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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 , 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

The Swan Family Charitable Foundation

Number and street (or P O box number if mail is not delivered to street address)

c/o Foundation Source, 501 Silverside Road

City or town, state, and ZIP code

Wilmington

DE

19809-1377

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) ▶ \$ 1,885,915

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

A Employer identification number

20-3954964

B Telephone number (see page 10 of the instructions)

(800) 839-1754

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 ▶ ☐**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))

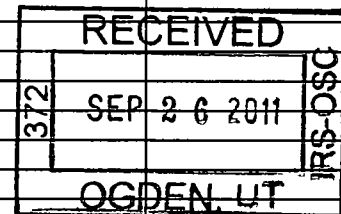
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	58,729	58,729		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	5,803			
b Gross sales price for all assets on line 6a 669,795				
7 Capital gain net income (from Part IV, line 2)		5,803		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	64,532	64,532		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	13,582	13,582		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	4,299			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	12,091			12,091
24 Total operating and administrative expenses. Add lines 13 through 23	29,972	13,582		12,091
25 Contributions, gifts, grants paid	89,148			89,148
26 Total expenses and disbursements. Add lines 24 and 25	119,120	13,582		101,239
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-54,588			
b Net investment income (if negative, enter -0-)		50,950		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form **990-PF** (2010)

SCANNED SEP 26 2011



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments	92,456	310,121	310,121		
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments—U S and state government obligations (attach schedule)	128,080	159,361	166,750		
	b Investments—corporate stock (attach schedule)	911,341	601,364	684,834		
	c Investments—corporate bonds (attach schedule)	705,971	712,414	724,210		
Liabilities	11 Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,837,848	1,783,260	1,885,915		
	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	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	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	1,837,848	1,783,260			
Net Assets or Fund Balances	30 Total net assets or fund balances (see page 17 of the instructions)	1,837,848	1,783,260			
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,837,848	1,783,260			

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	1,837,848
2 Enter amount from Part I, line 27a	2	-54,588
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,783,260
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	1,783,260

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 Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 669,795		663,992	5,803	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			5,803	
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	5,803	
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.

(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			0.000000
2008			0.000000
2007			0.000000
2006			0.000000
2005			0.000000
2 Total of line 1, column (d)			2 0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.000000
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 0
5 Multiply line 4 by line 3			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 0
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 0

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

1 a 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	1,019
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	1,019
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	1,019
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	700	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	335	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,035	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 16 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> DE		
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 on page 27)? 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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="text"/>				
14	The books are in care of <input type="text"/> c/o Foundation Source Telephone no <input type="text"/> (800) 839-1754			
	Located at <input type="text"/> 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 <input type="text"/> 19809-1377			
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 <input type="text"/> 15 <input type="text"/>			
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	Yes	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 <input type="text"/>			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 <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years <input type="text"/> 20 <input type="text"/> 20 <input type="text"/> 20 <input type="text"/> 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 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="text"/> 20 <input type="text"/> 20 <input type="text"/> 20 <input type="text"/> 20		
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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)		<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	N/A

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 ATTACHMENT				

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			<input type="checkbox"/>	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

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 ▶	0 0

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	1,687,981
b	Average of monthly cash balances	1b	171,445
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,859,426
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	1,859,426
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	27,891
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,831,535
6	Minimum investment return. Enter 5% of line 5	6	91,577

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	91,577
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,019
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	1,019
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	90,558
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	90,558
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	90,558

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	101,239
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	101,239
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	101,239

