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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Name of foundation
The Thom Family Foundation Inc

A Employer identification number
20-0374684

Number and street (or P O box number if mail is not delivered to street address) Room/suite
c/o Foundation Source 501 Silversid

B Telephone number (see page 10 of the instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,881,084

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	300,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	26	26		
	4	Dividends and interest from securities	35,526	35,526		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	11,141			
	b	Gross sales price for all assets on line 6a 769,334				
	7	Capital gain net income (from Part IV, line 2)		12,076		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-3,645	-3,087		
	12	**Total.** Add lines 1 through 11	343,048	44,541		
Operating and Administrative Expenses	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 schedule)				
	c	Other professional fees (attach schedule)	25,088	25,088		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	37	37		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	12,919			12,919
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,044	25,125		12,919
	25	Contributions, gifts, grants paid	93,830			93,830
	26	**Total expenses and disbursements.** Add lines 24 and 25	131,874	25,125		106,749
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	211,174			
	b	**Net investment income** (if negative, enter -0-)		19,416		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	40,284	36,005	36,005
	3 Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4 Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,897,073	2,094,338	2,513,873
	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)	187,355	205,543	331,206
	14 Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15 Other assets (describe ▶ ______)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,124,712	2,335,886	2,881,084
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 (attach schedule)			
	22 Other liabilities (describe ▶ ______)			
	23 **Total liabilities** (add lines 17 through 22)		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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,124,712	2,335,886	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	2,124,712	2,335,886	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,124,712	2,335,886	

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	2,124,712
2	Enter amount from Part I, line 27a	2	211,174
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	2,335,886
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	2,335,886

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)
1 a	Publicly-traded Securities			
b	Passthrough K1 Capital Gain			
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	769,334		767,434	1,900
b				10,176
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1,900
b				10,176
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	12,076
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	97,599	1,837,716	000 053109
2008	71,794	1,590,023	000 045153
2007	60,137	1,410,565	000 042633
2006	32,800	533,384	000 061494
2005	18,300	382,047	000 047900

2	**Total** of line 1, column (d).	2	000 250289
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	000 050058
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,395,443
5	Multiply line 4 by line 3.	5	119,911
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	194
7	Add lines 5 and 6.	7	120,105
8	Enter qualifying distributions from Part XII, line 4.	8	106,749

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	388
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	388
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	388
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 209		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 19		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	228
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	160
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ — **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

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 |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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? ☐ **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** **No**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** **Yes**

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

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

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

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,017,460
b	Average of monthly cash balances.	1b	102,161
c	Fair market value of all other assets (see page 24 of the instructions).	1c	312,301
d	**Total** (add lines 1a, b, and c).	1d	2,431,922
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,431,922
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	36,479
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,395,443
6	**Minimum investment return.** Enter 5% of line 5.	6	119,772

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

1	Minimum investment return from Part X, line 6.			1	119,772
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	388		
b	Income tax for 2010 (This does not include the tax from Part VI). . .	2b			
c	Add lines 2a and 2b.			2c	388
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	119,384
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	119,384
6	Deduction from distributable amount (see page 25 of the instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	119,384

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	106,749
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	106,749
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	106,749

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				119,384
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006. 6,981				
c From 2007.				
d From 2008.				
e From 2009. 5,904				
f **Total** of lines 3a through e.	12,885			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 106,749				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2010 distributable amount.				106,749
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	12,635			12,635
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	250			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	250			
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . . 250				
e Excess from 2010. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				93,830
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	26	
4 Dividends and interest from securities			14	35,526	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	11,141	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a Federal Tax Refund			01	260	
b K-1 Pass-Through Loss	525990	-818	14	-3,087	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-818		43,866	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 43,048

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2011-11-04	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	Jeffrey D Haskell	2011-11-04		
Firm's name	Foundation Source		Firm's EIN	
Firm's address	55 Walls Drive Fairfield, CT 06824		Phone no (800) 839-1754	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of organization
The Thom Family Foundation Inc

Employer identification number
20-0374684

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule—

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

Special Rules

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

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

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

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

Name of organization
The Thom Family Foundation Inc

Employer identification number
20-0374684

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
0001	Thom Jeff A 1612 Sherwood Drive North Mankato, MN 56003	$ 300,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
The Thom Family Foundation Inc

Employer identification number
20-0374684

Part II **Noncash Property** (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
The Thom Family Foundation Inc

Employer identification number
20-0374684

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Additional Data

Software ID: 10000149
Software Version: 2010.2.15
EIN: 20-0374684
Name: The Thom Family Foundation Inc

Part VI Line 7 - Tax Paid Original Return: 228

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Kevin J Olson c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director 001 00	0		
Paul Tanis c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director 001 00	0		
Andrew J Thom c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director 001 00	0		
Cynthia L Thom c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director 001 00	0		
Jeff A Thom c/o Foundation Source 501 Silversid Wilmington, DE 19809	President / Director 001 00	0		
Joseph A Thom c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director 001 00	0		

Form 990PF Part XV Line 1a - 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).

