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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
J GEORGE SCHMID JR MEMORIAL FUND

A Employer identification number
23-7984603

Number and street (or P O box number if mail is not delivered to street address) Room/suite
ONE M T PLAZA 8TH FLOOR

B Telephone number (see page 10 of the instructions)
(716) 842-5506

City or town, state, and ZIP code
BUFFALO, NY 14203

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,782,506

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)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	68,853	68,622		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	123,432			
	b	Gross sales price for all assets on line 6a 623,969				
	7	Capital gain net income (from Part IV, line 2)		123,432		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	513			
	12	**Total.** Add lines 1 through 11	192,798	192,054		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	21,082	21,082		
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	1,640	1,454		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	71	71		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	22,793	22,607	0	0
	25	Contributions, gifts, grants paid	132,017			132,017
	26	**Total expenses and disbursements.** Add lines 24 and 25	154,810	22,607	0	132,017
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	37,988			
	b	**Net investment income** (if negative, enter -0-)		169,447		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	22,566	-13,997	-13,997
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	29,811	30,163	32,300
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,305,111	2,379,306	2,764,203
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,357,488	2,395,472	2,782,506
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,357,488	2,395,472	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,357,488	2,395,472	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,357,488	2,395,472	

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	2,357,488
2	Enter amount from Part I, line 27a	2	37,988
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,395,476
5	Decreases not included in line 2 (itemize) ▶	5	4
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,395,472

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	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	123,432
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	116,863	2,238,390	0 052209
2008	127,876	2,582,090	0 049524
2007	193,922	3,052,146	0 063536
2006	144,412	2,882,633	0 050097
2005	107,683	2,814,882	0 038255

2	**Total** of line 1, column (d)	2	0 253621
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 050724
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,552,878
5	Multiply line 4 by line 3	5	129,493
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,694
7	Add lines 5 and 6	7	131,187
8	Enter qualifying distributions from Part XII, line 4	8	132,017

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	1,694
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	1,694
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	1,694
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	372		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	372
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,322
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

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

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

Website address ▶

14 The books are in care of ▶M AND T TRUST CO Telephone no ▶(716) 842-5506

Located at ▶ONE M T PLAZA 8TH FLOOR BUFFALO NY ZIP+4 ▶14203

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 |

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

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

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

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
M AND T TRUST CO ONE M T PLAZA 8TH FLOOR BUFFALO, NY 14203	TRUSTEE 5	21,082		

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 ▶				0

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 . . . . ▶	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	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,552,370
b	Average of monthly cash balances	1b	39,384
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	2,591,754
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	2,591,754
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	38,876
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,552,878
6	**Minimum investment return.** Enter 5% of line 5	6	127,644

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	127,644
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,694		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,694
3	Distributable amount before adjustments Subtract line 2c from line 1	3	125,950
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	125,950
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	125,950

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	132,017
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	132,017
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	1,694
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	130,323

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					125,950
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0	
b Total for prior years 2008 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2010					
a From 2005	0				
b From 2006	3,374				
c From 2007	42,483				
d From 2008	0				
e From 2009	5,681				
f Total of lines 3a through e		51,538			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 132,017					
a Applied to 2009, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d Applied to 2010 distributable amount					125,950
e Remaining amount distributed out of corpus		6,067			
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		57,605			
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 page 27 of the instructions			0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		57,605			
10 Analysis of line 9					
a Excess from 2006	3,374				
b Excess from 2007	42,483				
c Excess from 2008	0				
d Excess from 2009	5,681				
e Excess from 2010	6,067				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				132,017
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	68,853	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	123,432	
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). .				192,798	

13 Total. Add line 12, columns (b), (d), and (e). **13** 192,798

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2011-05-02 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature ROBERT E PERRIN JR	Date 2011-05-02	Check if self-employed ☐	PTIN
Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING)		Firm's EIN ▶	
Firm's address ▶ 9711 FARRAR COURT SUITE 110 RICHMOND, VA 23236		Phone no (804) 727-3150	

Additional Data

Software ID:
Software Version:
EIN: 23-7984603
Name: J GEORGE SCHMID JR MEMORIAL FUND

