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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department 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 , and ending

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

Name of foundation WINDSOR FOUNDATION, INC.		A Employer identification number 20-1484900
Number and street (or P O box number if mail is not delivered to street address) 313 TALBOT BOULEVARD		B Telephone number 410-810-0880
City or town, state, and ZIP code CHESTERTOWN, MD 21620		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,142,678. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,130,090.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		3,570.	3,570.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,133,660.	3,570.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	765.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		4,841.	0.		0.
22 Printing and publications					
23 Other expenses	STMT 3	970.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		6,576.	0.		0.
25 Contributions, gifts, grants paid		459,594.			459,594.
26 Total expenses and disbursements. Add lines 24 and 25		466,170.	0.		459,594.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		667,490.			
b Net investment income (if negative, enter -0-)			3,570.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	17,855.	681,626.	681,626.
	2 Savings and temporary cash investments	457,483.	461,052.	461,052.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)		475,338.	1,142,678.	1,142,678.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	475,338.	1,142,678.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	475,338.	1,142,678.		
31 Total liabilities and net assets/fund balances	475,338.	1,142,678.		

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	475,338.
2 Enter amount from Part I, line 27a	2	667,490.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,142,828.
5 Decreases not included in line 2 (itemize) ▶ 2009 990-PF TAXES	5	150.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,142,678.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	309,774.	443,533.	.698424
2008	341,290.	289,979.	1.176947
2007	166,762.	102,532.	1.626439
2006	140,114.	23,114.	6.061867
2005	101,510.	0.	.000000

2 Total of line 1, column (d)	2	9.563677
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	1.912735
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	796,873.
5 Multiply line 4 by line 3	5	1,524,207.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	36.
7 Add lines 5 and 6	7	1,524,243.
8 Enter qualifying distributions from Part XII, line 4	8	459,594.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	71.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	71.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	71.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		71.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of WINDSOR FOUNDATION, INC. Telephone no. 410-810-0880 Located at 313 TALBOT BOULEVARD, CHESTERTOWN, MD ZIP+4 21620			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country N/A	16		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

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

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT R. FARRAR	DIRECTOR			
P.O. BOX 92				
GALENA, MD 21635	5.00	0.	0.	0.
WILL LAROSE	DIRECTOR			
558 CROSS CREEK COURT				
CHESTER, MD 21619	5.00	0.	0.	0.
JOAN FARRAR	DIRECTOR			
P.O. BOX 92				
GALENA, MD 21635	10.00	0.	0.	0.
GLENN EVANS	DIRECTOR			
18 EAST SHAKESPEARE DRIVE				
MIDDLETOWN, DE 19709	5.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 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 SAFE HARBOR RPESBYTERIAN CHURCH - FRO BUILDING FUND	
	29,250.
2 MISSION TO NORTH AMERICA - FOR SUPPORT OF CHRISTIAN MISSIONARIES	
	86,300.
3 HERITAGE PRESBYTERIAN CHURCH - TO SUPPORT URBAN & ETHNIC MINISTRIES	
	25,100.
4 MISSION TO THE WORLD - FOR SUPPORT OF CHRISTIAN MISSIONARIES	
	40,340.

Part IX-B Summary of Program-Related Investments

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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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	0.
b	Average of monthly cash balances	1b	809,008.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	809,008.
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	809,008.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,135.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	796,873.
6	Minimum investment return. Enter 5% of line 5	6	39,844.

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	39,844.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	71.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	71.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,773.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	39,773.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	39,773.

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	459,594.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	459,594.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	459,594.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				39,773.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	101,510.			
b From 2006	138,958.			
c From 2007	161,635.			
d From 2008	326,791.			
e From 2009	287,747.			
f Total of lines 3a through e	1,016,641.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	459,594.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				39,773.
e Remaining amount distributed out of corpus	419,821.			
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:	1,436,462.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	101,510.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,334,952.			
10 Analysis of line 9:				
a Excess from 2006	138,958.			
b Excess from 2007	161,635.			
c Excess from 2008	326,791.			
d Excess from 2009	287,747.			
e Excess from 2010	419,821.			

