



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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
BERNAU FAMILY FOUNDATION INC

A Employer identification number
22-3382599

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 916

Room/suite

B Telephone number (see page 10 of the instructions)
(540) 719-0985

City or town, state, and ZIP code
HARDY, VA 24101

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 ☐





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

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 ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$** 2,087,548

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)	26,088			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	781	781		
	4 Dividends and interest from securities.	13,327	13,327		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	118,620			
	b Gross sales price for all assets on line 6a <u>756,099</u>				
	7 Capital gain net income (from Part IV , line 2)		118,620		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	158,816	132,728		
	13 Compensation of officers, directors, trustees, etc	1,944			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	149			149
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 2,635	2,250		385
	c Other professional fees (attach schedule)	 10,000			10,000
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 333	333		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,522			
	22 Printing and publications				
	23 Other expenses (attach schedule).	 7,593	3,925		2,999
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	28,176	6,508		13,533
	25 Contributions, gifts, grants paid	83,623			83,623
	26 Total expenses and disbursements. Add lines 24 and 25	111,799	6,508		97,156
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	47,017			
	b Net investment income (if negative, enter -0-)		126,220		
	c Adjusted net income (if negative, enter -0-)				

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






Cat No 11289X

Form **990-PF** (2010)

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	1Cash—non-interest-bearing			
	2Savings and temporary cash investments	129,727	100,067	100,067
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges			
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule)	1,667,990 	1,714,186	1,655,398
	cInvestments—corporate bonds (attach schedule).			
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)	243,212 	247,693	252,083
	14Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15Other assets (describe ▶ _____)	 54,000	 80,000	 80,000
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,094,929	2,141,946	2,087,548
	17Accounts payable and accrued expenses			
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted			
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds			
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds	2,094,929	2,141,946	
	30Total net assets or fund balances (see page 17 of the instructions)	2,094,929	2,141,946	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,094,929	2,141,946	

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	2,094,929
2	Enter amount from Part I, line 27a	2	47,017
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,141,946
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	2,141,946

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	See Additional Data Table			
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	See Additional Data Table		
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) 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	See Additional Data Table		
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	118,620
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	68,077

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	134,283	1,666,828	0 080562
2008	156,398	2,055,750	0 076078
2007	132,360	2,414,178	0 054826
2006	113,565	2,138,686	0 053100
2005	73,492	1,977,642	0 037161

2	Total of line 1, column (d).	2	0 301727
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 060345
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	1,835,283
5	Multiply line 4 by line 3.	5	110,750
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,262
7	Add lines 5 and 6.	7	112,012
8	Enter qualifying distributions from Part XII, line 4.	8	127,156

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,262
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	1,262
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	1,262
6 Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	547
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	547
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	715
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"/> 0 Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities				
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?			Yes	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)? 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.		1a		No
c Did the foundation file Form 1120-POL for this year?		1b		No
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"/> \$ _____		1c		
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.		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) <input checked="" type="checkbox"/> NJ, <input type="checkbox"/> VA _____				
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)*

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? Website address ▶ WWW.BERNAUFF.ORG	13	Yes	
14	The books are in care of ▶ THEODORE G BERNAU Telephone no ▶ (540) 719-0985 Located at ▶ PO BOX 916 HARDY VA ZIP+4 ▶ 24101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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		
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? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 20 of the instructions)? . . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>).	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))?	<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.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 (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
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
1AMERICA SCORES - CHICAGO	30,000
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	30,000

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	1,661,587
b	Average of monthly cash balances.	1b	201,644
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,863,231
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	1,863,231
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	27,948
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,835,283
6	Minimum investment return. Enter 5% of line 5.	6	91,764

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	91,764
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	1,262
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,262
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	90,502
4	Recoveries of amounts treated as qualifying distributions.	4	4,000
5	Add lines 3 and 4.	5	94,502
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	94,502

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	97,156
b	Program-related investments—total from Part IX-B.	1b	30,000
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	127,156
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	1,262
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	125,894
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			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. 115,560			
b	Total for prior years 20____, 20____, 20____			
3	Excess distributions carryover, if any, to 2010			
a	From 2005.			
b	From 2006.			
c	From 2007.			
d	From 2008.			
e	From 2009.			
f	Total of lines 3a through e.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 127,156			
a	Applied to 2009, but not more than line 2a 115,560			
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. 11,596			
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).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
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. 82,906			
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			
10	Analysis of line 9			
a	Excess from 2006.			
b	Excess from 2007.			
c	Excess from 2008.			
d	Excess from 2009.			
e	Excess from 2010.			