Cynthia L Thom
Jeff A Thom

Form 990PF Part XV Line 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*				
ALZHEIMERS DISEASE RELATED DISORD 4550 W 77TH ST STE 200 EDINA, MN 55435	N/A	509(a)(1)	General Unrestricted	5,000
AMERICAN HEART ASSOCIATION INC 4701 W 77TH ST MINNEAPOLIS, MN 55435	N/A	509(a)(1)	General Unrestricted	4,000
AMERICAN LUNG ASSOC - MINNESOTA CHA 490 CONCORDIA AVE ST PAUL, MN 55103	N/A	509(a)(1)	General Unrestricted	4,000
AMERICAN NATIONAL RED CROSS 17TH D STS NW WASHINGTON, DC 20006	N/A	509(a)(1)	Haiti Disaster Relief and Development	10,000
AMERICAN RED CROSS - SO CENTRAL MN 105 HOMESTEAD DR MANKATO, MN 56001	N/A	509(a)(1)	General Unrestricted	4,000
ARTHRITIS FOUNDATION INC 1330 W PEACHTREE ST NW STE 100 ATLANTA, GA 30309	N/A	509(a)(1)	General Unrestricted	5,000
CROSS INTERNATIONAL CATHOLIC OUTREA PO BOX 273908 BOCA RATON, FL 33427	N/A	509(a)(1)	Wisdom Training Center	4,000
EMERGENCY COMMUNITY HELP ORGANIZATI PO BOX 3212 MANKATO, MN 56002	N/A	509(a)(1)	One-Time ECHO Building Campaign	15,000
GOODWILL INDUSTRIES INC 553 FAIRVIEW AVE N SAINT PAUL, MN 55104	N/A	509(a)(1)	General Unrestricted	4,000
GREATER MANKATO AREA UNITED WAY INC 101 N 2ND ST STE 100 MANKATO, MN 56001	N/A	509(a)(1)	General Unrestricted	2,500
HABITAT FOR HUMANITY INTERNATIONAL 1751 BASSETT DR MANKATO, MN 56001	N/A	509(a)(1)	St Peter, MN Chap and Mankato, MN Chap	5,000
INVISIBLE CHILDREN INC 1620 5TH AVE STE 400 SAN DIEGO, CA 92101	N/A	509(a)(1)	Legacy Scholarship Program	4,800
JUNIOR ACHIEVEMENT OF THE UPPER MID 1800 WHITE BEAR AVE N MAPLEWOOD, MN 55109	N/A	509(a)(1)	Finance Park for Mankato Area HS Students	4,030
MAKE-A-WISH FOUNDATION OF MN 615 LST AVE NE MINNEAPOLIS, MN 55413	N/A	509(a)(1)	General Unrestricted	4,000
MARCH OF DIMES - SOUTHWEST DIVISION 107 N 2ND ST MANKATO, MN 56001	N/A	509(a)(1)	General Unrestricted	4,000
Total . . . . ▶ **3a**				93,830

Form 990PF Part XV Line 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*				
MINNESOTA HISTORICAL SOCIETY 345 KELLOGG BLVD W SAINT PAUL, MN 55102	N/A	509(a)(1)	General Unrestricted	2,500
SALVATION ARMY 700 S RIVERFRONT DR MANKATO, MN 56001	N/A	509(a)(1)	General Unrestricted	4,000
SHARING AND CARING HANDS INC 525 N 7TH ST MINNEAPOLIS, MN 55405	N/A	509(a)(1)	General Unrestricted	4,000
SUSAN G KOMEN BREAST CANCER FOUNDAT 5005 LBJ FWY STE 250 DALLAS, TX 75244	N/A	509(a)(1)	General Unrestricted	4,000
Total . . . . ▶ **3a**				93,830

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491308008711

TY 2010 General Explanation Attachment

Name: The Thom Family Foundation Inc

EIN: 20-0374684

Software ID: 10000149

Software Version: 2010.2.15

Identifier	Return Reference	Explanation

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491308008711

TY 2010 Investments Corporate Stock Schedule

Name: The Thom Family Foundation Inc
EIN: 20-0374684
Software ID: 10000149
Software Version: 2010.2.15

