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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning , 2010, and ending

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeG.L. CONNOLLY FOUNDATION
PO BOX 6657
RHEEM VALLEY, CA 94570**A** Employer identification number

20-0247328

B Telephone number (see the instructions)

925-974-7000

C If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)

\$ 9,191,415.

J Accounting method: ☐ Cash ☐ Accrual
☒ Other (specify) INCOME TAX
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a 777,754.**7** Capital gain net income (from Part IV, line 2)**8** Net short-term capital gain**9** Income modifications**10a** Gross sales less returns and allowances**b** Less Cost of goods sold**c** Gross profit/(loss) (att sch)**11** Other income (attach schedule)**12 Total.** Add lines 1 through 11**13** Compensation of officers, directors, trustees, etc**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) See St 1**c** Other prof fees (attach sch) See St 2**17** Interest**18** Taxes (attach schedule) (see instr)**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)

See Statement 3

24 Total operating and administrative expenses. Add lines 13 through 23**25** Contributions, gifts, grants paid Part XV**26 Total expenses and disbursements.** Add lines 24 and 25**27** Subtract line 26 from line 12:**a** Excess of revenue over expenses and disbursements**b** Net investment income (if negative, enter 0)**c** Adjusted net income (if negative, enter 0-)

SCANNED JUN 30 2011

ADMINISTRATIVE EXPENSES

RECEIVED

JUN 28 2011

OCCIDEN, UT

See Statement 3

14
16

Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	96,318.	124,384.	125,384.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)	9,107,489.	8,542,986.	9,066,031.	
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 instructions. Also, see page 1, item I)	9,203,807.	8,667,370.	9,191,415.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET FUND ASSETS 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	9,203,807.	8,667,370.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see the instructions)	9,203,807.	8,667,370.		
31 Total liabilities and net assets/fund balances (see the instructions)	9,203,807.	8,667,370.		

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	9,203,807.
2 Enter amount from Part I, line 27a	2	-536,437.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	8,667,370.
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	8,667,370.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 4				
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
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	38,452.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	519,872.	6,926,455.	0.075056
2008	568,923.	10,002,560.	0.056878
2007	636,350.	13,016,094.	0.048889
2006	560,182.	11,801,143.	0.047468
2005	328,225.	10,531,303.	0.031167

2 Total of line 1, column (d)	2	0.259458
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	0.051892
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,348,295.
5 Multiply line 4 by line 3	5	433,210.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,142.
7 Add lines 5 and 6	7	434,352.
8 Enter qualifying distributions from Part XII, line 4	8	650,637.

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.

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,142.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,142.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,142.
6 Credits/Payments			
a 2010 estimated tax prmts and 2009 overpayment credited to 2010	6a	5,040.	
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	5,040.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,898.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 3,898. Refunded	11	0.	

Statements Regarding Activities

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

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Form 990-PF (2010)

Part VII A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>RONALD G. CONNOLLY</u> Telephone no. <u>925-974-7002</u> Located at <u>PO BOX 6667 RHEEM VALLEY CA</u> ZIP + 4 <u>94570</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>	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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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	N/A
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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Form 990-PF (2010)

Part III Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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?

7b

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RONALD G. CONNOLLY 3203 LUCAS CIRCLE LAFAYETTE, CA 94549	President 15.00	40,000.	0.	0.
THOMAS A. CONNOLLY 52 EAST 81ST STREET NEW YORK, NY 10028	Co-President 15.00	40,000.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part X-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 X-B Summary of Program-Related Investments (see instructions)

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

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Form 990-PF (2010)

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	8,391,509.
b Average of monthly cash balances	1b	83,917.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	8,475,426.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	8,475,426.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	127,131.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,348,295.
6 Minimum investment return. Enter 5% of line 5	6	417,415.

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	417,415.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,142.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,142.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	416,273.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	416,273.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	416,273.

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	650,637.
b Program-related investments — total from Part IX-B	1b	
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	650,637.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,142.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	649,495.

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.

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				416,273.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			264,269.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 650,637.				
a Applied to 2009, but not more than line 2a			264,269.	
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				386,368.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				29,905.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
None

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

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

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

See Statement 5

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

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 VARIOUS - SCHEDULE ATTACHED			CHARITABLE, RELIGIOUS OR EDUCATIONAL ACTIVITIES	607,000.
Total				3 a 607,000.
b Approved for future payment				
Total				3 b

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations.)

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2010

Federal Statements

Page 1

Client GLCONNOL

G.L. CONNOLLY FOUNDATION

20-0247328

6/08/11

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 4,400.	\$ 3,080.		\$ 1,320.
Total	<u>\$ 4,400.</u>	<u>\$ 3,080.</u>		<u>\$ 1,320.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CPA INVESTMENT COUNSELING SERVICES	\$ 41,470.	\$ 41,470.		
LEGAL FEES	10,000.	8,000.		\$ 2,000.
Total	<u>\$ 51,470.</u>	<u>\$ 49,470.</u>		<u>\$ 2,000.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK FEES	\$ 100.	\$ 50.		\$ 50.
LICENSES AND FEES	180.	90.		90.
POSTAGE	140.	70.		70.
Total	<u>\$ 420.</u>	<u>\$ 210.</u>		<u>\$ 210.</u>

Statement 4
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	19.733 DFA US Micro-Cap	Purchased	9/08/2004	7/29/2010
2	27.999 DFA US Micro-Cap	Purchased	6/08/2004	7/29/2010
3	4,170.194 DFA US Micro-Cap	Purchased	4/23/2004	7/29/2010
4	1,774.623 DFA US Small-Cap Value	Purchased	12/19/2007	5/10/2010
5	2,289.639 Vanguard REIT Index	Purchased	12/19/2007	5/11/2010
6	764.655 DFA Emerging Mk	Purchased	7/13/2007	12/29/2010
7	3475.38 DFA Intl Small-	Purchased	4/23/2004	12/29/2010
8	1186.395 DFA Intl Value	Purchased	4/23/2004	12/29/2010
9	6606.953 DFA Large-Cap V	Purchased	4/23/2004	12/29/2010
10	6366.129 DFA US Large Co	Purchased	4/23/2004	12/29/2010
11	0.911 DFA US Micro-Ca	Purchased	9/08/2004	12/29/2010
12	5769.067 DFA US Micro-Ca	Purchased	11/03/2004	12/29/2010

Client GLCONNOL

G.L. CONNOLLY FOUNDATION

20-0247328

6/08/11

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Statement 4 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
13	11983.838 DFA US Small-Ca	Purchased	12/19/2007	12/29/2010

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	224.		259.	-35.				\$ -35.
2	318.		387.	-69.				-69.
3	47,422.		60,055.	-12,633.				-12,633.
4	39,965.		41,792.	-1,827.				-1,827.
5	39,965.		46,619.	-6,654.				-6,654.
6	16,703.		15,691.	1,012.				1,012.
7	59,409.		46,749.	12,660.				12,660.
8	20,386.		15,826.	4,560.				4,560.
9	101,661.		91,704.	9,957.				9,957.
10	63,132.		56,978.	6,154.				6,154.
11	13.		12.	1.				1.
12	80,112.		81,005.	-893.				-893.
13	308,444.		282,225.	26,219.				26,219.
Total								\$ 38,452.