Part XIV

Private Operating Foundations (see 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see 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

WENDI BUTLER
4904 BELLADONNA DR
FORT WORTH, TX 76123
(410) 857-6169

b

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

NEW ORGANIZATIONS SHOULD COMPLETE THE GRANT LETTER OF INQUIRY AND E-MAIL IT TO BERNAUFF@GMAIL COM YOU WILL BE NOTIFIED IF YOU ARE ELIGIBLE TO CONTINUE TO THE NEXT PHASE OF APPLICATION RETURNING ORGANIZATIONS SHOULD COMPLETE THE GRANT APPLICATION AND A PROPOSAL SUMMARY, BUDGET FOR THE PROJECT, AND OTHER INFORMATION AS DETAILED ON OUR WEBSITE

c

Any submission deadlines

APPLICANTS ARE ENCOURAGED TO SUBMIT PROPOSALS WELL IN ADVANCE OF, BUT NO LATER THAN JULY 15TH FOR TH

d

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

GRANTS ARE NOT MADE TO LARGE, PUBLIC CHARITIES THE FOUNDATION PREFERS TO FUND ORGANIZATIONS THAT DO NOT RECEIVE WIDE PUBLIC SUPPORT WE GIVE PREFERENCE TO THOSE ORGANIZATIONS WHICH HAVE CUSTOM PROGRAMS FOR WORKING ONE ON ONE WITH INDIVIDUALS WHO WILL THEN TURN THEIR LIVES AROUND AND HAVE A POSTIVE IMPACT ON PEOPLE IN THEIR OWN SPHERE OF INFLUENCE EXCEPT IN RARE CIRCUMSTANCES, GRANTS ARE CURRENTLY LIMITED TO PROGRAMS AND PROJECTS THAT WILL IMPACT THE COMMUNITIES IN THE FOLLOWING GEOGRAPHIC AREAS MONETA, VA, FORT WORTH, TX, CHICAGO, IL, HARTFORD, CT, NEW YORK, NY, PROVO, UT PREFERENCE IN AWARDING GRANTS WILL BE MADE TO THOSE PROJECTS THAT ENCOURAGE CONSTRUCTIVE CHANGE, STRIVE TO ACHIEVE EXCELLENCE, HAVE A SIGNIFICANT COMPONENT OF PUBLIC SERVICE, AND HAVE A LONG TERM IMPACT

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	83,623
b Approved for future payment				
Total			▶ 3b	

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	781	
4 Dividends and interest from securities.			14	13,327	
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			14	118,620	
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).				132,728	
13 Total. Add line 12, columns (b), (d), and (e).					132,728

[illegible]

Part XVII

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

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.

Signature of officer or trustee

2011-05-10

Date

Title

Paid Preparer's Use Only

Preparer's Signature

JANET B BELL CPA

Date

2011-05-10

Check if self-employed

☒

PTIN

Firm's name

JANET B BELL CPA

Firm's EIN

Firm's address

CHESTER, NJ 079302304

Phone no.

(908) 879-8040

Form 990-PF (2010)

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 BERNAU FAMILY FOUNDATION INC	Employer identification number 22-3382599
--	--

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 33¹/₃% 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).

Name of organization BERNAU FAMILY FOUNDATION INC	Employer identification number 22-3382599
---	---

Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THEODORE RUTH BERNAU PO BOX 916 HARDY, VA 24101	\$ 26,088	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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)
		\$	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 BERNAU FAMILY FOUNDATION INC	Employer identification number 22-3382599
--	--

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
1	800 SH GLAXOSMITHKLINE PLC ADR	\$ 26,088	2010-05-26
(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 BERNAU FAMILY FOUNDATION INC	Employer identification number 22-3382599
--	--

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
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	<div>Transferee's name, address, and ZIP + 4</div> <div>Relationship of transferor to transferee</div> <div></div> <div></div> <div></div>		

