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 , 2010, and ending , 20

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
SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION

A Employer identification number
13-3455231

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
360 HAMILTON AVENUE

B Telephone number (see page 10 of the instructions)
(212) 735-2956

City or town, state, and ZIP code
WHITE PLAINS, NY 10601-1811

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: [X] 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) ▶ $ 6,953,663.

J Accounting method [ ] Cash [ ] Accrual [X] Other (specify) MODIFIED CASH
(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))

	Line	Description	(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)	2,309,768.			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,763.	1,763.		
	4	Dividends and interest from securities	154,953.	154,953.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,903.			
	b	Gross sales price for all assets on line 6a 0.				
	7	Capital gain net income (from Part IV, line 2)		3,903.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	43,161.			ATCH 1
	12	**Total.** Add lines 1 through 11	2,513,548.	160,619.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	304,833.			304,833.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) *	5,029.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	85,860.			60,607.
	22	Printing and publications	64,015.			62,109.
	23	Other expenses (attach schedule) ATCH 3	61,248.	9,773.		49,142.
	24	**Total operating and administrative expenses** Add lines 13 through 23	520,985.	9,773.		476,691.
	25	Contributions, gifts, grants paid	3,516,741.			3,516,741.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,037,726.	9,773.		3,993,432.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,524,178.			
	b	**Net investment income** (if negative, enter -0-)		150,846.		
	c	**Adjusted net income** (if negative enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	139,940.	83,174.	83,174.
	2 Savings and temporary cash investments	5,050,245.	3,413,617.	3,413,617.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 4	74,918.	84,110.	84,110.
	c Investments - corporate bonds (attach schedule) ATCH 5	3,187,969.	3,372,762.	3,372,762.
	11 Investments - land, buildings, and equipment basis ▶			
	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 ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,453,072.	6,953,663.	6,953,663.
Liabilities	17 Accounts payable and accrued expenses	42,867.	32,507.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	42,867.	32,507.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	8,100,783.	6,610,305.	
	25 Temporarily restricted	309,422.	310,851.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	8,410,205.	6,921,156.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,453,072.	6,953,663.	

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	8,410,205.
2	Enter amount from Part I, line 27a	2	-1,524,178.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 6	3	35,129.
4	Add lines 1, 2, and 3	4	6,921,156.
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	6,921,156.

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	3,903.
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	4,200,126.	5,638,031.	0.744963
2008	4,060,411.	4,484,219.	0.905489
2007	3,619,134.	4,348,097.	0.832349
2006	3,209,275.	4,491,180.	0.714573
2005	2,893,054.	4,150,590.	0.697022

2 Total of line 1, column (d)	2	3.894396
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	0.778879
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,895,932.
5 Multiply line 4 by line 3	5	5,371,097.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,508.
7 Add lines 5 and 6	7	5,372,605.
8 Enter qualifying distributions from Part XII, line 4	8	3,993,432.

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 ruling 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	3,017.
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	
3 Add lines 1 and 2		3	3,017.
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	3,017.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 3,250.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	3,250.
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	233.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 233. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ CHRIS FULTON Telephone no ▶ 914-750-3460

Located at ▶ 360 HAMILTON AVE WHITE PLAINS, NY ZIP + 4 ▶ 10601

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

		Line	Yes	No
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		X
	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.

		Line	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 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
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 22 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 ▶ ____, ____, ____, ____			
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes	☐ No
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☒ Yes	☐ No
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? — **5b**		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ATTACHMENT 7	☒ 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 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
ATTACHMENT 8		304,833.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		NONE

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 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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	3,414,567.
b	Average of monthly cash balances	1b	3,586,379.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	7,000,946.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,000,946.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	105,014.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,895,932.
6	**Minimum investment return.** Enter 5% of line 5	6	344,797.

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	344,797.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,017.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,017.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	341,780.
4	Recoveries of amounts treated as qualifying distributions			4	43,161.
5	Add lines 3 and 4			5	384,941.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	384,941.

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	3,993,432.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,993,432.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,993,432.

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				384,941.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08 ,20 07 ,20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005 ... 2,895,636.				
b From 2006 ... 3,212,818.				
c From 2007 ... 3,621,146.				
d From 2008 ... 4,063,034.				
e From 2009 ... 4,247,331.				
f Total of lines 3a through e	18,039,965.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,993,432.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				384,941.
e Remaining amount distributed out of corpus	3,608,491.			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	21,648,456.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	2,895,636.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	18,752,820.			
10 Analysis of line 9				
a Excess from 2006 ... 3,212,818.				
b Excess from 2007 ... 3,621,146.				
c Excess from 2008 ... 4,063,034.				
d Excess from 2009 ... 4,247,331.				
e Excess from 2010 ... 3,608,491.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

JOSEPH FLOM & ROBERT SHEEHAN

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

NONE

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

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

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

ATTACHMENT 9

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

SEE ATTACHED APPLICATION

c Any submission deadlines

ANNUALLY IN OCTOBER

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

SEE ATTACHED APPLICATION

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				
ATTACHMENT 10				
Total . . . . . ▶ **3a**				3,516,740.
b Approved for future payment				
ATTACHMENT 11				
Total . . . . . ▶ **3b**				5,887,901.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,763.	
4 Dividends and interest from securities			14	154,953.	
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	3,903.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 12					43,161.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				160,619.	43,161.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 203,780.

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
11	REFUND OF GRANT PAID IN PRIOR YEAR

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date: 11-9-11 | Title: TREASURER/OFFICER

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kristin Ficker	Kristin Ficker	11-2-2011		P01254056

Firm's name ▶ CROWE HORWATH LLP — Firm's EIN ▶ 35-0921680

Firm's address ▶ 70 W. MADISON ST., SUITE 700 CHICAGO, IL 60602 — Phone no 312-899-7000

