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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
THE JOAN MITCHELL FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
545 WEST 25TH STREET 15TH FLOOR

City or town, state, and ZIP code
NEW YORK, NY 10001

A Employer identification number
11-3161054

B Telephone number (see page 10 of the instructions)
(212) 524-0100

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$** 201,854,942

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	651,000	651,000		
	5a Gross rents	59,524			
	b Net rental income or (loss) <u>-69,114</u>				
	6a Net gain or (loss) from sale of assets not on line 10	13,134,884			
	b Gross sales price for all assets on line 6a <u>23,074,000</u>				
	7 Capital gain net income (from Part IV , line 2) . . .		16,386,884		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	6,750	6,750		
	12 Total. Add lines 1 through 11	13,852,158	17,044,634		
	13 Compensation of officers, directors, trustees, etc	212,005	19,976		192,029
	14 Other employee salaries and wages	1,295,416	27,535		1,211,554
	15 Pension plans, employee benefits	135,427	7,867		127,560
	16a Legal fees (attach schedule)	152,975	0		149,975
	b Accounting fees (attach schedule)	11,744	8,808		2,936
	c Other professional fees (attach schedule)	197,414	184,019		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	280,097	15,901		126,196
	19 Depreciation (attach schedule) and depletion . . .	116,888	11,689		
	20 Occupancy	47,706	0		47,706
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,504,566	4,268		1,082,394
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	3,954,238	280,063		2,940,350
	25 Contributions, gifts, grants paid	1,565,216			1,616,741
	26 Total expenses and disbursements. Add lines 24 and 25	5,519,454	280,063		4,557,091
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	8,332,704			
	b Net investment income (if negative, enter -0-)		16,764,571		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	286,060	434,332	436,491
	2	Savings and temporary cash investments	1,424,114	1,512,178	1,512,178
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	3,752,164	 6,206,967	6,314,438
	b	Investments—corporate stock (attach schedule)	9,022,277	 16,351,293	15,645,697
	c	Investments—corporate bonds (attach schedule).	2,074,061	 3,277,916	3,490,203
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	588,978	 817,065	787,207
	14	Land, buildings, and equipment basis ▶ <u>4,037,121</u> Less accumulated depreciation (attach schedule) ▶ <u>402,000</u>	3,749,744	 3,635,121	3,635,121
	15	Other assets (describe ▶ _____)	 40,364,282	 37,204,337	 170,033,607
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	61,261,680	69,439,209	201,854,942

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	435,622	384,097	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	 103,650	 0	
	23	Total liabilities (add lines 17 through 22)	539,272	384,097	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	60,722,408	69,055,112	
	30	Total net assets or fund balances (see page 17 of the instructions)	60,722,408	69,055,112	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	61,261,680	69,439,209	

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	60,722,408
2	Enter amount from Part I, line 27a	2	8,332,704
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	69,055,112
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	69,055,112

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2 16,386,884
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			3

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	4,505,911	15,818,407	0 284852
2008	4,402,770	22,354,567	0 196952
2007	4,070,997	18,940,615	0 214935
2006	2,395,447	60,254,667	0 039755
2005	1,398,396	39,695,256	0 035228
2	Total of line 1, column (d).		2 0 771722
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 154344
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.		4 24,268,905
5	Multiply line 4 by line 3.		5 3,745,760
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 167,646
7	Add lines 5 and 6.		7 3,913,406
8	Enter qualifying distributions from Part XII, line 4.		8 4,557,091
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	167,646
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	167,646
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	167,646
6 Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	186,015
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	186,015
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	18,369
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 18,369 Refunded		11	0

Part VII-A Statements Regarding Activities			
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?			Yes No
		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
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	Yes
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	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
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 on page 27)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ HTTP //FDNCENTER ORG/GRANTMAKER/JOANMITCHELLFDN/	13	Yes	
14	The books are in care of ▶ CAROLYN SOMERS Telephone no ▶ (212) 524-0100 Located at ▶ JOAN MITCHELL FDTN 545 WEST 25TH ST 15TH FLOOR NEW YORK NY ZIP+4 ▶ 10001			
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		
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?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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?	1c		No
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? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

YesNo

(5)

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

YesNo

5b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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?

YesNo

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?

YesNo

6b

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

No

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?