Name of Stock	End of Year Book Value	End of Year Fair Market Value
298 shares of A M R CORP AMR	2,051	2,321
133 shares of AMERCO UHAL	10,803	12,773
4980 shares of AMERICAN BALANCED FUND CL A ABALX	81,617	89,294
1657 shares of AMERICAN FDS NEW WORLD FUND A NEWFX	81,876	90,466
1734 shares of AMERICAN FUNDS CAP INCOME BUILDER A CAIBX	83,263	86,522
5392 shares of AMERICAN FUNDS INCOME FD OF AMERICA A AMECX	83,584	89,232
7201 shares of AMERICAN FUNDS NEW PERSPECTIVE ANWPX	158,843	206,081
159 shares of AMERIPRISE FINANCIAL INC AMP	4,538	9,150
326 shares of ARRIS GROUP INC - COMMON STOCK ARRS	3,162	3,658
1066 shares of ATMEL CORPORATION ATML	4,060	13,133
236 shares of AVNET INC. AVT	6,299	7,795
71 shares of BAKER HUGHES INTL BHI	1,747	4,059
207 shares of BE AEROSPACE, INC. BEAV	4,748	7,665
113 shares of BECKMAN COULTER INC. BEC	8,501	8,501
358 shares of BELO CORP BLC	1,909	2,535
80 shares of BILL BARRETT CORP BBG	2,614	3,290
73 shares of BOEING CO BA	4,989	4,764
415 shares of BRASKEM S A BAK	7,762	10,417
109 shares of BRINKS CO BCO	2,173	2,930
405 shares of BROOKFILED PPTYS BPO	4,745	7,100
277 shares of BROOKS AUTOMATION, INC BRKS	1,461	2,512
143 shares of BUCYRUS INTERNATIONAL INC BUCY	3,316	12,784
238 shares of CABLEVISION SYSTEMS CORP CL A CVC	3,295	8,054
497 shares of CAE INC CAE	4,176	5,730
288 shares of CAMECO CORPORATION CCJ	4,935	11,629
5532 shares of CAPITAL WORLD GROWTH INCOME CWGIX	161,704	197,591
266 shares of CARMAX INC KMX	7,909	8,480
379 shares of CB RICHARD ELLIS SVCS CBG	5,295	7,762
359 shares of CBS CORP CL B CBS	5,167	6,839
180 shares of CHOICE HOTELS INTERNATIONAL INC CHH	5,110	6,889

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1059 shares of CINCINNATI BELL INC CBB	2,664	2,965
166 shares of CITRIX SYSTEMS INC CTXS	7,097	11,356
478 shares of CNH GLOBAL NV CNH	13,976	22,820
141 shares of COACH INC COH	5,324	7,799
109 shares of COGNEX CORPORATION CGNX	1,479	3,207
137 shares of CROWN MEDIA HOLDINGS, INC CRWN	751	359
131 shares of CUMMINS INC CMI	3,676	14,411
1632 shares of DAVIS NEW YORK VENTURE INSTL CL Y DNVYX	59,898	56,630
42 shares of DIEBOLD INC. DBD	1,103	1,346
89 shares of DIGITAL RLTY TR INC DLR	5,507	4,587
229 shares of DISCOVERY COMMUNICATIONS, INC - SERIES C COMMON ST DISCK	2,896	8,402
587 shares of DODGE COX FUNDS INTERNATIONAL STOCK FUND DODFX	23,959	20,975
217 shares of DSW INC. DSW	8,424	8,485
102 shares of DTE ENERGY CO COM DTE	4,835	4,623
602 shares of FAIRCHILD SEMI INTL FCS	8,350	9,397
594 shares of FERRO CORP FOE	8,007	8,696
49 shares of FLOWSERVE CP FLS	5,262	5,842
204 shares of FLUSHING FINANCIAL CORPORATION FFIC	2,752	2,856
659 shares of FORD MOTOR COMPANY F	5,085	11,065
213 shares of FOSTER WHEELER AG FWLT	5,150	7,353
310 shares of GANNETT CO INC GCI	3,203	4,678
126 shares of GILEAD SCIENCES INC GILD	5,913	4,566
775 shares of GOLDMAN SACHS SM CAP VALUE FUND INSTITUTIONAL SH GSSIX	32,310	32,085
114 shares of GOODRICH CORPORATION GR	4,552	10,040
161 shares of GOODRICH PETROLEUM CORP NEW GDP	3,799	2,840
411 shares of HARBOR CAPITAL APPRECIATION FUND HACAX	12,769	15,085
301 shares of HARBOR FDS INTL FD HAINX	15,034	18,229
716 shares of HARMONIC INC. HLIT	5,560	6,136
300 shares of HEALTHSPRING INC. HS	7,737	7,959
99 shares of HEIDRICKSTRUGGLES INTL HSII	2,677	2,836

