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Form 990-PF

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

OMB No 1545-0052

2010

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 2010, or tax year beginning , 2010, and ending

G Check all that apply

☐ Initial return☐ Initial Return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeRichard D. Donchian Charitable
Foundation, Inc.
c/o FCSN 88 Field Point Road
Greenwich, CT 06836-2508

A Employer identification number

06-1514402

B Telephone number (see the instructions)

203-661-1000

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 foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 9,143,843.

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 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 (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 2,056,198.

7 Capital gain net income (from Part IV, line 2)

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/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) See St 2

b Accounting fees (attach sch)

c Other prof fees (attach sch) See St 3

17 Interest

18 Taxes (attach schedule)(see instr.) See Stm 4

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid Part XV

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

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ADMINISTRATIVE
AND
OPERATING
EXPENSES

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14

Part II Balance Sheets		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	1,047,221.	752,242.	752,242.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule) Statement 6	508,221.	514,213.	533,513.
	b Investments — corporate stock (attach schedule) Statement 7	4,769,903.	4,849,451.	6,520,310.
	c Investments — corporate bonds (attach schedule) Statement 8	1,347,370.	1,414,922.	1,337,778.
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)	1.		
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	7,672,716.	7,530,828.	9,143,843.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	7,672,716.	7,530,828.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	7,672,716.	7,530,828.	
	31 Total liabilities and net assets/fund balances (see the instructions)	7,672,716.	7,530,828.	

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	7,672,716.
2 Enter amount from Part I, line 27a	2	-141,888.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	7,530,828.
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	7,530,828.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Increases Schedule A-2 (Exhibit 5)		P	Various	Various
1b Decrease Schedule B-1 (Exhibit 6)		P	Various	Various
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,854,890.		1,573,877.	281,013.
b 201,308.		244,192.	-42,884.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			281,013.
b			-42,884.
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	238,129.
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 the instructions) If (loss), enter -0- in Part I, line 8]		3	0.

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year; see 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 (column (b) divided by column (c))
2009	501,565.	7,493,842.	0.066930
2008	537,210.	9,254,486.	0.058049
2007	611,456.	10,629,852.	0.057523
2006	559,875.	10,196,847.	0.054907
2005	548,475.	10,064,508.	0.054496

2 Total of line 1, column (d)	2	0.291905
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	0.058381
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,303,675.
5 Multiply line 4 by line 3	5	484,777.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,932.
7 Add lines 5 and 6	7	488,709.
8 Enter qualifying distributions from Part XII, line 4	8	526,414.

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 the instructions)

1 a	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 instr.)	1	3,932.
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		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	3,932.
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	3,932.
6	Credits/Payments:		
a	2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	1,860.
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	1,860.
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	2,072.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 type="checkbox"/> \$ 0. (2) On foundation managers <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CT		
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? <i>If 'No,' attach explanation</i>	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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 <u>www.rddonchian.org</u>	13	X	
14	The books are in care of <u>Fogarty Cohen Selby & Nemiroff</u> Telephone no. <u>203-661-1000</u> Located at <u>88 Field Point Road Greenwich CT</u> ZIP + 4 <u>06836-2508</u>			
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	N/A	<input type="checkbox"/>	N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country	16	Yes No	X X

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
1 a 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1 c	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<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 the instructions)	2 b	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a 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 2010 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 2010.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2010?	4 b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 instructions)?**5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?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? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see 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
Geoffrey M. Parkinson c/o FCSN 88 Field Point Road Greenwich, CT 06836-2508	Pres/Directo 5.00	45,000.	0.	0.
Leland C. Selby c/o FCSN 88 Field Point Road Greenwich, CT 06836-2508	Sec/Treas/Di 5.00	33,000.	0.	0.
Clark M. Whittemore c/o FCSN 88 Field Point Road Greenwich, CT 06836-2508	Director 3.00	12,500.	0.	0.
Geoffrey M. Parkinson, Jr. c/o FCSN 88 Field Point Road Greenwich, CT 06830	Director 4.00	20,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

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 (see instructions). 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 (see instructions)

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	1a	8,016,987.
a Average monthly fair market value of securities	1b	413,140.
b Average of monthly cash balances	1c	
c Fair market value of all other assets (see instructions)	1d	8,430,127.
d Total (add lines 1a, b, and c)		
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	8,430,127.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	126,452.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,303,675.
6 Minimum investment return. Enter 5% of line 5	6	415,184.

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	415,184.
2a Tax on investment income for 2010 from Part VI, line 5	2a	3,932.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,932.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	411,252.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	411,252.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	411,252.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	526,414.
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1b	
b Program-related investments — total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.		
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	526,414.
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 instructions)	5	3,932.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	522,482.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				411,252.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only			0.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005 53,276.				
b From 2006 52,440.				
c From 2007 97,821.				
d From 2008 82,916.				
e From 2009 130,593.				
f Total of lines 3a through e	417,046.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 526,414.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				411,252.
e Remaining amount distributed out of corpus	115,162.			
5 Excess distributions carryover applied to 2010 (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	532,208.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	53,276.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	478,932.			
10 Analysis of line 9.				
a Excess from 2006 52,440.				
b Excess from 2007 97,821.				
c Excess from 2008 82,916.				
d Excess from 2009 130,593.				
e Excess from 2010 115,162.				

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 2010, enter the date of the ruling					
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 organization had \$5,000 or more in assets at any time during the year — see 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))

None

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 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:

See Statement 9

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

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 attached Schedule B-3 (Exhibit 8)			see attached	428,500.
b Approved for future payment See attached Schedule (Exhibit 9)				227,000.
Total			3a	428,500.
			3b	227,000.

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) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	227,468.	
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	238,129.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	Class Action Proceeds			18	3,774.	
b	IShares S&P GSCI			14		
c	Marinus Associates			14		
d	USTreas Infl Indx			14	1,914.	
e						
12	Subtotal Add columns (b), (d), and (e)				471,285.	
13	Total. Add line 12, columns (b), (d), and (e)				13	471,285.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2010

Federal Supporting Detail

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Richard D. Donchian Charitable
Foundation, Inc.

06-1514402

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Other Income Producing Activities
Dividends/interest from securities.

Dividends per Schedule A-3 (Exhibit 1)	\$	124,420.
Interest per Schedule A-4 (Exhibit 2)		101,060.
Other Income per Schedule A-5 (Exhibit 3)		1,988.
Total	\$	<u>227,468.</u>

Other Revenue
Amount
Class Action Proceeds

AOL	\$	163.
CitiGold - CGMI Distribution Fund		3,611.
Total	\$	<u>3,774.</u>

Other Revenue
Net investment income
IShares S&P GSCI

Interest per Schedule K-1	\$	99.
Net long term cap gain per Schedule K-1		13.
Total	\$	<u>112.</u>

Other Revenue
Net investment income
Marinus Associates

Net rental real estate income per Schedule K-1	\$	8,305.
Interest per Schedule K-1		106.
Total	\$	<u>8,411.</u>

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Federal Statements

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Class Action Proceeds	\$ 3,774.	\$ 3,774.	
USTreas Infl Indx	1,914.	1,914.	
Total	\$ 5,688.	\$ 5,688.	0.

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Fogarty Cohen Selby & Nemiroff LLC	\$ 3,200.	\$ 3,200.		
Total	\$ 3,200.	\$ 3,200.		\$ 0.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BNY Affiliated Funds Adjustment	\$ 74.	\$ 74.		
BNY Investment Advisory Fees	66,749.	66,749.		
Total	\$ 66,823.	\$ 66,823.		\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2009 refund	\$ -496.			
Total	\$ -496.	\$ 0.		\$ 0.

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Federal Statements

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Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Assoc. of Small Foundations	\$ 495.			
Federal Express	7.			
Hagendoorn & Emond Ins. - D&O Ins	2,320.			\$ 2,320.
Lacerte - computer fee for tax prep				
	55.	\$ 55.		
Secretary of State - annual report	100.			
Total	\$ 2,977.	\$ 55.		\$ 2,320.

Statement 6
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Government Bonds (Exhibit 4)	Cost	\$ 514,213.	\$ 533,513.
		\$ 514,213.	\$ 533,513.
Total		\$ 514,213.	\$ 533,513.

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate Stocks (Exhibit 4)	Cost	\$ 4,849,451.	\$ 6,520,310.
Total		\$ 4,849,451.	\$ 6,520,310.

Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate Bonds (Exhibit 4)	Cost	\$ 1,414,922.	\$ 1,337,778.
Total		\$ 1,414,922.	\$ 1,337,778.

Client RDONCHIA

Richard D. Donchian Charitable
Foundation, Inc.

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Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Richard D Donchian Charitable Foundation

Care Of: Foundation Services LLC

Street Address: 640 West Putnam Avenue, 3rd floor

City, State, Zip Code: Greenwich, CT 06830

Telephone:

Form and Content: Any applicant should submit an application form and
certification as to its tax exempt status.
The application form is available from the website.

Submission Deadlines: None

Restrictions on Awards: Mission Statement and Guidelines attached as Exhibit 7.