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

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION

Employer identification number

13-3455231

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION

Employer identification number 13-3455231

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP FOUR TIMES SQUARE NEW YORK, NY 10036	$ 2,053,100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ESTATE OF JOSEPH FLOM 240 RIVERSIDE BLVD, APT 21A NEW YORK, NY 11069	$ 121,700.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	ROBERT SHEEHAN 63 WEST 89TH STREET NEW YORK, NY 10024	$ 7,750.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4	LYNN HIESTAND 1720 MAPLE AVE, 1310 EVANSTON, IL 60201-3203	$ 8,645.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5	ERIC FRIEDMAN 222 PARK AVE. SOUTH, APT 4E NEW YORK, NY 10003	$ 61,637.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
REFUND OF GRANTS PAID IN PRIOR YEAR	43,161.
TOTALS	43,161.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL EXCISE TAX	5,029.
TOTALS	5,029.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	9,773.	9,773.	
TELEPHONE	74.		12.
OFFICE EXPENSES	675.		324.
MOVING EXPENSES	7,481.		5,891.
ADMINISTRATIVE EXPENSES	31,583.		31,583.
BOOKS	419.		419.
NY STATE FILING FEE	275.		275.
MISCELLANEOUS EXPENSES	868.		538.
INSURANCE EXPENSE	625.		625.
WEB-SITE SERVICES	9,475.		9,475.
TOTALS	61,248.	9,773.	49,142.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE STOCK	84,110.	84,110.
TOTALS	84,110.	84,110.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
BOND FUNDS		3,372,762.	3,372,762.
	TOTALS	3,372,762.	3,372,762.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN ON INVESTMENTS		35,129.
	TOTAL	35,129.

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME:	CENTRO DE LOS DERECHOS DEL MIGRANTE
GRANTEE'S ADDRESS:	CALLE VICTOR ROSALES, NO. 164
CITY, STATE & ZIP:	ZACATECAS
FOREIGN COUNTRY:	MEXICO
GRANT DATE:	VAR
GRANT AMOUNT:	52,374.
GRANT PURPOSE:	PAYMENTS FOR FELLOWSHIPS
AMOUNT EXPENDED:	52,374.
ANY DIVERSION?	NO
DATES OF REPORTS:	VARIOUS
VERIFICATION DATE:	VAR

RESULTS OF VERIFICATION:
FUNDS WERE USED AS INTENDED - TO FUND FELLOWSHIPS

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ERIC J. FRIEDMAN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	PRESIDENT 1.00	0.	0.	0.
BARRY H. GARFINKEL 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	VICE PRESIDENT 1.00	0.	0.	0.
JUDITH S. KAYE 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
JOSE LOZANO 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
SUZANNE MCKECHNIE KLAHR 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
PETER P. MULLEN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KURT L. SCHMOKE 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
SOLOMON B. WATSON IV 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
MARTHA MINOW 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
ROBERT C. SHEEHAN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
LAUREN AGUIAR 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	CHAIRMAN OF THE BOARD 1.00	0.	0.	0.
NOAH PUNTUS 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	VICE PRESIDENT 1.00	0.	0.	0.

ATTACHMENT 8

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHRIS FULTON 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	SECRETARY/TREASURER 1.00	0.	0.	0.
SUSAN BUTLER PLUM 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	FOUNDATION ADMINISTRATOR 40.00	304,833.	0.	0.
	GRAND TOTALS	304,833.	0.	0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SUSAN BUTLER PLUM
FOUR TIMES SQUARE
NEW YORK, NY 10036
212-735-2956

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACLU FOUNDATION OF MARYLAND, INC 3600 CLIPPER MILL ROAD, SUITE 350 BALTIMORE, MD 21211	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	27,053
ACLU FOUNDATION, INC 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	182,351
ACLU SAN DIEGO AND IMPERIAL COUNTIES P O BOX 87131 SAN DIEGO, CA 92138-7131	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,362
ADVANCEMENT PROJECT 1220 L STREET, NW, SUITE 850 WASHINGTON, DC 20005	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,403
ADVOCACY, INC 7800 SHOAL CREEK BLVD , #171E AUSTIN, TX 78757-1024	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,983
ADVOCATES FOR CHILDREN OF NEW YORK 151 WEST 30TH STREET, 5TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,470

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AJMEL QUERESHI 3600 CLIPPER MILL ROAD, SUITE 350 BALTIMORE, MD 21211	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	3,733.
ALEXANDER BONI-SAENZ 111 W JACKSON BLVD , 3RD FLOOR CHICAGO, IL 60604	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	2,485
ALISON KAMHI 2 WEST SANTA CLARA STREET, 8TH FLOOR SAN JOSE, CA 95113	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	3,953.
AMY SALTZMAN 1800 NORTH CHARLES STREET, SUITE 400 BALTIMORE, MD 21201	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	6,461
ANYA PRICE 919 ALBANY STREET LOS ANGELES, CA 90015	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	1,110
ASIAN AMERICAN LEGAL DEFENSE & EDUCATION FUND 99 HUDSON STREET, 12TH FLOOR NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	59,236

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASIAN PACIFIC AMERICAN LEGAL CENTER 1145 WILSHIRE BLVD , 2ND FLOOR LOS ANGELES, CA 90017	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	55,091.
AYUDA INC 1707 KALORAMA ROAD, NW WASHINGTON, DC 20009	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,715.
BAY AREA LEGAL AID 50 FELL STREET, FIRST FLOOR SAN FRANCISCO, CA 94102	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,156
BAZELON CENTER FOR MENTAL HEALTH LAW 1101 15 STREET, NW, SUITE 1212 WASHINGTON, DC 20005	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,518.
BRONX DEFENDERS 860 COURTLANDT AVENUE BRONX, NY 10451	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,069.
BROOKLYN LEGAL SERVICES CORPORATION A 80 JAMAICA AVENUE BROOKLYN, NY 11207	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	31,277

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BUSINESS & PROF PEOPLE FOR THE PUBLIC INTEREST 25 EAST WASHINGTON ST , SUITE 1515 CHICAGO, IL 60602	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	58,760.
CATHOLIC CHARITIES 2 WEST SANTA CLARA STREET, 8TH FLOOR SAN JOSE, CA 95113	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,075
CENTER FOR CHILDREN'S LAW & POLICY 1701 K STREET, NW, SUITE 1100 WASHINGTON, DC 20006	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	57,499
CENTER FOR CONFLICT RESOLUTION/RESOLUTION SYSTEMS 11 EAST ADAMS STREET, #500 CHICAGO, IL 60603	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,634.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD , SUITE 410 OAKLAND, CA 94601	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	39,117
CHILDREN'S LAW CENTER OF MASSACHUSETTS P O BOX 710, 298 UNION STREET LYNN, MA 01903	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	59,856