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	550 ACTIVISION BLIZZARD INC		2009-06-19	2010-03-26
B	256 ACTIVISION BLIZZARD INC		2009-06-19	2010-04-08
C	400 ACTIVISION BLIZZARD INC		2009-06-19	2010-04-20
D	284 ACTIVISION BLIZZARD INC		2010-01-25	2010-04-20
E	96 ALBEMARLE CORPORATION		2009-06-19	2010-05-21
F	84 ALEX & BALDWIN INC		2009-06-19	2010-10-05
G	102 ALLERGAN INC COMMON		2009-06-19	2010-03-26
H	1742 ALPINE GLOBAL PREMIER PPTYS		2009-06-19	2010-03-26
I	28 AMAZON COM INCORPORATED		2009-06-19	2010-01-07
J	2 AMAZON COM INCORPORATED		2009-06-19	2010-01-25
K	46 AMAZON COM INCORPORATED		2009-06-19	2010-03-26
L	196 APOLLO GROUP INCORPORATED CL A		2009-09-04	2010-03-26
M	54 APPLE COMPUTER INC COMMON		2009-06-19	2010-03-26
N	2 APPLE COMPUTER INC COMMON		2009-06-19	2010-06-03
O	414 ARM HOLDINGS PLC		2010-02-01	2010-03-26
P	36 ARM HOLDINGS PLC		2010-02-01	2010-06-03
Q	112 ARM HOLDINGS PLC		2010-02-01	2010-09-27
R	84 ARM HOLDINGS PLC		2010-02-01	2010-10-12
S	108 ATHENAHEALTH INC		2009-06-19	2010-03-26
T	8 ATHENAHEALTH INC		2009-06-19	2010-06-03
U	76 ATHENAHEALTH INC		2009-06-19	2010-07-07
V	30 ATHENAHEALTH INC		2009-06-19	2010-07-19
W	20 ATHENAHEALTH INC		2010-02-03	2010-07-19
X	46 BRITISH AMERICAN TOBACCO-SP ADR		2009-06-19	2010-02-01
Y	44 BRITISH AMERICAN TOBACCO-SP ADR		2009-06-19	2010-03-10
Z	74 BURLINGTON NORTHERN SANTA FE		2009-06-19	2010-02-01
AA	30 BURLINGTON NORTHERN SANTA FE		2009-06-19	2010-02-10
AB	6 CELGENE CORPORATION		2009-06-19	2010-01-25
AC	126 CELGENE CORPORATION		2009-06-19	2010-03-26
AD	4 CELGENE CORPORATION		2009-06-19	2010-05-21

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	70 CELGENE CORPORATION		2009-06-19	2010-07-07
AF	114 COGNIZANT TECH SOL CORP		2009-06-19	2010-01-27
AG	132 COGNIZANT TECH SOL CORP		2009-06-19	2010-03-10
AH	146 COGNIZANT TECH SOL CORP		2009-06-19	2010-03-26
AI	4 COGNIZANT TECH SOL CORP		2009-06-19	2010-06-03
AJ	66 CREE RESEARCH INC COMMON		2009-12-23	2010-03-26
AK	26 CREE RESEARCH INC COMMON		2009-12-23	2010-05-10
AL	4 CREE RESEARCH INC COMMON		2009-12-23	2010-06-03
AM	64 EMC CORPORATION COMMON		2009-06-19	2010-03-10
AN	112 EXPEDITORS INTL WASH INC		2009-06-19	2010-03-26
AO	6 EXPEDITORS INTL WASH INC		2009-06-19	2010-06-03
AP	52 EXPRESS SCRIPTS INC		2010-02-09	2010-03-26
AQ	4 EXPRESS SCRIPTS INC		2010-02-09	2010-05-21
AR	60 FEDEX CORPORATION		2009-06-19	2010-03-26
AS	2 F5 NETWORKS INC		2009-11-03	2010-01-25
AT	102 F5 NETWORKS INC		2009-11-03	2010-03-26
AU	4 F5 NETWORKS INC		2009-11-03	2010-04-08
AV	36 F5 NETWORKS INC		2009-11-03	2010-05-10
AW	26 F5 NETWORKS INC		2009-11-03	2010-10-12
AX	16 FREEPORT MCMORAN COPPER/GOLD		2009-09-04	2010-02-09
AY	6 FREEPORT MCMORAN COPPER/GOLD		2009-09-04	2010-03-26
AZ	18 FREEPORT MCMORAN COPPER/GOLD		2009-09-04	2010-04-21
BA	64 FREEPORT MCMORAN COPPER/GOLD		2009-09-04	2010-05-10
BB	16 FREEPORT MCMORAN COPPER/GOLD		2010-01-25	2010-05-10
BC	0956 FRONTIER COMMUNICATIONS CORP		2010-03-26	2010-07-23
BD	118 GILEAD SCIENCES INCORPORATED		2009-06-19	2010-01-27
BE	132 GILEAD SCIENCES INCORPORATED		2009-06-19	2010-03-26
BF	40 GILEAD SCIENCES INCORPORATED		2009-06-19	2010-04-08
BG	8 GILEAD SCIENCES INCORPORATED		2009-06-19	2010-05-21
BH	2 GOLDMAN SACHS GROUP INCORPORATED		2009-06-19	2010-01-25

