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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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

For calendar year 2010, or tax year beginning

, and ending

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 THOMAS F. STALEY FOUNDATION		A Employer identification number 13-6071888
Number and street (or P.O. box number if mail is not delivered to street address) 4 CHATSWORTH AVENUE	Room/suite 3	B Telephone number 914-834-2669
City or town, state, and ZIP code LARCHMONT, NY 10538		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,243,371.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		190,362.	183,834.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		108,375.			STATEMENT 1
b Gross sales price for all assets on line 6a 970,860.					
7 Capital gain net income (from Part IV, line 2)			130,003.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		21.	21.		STATEMENT 3
12 Total. Add lines 1 through 11		298,758.	313,858.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		65,000.	13,000.		52,000.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		24,445.	12,223.		12,222.
c Other professional fees STMT 5		36,887.	36,887.		0.
17 Interest					
18 Taxes STMT 6		9,244.	4,486.		4,258.
19 Depreciation and depletion		368.	368.		
20 Occupancy		19,627.	3,925.		15,702.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		7,255.	1,401.		5,854.
24 Total operating and administrative expenses. Add lines 13 through 23		162,826.	72,290.		90,036.
25 Contributions, gifts, grants paid		384,000.			384,000.
26 Total expenses and disbursements. Add lines 24 and 25		546,826.	72,290.		474,036.
27 Subtract line 26 from line 12		<248,068.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			241,568.		
c Adjusted net income (if negative, enter -0-)				N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,711.	5,875.	5,875.
	2 Savings and temporary cash investments	10,455.	464,440.	464,440.
	3 Accounts receivable ▶ 3,014.			
	Less allowance for doubtful accounts ▶	112,630.	3,014.	3,014.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 8	401,726.	100,472.	103,594.
	b Investments - corporate stock STMT 9	3,475,532.	3,360,754.	3,986,176.
	c Investments - corporate bonds STMT 10	776,177.	596,256.	676,558.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶ 10,583.				
Less accumulated depreciation STMT 11 ▶ 9,334.	987.	1,249.	1,249.	
15 Other assets (describe ▶ STATEMENT 12)	1,375.	2,465.	2,465.	
16 Total assets (to be completed by all filers)	4,782,593.	4,534,525.	5,243,371.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,782,593.	4,534,525.	
30 Total net assets or fund balances	4,782,593.	4,534,525.		
31 Total liabilities and net assets/fund balances	4,782,593.	4,534,525.		

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	4,782,593.
2 Enter amount from Part I, line 27a	2	<248,068.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,534,525.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,534,525.

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			
b SEE ATTACHED STATEMENT			
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 970,860.		840,857.	130,003.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			130,003.
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 }			2 130,003.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }			3 N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	468,122.	4,552,372.	.102830
2008	485,226.	5,933,687.	.081775
2007	482,786.	7,185,543.	.067189
2006	476,887.	6,469,430.	.073714
2005	529,767.	6,421,619.	.082497

2 Total of line 1, column (d)	2	.408005
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	.081601
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,981,366.
5 Multiply line 4 by line 3	5	406,484.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,416.
7 Add lines 5 and 6	7	408,900.
8 Enter qualifying distributions from Part XII, line 4 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	8	474,036.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,416.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,416.
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	2,416.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,889.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,889.	
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	2,473.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 2,473. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see 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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THOMAS F. STALEY FOUNDATION Telephone no ► 914-834-2669 Located at ► 4 CHATSWORTH AVE, LARCHMONT, NY ZIP+4 ► 10538			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
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)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ☐ Yes ☒ No	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 instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.) N/A	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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870.

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIZABETH HALLIDAY PO BOX 580 LARCHMONT NY 10538	EXECUTIVE 30.00	65,000.	0.	0.

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,873,624.
b	Average of monthly cash balances	1b	183,600.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,057,224.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,057,224.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,858.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,981,366.
6	Minimum investment return. Enter 5% of line 5	6	249,068.