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

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

Tax year

(a) 2010

(b) 2009

Prior 3 years

(c) 2008

(d) 2007

(e) Total

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 5

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:

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

WINDSOR FOUNDATION, INC.

20-1484900

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

WINDSOR FOUNDATION, INC.

20-1484900

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	USA FULFILLMENT, INC. 313 TALBOT BOULEVARD CHESTERTOWN, MD 21620	\$ 1,129,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

WINDSOR FOUNDATION, INC.

20-1484900

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

WINDSOR FOUNDATION, INC.**20-1484900****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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BRANCH BANKING & TRUST	3,570.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,570.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	765.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	765.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	98.	0.		0.
OFFICE SUPPLIES	872.	0.		0.
TO FORM 990-PF, PG 1, LN 23	970.	0.		0.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 4

NAME OF CONTRIBUTOR

ADDRESS

USA FULFILLMENT, INC.

313 TALBOT BOULEVARD
CHESTERTOWN, MD 21620

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 5

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDJOAN FARRAR
P.O. BOX 92
GALENA, MD 21635TELEPHONE NUMBER

410-648-5440

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS AN APPLICATION WHICH MUST BE COMPLETED BY ITS APPLICANTS. ALSO, THE APPLICANTS MUST MEET WITH THE DIRECTORS.

ANY SUBMISSION DEADLINES

CURRENTLY, THERE ARE NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO RELIGIOUS, CHARITABLE & EDUCATIONAL ORGANIZATIONS EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) AND THAT ARE OPERATING IN A MANNER CONSISTENT WITH THE EVANGELICAL CHRISTIAN FAITH.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALL KIDS LEARN INTERNATIONAL 224 NORTHWEST WASHINGTON HAVRE DE GRACE, MD 21078	TO SUPPORT A CHILD		16,600.
AMERICAN CANCER SOCIETY P.O. BOX 132 QUEENSTOWN, MD 21658	FOR RELAY FOR LIFE		150.
BAY AREA YOUNG LIFE P.O. BOX 822 CHESTERTOWN, MD 21620	FOR PROMOTION OF CHRISTIAN PRINCIPLES AMONG YOUTH		3,300.
CAMPUS CRUSADE FOR CHRIST INTERNATIONAL P.O. BOX 628222 ORLANDO, FL 32862	FOR PROMOTION OF CHRISTIAN PRINCIPLES AMONG YOUTH		1,000.
CHILDREN'S WISH FOUNDATION INTL 8615 ROSWELL ROAD ATLANTA, GA 30350	FOR AID TO DISABLED CHILDREN		1,000.
COMPASSION INTERNATIONAL P.O. BOX 65000 COLORADO SPRINGS, CO 80962	TO SUPPORT CHILDREN IN BIBLICAL & SCHOOL EDUCATION		1,868.
CROSSWORLD 306 BALA AVENUE BALA CYNWYD, PA 19004	TO SUPPORT CHRISTIAN MISSIONARY		16,600.
DISCIPLE MAKERS P.O. BOX 74 STATE COLLEGE, PA 16804	FOR MINISTRY TO COLLEGE STUDENTS		11,100.