Statement 5
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

SEE ATTACHED STATEMENT

Care Of:

Street Address:

City, State, Zip Code:

Telephone:

Form and Content:

APPLICATIONS SHOULD BE SUBMITTED IN LETTER FORM AND SHOULD
 INDICATE IF THE APPLICANT HAS BEEN GRANTED TAX EXEMPT
 STATUS BY THE IRS.

Submission Deadlines:

Restrictions on Awards:

2010

Federal Supplemental Information

Page 1

Client GLCONNOL

G.L. CONNOLLY FOUNDATION

20-0247328

6/08/11

09:33AM

ATTACHMENT TO STATEMENT 5 (Form 990-PF, Part XV, Line 2a-d)

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE ADDRESSED:

THOMAS A. CONNOLLY
G.L. CONNOLLY FOUNDATION
52 E. 81ST STREET
NEW YORK, NY 10028

OR

RONALD G. CONNOLLY, MD
G.L. CONNOLLY FOUNDATION
P.O. BOX 6668
RHEEM VALLEY, CA 94570



Statement Reporting Period:
12/01/10 - 12/31/10

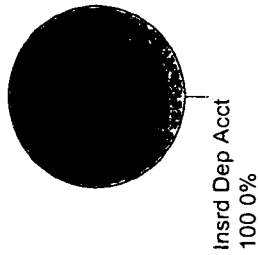
800-431-3500
TD AMERITRADE INSTITUTIONAL
DIVISION OF TD AMERITRADE INC
4075 SORRENTO VALLEY BLVD
SAN DIEGO, CA 92121

Statement for Account # 914-051419

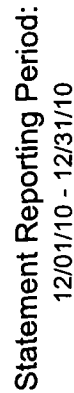
G L CONNOLLY FOUNDATION
ATTN RONALD G CONNOLLY
PO BOX 6657
RHEEM VALLEY, CA 94570

Your Independent Advisor
(925) 938-5188
CAPITAL PERFORMANCE ADVS LLP
165 LENNON LN
STE 200
WALNUT CREEK CA 94598-

Portfolio Summary						
Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	\$ -	\$ -	\$ -	-	\$ -	-
Insrd Dep Acct	654,467.98	4,463.32	650,004.66	>9999%	-	0.25%
Money Market	-	-	-	-	-	-
Short Balance	-	-	-	-	-	-
Stocks	-	-	-	-	-	-
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-
Other	-	-	-	-	-	-
Total	\$654,467.98	\$4,463.32	\$650,004.66	14563.3%	\$ 0.00	0.0%



Cash Activity Summary				Income & Expense Summary				Performance Summary			
	Current	YTD		Reportable	Non Reportable	YTD		Funds	Deposited/(Disbursed) ^{YTD}	Income/(Expense) ^{YTD}	Securities Received/(Delivered) ^{YTD}
Opening Balance	\$ 0.00	\$ -	Income	\$ -	\$ -	\$ -			\$654,462.57	-	0.00
Securities Purchased	-	-	Dividends	-	-	-					
Securities Sold	-	-	Interest	-	-	-					
Funds Deposited	650,000.00	665,408.00	Other	-	-	-					
Funds Disbursed	-	(10,945.43)	Expense	-	-	-					
Income	-	-	Interest	-	-	-					
Expense	-	-	Fees	-	-	-					
Other	(650,000.00)	(654,462.57)	Other	-	-	-					
Closing Balance	\$ 0.00	\$0.00	Net	\$0.00	\$0.00	\$0.00					



Statement for Account # 914-051025
THE GL CONNOLLY FOUNDATION
ATTN RONALD G CONNOLLY
PO BOX 6657
RHEEM VALLEY, CA 94570

Your Independent Advisor
(925) 938-5188
CAPITAL PERFORMANCE ADVS LLP
165 LENNON LN
STE 200
WALNUT CREEK CA 94598-

Portfolio Summary

Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield	Portfolio Allocation
Cash	\$ -	\$ -	\$ -	-	\$ -	-	
Insrd Dep Acct	7,915.73	3,133.96	4,781.77	152.6%	-	0.10%	
Money Market	-	-	-	-	-	-	
Short Balance	-	-	-	-	-	-	
Stocks	547,041.25	514,803.73	32,237.52	6.3%	9,692.92	1.8%	
Short Stocks	-	-	-	-	-	-	
Fixed Income	-	-	-	-	-	-	
Options	-	-	-	-	-	-	
Short Options	-	-	-	-	-	-	
Mutual Funds	8,518,989.78	8,418,832.58	100,157.20	1.2%	-	-	
Other	-	-	-	-	-	-	
Total	\$9,073,946.76	\$8,936,770.27	\$137,176.49	1.5%	\$9,692.92	0.1%	

Mutual Funds 93.9%

Stocks 6.0%

Insrd Dep Acct 0.1%

Income & Expense Summary

	Current	YTD	Reportable	Non Reportable	YTD
Opening Balance	\$ 0.00	\$ -	Income		Funds Deposited/(Disbursed) ^{YTD}
Securities Purchased	(72,000.00)	(72,000.00)	Dividends	\$ -	\$76,920.74
Securities Sold	649,860.00	649,860.00	Interest	-	-
Funds Deposited	-	18,541.31	Other	-	-
Funds Disbursed	(650,000.00)	(665,408.00)	Expense		Securities Received/(Delivered) ^{YTD}
Income	76,920.74	76,920.74	Interest	-	-
Expense	-	-	Fees	-	-
Other	(4,780.74)	(7,914.05)	Other	-	-
Closing Balance	\$ 0.00	\$ 0.00	Net	\$0.00	\$76,920.74