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S RIGHTS, INC 330 SEVENTH AVENUE, 4TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,883
COLORADO LEGAL SERVICES 1905 SHERMAN STREET, SUITE 400 DENVER, CO 80203	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,652
COMMUNITY LEGAL SERVICES 3638 NORTH BROAD STREET PHILADELPHIA, PA 19140	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	79,234
COMMUNITY SERVICE SOCIETY OF NEW YORK 105 EAST 22ND STREET NEW YORK, NY 10010	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,772
CONNECTICUT LEGAL SERVICES 62 WASHINGTON STREET MIDDLETOWN, CT 6457	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	33,112
DAMON KING 200 PINE STREET, SUITE 300 SAN FRANCISCO, CA 94104	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	1,727

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DANIA DAVY 1145 WILSHIRE BLVD , 2ND FLOOR LOS ANGELES, CA 90017	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	2,799
DISABILITY RIGHTS ADVOCATES 2001 CENTER STREET, 4TH FLOOR BERKELEY, CA 94704	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	55,828
DISABILITY RIGHTS EDUCATION & DEFENSE FUND ED ROBERTS CAMPUS, 3075 ADELINE STREET, SUITE 210 BERKELEY, CA 94703	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,240
DISABILITY RIGHTS LEGAL CENTER 919 ALBANY STREET LOS ANGELES, CA 90015	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,856.
DNA-PEOPLES LEGAL SERVICES P O BOX 987 SHIPROCK, NM 87420	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,445.
EDUCATION LAW CENTER 60 PARK PLACE, SUITE 300 NEWARK, NJ 07102	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,255

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EQUIP FOR EQUALITY 3333 WEST ARTHINGTON, SUITE 151 CHICAGO, IL 60624	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	34,175
ERIN DOUGHERTY 801 B STREET, SUITE 401 ANCHORAGE, AK 99501	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	8,121
ERIN SCHEICK 1422 K STREET, NW WASHINGTON, DC 20005	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	3,250
GEORGIA LEGAL SERVICES PROGRAM MACON REGIONAL OFFICE, 241 THIRD STREET MACON, GA 31201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,900
GRACE SPULAK 3201 4TH STREET NW ALBUQUERQUE, NM 87107	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	400
GREATER BOSTON LEGAL SERVICES 197 FRIEND STREET BOSTON, MA 02114	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	115,945

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HARVARD LAW SCHOOL 5 POST OFFICE SQUARE, SUITE 1150 BOSTON, MA 02109	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	25,166
INGRID SWANSON 426 STATE STREET NEW HAVEN, CT 06510	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	8,947.
JESSE HAHNEL 405 14TH STREET, 15TH FLOOR OAKLAND, CA 94612	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	6,282
KATE WHITE 922 QUARRIER STREET, 4TH FLOOR CHARLESTON, WV 25301	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	4,853
KYLE FISHER 123 CHESTNUT STREET, SUITE 400 PHILADELPHIA, PA 19106	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	3,184.
LAM HO 3333 WEST ARTHINGTON, SUITE 151 CHICAGO, IL 60624	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	3,818

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAND LOSS PREVENTION PROJECT 1145 WILSHIRE BLVD., 2ND FLOOR LOS ANGELES, CA 90017	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,898
LAUREN LOWE 20 NORTH MICHIGAN AVENUE, SUITE 300 CHICAGO, IL 60602	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	1,464.
LAWYERS COMMITTEE FOR CIVIL RIGHTS OF THE SF BAY A 131 STEUART ST, SUITE 400 SAN FRANCISCO, CA 94105	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,092
LEGAL AID FOUNDATION OF LOS ANGELES 1550 W 8TH STREET LOS ANGELES, CA 90017	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,508.
LEGAL AID OF WEST VIRGINIA 922 QUARRIER STREET, 4TH FLOOR CHARLESTON, WV 25301	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,735.
LEGAL AID SERVICE OF NORTHEASTERN MINNESOTA 350 NORTHWEST 1ST AVENUE, SUITE F GRAND RAPIDS, MN 55744	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,749.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LEGAL AID SOCIETY 199 WATER STREET NEW YORK, NY 10038	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	84,093
LEGAL AID SOCIETY EMPLOYMENT LAW CENTER 180 MONTGOMERY STREET, SUITE 600 SAN FRANCISCO, CA 94104	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	110,763
LEGAL AID SOCIETY OF CLEVELAND 1223 WEST 6TH STREET CLEVELAND, OH 44113	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	5,000
LEGAL AID SOCITY OF THE DISTRICT OF COLUMBIA 1331 H STREET, NW, SUITE 350 WASHINGTON, DC 20005	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,445
LEGAL ASSISTANCE FOUNDATION OF METROPOLITAN CHICAG 3333 WEST ARTHINGTON, SUITE 151 CHICAGO, IL 60624	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,289
LEGAL DEFENSE FUND 99 HUDSON STREET, SUITE 1600 NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	288

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOS ANGELES GAY AND LESBIAN CENTER 1625 N SCHRADER BLVD LOS ANGELES, CA 90028	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,867.
MANHATTAN LEGAL SERVICES ONE NORTH CHARLES STREET, SUITE 200 BALTIMORE, MD 21201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	31,277.
MARYLAND DISABILITY LAW CENTER 1800 NORTH CHARLES STREET, SUITE 400 BALTIMORE, MD 21201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,683
MATTHEW VAN WORMER P O BOX 987 SHIPROCK, NM 87420	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	6,484
MENTAL HEALTH ADVOCACY SERVICES 151 WEST 30TH STREET, 5TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,523
MFY LEGAL SERVICES 299 BROADWAY, 4TH FLOOR NEW YORK, NY 10007	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	61,078

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MICHAEL HOLLANDER 1424 CHESTNUT STREET PHILADELPHIA, PA 19102	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	2,789
MISSISSIPPI CENTER FOR JUSTICE 5 OLD RIVER PLACE, SUITE 203, P O. BOX 1023 JACKSON, MS 39215	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,628
MOLLY KOVEL 860 COURTLANDT AVENUE BRONX, NY 10451	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	9,838
MOUNTAIN STATE JUSTICE, INC 1031 QUARRIER STREET, SUITE 200 CHARLESTON, WV 25301	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,935.
NAACP LEGAL DEFENSE & EDUCATION FUND 99 HUDSON STREET, SUITE 1600 NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	84,828
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET, 15TH FLOOR OAKLAND, CA 94612	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,295