Schedule A-3

DIVIDENDS RECEIVED

Abbott Laboratories

02/16/10	Dividend Rec'd on	1,400	Shs.	\$560.00	
05/17/10	Dividend Rec'd on	1,400	Shs.	616.00	
08/16/10	Dividend Rec'd on	1,400	Shs.	616.00	
11/15/10	Dividend Rec'd on	1,400	Shs.	<u>616.00</u>	\$2,408.00

Accenture Ltd Class A

05/14/10	Dividend Rec'd on	2,800	Shs.	\$1,050.00	
11/15/10	Dividend Rec'd on	2,800	Shs.	<u>1,260.00</u>	2,310.00

Aflac Inc.

03/01/10	Dividend Rec'd on	1,050	Shs.	\$294.00	
06/01/10	Dividend Rec'd on	1,050	Shs.	294.00	
09/01/10	Dividend Rec'd on	1,050	Shs.	294.00	
12/01/10	Dividend Rec'd on	1,050	Shs.	<u>315.00</u>	1,197.00

Air Products & Chemicals Inc.

02/08/10	Dividend Rec'd on	500	Shs.	\$225.00	
05/10/10	Dividend Rec'd on	500	Shs.	245.00	
08/09/10	Dividend Rec'd on	500	Shs.	245.00	
11/08/10	Dividend Rec'd on	1,000	Shs.	<u>490.00</u>	1,205.00

American Express Company

02/10/10	Dividend Rec'd on	1,900	Shs.	\$342.00	
05/10/10	Dividend Rec'd on	1,900	Shs.	342.00	
08/10/10	Dividend Rec'd on	1,900	Shs.	342.00	
11/10/10	Dividend Rec'd on	1,900	Shs.	<u>342.00</u>	1,368.00

AT&T Inc.

02/01/10	Dividend Rec'd on	2,825	Shs.	\$1,186.50	
05/03/10	Dividend Rec'd on	2,825	Shs.	1,186.50	
08/02/10	Dividend Rec'd on	2,825	Shs.	1,186.50	
11/01/10	Dividend Rec'd on	2,825	Shs.	<u>1,186.50</u>	4,746.00

Avon Products Inc

03/01/10	Dividend Rec'd on	2,625	Shs.	\$577.50	
06/01/10	Dividend Rec'd on	2,625	Shs.	577.50	
09/01/10	Dividend Rec'd on	2,625	Shs.	577.50	
12/01/10	Dividend Rec'd on	2,625	Shs.	<u>577.50</u>	2,310.00

Schedule A-3 (Cont'd)

Baxter International Inc

10/01/10	Dividend Rec'd on	1,350	Shs.		\$391.50
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BNY Mellon Mid Cap Stock Fund

01/19/10	Dividend Rec'd on	20,627.063	Shs.	\$123.94	
02/22/10	Dividend Rec'd on	20,627.063	Shs.	127.00	
03/22/10	Dividend Rec'd on	20,627.063	Shs.	112.25	
04/12/10	Dividend Rec'd on	20,627.063	Shs.	135.45	
05/17/10	Dividend Rec'd on	20,627.063	Shs.	138.51	
06/14/10	Dividend Rec'd on	20,627.063	Shs.	132.88	
07/12/10	Dividend Rec'd on	20,627.063	Shs.	123.64	
08/16/10	Dividend Rec'd on	20,627.063	Shs.	125.43	
09/13/10	Dividend Rec'd on	20,627.063	Shs.	127.24	
10/12/10	Dividend Rec'd on	20,627.063	Shs.	128.89	
11/15/10	Dividend Rec'd on	20,627.063	Shs.	141.19	
12/10/10	Dividend Rec'd on	20,627.063	Shs.	61.88	
12/13/10	Dividend Rec'd on	20,627.063	Shs.	<u>143.81</u>	1,622.11

Campbell Soup Company

02/01/10	Dividend Rec'd on	1,600	Shs.	\$440.00	
05/03/10	Dividend Rec'd on	1,600	Shs.	440.00	
08/02/10	Dividend Rec'd on	1,600	Shs.	440.00	
11/01/10	Dividend Rec'd on	1,600	Shs.	<u>440.00</u>	1,760.00

Cardinal Health Inc

01/15/10	Dividend Rec'd on	750	Shs.	\$131.25	
04/15/10	Dividend Rec'd on	750	Shs.	131.25	
07/15/10	Dividend Rec'd on	750	Shs.	146.25	
10/15/10	Dividend Rec'd on	750	Shs.	<u>146.25</u>	555.00

Caterpillar Inc

02/22/10	Dividend Rec'd on	750	Shs.	\$315.00	
05/20/10	Dividend Rec'd on	750	Shs.	315.00	
08/20/10	Dividend Rec'd on	750	Shs.	330.00	
11/22/10	Dividend Rec'd on	750	Shs.	<u>330.00</u>	1,290.00

Chevron Corporation

03/10/10	Dividend Rec'd on	600	Shs.	\$408.00	
06/10/10	Dividend Rec'd on	600	Shs.	432.00	
09/10/10	Dividend Rec'd on	600	Shs.	432.00	
12/10/10	Dividend Rec'd on	600	Shs.	<u>432.00</u>	1,704.00

Schedule A-3 (Cont'd)

Colgate Palmolive Company

02/16/10	Dividend Rec'd on	550	Shs.	\$242.00	
05/14/10	Dividend Rec'd on	550	Shs.	291.50	
08/13/10	Dividend Rec'd on	550	Shs.	291.50	
11/15/10	Dividend Rec'd on	550	Shs.	<u>291.50</u>	\$1,116.50

Comcast Corporation New Class A

01/27/10	Dividend Rec'd on	2,650	Shs.	\$250.43	
04/28/10	Dividend Rec'd on	2,650	Shs.	250.43	
07/28/10	Dividend Rec'd on	2,650	Shs.	250.43	
10/27/10	Dividend Rec'd on	2,650	Shs.	<u>250.43</u>	1,001.72

ConocoPhillips

03/01/10	Dividend Rec'd on	1,550	Shs.	\$775.00	
06/01/10	Dividend Rec'd on	1,550	Shs.	852.50	
09/01/10	Dividend Rec'd on	1,550	Shs.	852.50	
12/01/10	Dividend Rec'd on	1,550	Shs.	<u>852.50</u>	3,332.50

Dreyfus Pre Strat Inter ST-I

04/12/10	Dividend Rec'd on	8,863.82	Shs.	\$27.22	
05/17/10	Dividend Rec'd on	8,863.82	Shs.	55.41	
06/14/10	Dividend Rec'd on	8,863.82	Shs.	52.59	
07/12/10	Dividend Rec'd on	8,863.82	Shs.	50.47	
08/16/10	Dividend Rec'd on	8,863.82	Shs.	53.62	
09/13/10	Dividend Rec'd on	8,863.82	Shs.	54.66	
10/12/10	Dividend Rec'd on	8,863.82	Shs.	55.06	
11/15/10	Dividend Rec'd on	8,863.82	Shs.	59.78	
12/13/10	Dividend Rec'd on	8,863.82	Shs.	58.28	
12/31/10	Dividend Rec'd on	8,863.82	Shs.	<u>956.41</u>	1,423.50

Dreyfus Emerging Markets Fund

04/12/10	Dividend Rec'd on	8,539.71	Shs.	\$30.99	
05/17/10	Dividend Rec'd on	8,539.71	Shs.	64.02	
06/14/10	Dividend Rec'd on	8,539.71	Shs.	60.53	
07/12/10	Dividend Rec'd on	8,539.71	Shs.	58.33	
08/16/10	Dividend Rec'd on	8,539.71	Shs.	62.38	
09/13/10	Dividend Rec'd on	8,539.71	Shs.	64.57	
10/12/10	Dividend Rec'd on	8,539.71	Shs.	64.69	
11/15/10	Dividend Rec'd on	8,539.71	Shs.	71.13	
12/13/10	Dividend Rec'd on	8,539.71	Shs.	68.73	
12/20/10	Dividend Rec'd on	16,069.83	Shs.	1,250.23	
12/31/10	Dividend Rec'd on	16,069.83	Shs.	<u>144.63</u>	1,940.23

Schedule A-3 (Cont'd)

Dreyfus Diversified Intl-I

04/12/10	Dividend Rec'd on	11,282.05	Shs.	\$8.63	
05/17/10	Dividend Rec'd on	11,282.05	Shs.	15.86	
06/14/10	Dividend Rec'd on	11,282.05	Shs.	14.62	
07/12/10	Dividend Rec'd on	11,282.05	Shs.	9.70	
08/16/10	Dividend Rec'd on	11,282.05	Shs.	15.35	
09/13/10	Dividend Rec'd on	11,282.05	Shs.	21.18	
10/12/10	Dividend Rec'd on	11,282.05	Shs.	20.60	
11/15/10	Dividend Rec'd on	11,282.05	Shs.	22.79	
12/13/10	Dividend Rec'd on	11,282.05	Shs.	21.58	
12/31/10	Dividend Rec'd on	11,282.05	Shs.	<u>1,823.18</u>	\$1,973.49