Additional Data

Software ID:
Software Version:
EIN: 22-3382599
Name: BERNAU FAMILY FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
A	100-ISHARES TR S&P	P	2009-03-19	2010-01-20
B	1000-Q WEST COMMUNS INTL	P	2010-01-20	2010-04-26
C	100-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
D	400-YUM BRANDS INC	P	1997-01-23	2010-06-01
E	200-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
F	300-MCDONALDS CORP	P	2007-12-06	2010-07-01
G	275-ISHARES TR S&P	P	2009-03-19	2010-01-20
H	1500-Q WEST COMMUNS INTL	P	2010-01-20	2010-04-26
I	135-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
J	900 901-LOOMS SAYLES BONS FUND	P	2009-05-14	2010-06-25
K	195-EOG RESOURCES INC	P	2009-10-06	2010-10-26
L	1000-SMITH GROUP PLC	P	2010-01-13	2010-10-07
M	700-POWERSHS EXCH	P	2009-03-19	2010-01-20
N	2300-Q WEST COMMUNS INTL	P	2010-01-20	2010-04-26
O	135-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
P	57-EOG RESOURCES INC	P	2009-10-06	2010-09-01
Q	560-GLAXOSMITHKLINE	D	2010-05-25	2010-10-26
R	500-SOTHEYB'S	P	2010-01-05	2010-10-07
S	200-PATRIOT COAL CORP	P	2009-10-06	2010-03-17
T	2000-TAIWAN SEMICONDUCTR	P	2009-12-16	2010-04-26
U	200-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
V	40-GLAXOSMITHKLINE	D	2010-05-25	2010-09-01
W	37-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-12-13
X	250-DISCOVER FINANCIAL	P	2007-01-03	2010-11-10
Y	200-PATRIOT COAL CORP	P	2009-10-06	2010-03-17
Z	47 784-AMERICAN FUND CAPITAL	P	2010-01-01	2010-05-12
AA	200-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
AB	100-GLAXOSMITHKLINE	D	2010-05-25	2010-09-01
AC	100-SPDR S&P HOMEBUILDERS	P	2010-04-26	2010-12-13
AD	243-DISCOVER FINANCIAL	P	2007-02-07	2010-11-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	200-PATRIOT COAL CORP	P	2009-10-06	2010-03-17
AF	550-ISHARES S&P GLOBAL	P	2009-12-16	2010-05-12
AG	245-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
AH	100-GLAXOSMITHKLINE	D	2010-05-25	2010-09-01
AI	100-SPDR S&P HOMEBUILDERS	P	2010-04-26	2010-12-13
AJ	7-DISCOVER FINANCIAL	P	2007-02-07	2010-11-10
AK	286-PATRIOT COAL CORP	P	2009-10-06	2010-03-17
AL	14-PATRIOT COAL CORP	P	2009-10-06	2010-05-12
AM	4 808-FIDELITY ADV NEW	P	2010-01-01	2010-05-26
AN	621-TIBCO SOFTWARE	P	2010-04-26	2010-09-01
AO	263-SPDR S&P HOMEBUILDERS	P	2010-04-26	2010-12-13
AP	500-ROWAN COMPANIES, INC	P	2009-11-10	2010-11-10
AQ	82-TEVA PHARM INDS LTD	P	2009-03-19	2010-03-17
AR	200-PATRIOT COAL CORP	P	2009-10-06	2010-05-12
AS	1236 404-AMERICAN FD CAPITAL	P	2009-01-01	2010-05-12
AT	37-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
AU	300-SPDR S&P HOMEBUILDERS	P	2010-04-26	2010-12-13
AV	200-ROWAN COMPANIES, INC	P	2010-04-16	2010-11-10
AW	50-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
AX	400-PATRIOT COAL CORP	P	2009-10-06	2010-05-12
AY	100-PUB SVC ENT GROUP INC	P	2000-12-31	2010-05-12
AZ	47-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
BA	500-FORD CAP TR II	P	2008-06-04	2010-01-05
BB	300-ROWAN COMPANIES, INC	P	2010-04-16	2010-11-10
BC	100-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
BD	622-PATRIOT COAL CORP	P	2009-10-06	2010-05-12
BE	100-PUB SVC ENT GROUP INC	P	2000-12-31	2010-05-12
BF	47-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
BG	500-MONSANTO CO NEW	P	2009-01-14	2010-01-05
BH	400-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BI	45-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
BJ	114-PUB SVC ENT GROUP INC	P	2000-12-31	2010-05-12
BK	53-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
BL	1000-CORNING INC	P	2005-05-02	2010-01-26
BM	400-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
BN	55-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
BO	1979 414-FIDELITY ADV NEW	P	2008-12-31	2010-05-26
BP	63-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
BQ	500-VISA INC CLASS A	P	2009-04-09	2010-01-26
BR	500-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
BS	55-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
BT	50-EOG RESOURCES INC	P	2009-10-06	2010-06-01
BU	10-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
BV	500-VISA INC CLASS A	P	1942-05-22	2010-01-26
BW	700-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
BX	65-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
BY	200-INTL BUSINESS MACHINES	P	2004-11-10	2010-06-01
BZ	116-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
CA	1000-BANK OF AMERICA CORP	P	2010-03-26	2010-07-01
CB	800-QWEST COMMUNS INTL	P	2010-01-20	2010-04-26
CC	100-PETROLEUM DEVELOPMENT	P	2009-10-06	2010-05-12
CD	268-TEVA PHARM INDS LTD	P	2009-03-19	2010-06-01
CE	184-SPDR S&P HOMEBUILDERS	P	2010-03-17	2010-09-01
CF	700-MCDONALDS CORP	P	2007-12-06	2010-07-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	4,655		2,636	2,019
B	5,252		4,500	752
C	2,292		1,957	335
D	16,144		3,834	12,310
E	2,914		3,407	-493
F	19,630		18,131	1,499
G	12,801		7,249	5,552
H	7,875		6,750	1,125
I	3,094		2,642	452
J	12,171		10,000	2,171
K	18,856		16,469	2,387
L	19,296		16,896	2,400
M	17,098		9,905	7,193
N	12,075		10,348	1,727
O	3,094		2,642	452
P	5,099		4,814	285
Q	22,584		18,262	4,322
R	18,867		11,642	7,225
S	4,210		2,450	1,760
T	21,982		21,878	104
U	4,584		3,913	671
V	1,551		1,304	247
W	639		630	9
X	4,595		6,836	-2,241
Y	4,210		2,450	1,760
Z	949		895	54
AA	4,585		3,913	672
AB	3,877		3,261	616
AC	1,727		1,992	-265
AD	4,467		6,764	-2,297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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 E	4,210		2,450	1,760
A F	24,278		26,830	-2,552
A G	5,617		4,794	823
A H	3,877		3,261	616
A I	1,727		1,992	-265
A J	124		195	-71
A K	6,021		3,504	2,517
A L	266		172	94
A M	79		61	18
A N	9,091		7,129	1,962
A O	4,542		5,239	-697
A P	15,781		13,396	2,385
A Q	4,913		3,593	1,320
A R	3,798		2,450	1,348
A S	24,567		23,151	1,416
A T	539		630	-91
A U	5,181		5,976	-795
A V	6,312		6,096	216
A W	263		225	38
A X	7,596		4,900	2,696
A Y	3,182		1,812	1,370
A Z	685		801	-116
B A	20,853		16,757	4,096
B B	9,461		9,144	317
B C	525		450	75
B D	11,812		7,620	4,192
B E	3,182		1,812	1,370
B F	685		801	-116
B G	42,048		38,504	3,544
B H	2,101		1,799	302