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				90,558
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			87,239	
b Total for prior years 20 08, 20, 20		10,999		
3 Excess distributions carryover, if any, to 2010				
a From 2005	0			
b From 2006	0			
c From 2007	0			
d From 2008	0			
e From 2009	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 101,239				
a Applied to 2009, but not more than line 2a			87,239	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		10,999		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				3,001
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				87,557
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)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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 <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY 2304 MIDWESTERN PKWY #206 WICHITA FALLS TX 76308	N/A	509(a)(1)	General & Unrestricted	7,000
AMERICAN CANCER SOCIETY 2304 MIDWESTERN PKWY #206 WICHITA FALLS TX 76308	N/A	509(a)(1)	Charitable Event	10,000
AMYOTROPHIC LATERAL SCLEROSIS ASSOC 1231 GREENWAY DR IRVING TX 75038	N/A	509(a)(1)	Sponsorship of For the Love of Leslie Team	300
BIG BROTHERS BIG SISTERS OF CTL TEXAS 1400 TILLERY ST AUSTIN TX 78721	N/A	509(a)(1)	General & Unrestricted	1,000
CONCERNED CITIZENS OF JACK CO INC 400 E PINE ST JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	20,000
COOPERATIVE FOR ASSISTANCE AND RELIEF PO BOX 1871 MERRIFIELD VA 22116	N/A	509(a)(1)	General & Unrestricted	1,500
CYSTIC FIBROSIS FOUNDATION 1008 WINSKOTT RD BENBROOK TX 76126	N/A	509(a)(1)	General & Unrestricted	4,000
JACK COUNTY CHILD WELFARE BOARD 445 W BLEKNAP JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	11,000
JACKSBORO H S EX-STUDENTS ASSOC PO BOX 68 JACKSBORO TX 76458	N/A	509(a)(1)	General & Unrestricted	15,000
JACKSBORO PARISH P O BOX 716 JACKSBORO TX 76458	N/A	509(a)(1)	MDO Teachers/ Parish Pre-School Teachers	5,000
JACKSON M c/o FOUNDATION SOURCE, 501 SILVERSIDE RD WILMINGTON DE 19809	NONE	N/A	Short-term Emergency Assistance Grant	5,000
Total See Attached Statement			▶ 3a	89,148
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	58,729	
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	5,803	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		64,532	0
13	Total. Add line 12, columns (b), (d), and (e)				13	64,532

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

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

[illegible]

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| 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 | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN

Jeffrey D Haskell

Jeffrey D. Haskell

7/14/2011

Check ☐ if
self-employed

Firm's name ► FOUNDATION SOURCE

Firm's EIN ▶

Firm's address ► 55 WALLS DRIVE, FAIRFIELD, CT 06824

Phone no	(800) 839-1754
----------	----------------

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

TOTAL:		13,582	13,582	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	13,582	13,582		0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 18 - Taxes

		TOTAL:							
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose				
1	Estimated Tax for 2010	700	0	0	0				
2	Excise Tax for 2009	299	0	0	0				
3	Payment with 2009 1st ext 4720	3,300	0	0	0				
4									
5									
6									
7									
8									
9									
10									

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

TOTAL:					12,091	0	0	0	12,091
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose				
1	Administrative Fees	12,066	0	0	12,066				
2	State or Local Filing Fees	25	0		25				
3									
4									
5									
6									
7									
8									
9									
10									

Form 990-PF, Part II, Line 10a - Investments: US & State Government Obligations

TOTAL:				148,308	159,361	166,750
	Description/Symbol/CUSIP Number	Shares	Book Value	Fair Market Value		
1	FNMA - 5 375% - 06/12/2017 (31398ADM1)	25,000	30,002	28,734		
2	US TIPS - 2 500% - 07/15/2016 (912828FL9)	108,308	113,308	121,678		
3	US TREAS NOTE - 4 250% - 08/15/2013 (912828BH2)	15,000	16,051	16,338		
4						
5						
6						
7						
8						
9						
10						