Duke Energy Holding Corp

03/16/10	Dividend Rec'd on	3,675	Shs.	\$882.00	
06/16/10	Dividend Rec'd on	3,675	Shs.	882.00	
09/16/10	Dividend Rec'd on	3,675	Shs.	900.38	
12/16/10	Dividend Rec'd on	3,675	Shs.	<u>900.38</u>	3,564.76

Eaton Corporation Common

02/26/10	Dividend Rec'd on	725	Shs.	\$362.50	
05/28/10	Dividend Rec'd on	725	Shs.	362.50	
08/27/10	Dividend Rec'd on	725	Shs.	420.50	
11/26/10	Dividend Rec'd on	725	Shs.	<u>420.50</u>	1,566.00

E I DuPont DeNemours

03/12/10	Dividend Rec'd on	1,750	Shs.	\$717.50	
06/11/10	Dividend Rec'd on	1,750	Shs.	717.50	
09/10/10	Dividend Rec'd on	1,750	Shs.	717.50	
12/14/10	Dividend Rec'd on	1,750	Shs.	<u>717.50</u>	2,870.00

Emerson Electric Company

03/10/10	Dividend Rec'd on	2,175	Shs.	\$728.63	
06/10/10	Dividend Rec'd on	2,175	Shs.	728.63	
09/10/10	Dividend Rec'd on	2,175	Shs.	728.63	
12/10/10	Dividend Rec'd on	2,175	Shs.	<u>750.38</u>	2,936.27

Exelon Corp.

03/10/10	Dividend Rec'd on	1,250	Shs.	\$656.25	
06/10/10	Dividend Rec'd on	1,250	Shs.	656.25	
09/10/10	Dividend Rec'd on	1,250	Shs.	656.25	
12/10/10	Dividend Rec'd on	1,250	Shs.	<u>656.25</u>	2,625.00

Schedule A-3 (Cont'd)

Exxon Mobil Corporation

03/10/10	Dividend Rec'd on	2,450	Shs.	\$1,029.00	
06/10/10	Dividend Rec'd on	2,450	Shs.	1,078.00	
09/10/10	Dividend Rec'd on	3,159	Shs.	1,389.96	
12/10/10	Dividend Rec'd on	3,159	Shs.	<u>1,389.96</u>	\$4,886.92

Freeport McMoran Cooper & Gold
Income Class B

02/01/10	Dividend Rec'd on	2,087	Shs.	\$313.05	
05/03/10	Dividend Rec'd on	2,087	Shs.	313.05	
08/02/10	Dividend Rec'd on	2,087	Shs.	626.10	
11/01/10	Dividend Rec'd on	2,087	Shs.	626.10	
12/30/10	Dividend Rec'd on	1,800	Shs.	<u>1,800.00</u>	3,678.30

General Electric Company

01/21/10	Dividend Rec'd on	5,975	Shs.	\$597.50	
04/26/10	Dividend Rec'd on	5,975	Shs.	597.50	
07/26/10	Dividend Rec'd on	5,975	Shs.	597.50	
10/25/10	Dividend Rec'd on	5,975	Shs.	<u>717.00</u>	2,509.50

Hewlett Packard Company

01/06/10	Dividend Rec'd on	1,400	Shs.	\$112.00	
04/07/10	Dividend Rec'd on	1,400	Shs.	112.00	
07/07/10	Dividend Rec'd on	1,400	Shs.	112.00	
10/06/10	Dividend Rec'd on	1,400	Shs.	112.00	
12/30/10	Dividend Rec'd on	1,400	Shs.	<u>112.00</u>	560.00

Home Depot

03/25/10	Dividend Rec'd on	2,600	Shs.	\$614.25	
06/17/10	Dividend Rec'd on	2,600	Shs.	614.25	
09/16/10	Dividend Rec'd on	2,600	Shs.	614.25	
12/16/10	Dividend Rec'd on	2,600	Shs.	<u>614.25</u>	2,457.00

Honeywell International Inc

03/10/10	Dividend Rec'd on	1,550	Shs.	\$468.88	
06/10/10	Dividend Rec'd on	1,550	Shs.	468.88	
09/10/10	Dividend Rec'd on	1,550	Shs.	468.88	
12/10/10	Dividend Rec'd on	1,550	Shs.	<u>468.88</u>	1,875.52

Intel Corporation

03/01/10	Dividend Rec'd on	6,225	Shs.	\$980.44	
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Schedule A-3 (Cont'd)

Intel Corporation
(Cont'd)

06/01/10	Dividend Rec'd on	6,225	Shs.	\$980.44	
09/01/10	Dividend Rec'd on	6,225	Shs.	980.44	
12/01/10	Dividend Rec'd on	6,225	Shs.	<u>980.44</u>	\$3,921.76

International Business Machines

03/10/10	Dividend Rec'd on	750	Shs.	\$412.50	
06/10/10	Dividend Rec'd on	750	Shs.	487.50	
09/10/10	Dividend Rec'd on	750	Shs.	487.50	
12/10/10	Dividend Rec'd on	750	Shs.	<u>487.50</u>	1,875.00

Isharestr MSCI EAFE Index Fd

06/29/10	Dividend Rec'd on	4,550	Shs.	\$3,906.77	
12/30/10	Dividend Rec'd on	4,550	Shs.	<u>2,448.78</u>	6,355.55

IShares MSCI Emerging Mkts Index Fund

06/30/10	Dividend Rec'd on	2,175	Shs.	\$568.99	
12/30/10	Dividend Rec'd on	2,175	Shs.	<u>781.73</u>	1,350.72

Johnson CTLS Inc.

01/04/10	Dividend Rec'd on	1,300	Shs.	\$169.00	
04/02/10	Dividend Rec'd on	1,300	Shs.	169.00	
07/02/10	Dividend Rec'd on	1,300	Shs.	169.00	
10/04/10	Dividend Rec'd on	1,300	Shs.	<u>169.00</u>	676.00

Johnson & Johnson

03/09/10	Dividend Rec'd on	1,500	Shs.	\$735.00	
06/15/10	Dividend Rec'd on	1,500	Shs.	810.00	
09/14/10	Dividend Rec'd on	1,500	Shs.	810.00	
12/14/10	Dividend Rec'd on	1,500	Shs.	<u>810.00</u>	3,165.00

JPMorgan Chase & Co.

02/01/10	Dividend Rec'd on	3,025	Shs.	\$151.25	
04/30/10	Dividend Rec'd on	3,025	Shs.	151.25	
08/02/10	Dividend Rec'd on	3,025	Shs.	151.25	
11/01/10	Dividend Rec'd on	3,025	Shs.	<u>151.25</u>	605.00

Schedule A-3 (Cont'd)

Kraft Foods Inc. Cl A

01/13/10	Dividend Rec'd on	1,300	Shs.	\$377.00	
04/14/10	Dividend Rec'd on	1,300	Shs.	377.00	
07/14/10	Dividend Rec'd on	1,300	Shs.	377.00	
10/14/10	Dividend Rec'd on	1,300	Shs.	<u>377.00</u>	\$1,508.00

Mastercard Inc. - Cl A

02/10/10	Dividend Rec'd on	175	Shs.	\$26.25	
05/10/10	Dividend Rec'd on	175	Shs.	26.25	
08/10/10	Dividend Rec'd on	175	Shs.	26.25	
11/10/10	Dividend Rec'd on	175	Shs.	<u>26.25</u>	105.00

McDonalds Corporation

03/15/10	Dividend Rec'd on	825	Shs.	\$453.75	
06/15/10	Dividend Rec'd on	825	Shs.	453.75	
09/16/10	Dividend Rec'd on	825	Shs.	453.75	
12/15/10	Dividend Rec'd on	825	Shs.	<u>503.25</u>	1,864.50

Merck & Co. Inc.

01/08/10	Dividend Rec'd on	1,441	Shs.	\$547.58	
04/07/10	Dividend Rec'd on	1,441	Shs.	547.58	
07/08/10	Dividend Rec'd on	1,441	Shs.	547.58	
10/07/10	Dividend Rec'd on	1,441	Shs.	<u>547.58</u>	2,190.32

Microsoft Corporation

03/11/10	Dividend Rec'd on	3,200	Shs.	\$416.00	
06/10/10	Dividend Rec'd on	3,200	Shs.	416.00	
09/09/10	Dividend Rec'd on	3,200	Shs.	416.00	
12/09/10	Dividend Rec'd on	3,200	Shs.	<u>512.00</u>	1,760.00

Medtronic Inc

01/29/10	Dividend Rec'd on	1,175	Shs.	\$240.88	
04/30/10	Dividend Rec'd on	1,175	Shs.	240.88	
07/30/10	Dividend Rec'd on	1,175	Shs.	264.38	
10/29/10	Dividend Rec'd on	1,175	Shs.	<u>264.38</u>	1,010.52

Midcap SPDR Trust Unit Series 1

01/29/10	Dividend Rec'd on	1,500	Shs.		732.23
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Schedule A-3 (Cont'd)

Monsanto Co New

01/29/10	Dividend Rec'd on	350	Shs.	\$92.75	
04/30/10	Dividend Rec'd on	350	Shs.	92.75	
07/30/10	Dividend Rec'd on	350	Shs.	<u>92.75</u>	\$278.25

Morgan Stanley

02/12/10	Dividend Rec'd on	1,000	Shs.	\$50.00	
05/14/10	Dividend Rec'd on	1,000	Shs.	50.00	
08/13/10	Dividend Rec'd on	1,000	Shs.	50.00	
11/15/10	Dividend Rec'd on	1,000	Shs.	<u>50.00</u>	200.00

Novartis AG Spnsrd ADR

04/13/10	Dividend Rec'd on	700	Shs.	\$1,363.85	
04/13/10	Dividend Rec'd on	700	Shs.		
	Foreign tax withheld			204.58-	
04/14/10	Dividend Rec'd on	700	Shs.		
	ADR Fee			<u>2.45-</u>	1,156.82

Occidental Petroleum Corp.