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

1	Minimum investment return from Part X, line 6	1	249,068.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,416.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,416.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	246,652.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	246,652.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	246,652.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	474,036.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	474,036.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,416.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	471,620.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				246,652.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	217,866.			
b From 2006	162,892.			
c From 2007	129,589.			
d From 2008	194,206.			
e From 2009	243,085.			
f Total of lines 3a through e	947,638.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$	474,036.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				246,652.
e Remaining amount distributed out of corpus	227,384.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,175,022.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	217,866.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	957,156.			
10 Analysis of line 9				
a Excess from 2006	162,892.			
b Excess from 2007	129,589.			
c Excess from 2008	194,206.			
d Excess from 2009	243,085.			
e Excess from 2010	227,384.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

- [illegible]

- b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee Therese F. Neely 6/11 | 8/15/11 Date TRUSTEE Title

**Paid
Preparer
Use Only**

Print/Type preparer's name CHARLES PAGANO	Preparer's signature <i>Charles Pagano</i>	Date 8/10/11	Check ☐ if self-employed	PTIN
Firm's name ▶ WEISERMAZARS LLP			Firm's EIN ▶	
Firm's address ▶ 3000 MARCUS AVENUE LAKE SUCCESS, NY 11042			Phone no 516.488.1200	

Form **990-PF** (2010)

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	50000 SHS ISTAR FINL INC	P	10/30/09	03/09/10
b	100000 SHS US TSY NOTE	P	09/15/09	02/08/10
c	1757 SHS AT&T INC	P	04/08/05	02/10/10
d	10000 SHS CANWELL BULDING MATERIAL	P	08/11/06	08/23/10
e	COHEN & STEERS QUAL INC	P	07/16/07	03/16/10
f	2000 SHS HALLIBURTON CO	P	04/17/03	01/26/10
g	2100 SHS NORFORK SOUTHERN CORP	P	05/13/04	08/06/10
h	350000 SHS UNILEVER CAPITAL	P	02/27/01	11/01/10
i	200000 SHS US TSY NOTE	P	09/15/09	10/08/10
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 50,000.		44,797.	5,203.
b 100,595.		99,830.	765.
c 43,919.		35,725.	8,194.
d 41,915.		38,545.	3,370.
e 1.			1.
f 61,455.		20,551.	40,904.
g 118,642.		50,613.	68,029.
h 350,000.		350,000.	0.
i 202,790.		200,796.	1,994.
j 1,543.			1,543.
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			5,203.
b			765.
c			8,194.
d			3,370.
e			1.
f			40,904.
g			68,029.
h			0.
i			1,994.
j			1,543.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

130,003.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c)

If (loss), enter "-0-" in Part I, line 8

3

N/A

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER EQUIPMENT	102192SL		5.00	16	1,065.			1,065.	1,065.		0.
2	COMPUTER EQUIPMENT	081293SL		5.00	16	2,276.			2,276.	2,276.		0.
3	EQUIPMENT	041704SL		7.00	16	2,258.			2,258.	1,830.		323.
4	COMPUTER EQUIPMENT	050104SL		5.00	16	2,049.			2,049.	2,049.		0.
5	COMPUTER EQUIPMENT	063095SL		5.00	16	495.			495.	495.		0.
6	COMPUTER EQUIPMENT	071190SL		5.00	16	1,810.			1,810.	1,251.		0.
17	EQUIPMENT	070810SL		7.00	16	630.			630.			45.
	* TOTAL 990-PF PG 1					10,583.		0.	10,583.	8,966.	0.	368.
	DEPR											

028102
05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50000 SHS ISTAR FINL INC	PURCHASED	10/30/09	03/09/10	50,000.	44,797.	0.	0.	5,203.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100000 SHS US TSY NOTE	PURCHASED	09/15/09	02/08/10	100,595.	99,830.	0.	0.	765.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1757 SHS AT&T INC	PURCHASED	04/08/05	02/10/10	43,919.	35,725.	0.	0.	8,194.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
10000 SHS CANWELL BULDING MATERIAL	PURCHASED	08/11/06	08/23/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41,915.	38,545.	0.	0.	3,370.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
COHEN & STEERS QUAL INC	PURCHASED	07/16/07	03/16/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1.	0.	0.	0.	1.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2000 SHS HALLIBURTON CO	PURCHASED	04/17/03	01/26/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61,455.	20,551.	0.	0.	40,904.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
2100 SHS NORFORK SOUTHERN CORP	PURCHASED	05/13/04	08/06/10	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
118,642.	50,613.	0.	0.	68,029.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
350000 SHS UNILEVER CAPITAL	350,000.	371,000.	0.	0.	<21,000.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200000 SHS US TSY NOTE	202,790.	201,424.	0.	0.	1,366.