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	1,032		880	152
BJ	3,628		2,066	1,562
BK	772		903	-131
BL	18,130		14,113	4,017
BM	2,100		1,799	301
BN	1,261		1,076	185
BO	32,720		25,038	7,682
BP	918		1,073	-155
BQ	40,885		29,667	11,218
BR	2,625		2,249	376
BS	1,261		1,076	185
BT	5,024		4,223	801
BU	1,457		1,704	-247
BV	40,885		41,574	-689
BW	3,677		3,150	527
BX	1,490		1,272	218
BY	25,118		18,732	6,386
BZ	1,690		1,976	-286
CA	14,137		18,253	-4,116
CB	4,201		3,599	602
CC	2,293		1,957	336
CD	14,818		11,744	3,074
CE	2,681		3,135	-454
CF	45,799		42,306	3,493

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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				2,019
B				752
C				335
D				12,310
E				-493
F				1,499
G				5,552
H				1,125
I				452
J				2,171
K				2,387
L				2,400
M				7,193
N				1,727
O				452
P				285
Q				4,322
R				7,225
S				1,760
T				104
U				671
V				247
W				9
X				-2,241
Y				1,760
Z				54
AA				672
AB				616
AC				-265
AD				-2,297







Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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 E				1,760
A F				-2,552
A G				823
A H				616
A I				-265
A J				-71
A K				2,517
A L				94
A M				18
A N				1,962
A O				-697
A P				2,385
A Q				1,320
A R				1,348
A S				1,416
A T				-91
A U				-795
A V				216
A W				38
A X				2,696
A Y				1,370
A Z				-116
B A				4,096
B B				317
B C				75
B D				4,192
B E				1,370
B F				-116
B G				3,544
B H				302