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	28 GOLDMAN SACHS GROUP INCORPORATED		2009-06-19	2010-03-26
BJ	50 GOLDMAN SACHS GROUP INCORPORATED		2009-06-19	2010-04-20
BK	2 GOLDMAN SACHS GROUP INCORPORATED		2009-11-03	2010-04-20
BL	7273 04 GOLDMAN SACHS HIGH YIELD FD-I#527		2009-06-19	2010-03-26
BM	14 GOOGLE INC CL A		2009-06-19	2010-03-26
BN	985 149 GUINNESS ATKINSON - CHINA & HK FD		2009-06-19	2010-03-26
BO	903 66 HARBOR INTERNATIONAL FUND #11		2004-11-19	2010-03-26
BP	3460 ING CLARION GLOBAL R/E INCOME FD		2009-06-19	2010-03-26
BQ	32 INTL BUSINESS MACHINES CORP		2009-06-19	2010-03-29
BR	16 INTUITIVE SURGICAL INC		2009-06-19	2010-03-26
BS	2 INTUITIVE SURGICAL INC		2009-06-19	2010-06-03
BT	746 ISHARES MSCI EAFE INDEX FD		2009-06-19	2010-03-26
BU	80 ISHARES RUSSELL 1000 GROWTH INDEX FD		2009-06-19	2010-03-26
BV	62 JOHNSON & JOHNSON COMMON ~		2009-06-19	2010-03-29
BW	240 JUNIPER NETWORKS INCORPORATED		2009-06-19	2010-03-26
BX	4 JUNIPER NETWORKS INCORPORATED		2009-06-19	2010-04-08
BY	2805 KINDER MORGAN MANAGEMENT LLC		2009-06-19	2010-02-25
BZ	7334 KINDER MORGAN MANAGEMENT LLC		2010-03-26	2010-05-21
CA	8872 KINDER MORGAN MANAGEMENT LLC		2010-03-26	2010-08-24
CB	8364 KINDER MORGAN MANAGEMENT LLC		2010-03-26	2010-11-17
CC	514 45 LAZARD EMERGING MARKETS PORTFOLIO-IN		2007-08-21	2010-03-26
CD	154 LOWES COS INC COMMON		2009-06-19	2010-03-26
CE	8 LOWES COS INC COMMON		2009-06-19	2010-06-03
CF	471 603 MTB SM CAP GRWTH-INST I-FD #555		2007-11-26	2010-03-26
CG	946 928 MTB MID CAP GRWTH-INST I-FD #401		2009-06-19	2010-03-26
CH	12 MARKEL CORP COM		2009-06-19	2010-02-01
CI	8 MARKEL CORP COM		2009-06-19	2010-03-29
CJ	2 MARKEL CORP COM		2010-03-26	2010-03-29
CK	34 MASTERCARD INC CL A		2009-06-19	2010-03-26
CL	95 546 MASTERS SELECT INTERNATIONAL FD #306		2005-09-16	2010-03-26