CAPITAL PERFORMANCE ADVISORS LLP
165 LENNON LANE, SUITE 200
WALNUT CREEK, CA 94598-2422
925-938-5188

Unrealized Gains and Losses

As of 12/31/2010

RONALD G CONNOLLY CORPORATE Acct # XXX-051025
THE G L CONNOLLY FOUNDATION
PO Box 6657
Rheem Valley, CA 94570

Description	Symbol	Trade Date	Quantity	Original Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
DOMESTIC EQUITY							
US LG NEUTRAL FUNDS							
DFA US Large Co Inst Index	DFUSX	04/23/2004	115,677 21	1,035,332 71	1,145,204 38	109,871.67	10 6%
DFA US Large Co Inst Index	DFUSX	06/08/2004	688 653	6,163.44	6,817 66	654 22	10 6%
DFA US Large Co Inst Index	DFUSX	09/08/2004	749 839	6,561 09	7,423.41	862 32	13 1%
DFA US Large Co Inst Index	DFUSX	12/20/2004	1,635 725	15,244.96	16,193 68	948 72	6 2%
DFA US Large Co Inst Index	DFUSX	03/08/2005	406 384	3,872 84	4,023.20	150.36	3 9%
DFA US Large Co Inst Index	DFUSX	06/08/2005	752 867	7,039 31	7,453.38	414 07	5 9%
DFA US Large Co Inst Index	DFUSX	09/08/2005	932 213	8,977 21	9,228 91	251 70	2 8%
DFA US Large Co Inst Index	DFUSX	12/19/2005	1,228 863	12,092 01	12,165 74	73.73	0 6%
DFA US Large Co Inst Index	DFUSX	03/08/2006	501 728	5,022 30	4,967 11	(55 19)	-1 1%
DFA US Large Co Inst Index	DFUSX	09/08/2006	0 338	3 43	3 35	(0 08)	-2 3%
DFA US Large Co Inst Index	DFUSX	09/28/2010	3,532 044	32,000 00	34,967 24	2,967 24	9 3%
			126,105.864	1,132,309 30	1,248,448 05	116,138.75	10 3%
iShares S&P 500 Index ETF	IVV	11/03/2004	1,365	156,691 44	172,331.25	15,639 81	10 0%
iShares S&P 500 Index ETF	IVV	07/29/2005	2,206	273,873 73	278,507 50	4,633 77	1 7%
iShares S&P 500 Index ETF	IVV	02/06/2007	125	18,118 70	15,781 25	(2,337.45)	-12 9%
iShares S&P 500 Index ETF	IVV	06/11/2009	403	38,656 65	50,878.75	12,222.10	31 6%
iShares S&P 500 Index ETF	IVV	09/29/2009	234	24,943 76	29,542 50	4,598.74	18 4%
			4,333	512,284 28	547,041 25	34,756.97	6 8%
US LG VALUE FUNDS							
DFA Large-Cap Value - III	DFUVX	04/23/2004	89,843 878	1,247,032 31	1,384,494 16	137,461.85	11 0%
DFA Large-Cap Value - III	DFUVX	06/08/2004	1 7469	24 09	26 92	2 83	11 7%
DFA Large-Cap Value - III	DFUVX	06/08/2004	600 8511	8,285 56	9,259 12	973 56	11 8%
DFA Large-Cap Value - III	DFUVX	09/08/2004	0 8919	12 10	13 74	1 64	13 6%
DFA Large-Cap Value - III	DFUVX	09/08/2004	364 7991	4,950 29	5,621 55	671.26	13 6%
DFA Large-Cap Value - III	DFUVX	12/20/2004	562 099	8,510 18	8,661.95	151.77	1 8%
DFA Large-Cap Value - III	DFUVX	12/20/2004	8 018	121 40	123 56	2.16	1 8%
DFA Large-Cap Value - III	DFUVX	03/08/2005	188 598	2,976 08	2,906 30	(69 78)	-2 3%
DFA Large-Cap Value - III	DFUVX	06/08/2005	313 832	4,886 37	4,836 15	(50 22)	-1 0%
DFA Large-Cap Value - III	DFUVX	09/08/2005	369 563	6,123 66	5,694 97	(428 69)	-7 0%
DFA Large-Cap Value - III	DFUVX	12/19/2005	1,224 029	20,514 73	18,862 29	(1,652 44)	-8 1%
DFA Large-Cap Value - III	DFUVX	12/19/2005	87 954	1,474 11	1,355 37	(118 74)	-8 1%
DFA Large-Cap Value - III	DFUVX	03/08/2006	230 049	3,972 95	3,545 06	(427 89)	-10 8%
DFA Large-Cap Value - III	DFUVX	06/08/2006	529 747	9,328 85	8,163 40	(1,165 45)	-12 5%
DFA Large-Cap Value - III	DFUVX	09/08/2006	425 211	7,619 78	6,552 50	(1,067.28)	-14 0%
DFA Large-Cap Value - III	DFUVX	12/18/2006	100 373	1,940 21	1,546 75	(393 46)	-20 3%
DFA Large-Cap Value - III	DFUVX	12/21/2007	4,080 817	73,000 00	62,885 39	(10,114 61)	-13 9%
DFA Large-Cap Value - III	DFUVX	07/08/2008	2,168 605	33,605 00	33,418 20	(186 80)	-0 6%
DFA Large-Cap Value - III	DFUVX	03/13/2009	4,215 473	33,000 00	64,960 44	31,960 44	96 8%
			105,316 535	1,467,377 67	1,622,927 80	155,550 13	10 6%
US SM NEUTRAL FUNDS							
DFA US Micro-Cap	DFSCX	11/03/2004	22,008 711	309,030 03	303,059 95	(5,970 08)	-1 9%
DFA US Micro-Cap	DFSCX	12/20/2004	1,615 507	23,747 95	22,245 53	(1,502 42)	-6 3%
DFA US Micro-Cap	DFSCX	12/20/2004	1,149 408	16,896 30	15,827 35	(1,068 95)	-6 3%
DFA US Micro-Cap	DFSCX	12/20/2004	4 525	66 52	62 31	(4 21)	-6 3%
DFA US Micro-Cap	DFSCX	03/08/2005	39 337	575 11	541 67	(33 44)	-5 8%
DFA US Micro-Cap	DFSCX	06/08/2005	69 945	989 72	963 14	(26 58)	-2 7%
DFA US Micro-Cap	DFSCX	09/08/2005	45 455	715 46	625 92	(89 54)	-12 5%
DFA US Micro-Cap	DFSCX	12/19/2005	2,734 642	40,199 24	37,656 02	(2,543 22)	-6 3%