01/15/10	Dividend Rec'd on	525	Shs.	\$173.25	
04/15/10	Dividend Rec'd on	525	Shs.	173.25	
07/15/10	Dividend Rec'd on	525	Shs.	199.50	
10/15/10	Dividend Rec'd on	525	Shs.	<u>199.50</u>	745.50

Oracle Corporation

02/09/10	Dividend Rec'd on	4,125	Shs.	\$206.25	
05/05/10	Dividend Rec'd on	4,125	Shs.	206.25	
08/04/10	Dividend Rec'd on	4,125	Shs.	206.25	
11/03/10	Dividend Rec'd on	4,125	Shs.	<u>206.25</u>	825.00

Pepsico Inc

01/04/10	Dividend Rec'd on	1,800	Shs.	\$810.00	
03/31/10	Dividend Rec'd on	1,800	Shs.	810.00	
06/30/10	Dividend Rec'd on	1,800	Shs.	864.00	
09/30/10	Dividend Rec'd on	1,800	Shs.	<u>864.00</u>	3,348.00

Pfizer Inc

03/02/10	Dividend Rec'd on	3,575	Shs.	\$643.50	
06/01/10	Dividend Rec'd on	3,575	Shs.	643.50	
09/01/10	Dividend Rec'd on	3,575	Shs.	643.50	
12/01/10	Dividend Rec'd on	3,575	Shs.	<u>643.50</u>	2,574.00

Schedule A-3 (Cont'd)

Philip Morris International, Inc.

01/11/10	Dividend Rec'd on	1,425	Shs.	\$826.50	
04/09/10	Dividend Rec'd on	1,425	Shs.	826.50	
07/09/10	Dividend Rec'd on	1,425	Shs.	826.50	
10/08/10	Dividend Rec'd on	1,425	Shs.	<u>912.00</u>	\$3,391.50

Plum Creek Timber Co Inc

03/05/10	Dividend Rec'd on	1,100	Shs.	\$462.00	
05/28/10	Dividend Rec'd on	1,100	Shs.	462.00	
08/31/10	Dividend Rec'd on	1,100	Shs.	462.00	
11/30/10	Dividend Rec'd on	1,100	Shs.	<u>462.00</u>	1,848.00

Praxair Inc.

03/15/10	Dividend Rec'd on	550	Shs.	\$247.50	
06/15/10	Dividend Rec'd on	550	Shs.	247.50	
09/15/10	Dividend Rec'd on	550	Shs.	247.50	
12/15/10	Dividend Rec'd on	550	Shs.	<u>247.50</u>	990.00

Procter & Gamble Company

02/16/10	Dividend Rec'd on	1,400	Shs.	\$616.00	
05/17/10	Dividend Rec'd on	1,400	Shs.	674.52	
08/16/10	Dividend Rec'd on	1,400	Shs.	674.52	
11/15/10	Dividend Rec'd on	1,400	Shs.	<u>674.52</u>	2,639.56

Qualcomm Inc

03/26/10	Dividend Rec'd on	1,300	Shs.	\$221.00	
06/25/10	Dividend Rec'd on	1,300	Shs.	247.00	
09/24/10	Dividend Rec'd on	1,300	Shs.	<u>247.00</u>	715.00

SPDR S&P Midcap 400

05/04/10	Dividend Rec'd on	1,500	Shs.	\$594.18	
07/30/10	Dividend Rec'd on	1,500	Shs.	552.77	
10/29/10	Dividend Rec'd on	1,500	Shs.	<u>424.88</u>	1,571.83

Schlumberger Limited

01/08/10	Dividend Rec'd on	1,750	Shs.	\$367.50	
04/02/10	Dividend Rec'd on	1,750	Shs.	367.50	
07/02/10	Dividend Rec'd on	1,750	Shs.	367.50	
10/01/10	Dividend Rec'd on	1,750	Shs.	<u>367.50</u>	1,470.00

Schedule A-3 (Cont'd)

TEVA Pharmaceuticals

03/17/10	Dividend Rec'd on	1,750	Shs.	\$322.54	
03/17/10	Dividend Rec'd on	1,750	Shs.		
	Foreign tax withheld			35.48-	
06/04/10	Dividend Rec'd on	1,750	Shs.	313.76	
06/04/10	Dividend Rec'd on	1,750	Shs.		
	Foreign tax withheld			28.24-	
08/26/10	Dividend Rec'd on	1,750	Shs.	321.14	
08/26/10	Dividend Rec'd on	1,750	Shs.		
	Foreign tax withheld			<u>28.90-</u>	\$864.82

Textron Inc Common

01/04/10	Dividend Rec'd on	1,000	Shs.	\$20.00	
04/01/10	Dividend Rec'd on	1,000	Shs.	20.00	
07/01/10	Dividend Rec'd on	1,000	Shs.	20.00	
10/01/10	Dividend Rec'd on	1,000	Shs.	<u>20.00</u>	80.00

Tyco International Ltd-W/I

02/24/10	Dividend Rec'd on	1,000	Shs.	\$223.90	
05/26/10	Dividend Rec'd on	1,000	Shs.	191.00	
08/25/10	Dividend Rec'd on	1,000	Shs.	211.10	
11/23/10	Dividend Rec'd on	1,000	Shs.	<u>230.70</u>	856.70

TJX Companies Inc.

03/04/10	Dividend Rec'd on	1,350	Shs.	\$162.00	
06/03/10	Dividend Rec'd on	1,350	Shs.	202.50	
09/02/10	Dividend Rec'd on	1,350	Shs.	202.50	
12/02/10	Dividend Rec'd on	1,350	Shs.	<u>202.50</u>	769.50

Union Pacific Corp.

01/04/10	Dividend Rec'd on	900	Shs.	\$243.00	
04/01/10	Dividend Rec'd on	900	Shs.	243.00	
07/01/10	Dividend Rec'd on	900	Shs.	297.00	
10/01/10	Dividend Rec'd on	900	Shs.	<u>297.00</u>	1,080.00

US Bancorp

10/15/10	Dividend Rec'd on	1,150	Shs.		57.50
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United Technologies Corporation

03/10/10	Dividend Rec'd on	1,650	Shs.	\$701.25	
06/10/10	Dividend Rec'd on	1,650	Shs.	701.25	

Schedule A-3 (Cont'd)

United Technologies Corporation
(Cont'd)

09/10/10	Dividend Rec'd on	1,650	Shs.	\$701.25	
12/10/10	Dividend Rec'd on	1,650	Shs.	<u>701.25</u>	\$2,805.00

Verizon Communications

02/01/10	Dividend Rec'd on	1,225	Shs.	\$581.88	
05/03/10	Dividend Rec'd on	1,225	Shs.	581.88	
08/02/10	Dividend Rec'd on	1,225	Shs.	581.88	
11/01/10	Dividend Rec'd on	1,225	Shs.	<u>597.19</u>	2,342.83

V F Corp

12/20/10	Dividend Rec'd on	375	Shs.		236.25
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Wal Mart Stores Inc.

01/04/10	Dividend Rec'd on	1,350	Shs.	\$367.88	
04/05/10	Dividend Rec'd on	1,350	Shs.	408.38	
06/01/10	Dividend Rec'd on	1,350	Shs.	408.38	
09/07/10	Dividend Rec'd on	1,350	Shs.	<u>408.38</u>	1,593.02

Wells Fargo & Company

12/01/10	Dividend Rec'd on	850	Shs.		42.50
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Williams Co Inc

03/29/10	Dividend Rec'd on	3,500	Shs.	\$385.00	
06/28/10	Dividend Rec'd on	3,500	Shs.	437.50	
09/13/10	Dividend Rec'd on	3,500	Shs.	<u>437.50</u>	1,260.00

XTO Energy Inc.

01/15/10	Dividend Rec'd on	1,000	Shs.	\$125.00	
04/15/10	Dividend Rec'd on	1,000	Shs.	125.00	
06/15/10	Dividend Rec'd on	1,000	Shs.	<u>125.00</u>	<u>375.00</u>

TOTAL SCHEDULE A-3

\$124,420.00
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Schedule A-4

INTEREST RECEIVED

Astrazeneca PLC

5.4% Due 06/01/14

06/02/10	Interest Rec'd on	\$50,000.00	\$1,350.00	
12/01/10	Interest Rec'd on	\$50,000.00	<u>1,350.00</u>	\$2,700.00

AT&T Inc.