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)
CM	208 MICROSOFT CORP COMMON		2009-06-19	2010-03-26
CN	10 MICROSOFT CORP COMMON		2009-06-19	2010-06-03
CO	14 MICROSOFT CORP COMMON		2009-10-08	2010-09-27
CP	86 MICROSOFT CORP COMMON		2009-06-19	2010-09-27
CQ	44 MONSANTO COMPANY NEW		2009-06-19	2010-03-26
CR	60 MONSANTO COMPANY NEW		2009-06-19	2010-04-14
CS	16 MONSANTO COMPANY NEW		2010-01-25	2010-04-14
CT	14 NETFLIX COM INC		2010-04-08	2010-06-16
CU	28 NETFLIX COM INC		2010-04-08	2010-09-24
CV	28 NEWMARKET CORPORATION		2009-06-19	2010-03-10
CW	66 NOVARTIS AG-ADR COMMON		2009-06-19	2010-02-01
CX	64 NOVARTIS AG-ADR COMMON		2009-06-19	2010-05-21
CY	50 NOVARTIS AG-ADR COMMON		2009-06-19	2010-08-03
CZ	34 NOVARTIS AG-ADR COMMON		2010-03-26	2010-08-03
DA	42 POTASH CORP OF SASKATCHEWAN		2009-06-19	2010-03-26
DB	2 POTASH CORP OF SASKATCHEWAN		2009-06-19	2010-05-21
DC	22 POTASH CORP OF SASKATCHEWAN		2009-06-19	2010-08-24
DD	52 POTASH CORP OF SASKATCHEWAN		2009-06-19	2010-08-27
DE	94 QUALCOMM INCORPORATED		2009-06-19	2010-01-25
DF	134 QUALCOMM INCORPORATED		2009-06-19	2010-03-26
DG	4 ROCKWELL COLLINS		2010-04-23	2010-06-03
DH	80 SCHLUMBERGER LTD COMMON ~		2009-06-19	2010-03-26
DI	4 SCHLUMBERGER LTD COMMON ~		2009-06-19	2010-05-21
DJ	2 SCHLUMBERGER LTD COMMON ~		2009-06-19	2010-06-03
DK	334 SCHWAB CHARLES CORPORATION		2009-06-19	2010-03-26
DL	124 SCHWAB CHARLES CORPORATION		2009-06-19	2010-04-20
DM	6 SCHWAB CHARLES CORPORATION		2009-06-19	2010-05-21
DN	214 SUNPOWER CORP CL A		2009-06-19	2010-03-26
DO	152 TARGET CORPORATION		2009-06-19	2010-03-26
DP	160 TEVA PHARMACEUTICAL INDS LTD		2009-06-19	2010-03-26

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)
DQ	44 UDR INC REIT		2009-06-19	2010-03-26
DR	78 UNION PACIFIC CORP COMMON ~		2009-06-19	2010-03-26
DS	78 VERIZON COMMUNICATIONS		2009-06-19	2010-02-01
DT	20 VULCAN MATERIAL COM		2010-03-26	2010-10-05
DU	62 VULCAN MATERIAL COM		2009-06-19	2010-10-05
DV	40 VULCAN MATERIAL COM		2010-05-21	2010-10-05
DW	CAPITAL GAIN DIVIDENDS	P		

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	6,568		7,091	-523
B	3,062		3,300	-238
C	4,720		5,157	-437
D	3,352		3,186	166
E	3,742		2,573	1,169
F	2,974		1,979	995
G	6,553		4,796	1,757
H	11,179		7,864	3,315
I	3,629		2,337	1,292
J	241		167	74
K	6,233		3,839	2,394
L	12,183		12,932	-749
M	12,377		7,504	4,873
N	524		278	246
O	4,388		3,730	658
P	416		324	92
Q	2,173		1,009	1,164
R	1,498		757	741
S	3,980		3,800	180
T	209		281	-72
U	1,835		2,674	-839
V	689		1,055	-366
W	459		824	-365
X	3,025		2,584	441
Y	2,964		2,472	492
Z	7,373		5,561	1,812
AA	3,000		2,255	745
AB	349		282	67
AC	7,920		5,923	1,997
AD	219		188	31

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)
AE	3,387		3,290	97
AF	5,157		2,982	2,175
AG	6,636		3,453	3,183
AH	7,519		3,819	3,700
AI	208		105	103
AJ	4,662		3,648	1,014
AK	1,860		1,437	423
AL	267		221	46
AM	1,194		847	347
AN	4,142		3,774	368
AO	231		202	29
AP	5,239		4,428	811
AQ	391		341	50
AR	5,462		3,136	2,326
AS	107		89	18
AT	6,477		4,554	1,923
AU	252		179	73
AV	2,436		1,607	829
AW	2,456		1,161	1,295
AX	1,148		1,051	97
AY	470		394	76
AZ	1,394		1,182	212
BA	4,605		4,203	402
BB	1,151		1,327	-176
BC	1		1	
BD	5,603		5,571	32
BE	6,104		6,231	-127
BF	1,805		1,888	-83
BG	290		378	-88
BH	313		285	28