Unrealized Gains and Losses

As of 12/31/2010

RONALD G CONNOLLY CORPORATE Acct # XXX-051025

Description	Symbol	Trade Date	Quantity	Original Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
DOMESTIC EQUITY							
US SM NEUTRAL FUNDS							
DFA US Micro-Cap	DFSCX	12/19/2005	1,042 541	15,325 36	14,355 79	(969 57)	-6 3%
DFA US Micro-Cap	DFSCX	03/08/2006	16 161	257 60	222 54	(35 06)	-13 6%
DFA US Micro-Cap	DFSCX	06/08/2006	63 051	979 18	868 21	(110.97)	-11 3%
DFA US Micro-Cap	DFSCX	09/08/2006	87 799	1,341 57	1,208.99	(132 58)	-9 9%
DFA US Micro-Cap	DFSCX	12/18/2006	3,768 756	58,302 66	51,895 77	(6,406 89)	-11 0%
DFA US Micro-Cap	DFSCX	12/18/2006	16 705	258 43	230 03	(28 40)	-11 0%
DFA US Micro-Cap	DFSCX	12/18/2006	828 592	12,818 32	11,409 71	(1,408.61)	-11 0%
DFA US Micro-Cap	DFSCX	01/12/2007	3,166 35	50,000 00	43,600 64	(6,399 36)	-12 8%
DFA US Micro-Cap	DFSCX	03/08/2007	42 148	654 14	580 38	(73.76)	-11 3%
DFA US Micro-Cap	DFSCX	06/08/2007	158 788	2,618 41	2,186 51	(431.90)	-16 5%
DFA US Micro-Cap	DFSCX	12/21/2007	4,724 727	65,000 00	65,059 49	59.49	0 1%
DFA US Micro-Cap	DFSCX	05/19/2008	3,362 242	42,332 00	46,298 07	3,966 07	9.4%
			44,945 39	642,108 00	618,898 02	(23,209 98)	-3 6%
US SM VALUE FUNDS							
DFA US Small-Cap Value	DFSVX	12/19/2007	65,022 833	1,531,316 32	1,662,633 84	131,317 52	8 6%
DFA US Small-Cap Value	DFSVX	12/21/2007	1,431 818	35,000 00	36,611 59	1,611 59	4 6%
			66,454 651	1,566,316 32	1,699,245 43	132,929 11	8 5%
INTERNATIONAL EQUITY							
INT'L LG VALUE FUNDS							
DFA Intl Value - III	DFVIX	04/23/2004	18,972 648	253,090 01	326,139 82	73,049.81	28 9%
DFA Intl Value - III	DFVIX	06/08/2004	2.1247	28 19	36 52	8 33	29 5%
DFA Intl Value - III	DFVIX	06/08/2004	351 9843	4,670 35	6,050 61	1,380 26	29 6%
DFA Intl Value - III	DFVIX	09/08/2004	1 1955	15 84	20 55	4 71	29 7%
DFA Intl Value - III	DFVIX	09/08/2004	190 0865	2,518 54	3,267 59	749 05	29 7%
DFA Intl Value - III	DFVIX	11/03/2004	13,995 801	200,035 00	240,587 82	40,552 82	20 3%
DFA Intl Value - III	DFVIX	12/20/2004	399 914	6,086 69	6,874 52	787.83	12 9%
DFA Intl Value - III	DFVIX	12/20/2004	3 918	59 63	67.35	7 72	12.9%
DFA Intl Value - III	DFVIX	03/08/2005	41 395	675 57	711 58	36 01	5 3%
DFA Intl Value - III	DFVIX	06/08/2005	640 275	9,725 78	11,006.33	1,280 55	13 2%
DFA Intl Value - III	DFVIX	07/29/2005	2,821 518	45,000 00	48,501 89	3,501 89	7 8%
DFA Intl Value - III	DFVIX	09/08/2005	238 872	3,982 00	4,106 21	124 21	3 1%
DFA Intl Value - III	DFVIX	12/19/2005	569 48	9,652 69	9,789 36	136.67	1 4%
DFA Intl Value - III	DFVIX	12/19/2005	1,404 521	23,806 63	24,143 72	337 09	1 4%
DFA Intl Value - III	DFVIX	06/08/2006	794 702	14,296 68	13,660 93	(635 75)	-4 4%
DFA Intl Value - III	DFVIX	09/08/2006	620.169	11,981 66	10,660 71	(1,320 95)	-11 0%
DFA Intl Value - III	DFVIX	12/18/2006	19.843	427 22	341.10	(86 12)	-20 2%
DFA Intl Value - III	DFVIX	12/18/2006	935 107	20,132 85	16,074 49	(4,058 36)	-20 2%
DFA Intl Value - III	DFVIX	12/18/2006	334 853	7,209 38	5,756 12	(1,453 26)	-20 2%
DFA Intl Value - III	DFVIX	01/12/2007	19,231 524	421,590 00	330,589 90	(91,000 10)	-21 6%
DFA Intl Value - III	DFVIX	03/08/2007	63 67	1,404 56	1,094 49	(310 07)	-22 1%
DFA Intl Value - III	DFVIX	06/08/2007	1,202 302	28,855 24	20,667 57	(8,187 67)	-28 4%
DFA Intl Value - III	DFVIX	07/13/2007	4,097 26	103,101 81	70,431 90	(32,669 91)	-31 7%
DFA Intl Value - III	DFVIX	12/21/2007	3,198 444	72,000 00	54,981 25	(17,018 75)	-23 6%
DFA Intl Value - III	DFVIX	04/01/2008	1,390.487	30,000 00	23,902 47	(6,097 53)	-20 3%
DFA Intl Value - III	DFVIX	07/08/2008	2,968 311	55,394 00	51,025 27	(4,368.73)	-7 9%
DFA Intl Value - III	DFVIX	03/29/2010	1,338 561	21,800 00	23,009 86	1,209 86	5 5%
DFA Intl Value - III	DFVIX	06/29/2010	3,558 503	49,000 00	61,170 67	12,170 67	24 8%
			79,387 469	1,396,540 32	1,364,670 59	(31,869 73)	-2 3%
INT'L SM NEUTRAL/GROWTH FUNDS							
DFA Intl Small Co	DFISX	11/03/2004	2,679 647	35,870 41	46,036 34	10,165 93	28 3%
DFA Intl Small Co	DFISX	12/20/2004	123 802	1,720 85	2,126 92	406 07	23 6%
DFA Intl Small Co	DFISX	12/20/2004	41 133	571 75	706 66	134 91	23 6%
DFA Intl Small Co	DFISX	12/20/2004	9 275	128 92	159 34	30 42	23 6%
DFA Intl Small Co	DFISX	06/08/2005	56 764	826 48	975 21	148 73	18 0%
DFA Intl Small Co	DFISX	07/29/2005	5,261 513	80,000 00	90,392 79	10,392 79	13 0%
DFA Intl Small Co	DFISX	09/08/2005	33 231	532 70	570 91	38 21	7 2%