5.8% Due 03/31/10

08/16/10	Interest Rec'd on	\$75,000.00	\$2,175.00	
04/06/10	Less: Interest Paid on Purchase		<u>616.25-</u>	1,558.75

Blackrock Inc

6.25% Due 04/05/10

09/15/10	Interest Rec'd on	\$75,000.00	\$2,343.75	
04/08/10	Less: Interest Paid on Purchase		<u>299.48-</u>	2,044.27

Caterpillar Financial Services

5.05% Due 12/01/10

06/01/10	Interest Rec'd on	\$50,000.00	\$1,262.50	
12/01/10	Interest Rec'd on	\$50,000.00	<u>1,262.50</u>	2,525.00

Cisco Sys Inc

5.25% Due 02/22/11

02/22/10	Interest Rec'd on	\$100,000.00	\$2,625.00	
08/23/10	Interest Rec'd on	\$100,000.00	<u>2,625.00</u>	5,250.00

Federated Government Obligation

Fund No. 395

01/04/10	Interest Rec'd		\$27.37	
02/01/10	Interest Rec'd		8.56	
03/01/10	Interest Rec'd		6.17	
04/01/10	Interest Rec'd		6.30	
05/04/10	Interest Rec'd		1.05	
06/01/10	Interest Rec'd		.62	
07/01/10	Interest Rec'd		1.13	
08/02/10	Interest Rec'd		2.48	
09/01/10	Interest Rec'd		3.35	
10/01/10	Interest Rec'd		3.47	
11/01/10	Interest Rec'd		2.90	
12/01/10	Interest Rec'd		<u>2.50</u>	65.90

Schedule A-4 (Cont'd)

General Electric Capital Corp.

5.25% Due 10/19/12

04/19/10	Interest Rec'd on	\$50,000.00	\$1,312.50	
10/19/10	Interest Rec'd on	\$50,000.00	<u>1,312.50</u>	\$2,625.00

Goldman Sachs Group Inc

5.25% Due 10/15/13

04/15/10	Interest Rec'd on	\$200,000.00	\$5,250.00	
10/15/10	Interest Rec'd on	\$200,000.00	5,250.00	
12/22/10	Interest Rec'd on	\$50,000.00	<u>488.54</u>	10,988.54

HSBC Finance Corp

5% Due 06/30/15

06/30/10	Interest Rec'd on	\$75,000.00	\$1,875.00	
12/30/10	Interest Rec'd on	\$75,000.00	<u>1,875.00</u>	
			\$3,750.00	
04/09/10	Less: Interest Paid on Purchase		<u>1,031.25-</u>	2,718.75

John Deere Capital Corp.

5.1% Due 01/15/13

01/15/10	Interest Rec'd on	\$50,000.00	\$1,275.00	
07/15/10	Interest Rec'd on	\$50,000.00	<u>1,275.00</u>	2,550.00

JP Morgan Chase & Co

5.25% Due 05/01/15

05/03/10	Interest Rec'd on	\$100,000.00	\$2,625.00	
11/01/10	Interest Rec'd on	\$100,000.00	<u>2,625.00</u>	5,250.00

Merrill Lynch

6.875% Due 11/15/18

05/17/10	Interest Rec'd on	\$100,000.00	\$3,437.50	
11/15/10	Interest Rec'd on	\$100,000.00	<u>3,437.50</u>	6,875.00

Morgan Stanley

5.3% Due 03/01/13

03/01/10	Interest Rec'd on	\$100,000.00	\$2,650.00	
09/01/10	Interest Rec'd on	\$100,000.00	<u>2,650.00</u>	5,300.00

Schedule A-4 (Cont'd)

Northern States Power

7.125% Due 07/01/25

01/04/10	Interest Rec'd on	\$200,000.00	\$7,125.00	
07/01/10	Interest Rec'd on	\$200,000.00	7,125.00	
12/17/10	Interest Rec'd on	\$200,000.00	<u>6,570.83</u>	\$20,820.83

Novartis Securities Investments

5.125% Due 02/10/19

08/10/10	Interest Rec'd on	\$50,000.00	\$1,281.25	
04/06/10	Less: Interest Paid on Purchase		<u>398.61-</u>	882.64

Oracle Corp.

5.25% Due 01/15/16

01/15/10	Interest Rec'd on	\$50,000.00	\$1,312.50	
07/15/10	Interest Rec'd on	\$50,000.00	<u>1,312.50</u>	2,625.00

Shell International

3.25% Due 09/22/15

09/22/10	Interest Rec'd on	\$75,000.00	\$1,218.75	
04/07/10	Less: Interest Paid on Purchase		<u>101.56-</u>	1,117.19

Treasury Inflation IX

2% Due 01/15/26

01/20/10	Interest Rec'd on	163,371	Units	\$1,634.28	
07/16/10	Interest Rec'd on	164,751	Units	<u>1,648.19</u>	3,282.47

Target Corp.

5.875% Due 03/01/12

03/01/10	Interest Rec'd on	\$50,000.00	\$1,468.75	
09/01/10	Interest Rec'd on	\$50,000.00	<u>1,468.75</u>	2,937.50

US Treasury Note

5% Due 08/15/11

02/16/10	Interest Rec'd on	\$250,000.00	\$6,250.00	
08/16/10	Interest Rec'd on	\$250,000.00	<u>6,250.00</u>	12,500.00

US Treasury Note

5.125% Due 05/15/16

04/28/10	Interest Rec'd on	\$100,000.00		2,321.82
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Schedule A-4 (Cont'd)

United States Treasury Bill

Due 09/30/10

06/17/10	Interest Rec'd on	\$100,000.00	\$49.09	
06/23/10	Interest Rec'd on	\$200,000.00	<u>105.82</u>	\$154.91

United States Treasury Note

4.5% Due 02/28/11

08/31/10	Interest Rec'd on	\$100,000.00	\$2,250.00	
04/29/10	Less: Interest Paid on Purchase		<u>733.70-</u>	1,516.30

Verizon Global Fdg Cor.

4.9% Due 09/15/15

03/15/10	Interest Rec'd on	\$50,000.00	\$1,225.00	
09/15/10	Interest Rec'd on	\$50,000.00	<u>1,225.00</u>	<u>2,450.00</u>

TOTAL SCHEDULE A-4

\$101,059.87
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Schedule A-5

OTHER INCOME RECEIVED

Ishares Russell 1000 Growth Index
Fund

03/31/10	Income Rec'd on	5,200	Units	\$823.77	
07/09/10	Income Rec'd on	3,200	Units	644.12	
09/30/10	Income Rec'd on	3,200	Units	<u>520.36</u>	<u>\$1,988.25</u>

TOTAL SCHEDULE A-5

\$1,988.25
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Schedule B-4

ASSETS ON HAND AS OF 12/31/10

<u>Bonds, Notes, etc.</u>	<u>Market Value</u>	<u>Inventory Value</u>
Astrazeneca PLC 5.4% Due 06/01/14 \$50,000.00	\$55,602.00	\$52,564.00
AT&T Inc. 5.8% Due 03/31/10 \$75,000.00	84,418.50	80,137.50
Blackrock Inc 6.25% Due 04/05/10 \$75,000.00	84,426.75	82,518.00
Cisco Sys Inc 5.25% Due 02/22/11 \$100,000.00	100,627.00	99,121.00
General Electric Capital Corp. 5.25% Due 10/19/12 \$50,000.00	53,439.00	49,630.00
Goldman Sachs Group Inc 5.25% Due 10/15/13 \$150,000.00	162,333.00	152,571.00
HSBC Finance Corp 5% Due 06/30/15 \$75,000.00	79,665.00	77,762.25
John Deere Capital Corp. 5.1% Due 01/15/13 \$50,000.00	53,987.50	48,980.00
JP Morgan Chase & Co 5.25% Due 05/01/15 \$100,000.00	106,651.00	101,744.00
Lehman Brothers Hldgs Inc 4.5% Due 07/26/10 \$200,000.00	46,250.00	199,062.00
Merrill Lynch 6.875% Due 11/15/18 \$100,000.00	107,698.00	95,371.00

Schedule B-4 (Cont'd)

<u>Bonds, Notes, etc. (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
Morgan Stanley 5.3% Due 03/01/13 \$100,000.00	\$106,562.00	\$102,934.00
Novartis Securities Investments 5.125% Due 02/10/19 \$50,000.00	55,301.50	53,054.50
Oracle Corp. 5.25% Due 01/15/16 \$50,000.00	56,214.00	48,156.00
Shell International 3.25% Due 09/22/15 \$75,000.00	77,043.75	75,402.75
Treasury Inflation IX 2% Due 01/15/26 165,285 Units	175,499.61	157,167.98
Target Corp. 5.875% Due 03/01/12 \$50,000.00	52,651.00	50,589.00
US Treasury Note 5% Due 08/15/11 \$250,000.00	257,345.00	253,623.05
United States Treasury Note 4.5% Due 02/28/11 \$100,000.00	100,668.00	103,422.21
Verizon Global Fdg Cor. 4.9% Due 09/15/15 \$50,000.00	54,908.00	45,324.00
 <u>Stock and Common Funds</u>		
Abbott Laboratories 1,400 Shs.	67,074.00	72,244.03
Accenture Ltd Class A 2,400 Shs.	116,376.00	57,576.91