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	4,887		3,992	895
BJ	8,038		7,129	909
BK	322		341	-19
BL	51,493		43,638	7,855
BM	7,902		5,854	2,048
BN	35,406		25,860	9,546
BO	49,249		37,529	11,720
BP	25,534		17,354	8,180
BQ	4,122		3,400	722
BR	5,504		2,608	2,896
BS	675		326	349
BT	41,284		35,084	6,200
BU	4,155		3,314	841
BV	4,018		3,509	509
BW	7,397		5,452	1,945
BX	123		91	32
BY	16		12	4
BZ	41		41	
CA	53		49	4
CB	54		45	9
CC	9,656		11,447	-1,791
CD	3,744		2,901	843
CE	193		151	42
CF	6,668		9,902	-3,234
CG	11,392		8,570	2,822
CH	3,902		3,269	633
CI	2,975		2,179	796
CJ	744		750	-6
CK	8,347		5,484	2,863
CL	1,262		1,861	-599

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)
CM	6,246		5,064	1,182
CN	265		243	22
CO	345		363	-18
CP	2,119		2,094	25
CQ	3,147		3,615	-468
CR	4,062		4,929	-867
CS	1,083		1,359	-276
CT	1,749		1,135	614
CU	4,625		2,269	2,356
CV	2,850		1,984	866
CW	3,553		2,778	775
CX	2,813		2,694	119
CY	2,497		2,105	392
CZ	1,698		1,835	-137
DA	5,041		3,974	1,067
DB	191		189	2
DC	3,293		2,081	1,212
DD	7,593		4,920	2,673
DE	4,421		4,286	135
DF	5,587		6,110	-523
DG	235		268	-33
DH	4,906		4,471	435
DI	231		224	7
DJ	110		112	-2
DK	6,236		5,968	268
DL	2,381		2,216	165
DM	95		107	-12
DN	3,938		6,273	-2,335
DO	8,158		6,060	2,098
DP	10,283		7,662	2,621

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)
DQ	794		474	320
DR	5,673		4,084	1,589
DS	2,300		2,348	-48
DT	754		973	-219
DU	2,336		2,703	-367
DV	1,507		1,919	-412
DW				10

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	
A				-523
B				-238
C				-437
D				166
E				1,169
F				995
G				1,757
H				3,315
I				1,292
J				74
K				2,394
L				-749
M				4,873
N				246
O				658
P				92
Q				1,164
R				741
S				180
T				-72
U				-839
V				-366
W				-365
X				441
Y				492
Z				1,812
AA				745
AB				67
AC				1,997
AD				31

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	
AE				97
AF				2,175
AG				3,183
AH				3,700
AI				103
AJ				1,014
AK				423
AL				46
AM				347
AN				368
AO				29
AP				811
AQ				50
AR				2,326
AS				18
AT				1,923
AU				73
AV				829
AW				1,295
AX				97
AY				76
AZ				212
BA				402
BB				-176
BC				
BD				32
BE				-127
BF				-83
BG				-88
BH				28

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				895
BJ				909
BK				-19
BL				7,855
BM				2,048
BN				9,546
BO				11,720
BP				8,180
BQ				722
BR				2,896
BS				349
BT				6,200
BU				841
BV				509
BW				1,945
BX				32
BY				4
BZ				
CA				4
CB				9
CC				-1,791
CD				843
CE				42
CF				-3,234
CG				2,822
CH				633
CI				796
CJ				-6
CK				2,863
CL				-599

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	
CM				1,182
CN				22
CO				-18
CP				25
CQ				-468
CR				-867
CS				-276
CT				614
CU				2,356
CV				866
CW				775
CX				119
CY				392
CZ				-137
DA				1,067
DB				2
DC				1,212
DD				2,673
DE				135
DF				-523
DG				-33
DH				435
DI				7
DJ				-2
DK				268
DL				165
DM				-12
DN				-2,335
DO				2,098
DP				2,621