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:			
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c)
				601,364	684,834
1	ABBOTT LABS (ABT)	100	5,161		4,791
2	ACCENTURE PLC (ACN)	135	5,299		6,546
3	AETNA INC NEW (AET)	125	3,574		3,814
4	ALLIANCE DATA SYSTEM CORP (ADS)	80	4,547		5,682
5	ANADARKO PETROLEUM CORP (APC)	45	2,819		3,427
6	APACHE CORPORATION (APA)	48	4,224		5,723
7	APPLE INC. (AAPL)	15	4,823		4,838
8	AUTOMATIC DATA PROCESSING INC (ADP)	175	6,086		8,099
9	B M C SOFTWARE (BMC)	70	3,413		3,300
10	BANK NEW YORK MELLON CORP COM (BK)	207	6,196		6,251
11	BANK OF AMERICA CORP (BAC)	474	7,013		6,323
12	BEST BUY INC (BBY)	120	4,412		4,115
13	BLACKROCK INC (BLK)	45	7,873		8,576
14	CHECK POINT SOFTWARE TECHNOLOGIES LTD (CHKP)	60	1,928		2,776
15	CISCO SYSTEMS INC (CSCO)	355	6,762		7,182
16	CME GROUP, INC (CME)	11	2,972		3,539
17	COMCAST CORP CL A (CMCSA)	269	4,671		5,910
18	CVS CAREMARK CORP (CVS)	135	4,817		4,694
19	DANAHER CORP (DHR)	80	2,400		3,774
20	DREYFUS PREMIER EMERGING MARKETS DEBT LOCAL CURREN (DDBIX)	1,501	20,098		21,698
21	EQT CORPORATION (EQT)	118	4,523		5,291
22	EXPRESS SCRIPTS INC (ESRX)	52	1,760		2,811
23	EXXON MOBIL CORP (XOM)	69	4,476		5,045
24	FIDELITY NATIONAL INFORMATION SERVICES INC (FIS)	174	4,236		4,766
25	FIRST EAGLE SOGEN OVERSEAS FUND CLASS I (SGOIX)	4,427	103,605		101,737
26	FISERV INC (FISV)	100	4,878		5,856
27	GEN DYNAMICS CP (GD)	65	4,645		4,612
28	GENERAL ELECTRIC CO (GE)	530	15,928		9,694
29	GOOGLE INC CL A (GOOG)	6	3,551		3,564
30	H J HEINZ COMPANY (HNZ)	175	6,128		8,656
31	HEWLETT PACKARD CO (HPQ)	170	6,860		7,157
32	INTERNATIONAL BUSINESS MACHINES (IBM)	58	6,874		8,512
33	JP MORGAN CHASE & CO (JPM)	175	5,874		7,424
34	LABORATORY CORP AMER HLDGS (LH)	45	2,968		3,956
35	LIBERTY GLOBAL INC (LBTYA)	105	2,584		3,715
36	MANAGERS AMG FDS TSQ MC GRW INS (TMDIX)	7,192	84,963		100,970
37	MATTHEWS PACIFIC TIGER FUND (MAPTX)	3,214	58,712		75,332
38	MEDTRONIC INC (MDT)	136	5,356		5,044
39	MERCK & CO INC (MRK)	183	4,792		6,595
40	NALCO CHEMICAL (NLC)	160	3,850		5,110
41	NEXTERA ENERGY, INC (NEE)	60	3,059		3,119

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:				601,364	684,834
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c) Fair Market Value
42	NIKE INC-CL B (NKE)	60	3,186		5,125
43	NORFOLK SOUTHERN CORP (NSC)	60	3,337		3,769
44	NORTHEAST UTIL (NU)	120	2,717		3,826
45	ORACLE CORP (ORCL)	300	5,475		9,390
46	PEPSICO INC (PEP)	165	10,748		10,779
47	PG & E CORP (PCG)	63	2,580		3,014
48	PIMCO COMMODITY REAL RETURN STRATEGY FUND (PCRIX)	5,430	43,992		50,443
49	PRAXAIR INC (PX)	70	4,813		6,683
50	PROCTER GAMBLE CO (PG)	95	5,884		6,111
51	QEP RESOURCES INC (QEP)	105	1,923		3,813
52	REPUBLIC SVCS INC (RSG)	115	3,285		3,434
53	SPECTRA ENERGY CORP-W/ (SE)	115	2,267		2,874
54	STRYKER CORPORATION (SYK)	120	4,350		6,444
55	TARGET CORPORATION (TGT)	110	5,682		6,614
56	TIME WARNER CABLE INC (TWC)	40	1,992		2,641
57	TJX COMPANIES INC (TJX)	108	4,650		4,794
58	UNITED TECHNOLOGIES CORP (UTX)	90	5,756		7,085
59	UNITEDHEALTH GROUP INC (UNH)	210	5,395		7,583
60	V F CORP (VFC)	55	4,345		4,740
61	VISA INC (V)	40	2,687		2,815
62	WALGREEN CO (WAG)	270	8,383		10,519
63	WELLS FARGO & CO. (WFC)	241	6,183		7,469
64	WESTERN UNION CO (WU)	440	6,000		8,171
65	WILLIAMS COS (WMB)	270	7,024		6,674