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL IMMIGRATION LAW CENTER 3435 WILSHIRE BLVD, SUITE 2850 LOS ANGELES, CA 90010	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,791
NATIVE AMERICAN RIGHTS FUND 801 B STREET, SUITE 401 ANCHORAGE, AK 99501	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,665
NATONAL HOUSING LAW PROJECT 614 GRAND AVENUE, SUITE 320 OAKLAND, CA 94610	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	59,552
NEW HAVEN LEGAL ASSISTANCE ASSOCIATION 426 STATE STREET NEW HAVEN, CT 06510	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,899
NEW YORK CIVIL LIBERTIES UNION 103 GREEN STREET JAMAICA PLAIN, MA 02130	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,955
NEW YORK LEGAL ASSISTANCE GROUP 450 WEST 33RD STREET, 11TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,040

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PEGASUS LEGAL SERVICES FOR CHILDREN 3201 4TH STREET NW ALBUQUERQUE, NM 87107	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	32,155
PENNSYLVANIA HEALTH LAW PROJECT 123 CHESTNUT STREET, SUITE 400 PHILADELPHIA, PA 19106	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	34,369.
PUBLIC COUNSEL 610 SOUTH ARDMORE AVENUE LOS ANGELES, CA 90005	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,450.
PUERTO RICAN LEGAL DEFENSE EDUCATION FUND 99 HUDSON STREET, 14TH FLOOR NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,213
RHODE ISLAND LEGAL SERVICES 56 PINE STREET, SUITE 400 PROVIDENCE, RI 02903	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,776
RUTH CUSICK 151 WEST 30TH STREET, 5TH FLOOR NEW YORK, NY 10001	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	2,520

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 E WASHINGTON STREET, SUITE 500 CHICAGO, IL 60602	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS EXPENSE	28,274.
SCOTT COLOM 5 OLD RIVER PLACE, SUITE 203, P O BOX 1023 JACKSON, MS 39215	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	4,818.
SEAN RIORDAN P O BOX 87131 SAN DIEGO, CA 92138	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	4,267
SHAYLA MYERS 1625 N SCHRADER BLVD LOS ANGELES, CA 90028	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	10,383.
SOUTH BROOKLYN LEGAL SERVICE 105 COURT STREET, 3RD FLOOR BROOKLYN, NY 11201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,525
SOUTHERN POVERTY LAW CENTER 233 PEACHTREE STREET, NE, SUITE 2150 ATLANTA, GA 30303	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,086

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE ALLIANCE FOR CHILDREN'S RIGHTS 3333 WILSHIRE BLVD, SITE 550 LOS ANGELES, CA 90010	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,284
THE DOOR - A CENTER OF ALTERNATIVES, INC 121 AVENUE OF THE AMERICAS NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	60,025.
URBAN JUSTICE CENTER 123 WILLIAM STREET, 16TH FLOOR NEW YORK, NY 10038	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	85,617
WESTERN MASSACHUSETTS LEGAL SERVICES 152 NORTH STREET, SUITE 155 PITTSFIELD, MA 01201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	50,003.
WOMEN EMPOWERED AGAINST VIOLENCE 1422 K STREET, NW WASHINGTON, DC 20005	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,404.
YOUTH LAW CENTER 200 PINE STREET, SUITE 300 SAN FRANCISCO, CA 94104	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,083

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRO DE LOS DERECHOS DEL MIGRANTE CALLE VICTOR BOSALES, NO 164 ZACATECAS MEXICO	NONE FOREIGN ORGANIZATION	PAYMENTS FOR FELLOWSHIPS	52,374.
KRISTIN LOVE CALLE VICTOR ROSALES, NO 164 ZACATECAS MEXICO	NONE INDIVIDUAL	PAYMENTS FOR FELLOWSHIPS	28,452
		TOTAL CONTRIBUTIONS PAID	3,516,740.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACLU FOUNDATION, INC 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	121,058
ADVOCACY, INC 7800 SHOAL CREEK BLVD #171-E AUSTIN, TX 78757	NONE 509(A)(3)	PAYMENTS FOR FELLOWSHIPS	28,492.
ADVOCATES FOR CHILDREN OF NEW YORK 151 WEST 30TH STREET, 5TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	177,411
ASIAN AMERICAN LEGAL DEFENSE & EDUCATION FUND 1145 WILSHIRE BLVD , 2ND FLOOR LOS ANGELES, CA 90017	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	204,479.
ATLANTA VOLUNTEER LAWYERS FOUNDATION, INC. 235 PEACHTREE STREET, NE, SUITE 1750 ATLANTA, GA 30303	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
AYUDA INC 1707 KALORAMA ROAD, NW WASHINGTON, DC 20009	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,570

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOSTON MEDICAL CENTER 88 EAST NEWTON STREET, VOSE 5 BOSTON, MA 02118	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
BROOKLYN LEGAL SERVICES CORP 80 JAMAICA AVENUE BROOKLYN, NY 11207	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	93,831.
BUSINESS & PROF PEOPLE FOR THE PUBLIC INTEREST 25 EAST WASHINGTON ST, SUITE 1515 CHICAGO, IL 60602	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,762
CASA CORNELIA LEGAL SERVICES 2760 FIFTH AVENUE, SUITE 200 SAN DIEGO, CA 92103-6330	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
CATHOLIC CHARITIES SIXTY-SIX CANAL CENTER PLAZA, STE 600 ALEXANDRIA, VA 22314	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,075
CENTER FOR CHILDREN'S LAW AND POLICY 1701 K STREET NW #1100 WASHINGTON, DC 20006	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	28,750