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	
DQ				320
DR				1,589
DS				-48
DT				-219
DU				-367
DV				-412
DW				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YORK COUNTY HERITAGE TRUST 250 E MARKET ST YORK, PA 174032013	NONE	PUBLIC	GENERAL OPERATING EXPENSES	32,610
YOUNG MENS CHRISTIAN ASSOCIATION ATTN JOHN CAMPBELL YORK, PA 174011008	NONE	PUBLIC CHARITY	GENERAL OPERATING EXPENSES	5,260
GETTYSBURG COLLEGE FINANCIAL SERVICES GETTYSBURG, PA 17325	NONE	EDUCATIONAL	GENERAL OPERATING EXPENSES	58,908
ST MATTHEW LUTHERAN CHURC 839 W MARKET STREET YORK, PA 17401	NONE	RELIGIOUS	GENERAL OPERATING EXPENSES	8,415
YORK COUNTY SPCA 3159 NORTH SUSQUEHANNA TRAIL YORK, PA 17406	NONE	ANIMAL CRUELTY	GENERAL OPERATING EXPENSES	8,415
TAU KAPPA EPSILON PSI CHAPTER ATTN BRAD HUBER 118 SOMERS COURT SOUTH MORRESTOWN, NJ 08057	NONE	EDUCATIONAL	GENERAL OPERATING EXPENSES	5,260
CITIZENS VOLUNTEER FIRE CO OF FAWN GROVE OF FAWN GROVE FAWN GROVE, PA 17321	NONE	PUBLIC SAFETY	GENERAL OPERATING EXPENSES	7,889
TAU KAPPA EPSILON NATL CHAPTER TKE EDUCATION FDN-TKE FRATERNITY INDIANAPOLIS, IN 46278	NONE	EDUCATIONAL	GENERAL OPERATING EXPENSES	5,260
Total . . . . ▶ **3a**				132,017

TY 2010 Investments Government Obligations Schedule

Name:	J GEORGE SCHMID JR MEMORIAL FUND
EIN:	23-7984603
US Government Securities - End of Year Book Value:	30,163
US Government Securities - End of Year Fair Market Value:	32,300
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

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TY 2010 Investments - Other Schedule

Name: J GEORGE SCHMID JR MEMORIAL FUND

EIN: 23-7984603

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HARBOR INT'L FUND #11	AT COST	407,934	428,424
MASTERS SELECT INT'L #306	AT COST	79,878	92,341
ALPINE INT'L RE EQUITY FUND	AT COST		57,018
MTB SHORT TERM CORP #518	AT COST	146,085	150,470
MTB SMALL CAP GROWTH #555	AT COST	104,933	81,949
LAZARD EMERGING MARKETS PORT	AT COST	67,172	90,988
RIDGEWORTH SEIX	AT COST	105,934	106,048
GOLDMAN SACHS HIGH YIELD			
MTB INCOME-INST I FD #143	AT COST	433,474	459,949
ALBERMARLE CORP	AT COST	5,139	10,375
FREEPORT-MCMORAN COPPER & GOLD			
MONSANTO COMAPANY			
NEWMARKET CORPORATION			
POTASH CORP OF SASKATCHEWAN			
VULCAN MATERIAL	AT COST	9,482	9,670
ALEX & BALDWIN INC	AT COST	11,189	16,412
BURLINGTON NORTHERN SANTA FE			
EXPEDITORS INTL WASH INC	AT COST	9,956	15,288
FEDEX CORP	AT COST	4,495	7,999
UNION PACIFIC CORP	AT COST	9,204	15,196
VERIZON COMMUNICATIONS	AT COST	10,916	14,026
AMAZON. COM	AT COST	7,588	15,120
APOLLO GROUP INC			
LOWES COMPANIES INC	AT COST	24,392	28,591
SERVICE CORPORATION INTL	AT COST	11,693	14,372
TARGET CORP	AT COST	12,459	16,957
ALTRIA GROUP INC	AT COST	9,976	14,280
COCA COLA CO	AT COST	15,125	19,073
PHILIP MORRIS INTL INC	AT COST	6,917	9,014
WAL MART STORES INC	AT COST	10,701	11,433