Unrealized Gains and Losses

As of 12/31/2010

RONALD G CONNOLLY CORPORATE Acct # XXX-051025

Description	Symbol	Trade Date	Quantity	Original Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
INTERNATIONAL EQUITY							
INT'L SM NEUTRAL/GROWTH FUNDS							
DFA Intl Small Co	DFISX	12/19/2005	484 83	7,825 16	8,329 38	504 22	6 4%
DFA Intl Small Co	DFISX	12/19/2005	83 449	1,346 86	1,433 65	86 79	6 4%
DFA Intl Small Co	DFISX	12/19/2005	55 862	901 62	959 71	58 09	6 4%
DFA Intl Small Co	DFISX	06/08/2006	115 936	1,939 61	1,991 78	52 17	2 7%
DFA Intl Small Co	DFISX	09/08/2006	47 699	842 85	819 47	(23 38)	-2 8%
DFA Intl Small Co	DFISX	12/18/2006	98 384	1,871 26	1,690 24	(181 02)	-9 7%
DFA Intl Small Co	DFISX	12/18/2006	344 03	6,543 46	5,910 44	(633 02)	-9 7%
DFA Intl Small Co	DFISX	12/18/2006	74 572	1,418 35	1,281 15	(137 20)	-9 7%
DFA Intl Small Co	DFISX	01/12/2007	3,619 4	69,998 00	62,181 29	(7,816 71)	-11 2%
DFA Intl Small Co	DFISX	03/08/2007	9 599	192 66	164 91	(27 75)	-14 4%
DFA Intl Small Co	DFISX	06/08/2007	151 005	3,245 10	2,594 27	(650 83)	-20 1%
DFA Intl Small Co	DFISX	07/13/2007	1,360 659	30,782 08	23,376 12	(7,405 96)	-24 1%
DFA Intl Small Co	DFISX	12/21/2007	2,163 779	40,000 00	37,173 72	(2,826 28)	-7 1%
			16,814 569	286,558 12	288,874 30	2,316 18	0 8%
INT'L SM VALUE FUNDS							
DFA Intl Small-Cap Value	DISVX	04/23/2004	11,961 594	160,899 61	205,739 42	44,839 81	27 9%
DFA Intl Small-Cap Value	DISVX	06/08/2004	216 096	2,848 14	3,716 85	868 71	30 5%
DFA Intl Small-Cap Value	DISVX	09/08/2004	98 151	1,305 41	1,688 20	382 79	29 3%
DFA Intl Small-Cap Value	DISVX	11/03/2004	10,578 279	150,035 00	181,946 40	31,911 40	21 3%
DFA Intl Small-Cap Value	DISVX	12/20/2004	944 1	14,114 30	16,238 52	2,124 22	15 1%
DFA Intl Small-Cap Value	DISVX	12/20/2004	307 565	4,598 09	5,290 12	692 03	15 1%
DFA Intl Small-Cap Value	DISVX	12/20/2004	44 289	662 12	761 77	99 65	15 1%
DFA Intl Small-Cap Value	DISVX	03/08/2005	8 808	148 51	151 50	2 99	2 0%
DFA Intl Small-Cap Value	DISVX	06/08/2005	432 781	6,894 20	7,443 83	549 63	8 0%
DFA Intl Small-Cap Value	DISVX	07/29/2005	6,000 9	100,000 00	103,215 48	3,215 48	3 2%
DFA Intl Small-Cap Value	DISVX	09/08/2005	137 464	2,404 25	2,364 38	(39 87)	-1 7%
DFA Intl Small-Cap Value	DISVX	12/19/2005	1,723 207	30,190 58	29,639 16	(551 42)	-1 8%
DFA Intl Small-Cap Value	DISVX	12/19/2005	420 605	7,369 00	7,234 41	(134 59)	-1 8%
DFA Intl Small-Cap Value	DISVX	12/19/2005	277 854	4,868 01	4,779 09	(88 92)	-1 8%
DFA Intl Small-Cap Value	DISVX	06/08/2006	368 47	6,779 85	6,337 68	(442 17)	-6 5%
DFA Intl Small-Cap Value	DISVX	09/08/2006	160 603	3,131 75	2,762 37	(369 38)	-11 8%
DFA Intl Small-Cap Value	DISVX	12/18/2006	163 384	3,380 41	2,810 20	(570 21)	-16 9%
DFA Intl Small-Cap Value	DISVX	12/18/2006	2,708 486	56,038 58	46,585 96	(9,452 62)	-16 9%
DFA Intl Small-Cap Value	DISVX	12/18/2006	559 186	11,569 56	9,618 00	(1,951 56)	-16 9%
DFA Intl Small-Cap Value	DISVX	03/08/2007	8 624	189 82	148 33	(41 49)	-21 9%
DFA Intl Small-Cap Value	DISVX	06/08/2007	457 62	10,726 62	7,871 06	(2,855 56)	-26 6%
DFA Intl Small-Cap Value	DISVX	07/13/2007	1,062 177	26,227 58	18,269 44	(7,958 14)	-30 3%
DFA Intl Small-Cap Value	DISVX	12/21/2007	5,779 427	111,000 00	99,406 14	(11,593 86)	-10 4%
DFA Intl Small-Cap Value	DISVX	12/15/2010	3,191 566	53,000 00	54,894 94	1,894 94	3 6%
			47,611 236	768,381 39	818,913 26	50,531 87	6 6%
EMERGING MKT EQUITY FUNDS							
DFA Emerging Mkts Core Equity	DFCEX	07/13/2007	6,695 491	137,397 14	148,372 08	10,974 94	8 0%
DFA Emerging Mkts Core Equity	DFCEX	09/25/2008	1,495 235	21,998 34	33,134 41	11,136 07	50 6%
			8,190 726	159,395 48	181,506 49	22,111 01	13 9%
EMERGING MKTS VALUE FDS							
DFA Emerging Mkts Value	DFEVX	04/23/2004	1,545 306	23,647 14	55,878 26	32,231 12	136 3%
DFA Emerging Mkts Value	DFEVX	06/08/2004	79 986	1,106 21	2,892 29	1,786 08	161 5%
DFA Emerging Mkts Value	DFEVX	09/08/2004	15 8292	239 02	572 38	333 36	139 5%
DFA Emerging Mkts Value	DFEVX	09/08/2004	67 8658	1,024 77	2,454 03	1,429 26	139 5%
DFA Emerging Mkts Value	DFEVX	12/20/2004	85 574	1,561 72	3,094 36	1,532 64	98 1%
DFA Emerging Mkts Value	DFEVX	12/20/2004	55 282	1,008 90	1,999 00	990 10	98 1%
DFA Emerging Mkts Value	DFEVX	03/08/2005	20 428	430 01	738 68	308 67	71 8%
DFA Emerging Mkts Value	DFEVX	06/08/2005	153 888	2,936 18	5,564 59	2,628 41	89 5%
DFA Emerging Mkts Value	DFEVX	09/08/2005	71 393	1,554 93	2,581 57	1,026 64	66 0%
DFA Emerging Mkts Value	DFEVX	12/19/2005	130 043	3,026 11	4,702 35	1,676 24	55 4%
DFA Emerging Mkts Value	DFEVX	12/19/2005	121 496	2,827 21	4,393 30	1,566 09	55 4%