YesNo

7b

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TRAVIS S LAUGHLIN 545 W 25TH ST 15FL NEW YORK, NY 10001	ART ED PROG DIR 40 00	69,541	9,913	0
ALLISON HAWKINS 545 W 25TH ST 15FL NEW YORK, NY 10001	GRANTS PROG DIR 40 00	68,289	9,913	0
KIRA A OSTI 545 W 25TH ST 15FL NEW YORK, NY 10001	ARCHIVIST/ REGISTRAR 40 00	67,709	9,853	0
CHRISTA BLACHFORD 545 W 25TH ST 15FL NEW YORK, NY 10001	ARTIST SUPPORT DIREC 40 00	65,120	9,754	0
JOSE M ORTIZ 545 W 25TH ST 15FL NEW YORK, NY 10001	OPPORTUNITIES/SUPPOR 40 00	59,510	9,707	0
Total number of other employees paid over \$50,000.				0

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MERRILL LYNCH 153 EAST 53RD STREET NEW YORK, NY 10022	INVESTMENT ADVISORY	184,019
DERFNER & GILLET LLP 60 EAST 42ND STREET SUITE 2527 NEW YORK, NY 10165	LEGAL SERVICES	109,576
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 SEE FOOTNOTE FOR ALL DIRECT SUPPORT TO INDIVIDUAL ARTISTS	921,709
2 THE FOUNDATION'S ART EDUCATION PROGRAM PROVIDES FREE ART CLASSES TO MIDDLE AND HIGH SCHOOL STUDENTS AT COMMUNITY CENTERS IN NEW YORK CITY	933,574
3 ARTIST IN RESIDENCY PROGRAMS	110,658
4 ARTIST SUPPORT PROGRAMS	582,500

Part IX-B

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	22,339,137
b	Average of monthly cash balances.	1b	2,299,345
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	24,638,482
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	24,638,482
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	369,577
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,268,905
6	Minimum investment return. Enter 5% of line 5.	6	1,213,445

Part XI

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

1	Minimum investment return from Part X, line 6.	1	1,213,445
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	167,646
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	167,646
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,045,799
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,045,799
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,045,799

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	4,557,091
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	4,557,091
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	167,646
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,389,445
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				1,045,799
2	Undistributed income, if any, as of the end of 2010				
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.				
b	From 2006.				
c	From 2007. 3,334,466				
d	From 2008. 3,350,974				
e	From 2009. 3,721,215				
f	Total of lines 3a through e.	10,406,655			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 4,557,091				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2010 distributable amount.				1,045,799
e	Remaining amount distributed out of corpus	3,511,292			
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	13,917,947			
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 page 27 of the instructions . . .		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the 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 page 27 of the instructions)	0			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	13,917,947			
10	Analysis of line 9				
a	Excess from 2006. . . .				
b	Excess from 2007. . . . 3,334,466				
c	Excess from 2008. . . . 3,350,974				
d	Excess from 2009. . . . 3,721,215				
e	Excess from 2010. . . . 3,511,292				

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Form 990-PF (2010)

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 Additional Data TableSee Additional Data Table				
Total			▶ 3a	1,616,741
b Approved for future payment See Additional Data TableSee Additional Data Table				
Total			▶ 3b	384,097

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	651,000	
5 Net rental income or (loss) from real estate					
a Debt-financed property.	531190	-69,114			
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			15	6,750	
8 Gain or (loss) from sales of assets other than inventory			18	13,134,884	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).		-69,114		13,792,634	0
13 Total. Add line 12, columns (b), (d), and (e).			13		13,723,520

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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
--------------------------	--------------------------	---------------------------------

Sign Here

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

Signature of officer or trustee

2011-11-11

Date

Title

Paid Preparer's Use Only

Preparer's Signature

Firm's name

Firm's address

Date

COOPERSMITH SIMON & VOGEL PC

50 CHARLES LINDBERGH BLVD STE 605

UNIONDALE, NY 11553

Check if self-employed

Firm's EIN

Phone no

PTIN

(516) 483-5800

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 11-3161054
Name: THE JOAN MITCHELL FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
A	ARTWORK	P		
B	MERRILL ACCT SHORT 04243	P		
C	MERRILL ACCT LONG 04243	P		
D	MERRILL ACCT SHORT 04048	P		
E	MERRILL ACCT LONG 04048	P		
F	MERRILL ACCT SHORT 04244	P		
G	MERRILL ACCT LONG 04244	P		
H	MERRILL ACCT SHORT 04242	P		
I	MERRILL ACCT LONG 04242	P		
J	MERRILL ACCT SHORT 04014	P		
K	MERRILL ACCT SHORT 04032	P		
L	MERRILL ACCT LONG 04032	P		
M	MERRILL ACCT LONG 04014	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	23,074,000		7,143,575	15,930,425
B				136
C				16,666
D				-60,629
E				206,796
F				39,920
G				111,654
H				30,216
I				56,988
J				50,569
K				-7,675
L				-4,725
M				16,543

