 1,327.			1,327.
d 329.			329.
e 718.			718.
f 1,126.			1,126.
g 731.			731.
h 1,612.			1,612.
i 2,129.			2,129.
j 520.			520.
k 209,000.		163,000.	46,000.
l 809.			809.
m 1,096.			1,096.
n 790.			790.
o 289.			289.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			412.
b			4,019.
c			1,327.
d			329.
e			718.
f			1,126.
g			731.
h			1,612.
i			2,129.
j			520.
k			46,000.
l			809.
m			1,096.
n			790.
o			289.

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

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

**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 5700 SH CALL OPTION AEROPOSTALE		P	VARIOUS	07/31/10
b 5000 SH CALL OPTION ENSCO		P	VARIOUS	07/31/10
c EXCHANGE ENCSCO INTERNATIONAL FOR ENSCO INTERNATI		P	VARIOUS	01/31/10
d JULY CORRECTION ON CALL OPTIONS		P	VARIOUS	08/01/09
e 2300 SH PROSHARES CALL OPTIONS		P	VARIOUS	09/19/09
f GRIFFIS VALUE ADDED FUND, LLC ALLOCATION OF SECTI		P	VARIOUS	12/31/09
g 2500 SH PROSHARES CALL OPTIONS		P	VARIOUS	09/19/09
h 7500 SH ASTRAZENECA PLC		P	VARIOUS	09/19/09
i LITIGATION SETTLEMENT CARDINAL HEALTH		P	VARIOUS	09/14/09
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 1,074.			1,074.
b 1,889.			1,889.
c 76,632.			76,632.
d 221.			221.
e 872.			872.
f		476.	-476.
g 1,310.			1,310.
h 1,795.			1,795.
i 2,187.			2,187.
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) 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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,074.
b			1,889.
c			76,632.
d			221.
e			872.
f			-476.
g			1,310.
h			1,795.
i			2,187.
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	-485,418.
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



2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	ORGANIZATIONAL COSTS	11/01/95	195	60M	HY43		5,000.				5,000.	5,000.		0.	5,000.
2	ORGANIZATIONAL COSTS	11/01/95	195	60M	HY43		1,593.				1,593.	1,593.		0.	1,593.
	* TOTAL 990-PF PG 1 DEPR & AMORT						6,593.				6,593.	6,593.		0.	6,593.

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


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SOURCE	AMOUNT
INTEREST FROM GRIFFIS VALUE ADDED FUND, LLC	25.
JP MORGAN INTEREST	56,328.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	56,353.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN DIVIDENDS	140,707.	0.	140,707.
TOTAL TO FM 990-PF, PART I, LN 4	140,707.	0.	140,707.

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**FORM 990-PF RENTAL INCOME STATEMENT 3**


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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM GRIFFIS VALUE ADDED FUND, LLC	1	-13,030.
TOTAL TO FORM 990-PF, PART I, LINE 5A		-13,030.