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR CONFLICT RESOLUTION/RESOLUTION SYSTEMS 11 EAST ADAMS STREET, #500 CHICAGO, IL 60603	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	88,902
CENTRO DE LOS DERECHOS DEL MIGRANTE PO BOX 025250 11540 MIAMI, FL 33102	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,187.
CENTRO LEGAL DE LA PLAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	26,078
CHILDREN'S LAW CENTER OF MASSACHUSETTS 298 UNION STREET LYNN, MA 01901	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,928
CHILDREN'S RIGHTS, INC 330 SEVENTH AVENUE, 4TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,190.
COLORADO LEGAL SERVICES 1905 SHERMAN STREET DENVER, CO 80203	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,826.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY LAW CENTER, INC 122 BOYLSTON STREET JAMAICA PLAIN, MA 02130	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	92,000
COMMUNITY LEGAL AID SOCIETY, INC 100 W. 10TH STREET, SUITE 801 WILMINGTON, DE 19801	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000.
COMMUNITY LEGAL SERVICES 1424 CHESTNUT STREET PHILADELPHIA, PA 19107	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,571.
COMMUNITY LEGAL SERVICES AND COUNSELING CENTER, IN ONE WEST STREET CAMBRIDGE, MA 02139	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
COMMUNITY SERVICE SOCIETY OF NEW YORK 105 EAST 22ND STREET NEW YORK, NY 10010	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	89,316
CONNECTICUT LEGAL SERVICES 62 WASHINGTON STREET MIDDLETOWN, CT 6457	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	99,337

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DISABILITY RIGHTS ADVOCATES 2001 CENTER ST BERKELEY, CA 94704	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	28,228.
DISABILITY RIGHTS EDUCATION & DEFENSE FUND ED ROBERTS CAMPUS, 3075 ADELINE STREET, SUITE 210 BERKELEY, CA 94703	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,721.
DISABILITY RIGHTS LEGAL CENTER 919 ALBANY STREET LOS ANGELES, CA 90015	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	201,988
DISABILITY RIGHTS TEXAS 7800 SHOAL CREEK BLVD, SUITE 142-S AUSTIN, TX 78757-1024	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
EAST BAY COMMUNITY LAW CENTER 2921 ADELINE STREET BERKELEY, CA 94703	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
EQUIP FOR EQUALITY 20 NORTH MICHIGAN AVENUE, SUITE 300 CHICAGO, IL 60602	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	88,726

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGIA LEGAL SERVICES PROGRAM MACON REGIONAL OFFICE, 241 THIRD STREET MACON, GA 31201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,699
GREATER BOSTON LEGAL SERVICES 197 FRIEND STREET BOSTON, MA 02114	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	207,987.
JUST CHILDREN, LEGAL AID JUSTICE CENTER 1000 PRESTON AVENUE, SUITE A CHARLOTTESVILLE, VA 22903	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
LAWYERS COMMITTEE FOR CIVIL RIGHTS OF THE SF BAY A 131 STEUART ST, SUITE 400 SAN FRANCISCO, CA 94105	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,619.
LEGAL AID FOUNDATION OF LOS ANGELES 1550 W 8TH STREET LOS ANGELES, CA 90017	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	82,523
LEGAL AID OF ARKANSAS 1905 E MISSION BLVD, SUITE 6 FAYETTESVILLE, AR 72703	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LEGAL AID OF WEST VIRGINIA 922 QUARRIER STREET, 4TH FLOOR CHARLESTON, WV 25301	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,368
LEGAL AID SERVICE OF NORTHEASTERN MINNESOTA 350 NORTHWEST 1ST AVENUE, SUITE F GRAND RAPIDS, MN 55744	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	80,247.
LEGAL AID SOCIETY 199 WATER STREET NEW YORK, NY 10038	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	120,267
LEGAL AID SOCIETY OF SAN MATEO COUNTY 521 EAST FIFTH AVENUE SAN MATEO, CA 94402-1302	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
LEGAL ASSISTANCE FOUNDATION OF METROPOLITAN CHICAG 111 WEST JACKSON BLVD THIRD FLOOR CHICAGO, IL 60604	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	119,100
LEGAL SERVICES OF EASTERN MISSOURI, INC 4232 FOREST PARK AVE ST LOUIS, MO 63108	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOS ANGELES GAY AND LESBIAN CENTER 1625 NORTH SCHRADER BLVD LOS ANGELES, CA 90028	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,434
MAKE THE ROAD NEW YORK 301 GROVE STREET BROOKLYN, NY 11237	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000.
MANHATTAN LEGAL SERVICES ONE NORTH CHARLES STREET, SUITE 200 BALTIMORE, MD 21201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	93,831.
MARYLAND DISABILITY LAW CENTER 1800 NORTH CHARLES STREET, SUITE 400 BALTIMORE, MD 21201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	83,050
MFY LEGAL SERVICES, INC 299 BROADWAY 4TH FLOOR NEW YORK, NY 10007	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,539
MICHIGAN CHILDREN'S LAW CENTER 1025 E FOREST AVE #139 DETROIT, MI 48207	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MISSISSIPPI CENTER FOR JUSTICE PO BOX 1023 JACKSON, MS 39215	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	119,288
NAACP LEGAL DEFENSE & EDUCATION FUND, INC. 99 HUDSON STREET #1600 NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,428
NATIONAL HOUSING & COMMUNITY DEVELOPMENT LAW PROJE 614 GRAND AVENUE OAKLAND, CA 94610	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	14,888
NATIONAL IMMIGRATION LAW CENTER 3435 WILSHIRE BLVD, SUITE 2850 LOS ANGELES, CA 90010	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	178,373.
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE, NW, SUITE 800 WASHINGTON, DC 20036	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000.
NATIVE AMERICAN RIGHTS FUND, INC 1506 BROADWAY BOULDER, CO 80302	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,333

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW HAVEN LEGAL ASSISTANCE ASSOCIATION, INC 426 STATE STREET NEW HAVEN, CT 06510	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,147.
NEW YORK LAWYERS FOR THE PUBLIC INTEREST 151 WEST 30TH STREET, 11TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
NEW YORK LEGAL ASSISTANCE GROUP 450 WEST 33RD STREET, 11TH FLOOR NEW YORK, NY 10001	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	53,100.
PUBLIC INTEREST LAW CENTER 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
PUERTO RICAN LEGAL DEFENSE EDUCATION FUND 99 HUDSON STREET, 14TH FLOOR NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	90,639
RHODE ISLAND LEGAL SERVICES 56 PINE STREET, SUITE 400 PROVIDENCE, RI 2903	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	175,328

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 E WASHINGTON STREET, SUITE 500 CHICAGO, IL 60602	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	176,822.
SOUTHERN POVERTY LAW CENTER 301 CHARLOTTE AVENUE NASHVILLE, TN 37201	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,641
TAHIRIH JUSTICE CENTER 6402 ARLINGTON BLVD, SUITE 300 FALLS CHURCH, VA 22042	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,000
THE DOOR - A CENTER OF ALTERNATIVES, INC. 121 AVENUE OF THE AMERICAS NEW YORK, NY 10013	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	15,006.
THE LEGAL AID SOCIETY - EMPLOYMENT LAW CENTER 600 HARRISON STREET #120 SAN FRANCISCO, CA 94107	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	111,324
THE WAGE JUSTICE CENTER 180 MONTGOMERY STREET, SUITE 600 SAN FRANCISCO, 94104	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	96,430