EASTERN SHORE REFORMED PRESBYTERIAN CHURCH P.O. BOX 104 CENTREVILLE, MD 21617	FOR SUPPORT OF LOCAL PCA CHURCHES	3,000.
EUROPEAN BAPTIST FELLOWSHIP INC. P.O. BOX 2331 FAYETTEVILLE, NC 28302	FOR ROMANIAN KINDERGARTEN	21,200.
EVANGELICAL FREE CHURCH OF AMERICA 901 EAST 78TH STREET MINNEAPOLIS, MN 54420	TO SUPPORT CHRISTIAN MISSIONARY	3,400.
FELLOWSHIP OF CHRISTIAN ATHLETES 909 MT. SOMA COURT FALLSTON, MD 21047	FOR PROMOTION OF CHRISTIAN PRINCIPLES AMONG YOUNG ATHLETES	3,300.
FOCUS ON THE FAMILY 8655 EXPLORER DRIVE COLORADO SPRINGS, CO 80962	FOR PLACEMENT OF SONOGRAMS IN CRISES PREGNANCY CENTE	8,250.
HERITAGE PRESBYTERIAN CHURCH 140 AIRPORT ROAD NEW CASTLE, DE 19720	TO SUPPORT URBAN & ETHNIC MINISTRIES	25,100.
KENT FAMILY CENTER 601 HIGH STREET CHESTERTOWN, MD 21620	TO SUPPORT LOCAL NEEDY FAMILIES	8,250.
MARK INC MINISTRIES 2880 SUMMIT BRIDGE ROAD BEAR, DE 19701	FIRST RESPONDERS CD'S	10,000.
MISSION TO NORTH AMERICA 1700 N. BROWN ROAD, SUITE 101 LAWRENCEVILLE, GA 30043	TO SUPPORT CHRISTIAN MISSIONARIES	86,300.
MISSION TO THE WORLD P.O. BOX 116284 ATLANTA, GA 30368	TO SUPPORT WORLDWIDE CHRISTIAN MISSIONS & MISSIONARIES WORLDWI	40,340.

NATIONAL CHILDREN'S CANCER
SOCIETY, INC.
P.O. BOX 66970 ST. LOUIS, MO
63166

GIFT OF LIFE DONOR

750.

NAVIGATORS
P.O. BOX 6000 COLORADO SPRINGS,
CO 80934

TO SUPPORT CHRISTIAN
MISSIONARY

3,600.

PCA REFORMED UNIVERSITY
MINISTRIES
1700 N. BROWN ROAD, SUITE 104
LAWRENCEVILLE, GA 30043

TO SUPPORT MINISTRY TO
UNIVERSITY STUDENTS

5,600.

PRESBYTERIAN CHURCH IN AMERICA
1700 N. BROWN ROAD, SUITE 102
LAWRENCEVILLE, GA 30043

FOR YXL MINORITY
SCHOLARSHIP FUND

5,000.

RBC MINISTRIES
P.O. BOX 2222 GRAND RAPIDS, MI
49501

DAILY BREAD
DEVOTIONALS

1,000.

SAFE HARBOR PRESBYTERIAN CHURCH
931 LOVE POINT ROAD
STEVENSVILLE, MD 21666

FOR ROMANIAN MISSIONS

15,100.

SAFE HARBOR PRESBYTERIAN CHURCH
931 LOVE POINT ROAD
STEVENSVILLE, MD 21666

FOR SUPPORT OF LOCAL
PCA CHURCHES

29,250.

SAFE HARBOR PRESBYTERIAN CHURCH
931 LOVE POINT ROAD
STEVENSVILLE, MD 21666

FOR SPANISH MISSIONS

5,600.

SAMARITAN'S PURSE
P.O. BOX 3000 BOONE, NC 28607

FOR OPERATION
CHRISTMAS CHILD

336.

SENT TO SERVE MINISTRIES, INC.
5550 STOREY ROAD HIRAM, GA
30141

TO SUPPORT CHRISTIAN
MISSIONARY

350.