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	
		(k) Excess of col (i) over col (j), if any	
A			15,930,425
B			136
C			16,666
D			-60,629
E			206,796
F			39,920
G			111,654
H			30,216
I			56,988
J			50,569
K			-7,675
L			-4,725
M			16,543

Form 990PF Part VIII Line 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
ALEJANDRO ANREUS	DIRECTOR 2 00	1,200	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
DAN BERGMAN	DIRECTOR 2 00	2,200	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
JOHN KOOS	DIRECTOR 2 00	1,400	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
YOLANDA SHASHATY	DIRECTOR 2 00	2,000	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
CAROLYN SOMERS	EXEC DIRECTOR 50 00	195,605	30,415	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
MICHELE TORTORELLI	MEMBER 2 00	3,200	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
GAIL SUN	MEMBER 2 00	0	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
THEODORE BERGER	TREASURER 2 00	0	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
TYRONE MITCHELL	DIRECTOR 2 00	1,000	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
TOMIE ARAI	DIRECTOR 2 00	2,600	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				
POLLY APFELBAUM	DIRECTOR 2 00	2,800	0	0
545 WEST 25TH STREET 15TH FL NEW YORK,NY 10001				

Form 990PF Part XV Line 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				
ARTS COUNCIL OF NEW ORLEANS 818 HOWARD AVE 300 NEW ORLEANS, LA 70113	NONE	501 C 3	SUPPORT PARTNER GRANT	180,000
ATLANTIC CENTER FOR THE ARTS 1414 ART CENTER AVE NEW SMYRNA BEACH, FL 32168	NONE	501 C 3	ARTIST RESIDENCY	25,000
BAILEY DOOGAN 521 EAST 2ND ST TUCSON, AZ 85705	NONE	N/A	2008 PAINTERS AND SCULPTORS AWARD	12,500
BLANE DE ST CROIX 268 FRANKLIN ST 3R BROOKLYN, NY 11222	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
BRONX COUNCIL ON THE ARTS 1738 HONE AVENUE BRONX, NY 10461	NONE	501 C 3	SUPPORT PARTNER GRANT	25,000
CARRIE MOYER 275 PARK AVE APT 3P BROOKLYN, NY 11205	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
CHRISTINE HEINDL 83-10 35TH AVE APT5F JACKSON HEIGHTS, NY 11372	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
CRAFT EMERGENCY RELIEF FUND PO BOX 838 MONTPELIER, VT 05601	NONE	501 C 3	SUPPORT PARTNER GRANT	40,000
CUE ART FOUNDATION 511 WEST 25TH STREET GROUND FLR NEW YORK, NY 10001	NONE	501 C 3	SUPPORT PARTNER GRANT	37,500
DANIEL DOVE 1512 ARCHER ST SAN LUIS OBISPO, CA 93401	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
FREDDY CHANDRA 2633 TELEGRAPH AVE 202 OAKLAND, CA 94612	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
FREDDY RODRIGUEZ 35-12 162 STREET FLUSHING, NY 11358	NONE	N/A	LASTING RECORD GRANT	12,240
INTERNATIONAL STUDIO AND CURATORIAL PROGRAM 1040 METROPOLITAN AVENUE 3RD FLOOR BROOKLYN, NY 11211	NONE	501 C 3	ARTIST RESIDENCY	10,658
IVELISSE JIMENEZ BOX 21873 UPR STATION SAN JUAN, PR 00931	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JAMES LITTLE 315 7TH AVE 9A NEW YORK, NY 10001	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
Total  3a				1,616,741