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN JUSTICE CENTER 123 WILLIAM STREET, 16TH FLOOR NEW YORK, 10038	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	174,022
WESTERN MASSACHUSETTS LEGAL SERVICES 1 MONARCH PLACE #400 SPRINGFIELD, NY 01144	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	46,000.
WORKING HANDS LEGAL CLINIC 77 WEST WASHINGTON STREET, SUITE 1402 CHICAGO, MA 60602	NONE 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	92,000
YOUTH LAW CENTER 200 PINE STREET, SUITE 300 SAN FRANCISCO, IL 94104	NONE 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,042
		TOTAL CONTRIBUTIONS APPROVED	5,887,901.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
REFUND OF GRANT PAID IN PRIOR YEAR					43,161.
TOTALS					43,161.

SKADDEN FELLOWSHIP APPLICATION

2012 APPLICATION PROCEDURES

Skadden Fellowships will provide support for 2012 law school graduates and outgoing judicial law clerks who want to work in the public interest for the type of organization described below The Fellowship duration is for two years

Grants will be made to sponsoring organizations only. Therefore, before the final application date of October 3, a public interest organization which will sponsor the applicant must be identified. The sponsor must be a 501(c)3 organization which provides civil legal services to the poor, including the working poor, the elderly, the disabled or those deprived of their civil or human rights.

When the application is considered by the grantmaking panel, the worthiness of the proposed project's goals as well as the applicant's competency, character and commitment will be considered.

It must also be understood that the applicant cannot receive any other fellowship funds or prize monies for the duration of the Skadden Fellowship, if awarded. Applications must be received by October 3 Fellows will be notified by December 2

Those submitting applications for the first year will be required to submit this Fellowship Application plus the following

1 Official Law School Transcript

2. Two (2) Letters of Recommendation from·

   (a) Law School Professor

   (b) Former Employer

3 Commitment Letter from Potential Sponsoring Organization (and brochure if available)

4 501(c)3 Tax-exempt Status Qualifying Letter

5 Resume

Please feel free to attach your essays on separate sheets

Please send applications to:

Skadden Fellowship Program
Four Times Square - Room 29-218
New York, New York 10036
Attention· Susan B. Plum

Non-Discrimination Policy

The Skadden Arps Fellowship Program is committed to a policy against discrimination based on sex, sexual orientation, marital or parental status, race, color, religious creed, national origin, age or handicap

Applicant Name: ______________________________

(Last) (First) (Middle)

Address: ______________________________

____

Home Tel No. ______________ Office Tel. No. ______________

Cell Phone No. ______________ E-mail Address: ________

Soc. Sec No ______________

LAW SCHOOL: ______________________________

Date of Graduation ______________________________

Percentile/Rank/GPA: ______________________________

Law Review/Law Journal: ______________________________

ADVANCED DEGREE:

School: ______________________________

Year: ______________

Degree: ______________ Course of Study. ______________

UNDERGRADUATE DEGREE

School. ______________________________

Year. ______________ Degree: ______________

Degree. ______________

BAR EXAM: ______________________________

Bar Admissions: ______________________ Date: ________

Date: ________

Date: ________

JUDICIAL CLERKSHIP Judge: ______________________________

Court: ______________________________

From: ______________ to ______________

SPONSORING ORGANIZATION ______________________________

Address. ______________________________

____

____

Tel. No ______________________________

Name of
Supervising Attorney· ______________________________

____

____

Synopsis of
Proposed Project· ______________________________

____

____

____

PREVIOUS PUBLIC INTEREST EMPLOYMENT:

1. Employer. ______________________________

Address· ______________________________

____

Position ____________________ Dates. __________

2 Employer ______________________________

Address. ______________________________

____

Position ____________________ Dates: __________

3 Employer· ______________________________

Address: ______________________________

____

Position ____________________ Dates __________

OTHER EMPLOYMENT.

1 Employer: ____________________

Address. ____________________

____

Position ________________ Dates ________

2. Employer: ____________________

Address. ____________________

____

Position ________________ Dates: ________

3. Employer ____________________

Address. ____________________

____

Position ________________ Dates ________

NAMES OF YOUR TWO REFERENCES FOR THIS APPLICATION

1 Name ____________________

Address: ____________________

____

Tel No. ____________________

2. Name ____________________

Address ____________________

____

Tel No. ____________________

PLEASE RESPOND TO THE FOLLOWING STATEMENTS

Describe briefly (300 words) your proposed public interest project Please specify what legal rights you will be enforcing and how you think your project will work:

Select one or two of your previous public interest projects and state briefly (300 words) their significance:

State briefly (300 words) your sense of the relevancy of public interest work to contemporary society

I hereby certify that the facts set forth in the above application are true and complete to the best of my knowledge. I understand that falsified statements on this application shall be considered sufficient cause for denial of receipt of a fellowship.

DATE

APPLICANT'S SIGNATURE

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CAPITAL GAIN DISTRIBUTION					VAR	VAR
							3,903.	
TOTAL GAIN (LOSS)							3,903.	

EXHIBIT D

THE SKADDEN FELLOWSHIP LOAN REPAYMENT ASSISTANCE PROGRAM

Application

The Skadden Fellowship Loan Repayment Assistance Program is available to assist recipients of the Skadden Fellowship. The Program will assume debt service for the term of the Fellowship for debt incurred as part of any law school financial assistance program. Undergraduate, other graduate and Bar loans are not covered, nor are loans for living expenses. Repayment is for tuition only and must be calculated on a standard, ten year repayment plan. Skadden Fellows who are eligible for other institutional public interest loan reduction programs must apply for those programs. The Skadden Program will reimburse those Fellows for any debt service on law school loans not covered by such programs. To be considered for loan repayment assistance, a Fellow must complete a Loan Repayment Assistance Program Application; have a net worth of less than $10,000.00; and have an annual income during the duration of the Fellowship of not more than $46,000.00.