CAPITAL GAINS DIVIDENDS FROM PART IV	1,543.
TOTAL TO FORM 990-PF, PART I, LINE 6A	108,375.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY DEAN WITTER	116,602.	1,543.	115,059.
MORGAN STANLEY DEAN WITTER	75,303.	0.	75,303.
TOTAL TO FM 990-PF, PART I, LN 4	191,905.	1,543.	190,362.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
1099-MISC	21.	21.	
TOTAL TO FORM 990-PF, PART I, LINE 11	21.	21.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEISER LLP	24,445.	12,223.		12,222.
TO FORM 990-PF, PG 1, LN 16B	24,445.	12,223.		12,222.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GARRISON BRADFORD & ASSOC	36,887.	36,887.		0.
TO FORM 990-PF, PG 1, LN 16C	36,887.	36,887.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL & RELATED TAXES	5,101.	1,020.		4,081.
FEDERAL EXCISE TAX	500.	0.		0.
FOREIGN TAX PAID	3,422.	3,422.		0.
MTA TAX	221.	44.		177.
TO FORM 990-PF, PG 1, LN 18	9,244.	4,486.		4,258.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	2,466.	493.		1,973.	
NYS FILING FEE	250.	0.		250.	
INSURANCE	4,539.	908.		3,631.	
TO FORM 990-PF, PG 1, LN 23	7,255.	1,401.		5,854.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT	X		100,472.	103,594.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			100,472.	103,594.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			100,472.	103,594.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT			3,360,754.	3,986,176.
TOTAL TO FORM 990-PF, PART II, LINE 10B			3,360,754.	3,986,176.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT	596,256.	676,558.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	596,256.	676,558.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	1,065.	1,065.	0.
COMPUTER EQUIPMENT	2,276.	2,276.	0.
EQUIPMENT	2,258.	2,153.	105.
COMPUTER EQUIPMENT	2,049.	2,049.	0.
COMPUTER EQUIPMENT	495.	495.	0.
COMPUTER EQUIPMENT	1,810.	1,251.	559.
EQUIPMENT	630.	45.	585.
TOTAL TO FM 990-PF, PART II, LN 14	10,583.	9,334.	1,249.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSIT	1,375.	1,375.	1,375.
DIVIDENDS RECEIVABLE	0.	1,090.	1,090.
TO FORM 990-PF, PART II, LINE 15	1,375.	2,465.	2,465.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 13
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS F. STALEY JR. 407 WILLSHIRE CT BETHLEHEM, PA 18018	PRESIDENT 0.00	0.	0.	0.
ROBERT G. HOWARD 4475 NORTH OCEAN BLVD APT 44A DELRAY BEACH, FL 33483	TREASURER 0.00	0.	0.	0.
SUSAN H. CANADA 3 BAHIA DRIVE BOYNTON BEACH, FL 33436	TRUSTEE 0.00	0.	0.	0.
SARAH H. WICHERT 6 SUMMIT RIDGE BURLINGTON, VT 05401	TRUSTEE 0.00	0.	0.	0.
CATHERINE STALEY 407 WILLSHIRE CT BETHLEHEM, PA 18018	TRUSTEE 0.00	0.	0.	0.
JANET HOWARD 4475 NORTH OCEAN BLVD APT 44A DELRAY BEACH, FL 33483	TRUSTEE 0.00	0.	0.	0.
STUART STALEY BOX 155 RD #10 MCLAUGHLIN DR MAHOPAC, NY 10541	TRUSTEE 0.00	0.	0.	0.
DIANE STALEY BERNARD 520 FRUTCHEY HILL RD EASTON, PA 18402	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Thomas F. Staley Foundation