Form 990PF Part XV Line 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				
JANE IRISH 737 N2ND ST PHILADELPHIA,PA 19123	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JANE SOUTH 46 OLD FULTON ST3 BROOKLYN,NY 11201	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JEFFRY MITCHELL 1822 SOUTH KING ST B SEATTLE,WA 98144	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JOANNE GREENBAUM 73 LEONARD ST NEW YORK,NY 10013	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JOHN AHEARN 152 E 100 ST APT1E NEW YORK,NY 10029	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JOHN NEWMAN 59 FRANKLIN ST 6C NEW YORK,NY 10013	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
KATHY BUTTERLY 405 E 13TH ST 2 NEW YORK,NY 10009	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
LOUISIANA ARTWORKS 818 HOWARD AVE 300 NEW ORLEANS,LA 70113	NONE	501 C 3	SUPPORT PARTNER GRANT	65,000
LUIS CRUZ AZACETA 4100 PRYTANIA ST NEW ORLEANS,LA 70115	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
MARY MORGAN PO BOX 428 MAURICE,LA 70555	NONE	N/A	LASTING RECORD GRANT	22,925
MEQUITTA AHUJA 517 W 152ND ST APT G NEW YORK,NY 10031	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
MICKALENE THOMAS 261 LEXINGTON AVE APT B3 BROOKLYN,NY 11216	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
MILDRED HOWARD 1820 HARMON STREET BERKELEY,CA 94703	NONE	N/A	LASTING RECORD GRANT	2,500
MILDRED HOWARD 1820 HARMON STREET BERKELEY,CA 94703	NONE	N/A	EMERGENCY SUPPORT GRANT	5,000
NARI WARD 307 W 141 ST UNIT 1B NEW YORK,NY 10030	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
Total  3a				1,616,741

Form 990PF Part XV Line 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				
OX-BOW 36 SOUTH WABASH AVE 12TH FLR CHICAGO,IL 60603	NONE	501 C 3	ARTIST RESIDENCY	25,000
PAULA WILSON PO BOX 1141 CARRIZOZO,NM 88301	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
SANTA FE ART INSTITUTE PO BOX 24044 SANTA FE,NM 87505	NONE	501 C 3	ARTIST RESIDENCY	25,000
SHEILA PEPE 275 PARK AVE 3P BROOKLYN,NY 11205	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
STEPHANIE SYJUCO 198 PARK ST SAN FRANCISCO,CA 94110	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
STEVEN HULL 6674 PALOVERDE RD CASTRO VALLEY,CA 94552	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
SUE WILLIAMS 426 7TH ST BROOKLYN,NY 11215	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
UCLA FOUNDATION 193 HAINES HALL LOS ANGELES,CA 90095	NONE	501 C 3	SUPPORT PARTNER GRANT	20,000
VERMONT STUDIO CENTER BOX 613 JOHNSON,VT 05656	NONE	501 C 3	ARTIST RESIDENCY	25,000
WILLIAM WILSON 1709 MEDIO STREET SANTA FE,NM 85701	NONE	N/A	2009 PAINTERS AND SCULPTORS AWARD	12,500
JAUNE QUICK-TO-SEE SMITH PO BOX 1827 CARRIZOZO,NM 87048	NONE	N/A	LASTING RECORD GRANT	18,569
NATIONAL PERFORMANCE NETWORK 900 CAMP ST NEW ORLEANS,LA 70130	NONE	501 C 3	CATALOGUE	25,000
NATIONAL PERFORMANCE NETWORK 900 CAMP ST NEW ORLEANS,LA 70130	NONE	501 C 3	ORG/INFRASTRUCTURE SUPPORT	180,000
NONPROFIT FINANCE FUND 70 W 36TH STREET FL 11 NEW YORK,NY 10018	NONE	501 C 3	RESEARCH STUDY	10,000
LYNNE YAMAMOTO 54 BELMONT AVENUE 3 NORTHAMPTON,MA 01060	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
Total  3a				1,616,741