A copy of the Fellow's 1040 tax form for 2010, a disclosure statement from each educational lender stating total indebtedness, exact monthly payment amounts, and dates payments commence; a disclosure statement from the law school financial office indicating the exact amount of indebtedness and a statement of net worth must accompany the application.

Loan repayment assistance grants will be made directly to the Fellow, who, in turn, will make payments to the institution owed repayment.

Applications for the Skadden Fellowship Loan Repayment Assistance Program must be submitted before the end of August 2011.

Name: ______________________ Tel. No. ______________________

Address: ______________________

____

______________________, ________

Soc. Sec. ______________________ Marital Status: ____________

SPOUSE'S EMPLOYMENT:

Name: ______________________ Tel. No. ______________________

Address: ______________________

____

______________________, ________

Position: ______________________ From: ________ to ________

Salary: ______________________

Number of Dependents: ______________________

Ages of Dependent:s: __ __ __ __ __ __ __ __ __

Total Law School Financial Aid Received for tuition only ____________

Total Law School Financial Aid Outstanding for tuition only ____________

FINANCIAL AID OFFICER/LENDING INSTITUTION:

Name: ______________________ Tel. No. ______________________

Address: ______________________

____

______________________, ________

Title: ______________________

EMPLOYMENT HISTORY:

1. Name: ______________________ Tel. No. ______________________

Address: ______________________

______________________, ____________

Position: ______________________ From: ____________ to ____________

Weekly Earnings: ______________________

2 Name: ______________________ Tel. No. ______________________

Address: ______________________

______________________, ____________

Position: ______________________ From: ____________ to ____________

Weekly Earnings: ______________________

3. Name: ______________________ Tel. No. ______________________

Address: ______________________

____

______________________, ____________

Position: ______________________ From: ____________ to ____________

Weekly Earnings: ______________________

ADDITIONAL INFORMATION:

____

____

____

____

I declare that the foregoing and my accompanying statement of net worth are true and correct.

______________________ ______________________
Signature Date

LAW SCHOOL LOAN REPAYMENT TIMETABLE AND WORKSHEET

Lender Name & Address	Loan Type	Interest Rate	Total Debt: Principal & Interest	Monthly Payment Amount	Date Payment Begins	Account#

For those eligible for Loan Repayment Assistance Programs, please provide the following information:

Total school-sponsored loan repayment assistance for the year 9/11-8/12:____________

Date Awarded: ____________

For period beginning ________

and ending:____________

I expect monthly loan payments to be as follows:

Quarter 1		Quarter 2		Quarter 3		Quarter 4	
September 2011	$_____	December 2011	$_____	March 2012	$_____	June 2012	$_____
October 2011	$_____	January 2012	$_____	April 2012	$_____	July 2012	$_____
November 2011	$_____	February 2012	$_____	May 2012	$_____	August 2012	$_____
Total Monthly Payments for Quarter 1:	$_____	Total Monthly Payments for Quarter 2:	$_____	Total Monthly Payments for Quarter 3:	$_____	Total Monthly Payments for Quarter 4:	$_____

EXHIBIT E

AGREEMENT AND PROMISSORY NOTE

AGREEMENT AND PROMISSORY NOTE entered into this [*] day of **[Month]** **[Year]** between **[LRAP Participant Name]** (the "Borrower") and the Skadden Fellowship Foundation (the "Lender")

WHEREAS, the Lender has a long-standing commitment to support its those who pursue careers in public service; and

WHEREAS, the Lender has established the Skadden Fellowship Program to provide funding to graduating law students wishing to pursue public interest work (the "Skadden Fellows"); and

WHEREAS, the Lender has instituted the Loan Repayment Assistance Program (the "LRAP"), which is designed to help Skadden Fellows pursuing careers in the public service sector pay costs of their legal education by awarding, on a quarterly basis, loan repayment assistance; and:

WHEREAS, the Borrower is a Skadden Fellow who has applied to the Lender for, and has been approved to receive, assistance in the form of a loan to be used to repay law school debt pursuant to the LRAP; and:

WHEREAS, the availability of such funds on the terms set forth in this Agreement and Promissory Note is conditioned upon the Borrower's using such funds to repay law school loan debt for the year or such portion of the year in which the Borrower is awarded a loan pursuant to the LRAP.

NOW, THEREFORE, in consideration of the Borrower's continued compliance with the requirements of the LRAP and the agreements contained herein, the parties agree as follows:

1. Loan

    a. **Disbursement**. Concurrently with the execution and delivery by the graduate of the Agreement and Promissory Note, the Lender shall loan, to the Borrower, the sum of (**$[loan amount]**), to be paid in installments pursuant to the schedule set forth in Exhibit A to this Agreement and Promissory Note, which is incorporated as if fully set forth herein.

    b. **Promissory Note**. For value received, the Borrower hereby promises to pay to the order of **[Skadden Fellowship Foundation address]**, or other such as the Lender shall notify the graduate, the principal sum of **$[loan amount]**, ("the Principal Amount") with interest, or if less, the then outstanding and unpaid principal amount of the loan made hereunder, with interest, on **[Date 1 Year from Date of Loan]**.

c. **Loan Forgiveness**. Notwithstanding the terms of clause (b):

(i) In the event the Borrower demonstrates to the reasonable satisfaction of the Lender that he or she has maintained eligible employment as set forth below, the entire Principal Amount of the loan, with interest, shall be forgiven and discharged by the Lender;

(ii) In the event that the Borrower ceases to maintain eligible employment as set forth below, then the Borrower shall so notify the Lender in writing within thirty (30) days of such change in employment. Thereafter:

(1) That portion of the Principal Amount that has been disbursed to the Borrower in accordance with Exhibit A (the "Outstanding Principal Amount") shall become due and payable immediately, with interest.

(2) The Lender shall no longer be obligated to make disbursements pursuant to Exhibit A.

(3) The Borrower may apply to the Lender for forgiveness of the Outstanding Principal Amount.

(4) The Lender may decide to forgive the Outstanding Principal Amount in its sole discretion. If the Lender decides to forgive the Outstanding Principal Amount, such amount, including any interest accrued thereon, shall be forgiven and discharged by the Lender; or

(5) If no such application is made by the Borrower pursuant to Section 1(c)(ii)(3), or if the application is denied, then the Outstanding Principal Amount shall become immediately due and payable, with interest thereon.