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CHEVRON CORP	AT COST	15,069	19,528
CONOCOPHILLIPS	AT COST	10,466	15,663
KINDER MORGAN MANAGEMENT LLC	AT COST	8,950	14,580
SCHLUMBERGER LTD	AT COST	8,739	13,026
BERKSHIRE HATHAWAY INC	AT COST	14,703	19,387
GOLDMAN SACHS GROUP INC			
MARKEL CORP			
SCHWAB CHARLES CORP	AT COST	7,888	7,563
WELLS FARGO & CO	AT COST	13,181	15,805
WHITE MOUNTAINS INS GROUP LTD	AT COST	10,149	10,739
ALLERGAN INC	AT COST	10,769	14,009
ATHENAHEALTH INC	AT COST	2,421	2,459
BRISTOL-MYERS SQUIBB CO	AT COST	6,435	7,838
CELGENE CORP	AT COST	9,735	11,710
GILEAD SCIENCES INC	AT COST	10,163	7,900
INTUITIVE SURGICAL INC	AT COST	4,890	7,733
JOHNSON & JOHNSON	AT COST	10,949	11,380
NOVARTIS AG SPONS ADR			
PFIZER INC	AT COST	11,346	11,977
TEVA PHARMACEUTICAL SPONS ADR	AT COST	12,969	13,971
ACTIVISION BLIZZARD INC	AT COST	12,518	13,709
APPLE INC	AT COST	12,452	27,740
COGNIZANT TECH SOLU CORP	AT COST	6,999	18,469
CREE RESEARCH INC	AT COST	8,455	9,884
EMC CORP MASS	AT COST	9,080	14,564
F5 NETWORKS INC	AT COST	4,811	13,797
GOOGLE INC	AT COST	10,035	14,255
IBM CORP	AT COST	10,214	13,208
INTEL CORP	AT COST	9,518	11,188
JUNIPER NETWORKS INC	AT COST	9,165	14,768

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MASTERCARD INC	AT COST	8,976	12,102
MICROSOFT CORP	AT COST	25,017	25,900
QUALCOMM INC	AT COST	12,189	13,560
SUNPOWER CORPORATION			
DUKE ENERGY CORP	AT COST	14,318	16,706
BRITISH AMERICAN TOBACCO			
HATTERAS FINANCIAL CORP	AT COST	7,916	8,899
UDR INC			
MTB MID CAP GROWTH #401	AT COST	72,379	117,326
ALPINE GLOBAL PREM PROPERTIES	AT COST	36,304	
ING CLARION GLOBAL RE INCOME	AT COST	26,412	40,812
ISHARES MSCI EAFE INDEX	AT COST	11,099	13,740
GUINNESS ATKINSON	AT COST	23,021	32,750
ISHARES RUSSELL 1000 GROWTH	AT COST	41,430	57,260
DREYFUS INTL BOND FUND	AT COST	80,747	82,348
MFS EMERGING MAKT DEBT FD	AT COST	53,092	53,410
ARTIO GLOBAL HIGH INCOME	AT COST	26,673	26,052
NEWMARKET CORP	AT COST	12,836	18,752
ROCKWELL COLLINS	AT COST	8,643	7,923
FRONTIER COMMUNICATIONS	AT COST	735	915
DOLLAR TREE INC	AT COST	8,295	9,870
NETFLIX.COM	AT COST	5,722	11,245
PRICELINE.COM	AT COST	8,001	11,987
BROWN-FORMAN CORP	AT COST	7,946	9,608
THE HERSHEY COMPANY	AT COST	11,972	13,202
CAMERON INTL CORP	AT COST	3,284	3,957
OCCIDENTAL PETE CORP	AT COST	676	785
EXPRESS SCRIPTS INC	AT COST	11,578	12,756
OERRUGI COMPANY	AT COST	8,483	9,246
ARM HOLDINGS PLC	AT COST	4,155	9,504

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CITRIX SYSTEMS INC	AT COST	13,626	13,272
DELL INC	AT COST	7,972	7,236
UDR INC	AT COST	7,135	15,570
RS GLOBAL NATURAL RESOUCES	AT COST	51,963	65,667

TY 2010 Other Decreases Schedule

Name: J GEORGE SCHMID JR MEMORIAL FUND

EIN: 23-7984603

Description	Amount
ROUNDING	4

TY 2010 Other Expenses Schedule

Name: J GEORGE SCHMID JR MEMORIAL FUND

EIN: 23-7984603

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	71	71		0

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TY 2010 Other Income Schedule

Name: J GEORGE SCHMID JR MEMORIAL FUND

EIN: 23-7984603

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income

TY 2010 Taxes Schedule

Name: J GEORGE SCHMID JR MEMORIAL FUND

EIN: 23-7984603

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	105	105		0
FEDERAL ESTIMATED TAX DEPOSITS	186	0		0
FOREIGN TAXES ON QUALIFIED FOR	1,305	1,305		0
FOREIGN TAXES ON NONQUALIFIED	44	44		0