Form 990PF Part XV Line 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				
STACEY LYNN WADDELL 602 MLK JR BLVD APT 217 CHAPEL HILL, NC 27514	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
MANUEL VEGA JR 50 WEST 97TH STREET 6M NEW YORK, NY 10025	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
SAM VAN AKEN 1064 WESTMORELAND AVE SYRACUSE, NY 13210	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
WHITING TENNIS 11745 EVANSTON AVE N SEATTLE, WA 98133	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
TAVARES STRACHAN 116 HILLSIDE AVENUE MOUNT VERNON, NY 10553	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
TRAVIS SOMERVILLE 837 ARLINGTON BERKELEY, CA 94707	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
JEANNE SILVERTHORNE 41 EAST 28TH STREET APT 3B NEW YORK, NY 10016	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
ARLENE SHECHET 52 WHITE STREET NEW YORK, NY 10013	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
JASON MIDDLEBROOK 445 OLD ROUTE 82 CRARYVILLE, NY 12521	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
MICHAEL C MCMILLEN 906 PRINCETON STREET SANTA MONICA, CA 90403	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
WALTER MCCONNELL 5800 WHITE ROAD BELMONT, NY 14813	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
JAMES LUNA 150 HAROLDS ROAD LA JOLLE PAUMA VALLEY, CA 92061	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
DARRYL LAUSTER 1106 COKE DRIVE ARLINGTON, TX 76010	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
NOAH LANDFIELD 121 INDIA STREET 2 BROOKLYN, NY 11222	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
CORIN HEWITT 501 NORTH ALLISON ST APT 3 RICHMOND, VA 23220	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
Total  3a				1,616,741

Form 990PF Part XV Line 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				
MICHAEL HALL 668 29TH STREET APT B SAN FRANCISCO,CA 94131	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
CHITRA GANESH 390 RUGBY ROAD APT 6B BROOKLYN,NY 11226	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
BRUCE A DAVENPORT JR 5110 CHARTRES STREET NEW ORLEANS,LA 70117	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
MAUREEN-MICHELE KAILIPAINA CHUN 2724 DOW STREET HONOLULU,HI 96817	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
TOM BURCKHARDT 405 EAST 13 STREET 2 NEW YORK,NY 10009	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
MELISA FIRELEI BAEZ 204 E 96 STREET 4B NEW YORK,NY 10128	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
SAMIRA ABBASSY 436 WEST 47TH STREET 1A NEW YORK,NY 10036	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	12,500
STEVEN YAZZIE 9428 N 1ST AVE PHOENIX,AZ 85021	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	3,125
KADE TWIST 30 W LOUIS WAY TEMPE,AZ 85284	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	3,125
NATHAN YOUNG 503 MCKIE ST TAHLEQUAH,OK 74464	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	3,125
RAVEN CHACON 826 5TH ST NW ALBUQUERQUE,NM 87102	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	3,125
VANDANA JAIN 248 MCKIBBEN ST 3R BROOKLYN,NY 11206	NONE	N/A	2010 PAINTERS AND SCULPTORS AWARD	5,000
ASHLEY SHELLHAUSE 722 ROSS AVENUE APT B HAMILTON,OH 45013	NONE	N/A	2010 MFA AWARD	15,000
BRIAN PORRAY 960 EAST BONITA AVE UNIT 148 POMONA,CA 91767	NONE	N/A	2010 MFA AWARD	15,000
CAITLIN LONEGAN 1048 1/2 N SWEETZER AVE W HOLLYWOOD,CA 90069	NONE	N/A	2010 MFA AWARD	15,000
Total  3a				1,616,741

Form 990PF Part XV Line 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				
COBI MOULES 94 FORBES ST 1 JAMAICA PLAIN, MA 02130	NONE	N/A	2010 MFA AWARD	15,000
ERIC KNISS 811 MEADOWLARK DR HARRISONBURG, VA 22802	NONE	N/A	2010 MFA AWARD	15,000
JANET BRUHN 2343 WEST GRACE ST APT1 RICHMOND, VA 23220	NONE	N/A	2010 MFA AWARD	15,000
JONATHAN LEE 829 N SALINA ST 3 SYRACUSE, NY 13208	NONE	N/A	2010 MFA AWARD	15,000
KRISTIN HAAS 522 E MEINECKE AVE MILWAUKEE, WI 53212	NONE	N/A	2010 MFA AWARD	15,000
MICAH DAW 2410 GLENMAWR AVE COLUMBUS, OH 43202	NONE	N/A	2010 MFA AWARD	15,000
MICHAEL SIRIANNI 1107 N LEAVITT ST APT B CHICAGO, IL 60622	NONE	N/A	2010 MFA AWARD	15,000
MICHEL DROGE 27 CUSHMAN ST 3 PORTLAND, ME 04102	NONE	N/A	2010 MFA AWARD	15,000
MOLLY ANDERSON 525 HICKORY STREET PERRYSBURG, OH 43551	NONE	N/A	2010 MFA AWARD	15,000
PATRICIA FERNANDEZ 942 1/2 CHUNG KING RD APT A LOS ANGELES, CA 90012	NONE	N/A	2010 MFA AWARD	15,000
REMA GHULOUM 26 CRESCENT AVE APT A SAN FRANCISCO, CA 94110	NONE	N/A	2010 MFA AWARD	15,000
ERIK GONZALEZ 6229 GINDA TERRACE GLEN ALLEN, VA 23059	NONE	N/A	2010 MFA AWARD	15,000
PETER GREGORIO PO BOX 7746 NEW YORK, NY 10116		N/A	CAREER OPPORTUNITY GRANT	2,000
MEL CHIN PO BOX 566 BURNSVILLE, NC 28714	NONE	N/A	LASTING RECORD GRANT	11,449
JUAN SANCHEZ 346 SOUTH 3RD STREET APT 1 BROOKLYN, NY 11211		N/A	EMERGENCY SUPPORT GRANT	6,400
Total  3a				1,616,741

