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

2010

Department of the Treasury
Internal Revenue Service

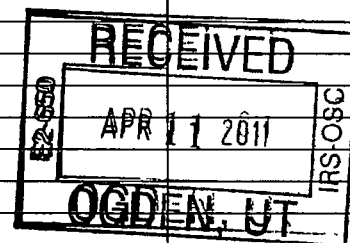
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Name of foundation THE GEORGE PRESTON MARSHALL FOUNDATION		A Employer identification number 23-7173302
Number and street (or P O box number if mail is not delivered to street address) 4300 MONTGOMERY AVENUE	Room/suite 104	B Telephone number (301) 654-7774
City or town, state, and ZIP code BETHESDA, MD 20814		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 60,293.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		586,283.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		54.	54.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		586,337.	54.		
13 Compensation of officers, directors, trustees, etc		47,201.	0.		47,201.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		7,200.	0.		7,200.
16a Legal fees					
b Accounting fees STMT 2		5,401.	0.		5,401.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		3,611.	0.		3,611.
19 Depreciation and depletion		143.	0.		
20 Occupancy		16,722.	0.		16,722.
21 Travel, conferences, and meetings					
22 Printing and publications		3,824.	0.		3,824.
23 Other expenses STMT 4		5,770.	0.		5,770.
24 Total operating and administrative expenses. Add lines 13 through 23		89,872.	0.		89,729.
25 Contributions, gifts, grants paid		494,633.			494,633.
26 Total expenses and disbursements. Add lines 24 and 25		584,505.	0.		584,362.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,832.			
b Net investment income (if negative, enter -0-)			54.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	341.	972.	972.	
	2 Savings and temporary cash investments	54,804.	58,076.	58,076.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶ 19.				
	Less: allowance for doubtful accounts ▶ 0.	0.	19.	19.	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶ 1,309.					
Less accumulated depreciation STMT 5 ▶ 1,183.		269.	126.	126.	
15 Other assets (describe ▶ SECURITY DEPOSITS)		1,100.	1,100.	1,100.	
16 Total assets (to be completed by all filers)		56,514.	60,293.	60,293.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 6)	0.	1,947.		
23 Total liabilities (add lines 17 through 22)	0.	1,947.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	27 Capital stock, trust principal, or current funds	0.	0.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	56,514.	58,346.	
		30 Total net assets or fund balances	56,514.	58,346.	
	31 Total liabilities and net assets/fund balances	56,514.	60,293.		

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	56,514.
2 Enter amount from Part I, line 27a	2	1,832.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	58,346.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	58,346.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	410,522.	28,919.	14.195581
2008	409,752.	58,091.	7.053623
2007	428,568.	78,913.	5.430892
2006	604,843.	72,554.	8.336453
2005	606,266.	120,046.	5.050281

2 Total of line 1, column (d)	2	40.066830
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	8.013366
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	272,658.
5 Multiply line 4 by line 3	5	2,184,908.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1.
7 Add lines 5 and 6	7	2,184,909.
8 Enter qualifying distributions from Part XII, line 4	8	584,362.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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		1	1.
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.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	1.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD, DC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

SEE STATEMENT 7

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► BARBARA JONES Telephone no. ► (301) 654-7774			
Located at ► 4300 MONTGOMERY AVENUE, STE 104, BETHESDA, MD ZIP+4 ► 20814				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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 ►				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

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

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		47,201.	7,200.	0.

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

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

Total number of other employees paid over \$50,000**0**

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	275,691.
c	Fair market value of all other assets	1c	1,119.
d	Total (add lines 1a, b, and c)	1d	276,810.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	276,810.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,152.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	272,658.
6	Minimum investment return. Enter 5% of line 5	6	13,633.