Schedule B-4 (Cont'd)

<u>Stock and Common Funds (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
Aflac Inc. 1,050 Shs.	\$59,251.50	\$55,288.59
Air Products & Chemicals Inc. 1,000 Shs.	90,950.00	65,817.78
American Express Company 1,900 Shs.	81,548.00	19,680.26
Amgen Inc 850 Shs.	46,665.00	43,859.66
Apple Inc 750 Shs.	241,920.00	70,353.85
AT&T Inc. 2,825 Shs.	82,998.50	97,394.37
Avon Products Inc 2,625 Shs.	76,282.50	68,468.58
Baxter International Inc 1,350 Shs.	68,337.00	59,790.15
Berkshire Hathaway Inc Class B 2,550 Shs.	200,275.00	48,784.25
BNY Mellon Mid Cap Stock Fund 20,627.063 Shs.	252,681.52	250,000.00
Cardinal Health Inc 750 Shs.	28,732.50	18,239.78
Caterpillar Inc 750 Shs.	70,245.00	22,889.93
Chevron Corporation 600 Shs.	54,750.00	38,668.62
Cisco Systems Inc 1,475 Shs.	29,839.25	37,388.67
Citigroup Inc 9,600 Shs.	45,408.00	40,992.00

Schedule B-4 (Cont'd)

<u>Stock and Common Funds (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
Colgate Palmolive Company 550 Shs.	\$44,203.50	\$29,553.52
Comcast Corporation New Class A 2,650 Shs.	58,220.50	54,885.87
ConocoPhillips 1,550 Shs.	105,555.00	99,874.18
Dreyfus Pre Strat Inter ST-I 8,863.82 Shs.	121,434.33	110,000.00
Dreyfus Emerging Markets Fund 16,069.83 Shs.	217,746.20	200,000.00
Dreyfus Diversified Intl-I 11,282.05 Shs.	117,446.14	110,000.00
Duke Energy Holding Corp 3,675 Shs.	65,451.75	68,446.88
Eaton Corporation Common 725 Shs.	73,594.75	56,905.03
E I DuPont DeNemours 1,750 Shs.	87,290.00	72,642.50
Emerson Electric Company 2,175 Shs.	124,344.75	93,421.44
Excelsior Private Equity Fund 25 Shs. Valued as of 12/31/09	260.00	15,042.21
Exelon Corp. 1,250 Shs.	52,050.00	87,118.63
Exxon Mobil Corporation 3,159 Shs.	230,986.08	128,592.12
Freeport McMoran Cooper & Gold Income Class B 1,400 Shs.	168,126.00	37,350.99

Schedule B-4 (Cont'd)

<u>Stock and Common Funds (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
General Electric Company 5,975 Shs.	\$109,282.75	\$66,065.54
Google Inc 135 Shs.	80,185.95	75,104.74
Hewlett Packard Company 1,400 Shs.	58,940.00	49,181.44
Home Depot 2,600 Shs.	91,156.00	82,443.87
Honeywell International Inc 1,550 Shs.	82,398.00	51,441.88
Intel Corporation 6,225 Shs.	130,911.75	101,990.60
International Business Machines 750 Shs.	110,070.00	68,616.42
Isharestr MSCI EAFE Index Fd 4,550 Shs.	264,901.00	251,938.35
Ishares S&P GSCI 2,700 Shs.	92,070.00	69,282.00
IShares MSCI Emerging Mkts Index Fund 2,175 Shs.	103,621.35	80,876.07
Johnson CTLS Inc. 1,300 Shs.	49,660.00	21,045.88
Johnson & Johnson 1,000 Shs.	61,850.00	13,406.25
JPMorgan Chase & Co. 3,025 Shs.	128,320.50	121,736.50
Kraft Foods Inc. Cl A 1,300 Shs.	40,963.00	29,521.96
McDonalds Corporation 825 Shs.	63,327.00	47,722.62

Schedule B-4 (Cont'd)

<u>Stock and Common Funds (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
Merck & Co. Inc. 1,441 Shs.	\$51,933.64	\$36,550.24
Microsoft Corporation 3,200 Shs.	89,312.00	77,173.03
Medtronic Inc 1,175 Shs.	43,580.75	47,703.54
Morgan Stanley 1,000 Shs.	27,210.00	24,920.00
Novartis AG Spnsrd ADR 700 Shs.	41,265.00	34,592.91
Occidental Petroleum Corp. 525 Shs.	51,502.50	29,557.50
Oracle Corporation 3,000 Shs.	93,900.00	51,570.56
Pepsico Inc 1,800 Shs.	117,594.00	97,048.20
Pfizer Inc 3,575 Shs.	62,598.25	111,275.93
Philip Morris International, Inc. 1,425 Shs.	83,405.25	67,591.89
Praxair Inc. 550 Shs.	52,508.50	35,530.83
Procter & Gamble Company 1,400 Shs.	90,062.00	41,006.14
Rydex Managed Futures Strategy FD-Y 5,912.494 Shs.	152,778.84	150,000.00
Southwestern Energy Co. 1,200 Shs.	44,916.00	45,953.28
SPDR S&P Midcap 400 1,500 Shs.	247,020.00	145,900.00

Schedule B-4 (Cont'd)

<u>Stock and Common Funds (Cont'd)</u>	<u>Market Value</u>	<u>Inventory Value</u>
Schlumberger Limited 1,750 Shs.	\$146,125.00	\$59,502.23
Taiwan Semiconductor Mfg Co 5,000 Shs.	62,700.00	53,700.00
TJX Companies Inc. 1,350 Shs.	59,926.50	38,078.51
Union Pacific Corp. 900 Shs.	83,394.00	41,522.95
US Bancorp 1,150 Shs.	31,015.50	24,424.51
United Technologies Corporation 1,650 Shs.	129,888.00	75,043.47
Valero Energy Corp New 1,500 Shs.	34,680.00	29,398.80
Verizon Communications 1,225 Shs.	43,830.50	42,815.03
V F Corp 375 Shs.	32,317.50	30,869.10
Wal Mart Stores Inc. 1,350 Shs.	72,805.50	76,062.51
Wells Fargo & Company 850 Shs.	26,341.50	20,015.63
<u>Cash and Cash Equivalents</u>		
Cash	<u>752,241.84</u>	<u>752,241.84</u>
TOTAL SCHEDULE B-4	\$9,143,843.25 =====	\$7,530,827.79 =====

Schedule A-2

INCREASE ON SALE OR REDEMPTION OF ASSETS

	<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Bonds, Notes, etc.</u>			
Goldman Sachs Group Inc 5.25% Due 10/15/13 12/22/10 \$50,000.00	\$54,093.00	\$50,857.00	\$3,236.00
Northern States Power 7.125% Due 07/01/25 12/17/10 \$200,000.00	239,958.00	200,029.00	39,929.00
US Treasury Note 5.125% Due 05/15/16 04/28/10 \$100,000.00	112,651.94	99,343.75	13,308.19
United States Treasury Bill Due 09/30/10 06/17/10 \$100,000.00 06/23/10 \$200,000.00	99,921.31 199,838.90	99,883.97 199,767.95	37.34 70.95
<u>Stock and Common Funds</u>			
Accenture Ltd Class A 12/27/10 400 Shs.	19,471.67	9,596.15	9,875.52
Campbell Soup Company 12/16/10 1,600 Shs.	55,023.70	46,302.72	8,720.98
Carefusion Corporation 08/30/10 375 Shs.	8,453.79	7,227.66	1,226.13
Exxon Mobil Corporation 07/23/10 0.8 Shs.	47.57	32.57	15.00

Schedule A-2 (Cont'd)

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Stock and Common Funds (Cont'd)</u>					
Freeport McMoran Cooper & Gold Income Class B					
12/17/10	287	Shs.	\$33,090.57	\$7,656.95	\$25,433.62
12/27/10	400	Shs.	46,475.25	10,671.71	35,803.54
Isharestr MSCI EAFE Index Fd					
03/19/10	3,975	Shs.	221,245.69	220,099.99	1,145.70
Ishares Russell 1000 Growth Index Fund					
04/21/10	2,000	Units	105,640.01	98,189.33	7,450.68
12/17/10	3,200	Units	182,496.75	157,102.92	25,393.83
IShares MSCI Emerging Mkts Index Fund					
03/19/10	2,300	Shs.	94,804.79	85,524.12	9,280.67
Johnson & Johnson					
12/27/10	500	Shs.	31,154.47	6,703.12	24,451.35
Mastercard Inc. - Cl A					
10/28/10	175	Shs.	42,656.48	27,972.00	14,684.48
Oracle Corporation					
12/17/10	1,125	Shs.	34,413.16	19,338.96	15,074.20
Qualcomm Inc					
11/24/10	1,300	Shs.	62,336.54	51,428.00	10,908.54
TEVA Pharmaceuticals					
08/30/10	1,750	Shs.	88,120.98	70,945.00	17,175.98

Schedule B-1

DECREASE ON SALE OR REDEMPTION OF ASSETS

			<u>Inventory Value</u>	<u>Proceeds</u>	<u>Decrease</u>
<u>Bonds, Notes, etc.</u>					
Caterpillar Financial Services					
<u>5.05% Due 12/01/10</u>					
12/01/10	\$50,000.00		\$50,437.50	\$50,000.00	\$437.50
<u>Stock and Common Funds</u>					
Frontier Communications Corp					
08/24/10	0.0487	Shs.	.47	.38	.09
08/30/10	294	Shs.	2,830.06	2,208.55	621.51
Monsanto Co New					
08/30/10	350	Shs.	27,415.50	19,463.87	7,951.63
Plum Creek Timber Co Inc					
12/17/10	1,100	Shs.	43,340.00	40,889.60	2,450.40
Thermo Fisher Scientific Inc.					
08/30/10	1,500	Shs.	74,683.38	64,935.85	9,747.53
Textron Inc Common					
12/16/10	1,000	Shs.	<u>45,485.00</u>	<u>23,809.60</u>	<u>21,675.40</u>
TOTAL SCHEDULE B-1			\$244,191.91 =====	\$201,307.85 =====	\$42,884.06 =====

RICHARD D. DONCHIAN FOUNDATION, INC.