Name of Stock	End of Year Book Value	End of Year Fair Market Value
142 shares of HELMERICH PAYNE HP	3,099	6,884
248 shares of HEXCEL CP DELAWARE HXL	3,037	4,486
139 shares of HOLLY CP HOC	3,969	5,667
98 shares of IAC/INTERACTIVE CORP IACI	1,621	2,813
187 shares of IMMUNOGEN, INC IMGN	1,577	1,732
223 shares of INFORMATICA CORPORATION INFA	5,995	9,819
321 shares of INPUT/OUTPUT INC. IO	956	2,722
209 shares of INTERMEC INCCOM IN	3,143	2,646
299 shares of ISIS PHARMACEUTICALS, INC. ISIS	4,315	3,026
260 shares of KANSAS CITY SOUTHERN KSU	7,168	12,444
132 shares of LAM RESEARCH CORP LRCX	3,414	6,835
333 shares of LAS VEGAS SANDS CORP LVS	2,488	15,301
52 shares of LIBERTY MEDIA HLDG CAP SER A LCAPA	528	3,253
364 shares of LIN TV CORP TVL	360	1,929
319 shares of LODGENET ENTMT CORP COM LNET	202	1,356
566 shares of LSI CORPORATION LSI	1,990	3,390
295 shares of MACYS INC M	4,691	7,464
59 shares of MADISON SQUARE GARDEN CO. MSG	647	1,521
319 shares of MARSHALL ILSLEY CORP MI	2,598	2,207
5523 shares of MARSHALL LARGE-CAP VALUE FD CL I MLVIX	79,396	61,356
1851 shares of MARSHALL MID-CAP GROWTH FD CL I MRMIX	26,366	35,169
2363 shares of MARSHALL MID-CAP VALUE FD CL I MRVIX	34,399	30,033
7061 shares of MARSHALL SHORT-INTERMEDIATE BOND FUND CLASS I SHS MIBIX	65,448	69,270
1804 shares of MARSHALL SMALL-CAP GROWTH FD CL I MSGIX	28,660	34,553
166 shares of MEADWESTVACO CORP MWV	2,041	4,343
215 shares of MICROMET, INC MITI	1,454	1,746
240 shares of MYRIAD GENETICS, INC MYGN	7,114	5,482
124 shares of NII HOLDINGS INC - COMMON STOCK NIHD	4,847	5,538
100 shares of NIKE INC-CL B NKE	5,975	8,542
224 shares of NOVELLUS SYS INC. NVLS	3,318	7,240

Name of Stock	End of Year Book Value	End of Year Fair Market Value
644 shares of OAKMARK INTERNATIONAL FUND CL I OAKIX	17,803	12,502
160 shares of OGE ENERGY CORP OGE	5,901	7,286
152 shares of ONYX PHARMACEUTICALS, INC. ONXX	3,828	5,604
570 shares of ORIENT-EXPRESS HOTEL OEH	5,645	7,404
154 shares of PALL CP PLL	4,958	7,635
364 shares of PDL BIOPHARMA INC PDLI	2,504	2,268
10892 shares of PIMCO TOTAL RETURN FUND PTTRX	112,551	118,174
132 shares of PRECISION CASTPARTS PCP	11,007	18,376
363 shares of PROGRESSIVE CORP OHIO PGR	5,261	7,213
283 shares of PROTECTIVE LIFE CORPORATION PL	5,908	7,539
458 shares of R F MICRO DEVICES INC RFMD	1,204	3,366
149 shares of RAYMOND JAMES FINANCIAL INC RJF	2,601	4,872
203 shares of REGENERON PHARMACEUTICALS, INC REGN	4,099	6,664
476 shares of RIVERBED TECHNOLOGY, INC. RVBD	5,430	16,741
90 shares of ROBERT HALF INTL INC. RHI	1,931	2,754
184 shares of ROWAN COS INC. RDC	4,200	6,423
359 shares of ROYAL CARRIBEAN CRUISE RCL	8,178	16,873
177 shares of RTI INTL METALS INC RTI	3,195	4,775
145 shares of RUDDICK CP RDK	5,528	5,342
340 shares of SAKS INC SKS	1,346	3,638
99 shares of SALESFORCE.COM CRM	4,474	13,068
566 shares of SAUER-DANFOSS INC SHS	11,037	15,990
173 shares of SBA COMMUNICATIONS SBAC	5,814	7,083
487 shares of SEACHANGE INTERNATIONAL, INC SEAC	3,409	4,164
169 shares of SEATTLE GENETICS, INC. SGEN	1,713	2,527
507 shares of SINCLARI BROADCAST GROUP INC SBGI	2,367	4,147
146 shares of SOLERA HOLDINGS INC SLH	5,334	7,493
209 shares of STARBUCKS CORP COM SBUX	5,182	6,715
141 shares of STARWOOD HOTELS RESORTS HOT	4,660	8,570
532 shares of STILLWATER MNG CO SWC	3,412	11,358