Donations

Year Ended December 31, 2010

AmeriCares	\$ 13,000
Andrew Wommack Ministries	1,500
Animals in Distress	1,000
ASPCA	1,000
Bethlehem Area Public Library	10,000
Board of World Missions, Moravian Church	3,000
Burr and Burton Academy	3,500
Camp Sunshine	12,000
CARE	2,000
Caridad Center	10,000
Central Moravian Church	3,000
Champlain Adaptive Mounted Program	3,500
Champlain College	2,500
Coalition for Christian Outreach	2,500
Colby College	5,000
Community Action Commission	2,000
Community Center of Northern Westchester	3,000
Community Service for Children	5,000
Doctors Without Borders	3,000
Emmanuel Ministries International	2,000
First Congregational Church, Burlington VT	18,000
First Presbyterian Church of Katonah	17,000
Friends of John Jay Homestead	1,500
Friends of Zoellner Arts	1,000
Green Mountain Academy	2,500
Guiding Eyes for the Blind	2,000
Haggai Institute	4,000
Heifer International	2,000
Hospice Care of Westchester	4,000
Hudson Link for Higher Education	10,000
International Cultic Studies	2,000
International Rescue Committee	1,000
Jewish Voice Ministries	5,000
Kagando Foundation	5,500
Lake Champlain Chamber Music Festival	2,500
Man in the Mirror	7,000
Mayo Clinic	5,000

(Continued)

Thomas F. Staley Foundation

Donations

Year Ended December 31, 2010

(CONCLUDED)	
Meeting Ground	\$ 4,000
Mission to the World	10,000
Moody Bible Institute	2,000
Moravian Academy	8,000
Moravian Village	1,000
Myles Beringer Foundation, Inc.	1,000
PBS 39	1,000
Pets In Need	2,000
Presbyterian Church of Harrison	12,000
Project of Easton	5,000
Pure Hope	3,000
Putnam County Land Trust	1,000
Ronald McDonald House Charities	2,500
Rye Presbyterian Church	45,000
Seeds of Peace	2,500
Southwestern Vermont Healthcare	50,000
Spectrum Youth & Family Services	3,500
State Theatre Center for the Arts	4,000
The Arbors One Company	1,000
The Bach Choir	2,000
The Seeing Eye	5,000
Tulane University	10,000
United Way/Greater Lehigh	5,000
Valley Youth House	1,000
Wellesley Students' Aid	1,000
World Vision	19,000
Wycliffe Bible Translators	4,000
	\$ 384,000

Date Acquired	Type & Name of Security	Inventory No. Shares	Ending Cost	Market Value
<u>Stock</u>				
11/21/02	Abbott Laboratories	2,000	85,138.95	95,820.00
04/17/03	Abbott Laboratories	200	7,343.13	9,582.00
04/17/03	Abbott Laboratories	300	11,010.49	14,373.00
12/07/09	American Strategic Income Portfolio	10,000	106,024.04	120,600.00
08/07/09	Annaly Capital Mngmt Inc	2,000	34,465.05	35,840.00
08/04/09	Annaly Capital Mngmt Inc	2,500	42,475.00	44,800.00
08/04/09	Annaly Capital Mngmt Inc	1,500	25,852.20	26,880.00
04/08/05	At & T	5,000	101,664.26	146,900.00
01/14/04	Boeing Co	1,100	47,411.89	71,786.00
11/02/07	Brookfield Asset Mgmt CL A Ltd	1,000	38,253.08	33,290.00
01/30/08	Brookfield Asset Mgmt CL A Ltd	2,000	63,381.43	66,580.00
04/01/09	Celgene Corp	600	22,949.10	35,484.00
07/16/07	Cohen & Steers Worldwide Realty Fund	2,000	41,407.45	16,158.20
12/12/07	Cohen & Steers Worldwide Realty Fund	2,000	38,919.45	16,158.20
08/05/10	Colabor Group Inc	2,700	33,108.54	32,761.80
08/06/10	Colabor Group Inc	2,300	28,161.45	27,908.20
03/24/05	CSX Corp	4,000	85,985.25	258,440.00
10/21/08	DB ETN Powershares DB Gold Double Lr	1,000	16,430.00	42,930.00
10/27/08	DB ETN Powershares DB Gold Double Lr	2,000	26,830.00	85,860.00
01/10/01	Dow Chemical Co	1,000	32,164.18	34,140.00
01/18/02	Dow Chemical Co	300	8,084.00	10,242.00
01/19/01	Dow Chemical Co	900	27,542.35	30,726.00
04/21/03	Emerson Electric Co	3,400	83,218.70	194,378.00
08/10/07	Enerplus Res Fd Tr Ut New	5,000	208,402.02	154,200.00
04/26/00	Everest Re Group Ltd	900	26,640.85	76,338.00
01/21/03	Everest Re Group Ltd	100	5,130.00	8,482.00
11/21/02	Exxon Mobil Corp	2,800	98,424.38	204,736.00
08/24/05	Franklin Street PPTYS Corp	5,000	79,768.17	71,250.00
09/22/05	Franklin Street PPTYS Corp	5,000	80,066.40	71,250.00
10/03/05	Franklin Street PPTYS Corp	3,000	47,859.84	42,750.00
09/12/03	General Electric Co	3,600	112,793.00	65,844.00
06/21/05	General Electric Co	1,400	50,853.25	25,606.00
07/07/08	General Electric Co	2,500	68,446.75	45,725.00
01/25/07	Hallmark Financial Services Inc	7,294	74,096.83	66,375.40
01/26/07	Hallmark Financial Services Inc	2,706	27,482.95	24,624.60
08/09/07	Icici Bank Ltd Adr	5,000	207,600.00	253,200.00
03/07/08	Icici Bank Ltd Adr	2,000	93,253.80	101,280.00
08/10/07	Istar Financial Inc	2,500	84,369.50	19,550.00
12/14/05	MHI Hospitality Corp	10,000	85,058.62	21,101.00
08/06/09	Nuveen Insd Tx Free Ad Mun Fd Com	3,000	39,299.40	40,170.00
08/07/09	Nuveen Insd Tx Free Ad Mun Fd Com	5,000	65,720.00	66,950.00
04/11/07	Peyto Energy Trust	5,000	72,858.58	92,635.00