(6) Interest shall accrue on such amount at the rate of 8% per annum, if the Borrower does not pay such amount within thirty (30) days from the date upon which the Borrower's eligible employment ceased or, if an application is made pursuant to Section 1(c)(ii)(3), the date upon which the Lender notifies the Borrower of the outcome of such application.

(iii) **Disclosure**. The Borrower acknowledges that he or she has been given a Truth in Lending Disclosure Form by the Lender.

(iv) **Eligible Employment**. To qualify for forgiveness as set forth in this part c, the services provided by the Borrower must be for or under the direction of a governmental unit or an organization described in section 501(c)(3) of the Internal Revenue Code and exempt from tax under section 501(a). The Borrower must work in such employment for the period during which this loan is outstanding.

2. **Miscellaneous**

a. This Agreement and Promissory Note shall be binding on the Borrower and his or her successors, heirs, executors and assigns. The Borrower may not assign or delegate any of his or her obligations or agreements hereunder. No amendment, modification or waiver of any provision of this Agreement and Promissory Note shall be effective unless it is in writing and signed by the Lender and the Borrower. The Lender shall give the Borrower written notice of any assignment by the Lender of this Agreement and Promissory Note.

b. Unless otherwise indicated, all notices and other communications in connection with this Agreement and Promissory Note shall be in writing and shall be effective, if mailed, by certified mail, postage prepaid, if sent by facsimile when sent with a confirmation received, or if by courier or messenger, when delivered, in each case, to the addresses and facsimile numbers set forth below. Either party may change its address or facsimile number for notices by written notice to the other.

c. This Agreement and Promissory Note shall be construed in accordance with and be governed by the laws of the State of New York, without regard to principles of conflict of laws.

d. The Borrower shall pay the Lender on demand all reasonable attorneys' fees and disbursements and all reasonable out-of-pocket expenses incurred by the Lender in connection with the enforcement of this Agreement and Promissory Note by the Lender. This provision shall survive forgiveness or repayment of the loan made hereunder and termination of this Agreement and Promissory Note.

BORROWER

SKADDEN FELLOWSHIP
FOUNDATION

____
SIGNATURE

BY: ______________________________
Susan Butler Plum
Director
[PHONE, ADDRESS & EMAIL]

NAME______________________________

STREET ADDRESS____________________

CITY______________ STATE___ ZIP____

TELEPHONE NUMBER_________________

EMAIL_____________________________

SKADDEN FELLOWSHIP FOUNDATION
Truth-in-Lending Statement
To be Executed at the time a loan commitment is made.

Loan Repayment Assistance Program

Creditor: Skadden Fellowship Foundation

Date: [DATE] ______________

Name and Address of Borrower:

____

____

____

AL PERCENTAGE RATE	FINANCE CHARGE	AMOUNT FINANCED	TOTAL OF PAYMENTS
The cost of your credit as a yearly rate.	The dollar amount the credit will cost you	The amount of credit provided to you.	The amount you will have paid when you have made all payments as scheduled
__4__ %	$ [loan amount + 4%]	$ [loan amount]	$[loan amount +4%]

Late Charge: If the loan is not paid in full when due, the interest rate on the loan will be increased to __8__ % per annum until the loan is paid in full.

Prepayment: You may prepay all or any part of the loan principal or accrued interest without penalty.

Your payment schedule will be

Number of Payments	Amount of Payments	When Payments are Due
1	[loan amount + 4%]	August 31, 2009

______________________________ ______________________________
Signature Date of Disclosure

Please refer to your contract documents for any additional information about nonpayment, default, and any required repayment in full before the scheduled date.

Appendix A

Borrower Name:

____

Principal Loan Amount:

____

Distribution of Loan Proceeds:

September 1, 2009:

____

December 1, 2009:

____

March 1, 2010:

____

June 1, 2010:

____

Amount Due on August 31, 2010:

____

EXHIBIT F

Skadden

Flom Memorial Incubator Grants

The Skadden Fellowship Foundation is honored to announce the launch of the Flom Memorial Incubator Grants

What are the Flom Memorial Incubator Grants?

In a continuing effort to support the work of the Skadden Fellows, the mission of this innovative program is to award incubator grants of $10,000, to support novel projects undertaken by former Skadden Fellows. These grants were made possible by a generous testamentary bequest of Mr. Flom, as well as significant donations in Mr. Flom's memory by Skadden partners and others in the community.

Who is eligible?

Any former Skadden Fellow currently engaged in public interest work is eligible to apply.

What type of projects are eligible?

As always, we encourage you to think creatively and comprehensively. We firmly believe that Skadden Fellows are best suited to identify the evolving needs of the communities they serve. However, purely by way of example, a grant might be used to:

- fund outreach to a new population in need of a particular type of service
- develop a website to facilitate communication with clients or potential clients
- translate materials or brochures into multiple foreign languages
- pilot an innovative approach to a long-standing problem

What is the application process?

Applications will be accepted by letter, addressing the following questions:

- Briefly describe your career trajectory, and how it brought you to where you are now.
- What inspired you to undertake this new initiative?
- To what use would you put the grant monies?

Please attach to your letter (i) an up-to-date CV, (ii) a budget for the project, and (iii) a timeline.

The application and attachments should be submitted to: Skadden Fellowship Foundation, c/o Susan Butler Plum, Four Times Square, Office 29-218, NYC 10036

What are the application deadlines?

There are two deadlines, January 15 and July 15. The first applications will be accepted July 15, 2011.

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs.gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION	**Employer identification number** 13-3455231
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions FOUR TIMES SQUARE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10036	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THOMAS OSTERNDORF

Telephone No. ▶ 914 750-3508 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [X] calendar year 20 10 or
▶ [ ] tax year beginning ______, 20___, and ending ______, 20___.

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 3,250.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 3,250.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2011)

JSA
0F8054 4 000

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of exempt organization SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION	**Employer identification number** 13-3455231
File by the extended due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions. 360 HAMILTON AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions WHITE PLAINS, NY 10601-1811	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ CHRIS FULTON

Telephone No ▶ 914-750-3460 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . ▶ ☐ If it is for part of the group, check this box . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 20 11.

5 For calendar year 2010, or other tax year beginning ______, 20 ___, and ending ______, 20 ___

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 0
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ [signature] Title ▶ CFA Date ▶ 7/6/11