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

1	Minimum investment return from Part X, line 6	1	13,633.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,632.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	13,632.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,632.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	584,362.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	584,362.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	584,362.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				13,632.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	600,307.			
b From 2006	601,285.			
c From 2007	424,704.			
d From 2008	396,869.			
e From 2009	409,076.			
f Total of lines 3a through e	2,432,241.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 584,362.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				13,632.
e Remaining amount distributed out of corpus	570,730.			
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	3,002,971.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	600,307.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,402,664.			
10 Analysis of line 9:				
a Excess from 2006	601,285.			
b Excess from 2007	424,704.			
c Excess from 2008	396,869.			
d Excess from 2009	409,076.			
e Excess from 2010	570,730.			

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

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 the organization

THE GEORGE PRESTON MARSHALL FOUNDATION

Employer identification number

23-7173302

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization

Employer identification number

THE GEORGE PRESTON MARSHALL FOUNDATION

23-7173302

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TRUST FOR GEORGE PRESTON MARSHALL ESTATE C/O COVINGTON & BURLING, 1201 PENNSYLVANIA AVE., NW, WASHINGTON, DC 20004-2401	\$ 586,283.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE GEORGE PRESTON MARSHALL FOUNDATION**23-7173302****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Employer identification number

23-7173302

Part III

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
SUNTRUST INVESTMENT SERVICES, INC.	54.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	54.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RSM MCGLADREY, INC.	5,401.	0.		5,401.
TO FORM 990-PF, PG 1, LN 16B	5,401.	0.		5,401.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	3,611.	0.		3,611.
TO FORM 990-PF, PG 1, LN 18	3,611.	0.		3,611.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGES	294.	0.		294.
DELIVERY & COURIER EXPENSE	272.	0.		272.
OFFICE SUPPLIES & EXPENSES	1,000.	0.		1,000.
INSURANCE EXPENSE	649.	0.		649.
POSTAGE EXPENSE	761.	0.		761.
TELEPHONE EXPENSE	2,005.	0.		2,005.
REPAIRS & MAINTENANCE	789.	0.		789.
TO FORM 990-PF, PG 1, LN 23	5,770.	0.		5,770.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	5
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER - DELL DESKTOP	1,309.	1,183.	126.
TOTAL TO FM 990-PF, PART II, LN 14	1,309.	1,183.	126.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	6
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	0.	1,947.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	1,947.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	7
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EXPLANATION

THE ORGANIZATION HAS FURNISHED A COPY OF FORM 990-PF TO MARYLAND (STATE WHERE PRINCIPAL OFFICE IS LOCATED). THE DISTRICT OF COLUMBIA (STATE WHERE ORGANIZATION WAS CREATED) HAS NO STATUTORY REQUIREMENT FOR SUBMISSION OF COPIES OF FORM 990-PF.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	8
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BARBARA J. JONES 4300 MONTGOMERY AVENUE, SUITE 104 BETHESDA, MD 20814	EXECUTIVE DIRECTOR 24.00	47,201.	7,200.	0.
JAMES C. MCKAY 1201 PENNSYLVANIA AVENUE, NW, ROOM 1043E WASHINGTON, DC 200042401	VICE-PRESIDENT/DIRECTOR 1.00	0.	0.	0.
WILLIAM D. FOOTE, JR. 200-A MONROE STREET, SUITE 110 ROCKVILLE, MD 20850	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
ELLIN J. NOLAN 7503 LYNN DRIVE CHEVY CHASE, MD 20815	SECRETARY/DIRECTOR 1.00	0.	0.	0.
G. DEWEY ARNOLD, III 4803 JAMESTOWN ROAD BETHESDA, MD 20816	TREASURER/DIRECTOR 1.00	0.	0.	0.
PHILIP O'DONOGHUE 8401 CONNECTICUT AVENUE, SUITE 1100 CHEVY CHASE, MD 208155819	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		47,201.	7,200.	0.