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

TOTAL:				712,414	724,210
	Description/Symbol/CUSIP Number	Shares	Book Value	(b)	(c) Fair Market Value
1	BERKSHIRE HATHAWAY NOTES 144A 5.4% 05/15/2018 (084664BH3)	50,000	50,947		54,853
2	BP CAP MKTS P L C GTD SR NT - 5.250% - 11/07/2013 (05565QBF4)	50,000	53,663		54,208
3	CISCO SYSTEMS INC - 5.250% - 02/22/2011 (17275RAB8)	50,000	52,923		50,286
4	EI DU PONT DE NUMOUR BONDS - 05.000% - 07/15/2013 (263534BU2)	50,000	51,666		54,689
5	IBM BOND DTD 11/27/2002 4.75% 11/29/2012 (459200BA8)	50,000	52,779		53,850
6	JOHN DEERE CAP SER DMTN SR UNS 2.875% DUE 06/19/2012 (24424DAA7)	100,000	102,016		103,323
7	JPMORGAN CHASE & CO - 3.125% - 12/01/2011 (481247AA2)	75,000	77,086		76,857
8	ORACLE CORP - 5.25% - 01/15/2016 (68402LAC8)	50,000	51,833		55,801
9	PEPSICO INC SR NT - 4.650% - 02/15/2013 (713448BG2)	50,000	53,136		53,694
10	PFIZER INC - 6.200% - 03/15/2019 (717081DB6)	50,000	60,828		58,720
11	SBC COMMUNICATIONS 5.875% 2/1/2012 (78387GAH6)	50,000	52,683		52,639
12	UNITED TECHNOLOGY 4.875% NT, 05/01/15 (913017BH1)	50,000	52,854		55,290

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp.	Benefits	Expense Account
1	Kenneth R Swan	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	President / Director / Secretary	1	0	0	0
2	Rebecca Swan	c/o Foundation Source 501 Silverside Road Suite 123	Wilmington	DE	19809	Vice President / Director	1	0	0	0
3										
4										
5										
6										
7										
8										
9										
10										

The Swan Family Charitable Foundation
EIN: 20-3954964
Taxable Year Ending December 31, 2010

Form 990-PF, Part XIII, Line 4b – Election

Pursuant to Section 4942(h)(2) of the Internal Revenue Code of 1986, as amended, and Treasury Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of the undistributed income from a prior tax year as follows:

<u>Tax Year Ending</u>	<u>Amount</u>
12/31/2008	\$10,999

By: _____

Name: _____

Title: _____

Date: _____

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LATIN GALA CHARITIES

Street

4713 MATTERHORN DR

City

WICHITA FALLS

State

TX

Zip Code

76310

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

3,348

Name

NETWORK OF INTL CHRISTIAN SCHOOLS OASIS

Street

3790 GOODMAN RD E

City

SOUTHAVEN

State

MS

Zip Code

38672

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Amanda Joy Bregel's Fundraising Efforts

Amount

2,000

Name

RONALD MCDONALD HOUSE OF FORT WORTH

Street

1004 7TH AVE

City

FORT WORTH

State

TX

Zip Code

76104

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

SAFEHAVEN OF TARRANT COUNTY

Street

6815 MANHATTAN BLVD STE 105

City

FT WORTH

State

TX

Zip Code

76120

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

ST JUDE CHILDRENS RESEARCH HOSPITAL

Street

501 ST JUDE'S PL

City

MEMPHIS

State

TN

Zip Code

38105

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

WICHITA FALLS AREA FOOD BANK

Street

1230 MIDWESTERN PKWY

City

WICHITA FALLS

State

TX

Zip Code

76302

Foreign Country

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000