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
BI				152
BJ				1,562
BK				-131
BL				4,017
BM				301
BN				185
BO				7,682
BP				-155
BQ				11,218
BR				376
BS				185
BT				801
BU				-247
BV				-689
BW				527
BX				218
BY				6,386
BZ				-286
CA				-4,116
CB				602
CC				336
CD				3,074
CE				-454
CF				3,493


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
THEODORE G BERNAU 	PRES & TREAS 8 00	0	0	0
PO BOX 916 HARDY, VA 24101				
RUTH E BERNAU 	VP & SEC'Y 3 00	0	0	0
PO BOX 916 HARDY, VA 24101				
SALLY BISHOP 	VP 0 50	0	0	0
415 E 85TH ST NEW YORK, NY 10028				
KEVIN KNAPP 	VP 0 50	0	0	0
1445 WEST HOOD CHICAGO, IL 60660				
DAVID KNAPP 	VP 0 50	0	0	0
181 PENN DRIVE W HARTFORD, CT 06119				
WENDI BUTLER 	VP 4 60	1,944	0	1,000
4904 BELLADONNA DR FORT WORTH, TX 76123				

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).

THEODORE G BERNAU
RUTH E BERNAU

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
COMMUNITY SCHOOL THE ARTS 620 STATE STREET KNOXSVILLE, TN 37902	NONE	PUB CHARITY	GENERAL USE	15,000
ALICE LLOYD COLLEGE ROUTE 899 PIPPA PASSES, KY 41844	NONE	PUB CHARITY	GENERAL USE	10,000
AMERICA SCORES - CHICAGO 222 S MORGAN ST 4C CHICAGO, IL 60607	NONE	PUB CHARITY	GENERAL USE	15,523
AGAPE CENTER EAST LAKE COMMUNITY CHURCH 14917 MONETA RD MONETA, VA 24121	NONE	PUB CHARITY	GENERAL USE	10,000
RENEWANATION PARKWAY HOUSE OF PRAYER 3230 KING STREET ROANOKE, VA 24012	NONE	PUB CHARITY	GENERAL USE	21,000
ENDTIME HARVEST MINISTRIE PO BOX 712 WALDEN, NY 12586	NONE	PUB CHARITY	GENERAL USE	1,000
BOY SCOUT BLUE RIDGE COUN PO BOX 7606 ROANOKE, VA 24019	NONE	PUB CHARITY	GENERAL USE	100
EAST WEST MINISTRIES PO BOX 868050 PLANO, TX 75086	NONE	PUB CHARITY	GENERAL USE	1,000
EASTERN APPALACHIAN PO BOX 19385 ROANOKE, VA 240191039	NONE	PUB CHARITY	GENERAL USE	10,000
Total  3a				83,623

TY 2010 Accounting Fees Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	2,635	2,250		385

TY 2010 Compensation Explanation

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Person Name	Explanation
THEODORE G BERNAU	
RUTH E BERNAU	
SALLY BISHOP	
KEVIN KNAPP	
DAVID KNAPP	
WENDI BUTLER	

TY 2010 Investments Corporate Stock Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB 15407511	789,131	815,910
WACHOVIA	852,413	751,377
AMERIPRISE	72,642	88,111

TY 2010 Investments - Other Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD 500 INDEX FUND	AT COST	247,693	252,083

TY 2010 Other Assets Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PARKWAY HOUSE	4,000		
AMERICA SCORES - CHICAGO		30,000	30,000
BLUE RIDGE CAMP	50,000	50,000	50,000

TY 2010 Other Expenses Schedule**Name:** BERNAU FAMILY FOUNDATION INC**EIN:** 22-3382599

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
DUES & ASSOCIATION FEES	495			
NJ STATE FEE	140			
BANK FEE	5			
POST OFFICE BOX	20			
INVESTMENT FEE - SCHWAB	3,925	3,925		
REIMBURSED EXPENSES	2,999			2,999
INVESTMENT FEE - AMERIPRISE				
OFFICE EXPENSES	9			

TY 2010 Other Professional Fees Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KEVIN KNAPP - GRANT WRITING	10,000			10,000

TY 2010 Taxes Schedule

Name: BERNAU FAMILY FOUNDATION INC

EIN: 22-3382599

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD - WACHOVIA	223	223		
FOREIGN TAX WITHHELD - AMERIPRIS				
FOREIGN TAX PAID - SCHWAB	110	110		