GRANTS PAID OUT IN 2010

Arena Stage Ms. Molly Smith, Managing Director 2001 Jefferson Davis Highway, Suite 701 Arlington, VA 22202	\$5,000
The Barker Foundation Marilyn Regier, Ph.D., LCSW-C, Executive Director 7979 Old Georgetown Road, First Floor Bethesda, Maryland 20814	\$15,000
Beacon House Ms. Stacey Erd, Executive Director P.O. Box 29629 601 Edgewood Street, NE, Suite 16 Washington, DC 20017	\$6,000
Bethesda-Chevy Chase Rescue Squad, Inc. Robert N. Kretzmer, EMD, Vice President 5020 Battery Lane Bethesda, MD 20814-2699	\$5,000
Bread for the City George A. Jones, Executive Director 1525 Seventh Street, NW Washington, DC 20001	\$1,000
Camp Holiday Trails Ms. Tina LaRoche, Executive Director 400 Holiday Trails Lane Charlottesville, Va. 22903	\$5,000
Capital Area Food Bank Ms. Lynn Brantley, President & CEO 645 Taylor Street, NE Washington, DC 20017	\$1,000
CentroNia Ms. Beatriz Otero, President and CEO 1420 Columbia Road, NW Washington, DC 20009	\$15,000

The Children's Law Center Ms. Judith Sandalow, Executive Director 516 H Street, NW, Suite 300 Washington, DC 20001	\$15,000
College Bound Mr. Kenneth Ward, Executive Director 128 M Street NW, Suite 220 Washington, DC 20001	\$5,000
Columbia Lighthouse for the Blind Mr. Anthony J. Cancelosi, President & CEO 1825 K Street, NW, Suite 1103 Washington, DC 20006	\$5,000
Columbia Road Health Services Ms. Deborah Shepard Interim Chief Executive Officer Chief Operating Officer 1660 Columbia Road, NW Washington, DC 10009-3602	\$5,000
Crossway Community Ms. Kathleen Guinan, Chief Executive Officer 3015 Upton Drive Kensington, MD 20895	\$1,000
DANCE Place Ms. Carla Perlo, Founder/Director 3225 8 th Street, NE Washington, DC 20017	\$5,000
d.c. Central Kitchen Mr. Michael Curtin, Chief Executive Officer 425 Second Street, NW Washington, DC 20001	\$10,000
DC Scores Ms. Amy Nakamoto, Executive Director 1224 M Street, NW, Suite 200 Washington, DC 20005	\$5,000
DC Toys for Tots Master Sgt. Tim Butler 190 Poremba Court, SW, Suite 110 Washington, DC 20373	\$1,000

Doorways for Women and Families Ms. Linda Dunphy, Executive Director P.O. Box 100185 Arlington, VA 22210	\$5,000
Fairfax County Park Authority Ms. Sousan Frankeberger, Events and Volunteer Coordinator 12055 Government Center Parkway, Suite 297 Fairfax, Virginia 22035-1118	\$12,420
Family Matters of Greater Washington Ms. Tonya Jackson Smallwood, Chief Executive Officer 1509 16 th Street, NW Washington, DC 20036	\$3,000
The First Tee Washington, DC Ms. Gretchen Hamm, Executive Director 2020 Pennsylvania Avenue, NW, Suite 106 Washington, DC 20006	\$5,000
Folger Shakespeare Library Ms. Gail Kern Paster, Director 201 East Capital Street, SE Washington, DC 20003-1004	\$5,000
The Foundation Schools Andrea R. Adler, LCSW-C, Chief Executive Officer 6000 Executive Boulevard, Suite 605 Rockville, MD 20852	\$10,000
Friends of Fort Dupont Ice Arena Inc. Ms. Kathy Cox, Executive Director 3779 Ely Place, SE Washington, DC 20019	\$10,000
The George B. Thomas, Sr. Learning Academy, Inc Mr. Michael Thomas, Executive Director The Concord School 7210 Hidden Creek Road Bethesda, Maryland 20817	\$10,000
Georgetown Visitation Preparatory School Mr. Daniel M. Kerns, Jr., Head of School 1524 Thirty-fifth Street, NW Washington, DC 20007	\$10,000