Unrealized Gains and Losses

As of 12/31/2010

RONALD G CONNOLLY CORPORATE Acct # XXX-051025

Description	Symbol	Trade Date	Quantity	Original Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L
INTERNATIONAL EQUITY							
EMERGING MKTS VALUE FDS							
DFA Emerging Mkts Value	DFEVX	12/19/2005	0 611	14 21	22 09	7 88	55 5%
DFA Emerging Mkts Value	DFEVX	03/08/2006	35 5	910 93	1,283 68	372 75	40 9%
DFA Emerging Mkts Value	DFEVX	06/08/2006	96 353	2,333 66	3,484 12	1,150 46	49 3%
DFA Emerging Mkts Value	DFEVX	09/08/2006	115.509	3,093 32	4,176 81	1,083 49	35 0%
DFA Emerging Mkts Value	DFEVX	12/18/2006	3.27	102 95	118 24	15 29	14 9%
DFA Emerging Mkts Value	DFEVX	12/18/2006	150 43	4,735 53	5,439 55	704 02	14 9%
DFA Emerging Mkts Value	DFEVX	12/18/2006	75 215	2,367 77	2,719 77	352.00	14 9%
DFA Emerging Mkts Value	DFEVX	03/08/2007	34 462	1,112 79	1,246 15	133 36	12 0%
DFA Emerging Mkts Value	DFEVX	06/08/2007	89 269	3,487 73	3,227 97	(259 76)	-7 4%
DFA Emerging Mkts Value	DFEVX	09/25/2008	735 353	22,000 00	26,590 36	4,590 36	20 9%
DFA Emerging Mkts Value	DFEVX	12/15/2008	1,518.199	24,635 00	54,898 08	30,263 08	122 8%
			5,201 262	104,156 09	188,077.63	83,921 54	80 6%
REAL ESTATE							
US REIT FUNDS							
Vanguard REIT Index - Investor	VGSIX	12/19/2007	21,720 208	442,243 29	399,217 42	(43,025 87)	-9 7%
Vanguard REIT Index - Investor	VGSIX	06/23/2008	338.028	6,716 61	6,212 95	(503 66)	-7 5%
Vanguard REIT Index - Investor	VGSIX	09/23/2008	333 45	6,568 96	6,128 81	(440 15)	-6 7%
Vanguard REIT Index - Investor	VGSIX	12/15/2008	3,047 553	33,030 00	56,014 02	22,984 02	69 6%
Vanguard REIT Index - Investor	VGSIX	12/15/2010	1,080.25	19,000 00	19,855 00	855 00	4 5%
			26,519 489	507,558 86	487,428 21	(20,130 65)	-4.0%
CASH - MONEY MARKET							
CASH - MONEY MKT - SWEEP							
TD BANK USA FDIC INSRD DEP ZFD90				7,915 73	7,915.73		
TOTAL				8,550,901 56	9,073,946.76	523,045 20	6 1%

LESS CASH

$\begin{array}{r} \text{< 7915.73} \\ \hline 8,542,985.83 \end{array}$
 $\begin{array}{r} \text{< 7915.73} \\ \hline 9,066,031.03 \end{array}$

TOTAL PORTFOLIO RETURNS ARE NET OF FEES

CAPITAL PERFORMANCE ADVISORS LLP
165 LENNON LANE, SUITE 200
WALNUT CREEK, CA 94598-2422
925-938-5188

Unrealized Gains and Losses

As of 12/31/2010

RONALD G CONNOLLY CORPORATE CW Acct # 914-051419
THE G L CONNOLLY FOUNDATION
PO Box 6657
Rheem Valley, CA 94570

<u>Description</u>	<u>Symbol</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Original Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
CASH - MONEY MARKET							
CASH - MONEY MKT - SWEEP							
TD BANK USA FDIC INSRD DEP	ZFD90			654,467 98	654,467 98		
				654,467 98	654,467 98		