MISSION STATEMENT AND GUIDELINES

MISSION

The Richard Davoud Donchian Foundation provides funds to nonprofit organizations whose programs result in the strengthening of the human spirit and the enhancement of personal integrity. The Foundation channels most of its financial resources toward charitable organizations whose attention is concentrated on character development through leadership training, literacy, primary education, business integrity, spiritual enrichment and ethics.

It is the express belief of the Donchian Foundation that every individual can become physically, intellectually, emotionally and spiritually stronger, resulting in the culmination of a more confident and scrupulous lifestyle. The primary objective of the Donchian Foundation's grant making activities is to ensure that its ultimate recipients become empowered to strengthen and build up their families and communities - passing onto others that which was given to them.

GUIDING PRINCIPLES

The Donchian Foundation's goal is to help effective organizations advance their mission and meet their charitable objectives. Through its endorsement, the Foundation's secondary objective is to create a ripple effect that leverages new partners and greater visibility. Leveraging is a principle that the Foundation believes in, and one that is applied to its efforts toward strategic philanthropy. Whether it is leveraging matching funds through challenge grants, or motivating like-minded organizations to participate in a foundation-initiated project, the ultimate intention is to foster the best possible results.

Qualities sought by the Donchian Foundation in its partner organizations are: effective and dynamic personnel; passionate leadership; a bias against bureaucracy; prudent management and governance practices; and commitment to results and to the documented assessment of program impact.

The Foundation focuses its grant making in three key areas: Business Integrity and Leadership, Literacy and Education, and Ethics and Personal Development.

Business Integrity and Leadership

- To support the development of grassroots leaders -- individuals who are rooted in their communities, accountable to their fellow residents, and working toward results that improve the lives of people struggling in low-wealth circumstances. The Foundation also supports initiatives that ensure the highest degrees of integrity, honesty and ethical behavior in the workplace.

Literacy and Education

- With an interest in rethinking and reconfiguring curriculum, pedagogy, and the other academic resources in schools and communities, the Foundation focuses on programs that work toward long-term improvement in all aspects of education, but with an emphasis on literacy.

Ethics and Personal Development

- To enhance the moral, ethical, spiritual and physical well-being and progress of mankind. The Foundations' grant making activities are centered around the concept of social purpose enterprise that seeks to raise the standards of ethical excellence in society, moral character in the community, and faith in the family.

Schedule B-3

DISTRIBUTIONS

	<u>Inventory Value</u>	<u>Distribution Value</u>
Association of Small Foundations 1720 N Street NW Washington, DC 20036 <u>03/25/10</u> Cash Re: Spring Appeal	<u>\$500.00</u>	<u>\$500.00</u>
Total Distributions Association of Small Foundations 1720 N Street NW Washington, DC 20036	<u>\$500.00</u> =====	<u>\$500.00</u> =====
 Bowery Mission 132 Madison Avenue New York, NY 10002 <u>06/16/10</u> Cash Re: Focus on Vocational Training	 <u>\$25,000.00</u>	 <u>\$25,000.00</u>
Total Distributions Bowery Mission 132 Madison Avenue New York, NY 10002	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
 Caroline House Inc. 574 Stillman Street Bridgeport, CT 06608 <u>03/29/10</u> Cash Re: Mother and Child Literacy Program	 <u>\$5,000.00</u>	 <u>\$5,000.00</u>
Total Distributions Caroline House Inc. 574 Stillman Street Bridgeport, CT 06608	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Children of Tanzania, Inc. 3 Little Cove Lane <u>Old Greenwich, CT 06870</u> 10/15/10 Cash Re: General Purposes	<u>\$1,500.00</u>	<u>\$1,500.00</u>
Total Distributions Children of Tanzania, Inc. 3 Little Cove Lane Old Greenwich, CT 06870	<u>\$1,500.00</u> =====	<u>\$1,500.00</u> =====
Community-Word Project Inc. 42 Broadway 18th Floor <u>New York, NY 10004</u> 12/20/10 Cash Re: Collaborative Arts Residences	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Community-Word Project Inc. 42 Broadway 18th Floor New York, NY 10004	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Connecticut Friends of Bosnia Inc. 65 Perkins Road <u>Greenwich, CT 06830</u> 12/20/10 Cash Re: Education & Scholarship Program	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Connecticut Friends of Bosnia Inc. 65 Perkins Road Greenwich, CT 06830	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Domus Foundation 417 Shippam Avenue Stamford, CT 06902 <u>12/20/10 Cash</u> Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Domus Foundation 417 Shippam Avenue Stamford, CT 06902	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
Episcopal Relief and Development 815 Second Avenue New York, NY 10017 <u>01/19/10 Cash</u> Re: Haiti Relief Efforts	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Episcopal Relief and Development 815 Second Avenue New York, NY 10017	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Greenwich Center for Hope and Renewal 237 Taconic Road Greenwich, CT 06831 <u>10/15/10 Cash</u> Re: General Purposes	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Greenwich Center for Hope and Renewal 237 Taconic Road Greenwich, CT 06831	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Greenwich Council Boy Scouts of America 63 Mason Street Greenwich, CT 06830		
10/15/10 Cash		
Re: General Support - 100th Anniversary	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Greenwich Council Boy Scouts of America 63 Mason Street Greenwich, CT 06830	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Greenwich Country Day School P.O. Box 623 Old Church Road Greenwich, CT 06836-0623		
06/16/10 Cash		
Re: Reaching for Tomorrow Campaign	<u>\$4,000.00</u>	<u>\$4,000.00</u>
12/20/10 Cash		
Re: Annual Fund	<u>2,000.00</u>	<u>2,000.00</u>
Total Distributions		
Greenwich Country Day School P.O. Box 623 Old Church Road Greenwich, CT 06836-0623	<u>\$6,000.00</u> =====	<u>\$6,000.00</u> =====
Greenwich Hospital 5 Perryridge Road, Greenwich CT 06830		
12/20/10 Cash		
Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
Greenwich Hospital 5 Perryridge Road, Greenwich CT 06830	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Greenwich YMCA 50 East Putnam Avenue <u>Greenwich, CT 06830</u>		
10/15/10 Cash Re: Youth Sports Development and Coordinator	\$10,000.00	\$10,000.00
10/15/10 Cash Re: 2010 Marlins Splash Fundraising Event	<u>3,000.00</u>	<u>3,000.00</u>
Total Distributions Greenwich YMCA 50 East Putnam Avenue Greenwich, CT 06830	\$13,000.00 =====	\$13,000.00 =====
Horizons Student Enrichment Program 545 Ponus Ridge Road <u>New Canaan, CT 06840</u>		
06/16/10 Cash Re: Summer Program	<u>\$20,000.00</u>	<u>\$20,000.00</u>
Total Distributions Horizons Student Enrichment Program 545 Ponus Ridge Road New Canaan, CT 06840	\$20,000.00 =====	\$20,000.00 =====
The Jepson School of Leadership Studies University of Richmond <u>Richmond, VA 23173</u>		
01/27/10 Cash Re: Expanding Attention to Leadership Ethics	<u>\$57,000.00</u>	<u>\$57,000.00</u>
Total Distributions The Jepson School of Leadership Studies University of Richmond Richmond, VA 23173	\$57,000.00 =====	\$57,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Junior Achievement of Southwest Connecticut, Inc. One Landmark Square Stamford, CT		
12/20/10 Cash		
Re: Elementary School Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Junior Achievement of Southwest Connecticut, Inc. One Landmark Square Stamford, CT	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Kids in Crisis One Salem Street Cos Cob, CT 06807		
12/20/10 Cash		
Re: Safe Haven for Kids	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Kids in Crisis One Salem Street Cos Cob, CT 06807	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Learning through an Expanded Arts Program, Inc. 441 West End Ave Ste. 2G, New York, New York		
10/15/10 Cash		
Re: Active Learning Leads to Literacy	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Learning through an Expanded Arts Program, Inc. 441 West End Ave Ste. 2G, New York, New York	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Liberation Programs, Inc. 55 Old Field Point Road <u>Greenwich, CT 06830</u> 10/15/10 Cash Re: Integrated Care Model- Pilot Project	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Liberation Programs, Inc. 55 Old Field Point Road Greenwich, CT 06830	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
The Marshall Legacy Institute 2425 Wilson Blvd Suite 240 <u>Arlington, VA 22201</u> 12/20/10 Cash Re: Champs Marlin Campaign	<u>\$3,000.00</u>	<u>\$3,000.00</u>
Total Distributions The Marshall Legacy Institute 2425 Wilson Blvd Suite 240 Arlington, VA 22201	<u>\$3,000.00</u> =====	<u>\$3,000.00</u> =====
Lupus Foundation of America 2000 L Street NW Suite 710 <u>Washington, DC 20036</u> 12/20/10 Cash Re: General Purposes	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Lupus Foundation of America 2000 L Street NW Suite 710 Washington, DC 20036	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Museum of the Confederacy 1201 East Clay Street Richmond, VA 23298		
10/15/10 Cash		
Re: Library Interns	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Museum of the Confederacy 1201 East Clay Street Richmond, VA 23298	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 New Life of New York City, Inc. 87 Columbia Street, #13G New York, NY		
06/16/10 Cash		
Re: Development and Staff Expansion	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions		
New Life of New York City, Inc. 87 Columbia Street, #13G New York, NY	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
 New York City Rescue Mission 90 Lafayette Street New York, NY 10013		
03/29/10 Cash		
Re: General Operating Support	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
New York City Rescue Mission 90 Lafayette Street New York, NY 10013	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Open Door Shelter 4 Merritt Street Norwalk, CT 06854		
03/29/10 Cash Re: General Operating Expenses	\$2,000.00	\$2,000.00
10/15/10 Cash Re: General Operating Expenses	2,000.00	2,000.00
12/20/10 Cash Re: General Operating Expenses	<u>2,000.00</u>	<u>2,000.00</u>
Total Distributions The Open Door Shelter 4 Merritt Street Norwalk, CT 06854	\$6,000.00 =====	\$6,000.00 =====
Partnership for Resource Development Inc.		
10/15/10 Cash Re: General Purposes	<u>\$1,500.00</u>	<u>\$1,500.00</u>
Total Distributions Partnership for Resource Development Inc.	\$1,500.00 =====	\$1,500.00 =====
Person to Person Inc. 2113 Central Avenue NE Minneapolis, MN 55418		
06/16/10 Cash Re: Emergency Assistance Program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Person to Person Inc. 2113 Central Avenue NE Minneapolis, MN 55418	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
ProLiteracy Worldwide 1320 Jamesville Avenue <u>Syracuse, NY 13210</u> 01/27/10 Cash Re: National Book Scholarship Fund	<u>\$50,000.00</u>	<u>\$50,000.00</u>
Total Distributions ProLiteracy Worldwide 1320 Jamesville Avenue Syracuse, NY 13210	<u>\$50,000.00</u> =====	<u>\$50,000.00</u> =====
Row New York 10-27 46th Avenue Suite 101 <u>Long Island City, NY 11101</u> 10/15/10 Cash Re: Literacy Skills Building	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Row New York 10-27 46th Avenue Suite 101 Long Island City, NY 11101	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
The Salvation Army P. O. Box 270848 <u>Tampa, FL 33688</u> 01/20/10 Cash Re: Haiti Earthquake International Disaster Relief Fund for Haiti Earthquake	<u>\$10,000.00</u>	<u>\$10,000.00</u>