Girl Scout Council of the Nation's Capital Ms. Jan Verhage, Executive Director 4301 Connecticut Avenue, NW, Suite M-2 Washington, DC 20008	\$5,000
Growing Together Ms. Theresa Knudson, Executive Director 9023 Flower Avenue Silver Spring, MD 20901	\$5,000
Historical Society of Washington, DC Mr. Kenneth J. Brewer, Chairman of the Board 801 K Street, NW Washington, DC 20001	\$25,000
HOMESTRETCH Mr. Christopher Fay, Executive Director 370 South Washington Street, Suite 400 Falls Church, VA 22046	\$6,500
House of Ruth Christel Nichols, President 5 Thomas Circle, NW Washington, DC 20005	\$1,000
House of Ruth Maryland Ms. Sandi Timmins, Executive Director 2201 Argonne Drive Baltimore, Maryland 21218	\$5,000
HSC Pediatric Center Mr. Bruce Goldman 1731 Bunker Hill Rd NE Washington, DC 20017	\$1,000
Interages Ms. Carol Croll, Executive Director 3950 Ferrara Drive Wheaton, MD 20006	\$5,000
Johns Hopkins Bayview Medical Center Ms. Heather Dougherty, Camp Administrator Camp Superkids Box 96 Maryland Line, MD 21105	\$2,100

Landon School Mr. David M. Armstrong, Headmaster 6101 Wilson Lane Bethesda, Maryland 20817-3199	\$10,000
Live It Learn It Mr. Matthew Wheelock, Executive Director 735 8th Street, SE #300 Washington, DC 20003	\$10,000
Lutheran Social Services of the National Capital Area Ms. Melissa Graves, Chief Executive Officer 4406 Georgia Avenue, NW Washington, DC 20011-7124	\$5,000
Martha's Table Lindsey Buss, President 2114 14th Street NW Washington, D.C. 20009	\$1,000
Maryland School for the Blind Michael J. Bina, Ed.D, President 3501 Taylor Avenue Baltimore, MD 21236	\$10,560
N Street Village Mary Funke, Ed.D., President 1333 N Street, NW Washington, DC 20005	\$1,000
National Aquarium Mr. Robert Ramin, Executive Director, Washington, DC Commerce Building, Room B-077 14 th and Constitution Ave., NW Washington, DC 20230-0001	\$5,000
National Cathedral School Mrs. Kathleen O'Neill Jamieson, Head of School Mount Saint Alban Washington, DC 20016	\$10,000
National Gallery of Art Mr. Earl Powell III, Director 2000B South Club Drive Landover, MD 20785	\$10,000

National Maritime Heritage Foundation Mr. Kevin Traver 236 Massachusetts Avenue, NE, Suite 401 Washington, DC 20002	\$10,000
National Rehabilitation Hospital Mr. John Rockwood, President 102 Irving Street, NW Washington, DC 20010-2949	\$15,540
Perry School Community Services Center, Inc. Mr. Paul J. McElligott, Executive Director 128 M Street, NW, Suite 100 Washington, DC 20001	\$6,000
Primary Care Coalition of Montgomery County Mr. Steven N. Galen, President and CEO 8757 Georgia Avenue, 10 th Floor Silver Spring, MD 20910	\$5,000
Poor Robert's Charities Mr. Robert Abbo 3900-B Watson Place, NW, Apt. G2A Washington, DC 20016	\$5,000
Rosemount Center Mr. Jacques Rondeau 2000 Rosemount Ave, NW Washington, DC 20010	\$16,000
St. Ann's Infant and Maternity Home Sister Mary Bader, Chief Executive Officer 4901 Eastern Avenue Hyattsville, Maryland 20872	\$11,000
St. Albans School Mr. Vance Wilson, Headmaster Mount St. Alban Washington, DC 20016	\$10,000
St. Gabriel's Church The Reverend Agustin Mateo-Ayala 28 Grant Circle, NW Washington, DC 20011	\$5,000