TY 2010 Accounting Fees Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COOPERSMITH SIMON & VOGEL P C	11,744	8,808		2,936

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

TY 2010 Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BOOKCASE	1998-04-01	352	352	SL	5 0000000000000	0	0		
IMAC COMPUTER	2001-05-01	1,752	1,692	SL	5 0000000000000	0	0		
HP COPIER	2001-09-01	531	531	SL	5 0000000000000	0	0		
ANSWERING MACHING	2002-08-01	97	97	SL	5 0000000000000	0	0		
AIRCONDITIONER	2002-11-01	341	341	SL	5 0000000000000	0	0		
OFFICE EQUIPMENT	2003-06-30	4,414	4,414	SL	5 0000000000000	0	0		
APPLIANCES	2004-11-17	2,008	2,008	SL	5 0000000000000	0	0		
OFFICE EQUIPMENT	2005-06-30	21,342	19,206	SL	5 0000000000000	2,136	0		
CONDOMINIUM OFFICE	2007-10-01	2,965,000	166,781	SL	40 0000000000000	74,125	0		
IMPROVEMENTS	2007-10-01	173,994	9,787	SL	40 0000000000000	4,350	0		
OFFICE EQUIPMENT	2007-10-01	168,030	75,614	SL	5 0000000000000	33,606	0		
ALARM	2007-06-30	7,869	3,935	SL	5 0000000000000	1,574	0		
EQUIPMENT AND APPLIANCES	2009-06-30	3,542	354	SL	5 0000000000000	708	0		
COMPUTER	2010-03-04	1,573		SL	5 0000000000000	262	0		
FURNITURE	2010-01-28	692		SL	5 0000000000000	127	0		

TY 2010 Investments Corporate Bonds Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Name of Bond	End of Year Book Value	End of Year Fair Market Value
THROUGH MERRILL LYNCH	3,277,916	3,490,203

**TY 2010 Investments Corporate
Stock Schedule**

Name: THE JOAN MITCHELL FOUNDATION INC
EIN: 11-3161054

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THROUGH MERRILL LYNCH	16,351,293	15,645,697

TY 2010 Investments Government Obligations Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

**US Government Securities - End of
Year Book Value:**

6,206,967

**US Government Securities - End of
Year Fair Market Value:**

6,314,438

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2010 Investments - Other Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
THROUGH MERRILL LYNCH	AT COST	817,065	787,207

TY 2010 Land, Etc. Schedule**Name:** THE JOAN MITCHELL FOUNDATION INC**EIN:** 11-3161054

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BOOKCASE	352	352		0
IMAC COMPUTER	1,752	1,692	60	0
HP COPIER	531	531		0
ANSWERING MACHING	97	97		0
AIRCONDITIONER	341	341		0
OFFICE EQUIPMENT	4,414	4,414		0
APPLIANCES	2,008	2,008		0
OFFICE EQUIPMENT	21,342	21,342		0
CONDOMINIUM OFFICE	2,965,000	240,906	2,724,094	0
IMPROVEMENTS	173,994	14,137	159,857	0
OFFICE EQUIPMENT	168,030	109,220	58,810	0
ALARM	7,869	5,509	2,360	0
EQUIPMENT AND APPLIANCES	3,542	1,062	2,480	0
COMPUTER	1,573	262	1,311	0
FURNITURE	692	127	565	0