TOTAL PORTFOLIO RETURNS ARE NET OF FEES

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
ACTON INSTITUTE 161 OTTAWA AVE., SUITE #301 GRAND RAPIDS, MI 49503	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION GRANT FOR ECONOMIC & RELIGIOUS EDUCATION	10,000.00
KOLBE ACADEMY AND TRINITY PREP 2055 REDWOOD RD NAPA, CA 94558	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC EDUCATION	10,000.00
DOMINICAN SISTERS OF OAKFORD 980 WOODLAND AVE SAN LEANDRO, CA 94577	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	3,000.00
CHURCH OF SAINT ANNE 1660 ROSSMOOR PARKWAY WALNUT CREEK, CA 94595-2507	PUBLIC CHARITY	6,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	6,000.00
THOMAS AQUINAS COLLEGE 10000 NORTH OJAI ROAD SANTA PAULA, CA 93060-9980	PUBLIC CHARITY	15,000.00	THE G.L. CONNOLLY FOUNDATION EDUCATION SUPPORT	15,000.00
AMERICAN ENTERPRISE INSTITUTE 1150 SEVENTEENTH ST N.W. WASHINGTON, D.C. 20036	PUBLIC CHARITY	25,000.00	THE G.L. CONNOLLY FOUNDATION Public Policy Analysis Support	25,000.00
ASSUMPTION ABBEY ROUTE 5, PO BOX 1056 AVA, MO 65608	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CALVARY HOSPITAL 1740 EASTCHESTER ROAD BRONX, NY 10461	PUBLIC CHARITY	6,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	6,000.00
CATHOLIC GUARDIAN SOCIETY AND HOME BUREAU 1011 FIRST AVENUE NEW YORK, NY 10022	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
CATHOLIC RELIEF SERVICES 209 WEST FAYETTE ST BALTIMORE, MD 21201	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION Disaster and Indigent Support	10,000.00
CENTER FOR INDIVIDUAL RIGHTS 1233 20TH STREET, N.W., STE 300 WASHINGTON, DC 20036	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	3,000.00
CENTER FOR SECURITY POLICY 1901 PENNSYLVANIA AVENUE N.W., STE 201 WASHINGTON, D.C. 20006	PUBLIC CHARITY	25,000.00	THE G.L. CONNOLLY FOUNDATION National Security Analysis and Advocacy Support	25,000.00
CENTRAL PARK CONSERVANCY 14 EAST 60TH ST NEW YORK, NY 10022	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
DOE FUND 232 EAST 84TH STREET NEW YORK, NY 10028	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CAPUCHIN PROVINCE OF THE STIGMATA OF ST FRANCIS (ST LAWRENCE FRIARY) C/O THE MINISTRY OF CARING 506 N CHURCH ST WILMINGTON, DE 19801	PUBLIC CHARITY	6,000.00	THE G.L. CONNOLLY FOUNDATION Refurbishment of infirmary and residence for retired members of the order	6,000.00
ELIZABETH SETON PEDIATRIC CENTER 590 AVENUE OF THE AMERICAS NEW YORK, NY 10011	PUBLIC CHARITY	15,000.00	THE G.L. CONNOLLY FOUNDATION Pediatric Hospital Operations Support	15,000.00
ETERNAL WORLD TELEVISION NETWORK 5817 OLD LEEDS ROAD IRONDALE, AL 35210-9948	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC TV PROGRAMMING SUPPORT	2,000.00
FAMILY SECURITY MATTERS 224 CLEVELAND LANE PRINCETON, NJ 08540	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
FEDERALIST SOCIETY 1015 18TH STREET NW, STE 425 WASHINGTON, DC 20036	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	7,000.00
FEDERATION FOR AMERICAN IMMIGRATION REFORM 1666 CONNECTICUT AVE. NW WASHINGTON, DC 20009	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Analysis of Effects of Immigration and Advocacy Support	15,000.00
FREELANCER'S UNION 20 JAY STREET, SUITE 700 BROOKLYN, NY 11201	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
GREATER NEW YORK COUNCILS, BOY SCOUTS OF AMERICA 350 FIFTH AVENUE NEW YORK, NY 10118	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Education and Operations Support	3,000.00
THE HOPE PROGRAM ONE SMITH STREET BROOKLYN, NY 11201	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
INNER CITY SCHOLARSHIP FUND 1011 FIRST AVENUE, SUITE 1400 NEW YORK, NY 10022-6461	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Scholarship Support	6,000.00
INTERCOLLEGIATE STUDIES INSTITUTE 3901 CENTREVILLE RD WILMINGTON, DE 19807	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Analysis and Advocacy Concerning Higher Education Support	8,000.00
INTREPID FALLEN HEROES FUND ONE INTREPID SQUARE NEW YORK, NY 10036	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION U.S. Combat Veterans Medical and Financial Support	6,000.00
LAKES ENVIRONMENTAL ASSOCIATION 230 MAIN STREET BRIDGTON, ME 04009	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Environmental Protection and Education Support	10,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
LITTLE SISTERS OF THE POOR JEANNE JUGAN RESIDENCE 185 SALEM CHURCH ROAD NEWARK, DE 19713-2997	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Care for Elderly Support	6,000.00
LITTLE SISTERS OF THE POOR QUEEN OF PEACE RES. PUBLIC CHARITY 110-30 221 ST QUEENS VILLAGE, NY 11429	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Care for Elderly Support	6,000.00
LITTLE SISTERS OF THE POOR, BRONX PO BOX 1002 BRONX, NY 10465	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Care for Elderly Support	6,000.00
MANHATTAN INSTITUTE 52 VANDERBILT AVE NEW YORK, NY 10017	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Public Policy Analysis Support	10,000.00
MERTON COLLEGE (OXFORD UNIVERSITY) CHARITABLE CORP C/O GEORGE MCKELVEY CO., INC. PO BOX 375, 529 WASHINGTON BLVD. SEA GIRT, NJ 08740	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Educational Operating and Scholarship Support	2,000.00
MEDIA RESEARCH CENTER 325 S. PATRICK ST ALEXANDRIA, VA 22314	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Analysis of Media Operations Support	15,000.00
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10021	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Research Support	2,000.00
METROPOLITAN MUSEUM OF ART, FUND FOR THE MET 1000 FIFTH AVE NEW YORK, NY 10028	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION Endowment Support	3,000.00
THE NEW YORK FOUNDLING 590 AVENUE OF THE AMERICAS NEW YORK, NY 10011	PUBLIC CHARITY	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
OUR LADY OF THE MISSISSIPPI ABBEY 8400 ABBEY HILL DUBUQUE, IA 52003	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION Religious Order Operating Support	2,000.00
PHILANTHROPY ROUNDTABLE 1730 M STREET NW, SUITE 601 WASHINGTON, D.C. 20036	PUBLIC CHARITY	1,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	1,000.00
PRISON FELLOWSHIP MINISTRIES 1856 OLD RESTON AVE. RESTON, VA 20190	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION Prisoner Outreach Operations Support	3,000.00
ST. ALOYSIUS SCHOOL 223 WEST 132ND ST NEW YORK, NY 10027	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
SAINT EDMOND'S ACADEMY 2120 VEALE ROAD WILMINGTON, DE	PUBLIC CHARITY	20,000.00	THE G.L. CONNOLLY FOUNDATION Endowment Support	20,000.00
SAINT JEAN BAPTISTE CHURCH 184 EAST 76TH STREET NEW YORK, NY 10021	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION Church Operating Support	5,000.00
SAINT THOMAS MORE AT YALE 268 PARK STREET NEW HAVEN, CT 06511	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
YORKVILLE COMMON PANTRY 8 EAST 109TH STREET NEW YORK, NY 10029	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION Food for Indigent Support	2,000.00
UNITED WAY OF CENTRAL MARYLAND, BALTIMORE 100 SOUTH CHARLES ST., 5TH FL BALTIMORE, MD 21203	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
AVE MARIA LAW SCHOOL 3475 PLYMOUTH ROAD ANN ARBOR, MI 48105-9851	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION GRANT FOR LAW SCHOOL EDUCATION	5,000.00
AVE MARIE UNIVERSITY 5050 AVE MARIA BOULEVARD AVE MARIA, FL 34142-9505	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION EDUCATIONAL SUPPORT	5,000.00
CARDINAL NEWMAN SOCIETY 9167 KEY COMMONS COURT MANASSAS, VA 20110	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CATHOLIC LEAGUE FOR RELIGIOUS AND CIVIL RIGHTS 450 7TH AVE., FLOOR 34 NEW YORK, NY 10123	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION FURTHER RELIGIOUS & CIVIL RGTS	3,000.00
CATHOLIC ANSWERS 2020 GILLESPIE WAY EL CAJON, CA 92020	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC APOLOGETICS SUPPORT	5,000.00
CATHOLICS UNITED FOR THE FAITH 827 NORTH FOURTH STREET STEUBENVILLE, OH 43952	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC EDUCATION SUPPORT	4,000.00
CENTER FOR BIO-ETHICS AND CULTURE 130 MARKET PLACE, STE 146 SAN RAMON, CA 94583	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CENTER FOR BIO-ETHICAL REFORM P.O. BOX 219 LAKE FOREST, CA 92609-0219	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION PRO-LIFE EDUCATION SUPPORT	5,000.00
CHRISTENDOM COLLEGE 134 CHRISTENDOM DRIVE FRONT ROYAL, VA 22630-9989	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION EDUCATION SUPPORT	10,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
CLEAR CREEK MONASTERY 5804 WEST MONASTERY ROAD HULBERT, OK 74441	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
ETHICS AND PUBLIC POLICY CENTER 1015 FIFTEENTH ST WASHINGTON, DC 20005	PUBLIC CHARITY	25,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC STUDIES AT EPPC	25,000.00
FIRST RESORT 1933 DAVIS STREET, SUITE 215 SAN LEANDRO, CA 94577	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
A FRIENDLY MANOR 2298 SAN PABLO AVE OAKLAND, CA 94612	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION FUNDS FOR OPERATION OF DAY RESIDENCE-INNER CITY WOMEN	2,000.00
HUMAN LIFE INTERNATIONAL 4 FAMILY LIFE FRONT ROYAL, VA 22630	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION PRO-LIFE MISSIONARY SUPPORT	5,000.00
IMMACULATE HEART RADIO 7956 CALIFORNIA AVE FAIR OAKS, CA 95628	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
INTERCOLLEGIATE STUDIES INSTITUTE 3901 CENTREVILLE RD WILMINGTON, DE 19807	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION Analysis and Advocacy Concerning Higher Education Support	5,000.00
KEEP THE FAITH 70 LAKE STREET RAMSEY, NJ 07446	PUBLIC CHARITY	30,000.00	THE G.L. CONNOLLY FOUNDATION RELIGIOUS EDUCATION SUPPORT	30,000.00
KNIGHTS OF COLUMBUS-ST PERPETUA CHAPTER 3454 HAMLIN ROAD LAFAYETTE, CA 94549	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	3,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
LIFE DYNAMICS, INCORPORATED PO BOX 2226 DENTON, TX 76202	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION COUNSELING SERVICES SUPPORT	5,000.00
LIFE ISSUES INSTITUTE, INC. 1821 WEST GALBRAITH ROAD CINCINNATI, OH 45239-4848	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION PRO LIFE EDUCATION SUPPORT	2,000.00
LIFE LEGAL DEFENSE FOUNDATION PO BOX 2105 NAPA, CA 94558	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION FOR PRO LIFE DEFENSE SUPPORT	10,000.00
ONE MORE SOUL 1846 N. MAIN ST DAYTON, OH 45405	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION EDUCATION ON PRO LIFE ISSUES	5,000.00
PONTIFICAL NORTH AMERICAN COLLEGE PO BOX 96529 WASHINGTON, DC 20090-6529	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	4,000.00
PRIESTS FOR LIFE C/O FR. FRANK PAVONE, PO BOX 141172 STATEN ISLAND, NY 10314-9920	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	4,000.00
PROJECT HOPE 255 CARTER HALL LANE MILLWOOD, VA 22646-0255	PUBLIC CHARITY	3,000.00	THE G.L. CONNOLLY FOUNDATION GRANT FOR MEDICAL CARE TO THIRD WORLD	3,000.00
ST. CATHERINE OF SIENA CHURCH 2503 CENTERVILLE RD WILMINGTON, DE 19808	PUBLIC CHARITY	8,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	8,000.00
ST. MARY'S CATHOLIC CHURCH 1201 ALPINE ROAD WALNUT CREEK, CA 94596	PUBLIC CHARITY	6,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	6,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
ST. PERPETUA CHURCH 3454 HAMLIN ROAD LAFAYETTE, CA 94549	PUBLIC CHARITY	3,500.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	3,500.00
ST. PERPETUA'S OUTREACH 3454 HAMLIN ROAD LAFAYETTE, CA 94549	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION FUNDS FOR FOOD & CLOTHING FOR THE POOR	2,000.00
THE CHRISTOPHERS 12 EAST 48TH STREET NEW YORK, NY 10017	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION GRANT FOR EDUCATION RE: CHRISTIAN MORALS	2,000.00
THE COUPLE TO COUPLE LEAGUE P.O. BOX 11184 CINCINNATI, OH 45211-9985	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION PRO-LIFE EDUCATION SUPPORT	5,000.00
THE INSTITUTE FOR PSYCHOLOGICAL SCIENCES 2001 JEFFERSON DAVIS HWY, STE 511 ARLINGTON, VA 22202	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
THE NURTURING NETWORK 1733 FIR HILL SAINT HELENA, CA 94574	PUBLIC CHARITY	10,000.00	THE G.L. CONNOLLY FOUNDATION GRANT FOR ASSISTANCE WITH UNPLANNED PREGNANCIES	10,000.00
THOMAS MORE COLLEGE OF LIBERAL ARTS SIX MANCHESTER STREET MERRIMACK, NH 03054	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC EDUCATION	4,000.00
THOMAS MORE LAW CENTER 24 FRANK LLOYD WRIGHT DRIVE ANN ARBOR, MI 48106	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION LAW SCHOOL OPERATIONS SUPPORT	4,000.00
URSULINE ACADEMY 1106 PENNSYLVANIA AVE. WILMINGTON, DE 19806	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION Christian Education Support	4,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
VISITATION MONASTERY P.O. BOX 432, 14 BEECH ROAD TYRINGHAM, MA 01264	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION MONASTERY SUPPORT	5,000.00
WYOMING CATHOLIC COLLEGE PO BOX 750 LANDER, WY 82520	PUBLIC CHARITY	20,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC EDUCATION	20,000.00
RUTH INSTITUTE AT NOM 663 S RANCHO SANTA FE ROAD, STE 222 SAN MARCOS, CA 92078	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
ST. PERPETUA SCHOOL - ANNUAL FUND 3454 HAMLIN ROAD LAFAYETTE, CA 94549	PUBLIC CHARITY	1,500.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC EDUCATION	1,500.00
UNITED FOR LIFE SAN FRANCISCO P.O. BOX 590713 SAN FRANCISCO, CA 94156-0713	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
THE BECKET FUND 1350 CONNECTICUT AVE NW WASHINGTON, DC 20036	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
THE MAINE HERITAGE POLICY CENTER POST OFFICE BOX 7829 PORTLAND, ME 04112	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CNEWA 1011 FIRST AVENUE NEW YORK, NY 10022-4195	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION MISSIONARY ACTIVITY-MID EAST	2,000.00
THE INDEPENDENT INSTITUTE 100 SWAN WAY OAKLAND, CA 94621-1428	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00