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
The Salvation Army P. O. Box 270848 <u>Tampa, FL 33688</u> (Cont'd) 12/20/10 Cash Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions The Salvation Army P. O. Box 270848 Tampa, FL 33688	<u>\$11,000.00</u> =====	<u>\$11,000.00</u> =====
School for Ethical Education 440 Wheelers Farms Road <u>Milford, CT 06460</u> 10/15/10 Cash Re: Achieving With Integrity Project	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions School for Ethical Education 440 Wheelers Farms Road Milford, CT 06460	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Special Olympics of Connecticut, Inc 2666 State St. <u>Hamden, CT 06517</u> 10/15/10 Cash Re: 2010 Annual Southwest Region Bowling Qualifier	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Special Olympics of Connecticut, Inc 2666 State St. Hamden, CT 06517	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Spirit of America 12021 Wilshire Blvd Suite 507 <u>Los Angeles, CA 90025</u> 12/20/10 Cash Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Spirit of America 12021 Wilshire Blvd Suite 507 Los Angeles, CA 90025	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
St. Luke's Life Works 141 Franklin Street <u>Stamford, CT 06901</u> 06/16/10 Cash Re: Life Long Learning	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions St. Luke's Life Works 141 Franklin Street Stamford, CT 06901	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Stanwich Congregational Church 237 Taconic Road <u>Greenwich, CT 06830</u> 12/20/10 Cash Re: Mission Programs	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Stanwich Congregational Church 237 Taconic Road Greenwich, CT 06830	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Summer on the Hill Horace Mann School, 4440 Tibbett Ave., <u>Riverdale, NY 10471</u>		
03/29/10 Cash		
Re: 2010 - 2011 School Year	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
Summer on the Hill Horace Mann School, 4440 Tibbett Ave., Riverdale, NY 10471	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
United Service Organizations, Inc. P.O. Box 96322 <u>Washington, DC 20090-6322</u>		
12/20/10 Cash		
Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions		
United Service Organizations, Inc. P.O. Box 96322 Washington, DC 20090-6322	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
University of Virginia P. O. Box 400800 <u>Charlottesville, VA 22904</u>		
06/16/10 Cash		
Re: Matching Grant in Honor of John & Betsy Casteen	<u>\$5,000.00</u>	<u>\$5,000.00</u>
11/30/10 Cash		
Re: Institute For Practical Ethics Fellowships & Seminars	<u>55,000.00</u>	<u>55,000.00</u>

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
University of Virginia P. O. Box 400800 <u>Charlottesville, VA 22904</u> (Cont'd)		
12/20/10 Cash Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions University of Virginia P. O. Box 400800 Charlottesville, VA 22904	<u>\$61,000.00</u> =====	<u>\$61,000.00</u> =====
University of Virginia School of Law 580 Massie Road <u>Charlottesville, VA 22904</u>		
10/15/10 Cash Re: 1949 Class Gift	<u>\$20,000.00</u>	<u>\$20,000.00</u>
12/20/10 Cash Re: General Purposes	<u>10,000.00</u>	<u>10,000.00</u>
Total Distributions University of Virginia School of Law 580 Massie Road Charlottesville, VA 22904	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
World Vision Inc. PO Box 9716 <u>Federal Way, WA 98063-9716</u>		
12/20/10 Cash Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions World Vision Inc. PO Box 9716 Federal Way, WA 98063-9716	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Wounded Warrior Project 7020 AC Skinner Pkwy Suite 100 <u>Jacksonville, FL 32256</u> 12/20/10 Cash Re: General Purposes	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Wounded Warrior Project 7020 AC Skinner Pkwy Suite 100 Jacksonville, FL 32256	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
Yankee Institute For Public Policy, Inc. P.O. Box 260660 <u>Hartford, CT 06126-0660</u> 12/20/10 Cash Re: General Purposes	<u>\$1,000.00</u>	<u>\$1,000.00</u>
Total Distributions Yankee Institute For Public Policy, Inc. P.O. Box 260660 Hartford, CT 06126-0660	<u>\$1,000.00</u> =====	<u>\$1,000.00</u> =====
CLICC Powell Library Building PO Box 951450 <u>Los Angeles, CA 90095-1450</u> 03/29/10 Cash Re: National Model Curriculum	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions CLICC Powell Library Building PO Box 951450 Los Angeles, CA 90095-1450	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
TOTAL SCHEDULE B-3	<u>\$428,500.00</u> =====	<u>\$428,500.00</u> =====

RICHARD D. DONCHIAN FOUNDATION

SCHEDULED GRANTS - Approved for future payment

2011

University of Richmond	\$ 57,000.00
The Jepson School of Leadership Studies - Expanding Attention to Leadership Ethics	
University of Virginia	\$ 55,000.00
Institute for Practical Ethics Fellowship and Seminars	
Greenwich Family YMCA	\$ 10,000.00
Youth Sports Development and Coordinator	
Learning Through An Expanded Arts Program Inc.	\$ 10,000.00
Active Learning Leads to Literacy	
New Life of New York City, Inc.	\$ 30,000.00
1. Development	
School for Ethical Education	\$ 10,000.00
Achieving with Integrity: Promoting Academic Honesty and Judgment	

2012

University of Virginia	\$ 45,000.00
Institute for Practical Ethics Fellowship and Seminars	
School for Ethical Education	\$ 10,000.00
Achieving with Integrity: Promoting Academic Honesty and Judgment	
TOTAL SCHEDULED GRANTS	<u>\$ 227,000.00</u>