TY 2010 Legal Fees Schedule**Name:** THE JOAN MITCHELL FOUNDATION INC**EIN:** 11-3161054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DERFNER & GILLETT	109,576	0		106,576
SHER AGRNER CAHILL ROCHTER KLEIN & HILBER	39,299	0		39,299
MCLAUGHLIN & STERN	450	0		450
SONNENSCHN NATHAN & ROSENTHAL	3,650	0		3,650

TY 2010 Other Assets Schedule**Name:** THE JOAN MITCHELL FOUNDATION INC**EIN:** 11-3161054

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ARTWORK	39,913,053	35,641,533	168,416,957
RECEIVABLE ON SALE OF ARTWORK	320,000	0	
MISCELLANEOUS RECEIVABLE	3,000	0	
DUE FROM BROKER	39,237	25,335	25,335
SECURITY DEPOSIT	5,000	5,000	5,000
ART & BIOGRAPHICAL WORKS	83,992	99,739	84,515
JOAN MITCHELL CENTER LLC		1,430,930	1,500,000
OTHER RECEIVABLE		1,800	1,800

TY 2010 Other Expenses Schedule

Name: THE JOAN MITCHELL FOUNDATION INC
 EIN: 11-3161054

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MFA JUROR EXPENSE	2,250	0		2,250
MFA CONFERENCE & SUPPORT	126	0		126
PAINTERS & SCULPTORS NOMINATOR FEES	5,100	0		5,100
PAINTERS & SCULPTORS JURY PANEL EXPENSE	5,590	0		5,590
ART EDUCATION ADMINISTRATION	26,886	0		26,886
ART EDUCATION COLLABORATIONS	6,923	0		6,923
ART EDUCATION MATERIALS AND SUPPLIES	4,907	0		4,907
ARTWORK HANDLING AND EXPENSES	49,476	0		0
ARTWORK STORAGE & SECURITY	113,931	0		0
ARTWORK INSURANCE	153,000	0		0
GENERAL ADMINISTRATIVE EXPENSE	74,233	1,856		72,377
BOARD EXPENSES	5,290	0		5,290
CLEANING SERVICE	6,160	2,156		4,004
PAYROLL COSTS	21,160	106		21,054
LIABILITY INSURANCE	18,430	0		18,430
FILING FEE	1,500	0		1,500
CUE/MFA EXHIBITION EXPENSES	46,271	0		46,271
CREATING A LASTING LEGACY SUPPORT	46,395	0		46,395
PROFESSIONAL DEVELOPMENT PROGRAM	14,975	0		7,192
ARTIST SUPPORT PROGRAM TRAVEL	16,585	0		16,585
ARTIST SUPPORT PROGRAM ADMINISTRATION AND PROMOTION	44,847	0		9,187
STUDENT CLASSES AND PROGRAM EXPENSE	85,382	0		85,382
JOAN MITCHELL LEGACY EXHIBITION SUPPORT	51,599	0		51,599
JOAN MITCHELL LEGACY EXPENSE	252,078	0		252,078
INVESTMENT EXPENSE	150	150		0
WEBSITE AND PUBLIC RELATIONS	37,375	0		37,375
JOAN MITCHELL LEGACY- CONSERVATION AND FRAMING	185,925	0		185,925
JOAN MITCHELL LEGACY-FRAMERS HANDLERS AND MOVING	119,069	0		119,069
BAYOU ROAD PROJECT EXPENSE	30,671	0		31,533
JOAN MITCHELL CENTER	19,366	0		19,366
ADVERTISING	1,170	0		0
SUPPLIES	9,742	0		0
INSURANCE	27,604	0		0
OUTSIDE SERVICES	7,618	0		0
UTILITIES	12,782	0		0

TY 2010 Other Income Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
ROYALTIES	6,750	6,750	6,750

TY 2010 Other Liabilities Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO BROKER	103,650	0

TY 2010 Other Professional Fees Schedule**Name:** THE JOAN MITCHELL FOUNDATION INC**EIN:** 11-3161054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH	184,019	184,019		0
PROFESSIONAL FEES	13,395	0		0

TY 2010 Taxes Schedule

Name: THE JOAN MITCHELL FOUNDATION INC

EIN: 11-3161054

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES-ART ED	57,406	0		57,406
PAYROLL TAXES-STAFF	72,527	3,737		68,790
FOREIGN TAXES	12,164	12,164		0
EXCISE TAX	138,000	0		0