Name of Stock	End of Year Book Value	End of Year Fair Market Value
119 shares of SUNOCO INC SUN	6,006	4,797
1498 shares of T. ROWE PRICE GROWTH STOCK FD PRGFX	42,093	48,159
340 shares of TAM SA SPON ADR TAM	7,771	8,272
330 shares of TEREX CORP TEX	7,362	10,243
94 shares of THE MOSAIC CO MOS	3,185	7,178
255 shares of TIME WARNER TELECOM INC. TWTC	2,979	4,348
216 shares of TJX COMPANIES INC TJX	4,606	9,588
192 shares of TRIMBLE NAV LTD TRMB	3,978	7,667
722 shares of TRIQUINT SEMICONDUCTOR, INC. TQNT	2,685	8,440
547 shares of TTM TECHNOLOGIES INC TTMI	8,554	8,161
1423 shares of UMB SCOUT INTERNATIONAL UMBWX	34,234	46,065
108 shares of UNIFI INC. UFI	744	1,828
226 shares of UNITED NATURAL FOODS, INC UNFI	8,440	8,290
366 shares of UNITED RENTALS INC URI	8,577	8,327
111 shares of UNITED STATES CELLULAR CORP USM	5,844	5,543
25 shares of UNITED STATES STEEL CORP X	903	1,461
173 shares of VALSPAR CORP VAL	3,602	5,965
1621 shares of VANGUARD INDEX TR MID-CAP INDEX FD INSTL SHS VMCIX	29,758	32,995
1276 shares of VANGUARD INSTITUTIONAL INDEX VINIX	156,225	146,733
1072 shares of VANGUARD MID CAP INDEX FUND SIGNAL SHARES VMISX	20,482	31,191
6385 shares of VANGUARD TOTAL BOND MARKET INDEX FUND SIGNAL SHARE VBTSX	64,006	67,685
911 shares of VISHAY INTERTECH VSH	9,563	13,373
22 shares of VISHAY PRECISION GROUP INC VPG	122	414
152 shares of WADDELLREED FIN INC WDR	1,870	5,364
229 shares of WESTLAKE CHEMICAL CORP WLK	8,354	9,955
1221 shares of WESTPORT SELECT CAP FUND CLASS I WPSCX	29,258	30,984
48 shares of WHIRLPOOL CORP WHR	2,774	4,264
133 shares of WHOLE FOODS MARKET, INC. WFM	4,758	6,728
321 shares of WILLIAMS SONOMA INC. WSM	7,373	11,456
146 shares of WOODWARD INC WWD	5,535	5,484

TY 2010 Investments - Other Schedule

Name: The Thom Family Foundation Inc

EIN: 20-0374684

Software ID: 10000149

Software Version: 2010.2.15

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ATLAS PIPELINE PARTNERS LP		9,881	14,284
LAZARD LTD		3,928	4,620
NORTHWEST MUTUAL LIFE INSURANCE POLICY		149,668	270,353
SUPERFUND GREEN, LP		42,066	41,949

TY 2010 Other Expenses Schedule

Name: The Thom Family Foundation Inc
EIN: 20-0374684
Software ID: 10000149
Software Version: 2010.2.15

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	12,894			12,894
State or local filing fees	25			25

TY 2010 Other Income Schedule

Name: The Thom Family Foundation Inc

EIN: 20-0374684

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ATLAS PIPELINE PARTNERS LP K-1 Pass-Through Share of Partnership Income/Loss	-757	61	
Federal Tax Refund	260		
LAZARD LTD K-1 Pass-Through Share of Partnership Income/Loss	59	59	
SUPERFUND GREEN, LP K-1 Pass-Through Share of Partnership Income/Loss	-3,207	-3,207	

TY 2010 Other Professional Fees Schedule

Name: The Thom Family Foundation Inc

EIN: 20-0374684

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	25,088	25,088		

TY 2010 Taxes Schedule

Name: The Thom Family Foundation Inc

EIN: 20-0374684

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax Paid	37	37	0	0