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**FORM 990-PF TAXES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,609.	3,609.		0.
TO FORM 990-PF, PG 1, LN 18	3,609.	3,609.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	36,249.	32,624.		3,625.	
CUSTODIAL FEES	13,623.	12,261.		1,362.	
ACCOUNTING	4,390.	2,195.		2,195.	
COUNCIL FOUNDATION DUES	500.	500.		0.	
ADR FEE	101.	101.		0.	
PIKES PEAK NONPROFIT EXCELLENCE	115.	0.		115.	
TO FORM 990-PF, PG 1, LN 23	54,978.	47,681.		7,297.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
DIFFERENCE BETWEEN FMV AND BOOK BASIS OF STOCKS CONTRIBUTED		29,107.	
TOTAL TO FORM 990-PF, PART III, LINE 3		29,107.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
TO CORRECT PRIOR YEAR ENDING BOOK VALUE		4,735.	
TOTAL TO FORM 990-PF, PART III, LINE 5		4,735.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
COMMON STOCK	4,151,274.	4,310,026.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,151,274.	4,310,026.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,265,479.	1,306,385.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,265,479.	1,306,385.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GRIFFIS VALUE ADDED FD LLC CL A-2	COST	85,023.	163,531.
TOTAL TO FORM 990-PF, PART II, LINE 13		85,023.	163,531.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	5,000.	5,000.	0.
ORGANIZATIONAL COSTS	1,593.	1,593.	0.
TOTAL TO FM 990-PF, PART II, LN 14	6,593.	6,593.	0.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID LORD COLORADO SPRINGS, CO	PRESIDENT 2.00	15,000.	0.	0.
CHARLES LORD DELANCO, NJ	VICE PRES. 2.00	15,000.	0.	0.
EDITH LORD-WOLFF CARMEL HIGHLANDS, CA	SECRETARY 2.00	15,000.	0.	0.
RICHARD LORD ANN ARBOR, MI	TREASURER 2.00	15,000.	0.	0.
HEATHER LORD ANN ARBOR, MI	DIRECTOR 2.00	15,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		75,000.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
COUNCIL ON FOUNDATIONS	NONE COUNCIL	PUBLIC CHARITY	422.
ROLLINS COLLEGE	NONE IMMERSIVE LEADERSHIP EDUCATION	PUBLIC CHARITY	25,000.
AAACF	NONE YOUTH DEVELOPMENT EDUCATION	PUBLIC CHARITY	29,741.
ST JOSEPH MERCY HEALTH SYSTEMS	NONE CHRONIC DISEASE PUBLIC HEALTH	PUBLIC CHARITY	69,000.
PEAK VISTA FAMILY HEALTH	NONE HEALTH EDUCATION FOR SENIORS PUBLIC HEALTH	PUBLIC CHARITY	50,000.
AAACF	NONE BLUE PRINT TO END HOMELESSNESS PUBLIC SERVICE	PUBLIC CHARITY	25,000.
CORIELL ICOB	NONE OVERSIGHT BOARD PUBLIC HEALTH	PUBLIC CHARITY	200,147.
RISING INT'L RWANDA BASKET PROJECT	NONE EDUCATION	PUBLIC CHARITY	24,950.

RNR FOUNDATION, INC.

65-0539370

ROLLINS COLLEGE	NONE NATION ABROAD PILOT PROGAM - EDUCATION	PUBLIC CHARITY	15,513.
ELKHORN SLOUGH FOUNDATION	NONE TRACTOR FOR LAND MANAGEMENT ENVIRONMENT	PUBLIC CHARITY	20,182.
EASTERN MICHIGAN NATIONAL ABROAD	NONE UNSPENT FUNDS	PUBLIC CHARITY	-1,471.
EQUINE ASSISTED THERAPY	NONE UNSPENT FUNDS	PUBLIC CHARITY	-1,575.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

456,909.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
APPROVED FOR FUTURE PAYMENT

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ROLLINS COLLEGE	NONE CHRONIC DISEASE PUBLIC HEALTH	PUBLIC CHARITY	25,000.
ST JOSEPH MERCY HEALTH SYSTEMS	NONE CHRONIC DISEASE MANAGEMENT THROUGH COMMUNITY CONNECTION	PUBLIC CHARITY	40,000.
PIKES PEAK VISTA COMMUNITY HEALTH CENTERS	NONE HEALTH EDUCATION FOR SENIORS PUBLIC HEALTH	PUBLIC CHARITY	100,000.
ANN ARBOR COMMUNITY FOUNDATION	NONE BLUE PRINT TO END HOMELESSNESS PUBLIC SERVICE	PUBLIC CHARITY	25,000.
CORIELL	NONE INFORMED COHORT OVERSIGHT BOARD	PUBLIC CHARITY	200,000.
ROLLINS COLLEGE	NONE CE COURCE/RESEARCH	PUBLIC CHARITY	200,000.
ANN ARBOR COMMUNITY FOUNDATION	NONE ACHIEVIEING THE DREAM COMMUNITY COLLEGE COUNT	PUBLIC CHARITY	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			595,000.