St John's Community Services Mr. Thomas Wilds, President 2201 Wisconsin Avenue, NW Suite C-150 Washington, DC 20007	\$5,000
Salvation Army National Capital Area Major Steve Morris, Area Commander Divisional Headquarters 2626 Pennsylvania Avenue Washington, D.C. 20037	\$1,000
San Miguel School Brother Francis Eels, FSC, Principal 7705 Georgia Avenue, NW Washington, DC 20012-1618	\$5,200
The SEED School of Washington, DC Mr. Charles Barrett Adams, Head of School 4300 C Street, SE Washington, DC 20019	\$10,000
Sidwell Friends Upper School Mr. Lee Palmer, Principal 3825 Wisconsin Avenue, NW Washington, DC 20016	\$10,000
SOME (So Others Might Eat) Fr. John Adams, President 71 'O' Street, NW Washington, DC 20001	\$1,000
Stone Ridge School of the Sacred Heart Mrs. Catherine Ronan Karrels, Head of School 9101 Rockville Pike Bethesda, MD 20814	\$10,000
The Treatment and Learning Centers Patricia A. Ritter, Ph.D., CCC-SLP, Executive Director 2301 Research Blvd., Suite 110 Rockville, Maryland 20850	\$7,813
Washington National Cathedral The Very Reverend Samuel T. Lloyd III, Dean Massachusetts and Wisconsin Avenues, NW Washington, DC 20016-5098	\$10,000

The Washington Ballet Mr. Russell Allen, Executive Director 3515 Wisconsin Avenue, NW Washington, DC 20015	\$5,000
Washington Tennis & Education Foundation Ms. Eleni A. Rossides, Executive Director The William H.G. Fitzgerald Tennis Center 16 th and Kennedy Streets, NW Washington, DC 20011	\$25,000
Wendt Center for Loss and Healing Ms. Susan Ley, Executive Director 4201 Connecticut Avenue, NW, Suite 300 Washington, DC 20008	\$5,000
Wilderness Leadership and Learning Mr. Stephen Abraham, President 1758 Park Road, NW Washington, DC 20010-2105	\$10,000
Youth for Tomorrow Dr. Gary L. Jones, CEO 11835 Hazel Circle Drive Bristow, Virginia 20136	\$10,000
Youth Leadership Foundation David Cook, Executive Director 5034 Wisconsin Ave. NW, Suite 250 Washington, DC 20016	\$2,500
TOTAL 2010 GRANTS -	<u>\$494,633</u>

GEORGE PRESTON MARSHALL FOUNDATION

Suite 104
4300 Montgomery Avenue
Bethesda, Maryland 20814

(301) 654-7774

APPLICATION GUIDELINES AND PROCEDURES

The George Preston Marshall Foundation awards grants to non-profit organizations for programs which provide services to children of the greater Washington, D.C. area. Children are generally regarded to be persons 18 years or younger. Grants are authorized at meetings of the Foundation directors for periods of one year only.

Applications should be made in writing to the Foundation office at any time during the year. Meetings with Foundation staff and/or site visits may be scheduled. Consideration by the board will take place at the earliest possible board meeting. Grants are not awarded to individuals and are generally restricted to projects serving the greater Washington, D.C. area.

There is no required application form, however, the outline below indicates necessary information and a suggested format.

1. Cover letter requesting grant from chief operating officer of organization.
2. Summary page:
 - Purpose of the grant
 - Amount requested
 - Number of children served by the project
 - Contact person
3. Proposal (preferably not more than 5 pages):
 - Statement of need
 - Description of project
 - Methodology, goals, objectives, time-frame, etc.
 - Project budget
 - Background of organization
4. Tax ruling from the Internal Revenue Service
5. Current board of directors
6. Current budget for organization (if different from project budget)
7. Most recent audited financial statement
8. Any additional information or materials which would be helpful in evaluating the request.
9. Please send one copy of the full proposal.