THE G.L. CONNOLLY FOUNDATION
2010 GRANTS AND PAYMENTS

GRANT PAYABLE TO	FOUNDATION STATUS	GRANT AMOUNT	PAYMENT FUND PURPOSE	PAYMENT AMOUNT
ALPHA PREGNANCY CENTER 5070 MISSION STREET SAN FRANCISCO, CA 94112	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
DIVINE MERCY EUCHARISTIC SOCIETY 1152 SAN PABLO AVENUE EL CERRITO, CA 94530	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
THE INSTITUTE ON RELIGION AND PUBLIC LIFE 156 FIFTH AVE., SUITE #400 NEW YORK, NY 10010	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
ARCHMERE ACADEMY 3600 PHILADELPHIA PIKE CLAYMONT, DE 19703	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
CATHOLIC MEDICAL MISSION BOARD BOX 4715 NEW YORK, NY 10164-3459	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	4,000.00
ETERNAL WORLD TELEVISION NETWORK 5817 OLD LEEDS ROAD IRONDALE, AL 35210-9948	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION CATHOLIC TV PROGRAMMING SUPPORT	4,000.00
MEDICAL MISSION SISTERS 8400 PINE ROAD PHILADELPHIA, PA 19111-9986	PUBLIC CHARITY	2,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	2,000.00
RACHEL'S VINEYARD MINISTRIES 800 N. HENDERSON ROAD, 2ND FLOOR KING OF PRUSSIA, PA 19406	PUBLIC CHARITY	4,000.00	THE G.L. CONNOLLY FOUNDATION PRO-LIFE/ABORTION HEALING SUPPORT	4,000.00
THE ATLANTIC BRIDGE, INC 100 N TRYON ST., SUITE 4700 CHARLOTTE, NC 28202-4003	PUBLIC CHARITY	5,000.00	THE G.L. CONNOLLY FOUNDATION CHARITABLE CONTRIBUTION	5,000.00
TOTAL	PUBLIC CHARITY	607,000.00		607,000.00

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **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 ☒
- 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*.

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 File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	G.L. CONNOLLY FOUNDATION	20-0247328
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	PO BOX 6657	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	RHEEM VALLEY, CA 94570	

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-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 (section 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 ► RONALD G. CONNOLLY

Telephone No. ► 925-974-7002

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 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► ☒ 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 \$	1,142.
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 \$	5,040.
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.

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