SIM P.O. BOX 7900 CHARLOTTE, NC 28241	FOR OVERSEAS CHRISTIAN MISSIONARIES	17,400.
SPECIAL OLYMPICS MARYLAND P.O. BOX 5003 LINTHICUM HEIGHTS, MD 21090	FOR ENCOURAGEMENT OF DISABLED CHILDREN	350.
STUDENTS INTERNATIONAL P.O. BOX 2733 VISALIA, CA 23279	TO SUPPORT CHRISTIAN MISSIONARIES	1,750.
THE VOICE OF THE MARTYRS, INC. P.O. BOX 443 BARTLESVILLE, OK 74005	FOR EMERGENCY FUND	11,000.
WYCLIFFE BIBLE TRANSLATORS P.O. BOX 628200 ORLANDO, FL 32862	FOR TRANSLATION OF BIBLE IN NATIVE LANGUAGES WORLDWI	5,600.
A CUP OF WATER INTERNATIONAL, INC. P.O. BOX 9809 KANSAS CITY, MO 64134	FOR THE PROMOTION OF CLEAN WATER IN FOREIGN LANDS	10,000.
CORNERSTONE PRESBYTERIAN CHURCH P.O. BOX 339 KEMBLESVILLE, PA 19347	FOR MEDICAL TREATMENT	5,000.
DAY ONE CHRISTIAN MINISTRIES, INC. 427 WADE HAMPTON BOULEVARD GREENVILLE, SC 29609	FOR DISTRIBUTION FO GOSPEL BOOKLETS	4,000.
DOOR OF HOPE 218 MAIN STREET, SUITE 114 NEWARK, DE 19711	FOR ABSTINENCE EDUCATION MATERIALS	3,950.
FREDERICK RESCUE MISSION P.O. BOX 3389 FREDERICK, MD 21705	FOR THE HOMELESS IN FREDERICK, MD	5,000.

METRO ATLANTA SEMINARY 1700 N. BROWN ROAD, SUITE 102 LAWRENCEVILLE, GA 30043	FOR MENTORING STUDENTS	3,000.
NEW SONG COMMUNITY CHURCH 1600 N. CALHOUN STREET BALTIMORE, MD 21217	FOR JUNE 2010 PASTORS' REVIVAL CONFERENCE	2,000.
QUEEN ANNE'S COUNTY CHRISTIAN ASSISTANCE P.O. BOX 44 CHESTER, MD 21619	FOR THE HOMELESS	10,000.
REFORMED PRESBYTERIAN CHURCH 21 EAST LOCUST STREET EPHRATA, PA 17522	FOR THE MINORITY SCHOLARSHIP FUND	2,000.
RIVER VALLEY RANCH 4443 GRAVE RUN ROAD MANCHESTER, MD 21102	FOR THE RANCH HAND SCHOLARSHIP FUND	1,500.
UNITED SERVANTS ABROAD 14530 ROLLING ROCK PLACE WELLINGTON, FL 33414	FOR PERUVIAN SCHOOL CONSTRUCTION	100.
WORLD HARVEST MISSION P.O. BOX 1244 ALBERT LEA, MN 56007	TO SUPPORT CHRISTIAN MISSIONARIES	5,100.
MULTIPLE SCHLEROSIS ASSOCIATION OF AMERICA P.O. BOX 1887 MERRIFIELD , VA 22116	TO SUPPORT THOSE DIGNOSED WITH MS	1,500.
WESTMINSTER PRESBYTERIAN CHURCH 1438 SHERIDAN ROAD NE ATLANTA, GA 30324	FOR AID TO PASTORS NATIONWIDE	3,000.
CHESTER RIVER HEALTH FOUNDATION 100 BROWN STREET CHESTERTOWN, MD 21620	TO SUPPORT LOCAL HOSPITAL	500.

HERITAGE PRESBYTERY
2312 LIGHTHOUSE LANE
WILIMINGTON, DE 19810

TO SUPPORT CHRISTIAN
MISSIONARIES

15,100.

METRO ATLANTA SEMINARY
1700 N. BROWN ROAD, SUITE 102
LAWRENCEVILLE, GA 30043

FOR MENTORING PROGRAM

11,700.

NEW HARVEST MISSIONS
INTERNATIONAL
9230 RIDGE ROAD NEW PORT
RICHEY, FL 34654

FOR CHURCH PLANTING
PROJECT IN TOGO

7,500.

NEW HARVEST MISSIONS
INTERNATIONAL
9230 RIDGE ROAD NEW PORT
RICHEY, FL 34654

TO SUPPORT CHRISTIAN
MISSIONARIES

100.

SOUTHWEST CHURCH PLANTING
NETWORK
3838 OAK LAWN AVENUE, SUITE 200
DALLAS, TX 75219

TO SUPPORT CHRISTIAN
MISSIONARIES

5,100.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

459,594.