06/19/02	PPL Corporation	4,200	66,804.39	110,544.00
08/11/06	Range Resources Corp	2,000	56,240.00	89,960.00
08/17/06	Range Resources Corp	4,000	108,400.00	179,920.00
01/09/04	Raytheon Co (New)	2,700	83,965.46	125,118.00
05/02/08	Rofin-Sinar Tech Inc old	2,000	71,925.25	70,880.00
06/12/08	Rofin-Sinar Tech Inc old	1,000	33,407.50	35,440.00
02/10/05	Sysco Corp	3,800	134,145.00	111,720.00
06/15/09	Woodward Govenor Co Del	1,800	36,539.82	67,608.00
06/15/09	Woodward Govenor Co Del	200	4,039.25	7,512.00
04/02/08	HSBC Holdings PLC 8.125%	4,000	100,000.00	107,320.00
04/23/08	Istar Financial Inc 7.65% Pfd	1,100	9,477.08	19,250.00
04/25/08	Istar Financial Inc 7.65% Pfd	900	14,195.00	15,750.00
05/02/08	Istar Financial Inc 7.80% Pfd	3,000	41,285.25	53,100.00
02/21/08	Istar Financial Inc 7.875% Pfd	5,000	64,385.80	88,350.00

Total Stock		3,360,754.13	3,986,176.40
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Corporate Bonds

02/04/10	Ford Motor Credit	250,000	235,875.23	252,200.00
01/27/00	Halliburton Co 6.75% 2/1/2027	200,000	198,500.00	227,358.00
08/24/09	Mirant Americas 9.125 05/1/2031	200,000	161,880.56	197,000.00

Total Corporate Bonds		596,255.79	676,558.00
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U.S. Government Obligations

09/11/09	US T note 2.375 8/31/14	100,000	100,471.85	103,594.00
			4,057,481.77	4,766,328.40

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

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 File by the extended due date for filing your return. See instructions.	Name of exempt organization		Employer identification number
	THOMAS F. STALEY FOUNDATION		13-6071888
	Number, street, and room or suite no. If a P.O. box, see instructions. 4 CHATSWORTH AVENUE, NO. 3		
City, town or post office, state, and ZIP code. For a foreign address, see instructions. LARCHMONT, NY 10538			

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-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.

THOMAS F. STALEY FOUNDATION

- The books are in the care of **4 CHATSWORTH AVE - LARCHMONT, NY 10538**

Telephone No. **914-834-2669**

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 **NOVEMBER 15, 2011.**

5 For calendar year **2010**, or other tax year beginning , and ending .

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

INFORMATION NECESSARY TO COMPLETE THE RETURN IS UNAVAILABLE.

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	\$	2,571.
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	\$	4,889.
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 **▶** *Charles V.*

Title **▶** *CFA*

Date **▶**

Form 8868 (Rev. 1-2011)