Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
STAUNTON FARM FOUNDATION
540-054 DBA STAUNTON FARM FOUNDATION

A Employer identification number
25-0965573

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
650 SMITHFIELD STREET | 210

B Telephone number
412-281-8020

City or town, state, and ZIP code
PITTSBURGH, PA 15222-3907

C If exemption application is pending, check here ▶☐
D 1 Foreign organizations, check here ▶☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 52,469,931.

J Accounting method: ☐ Cash ☐ Accrual [X] Other (specify) MODIFIED CASH
(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 ▶☐

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)
Revenue				
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	2,032,932.	2,150,897.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-110,470.			STATEMENT 1
b Gross sales price for all assets on line 6a 2,413,880.				
7 Capital gain net income (from Part IV, line 2)				
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	170,681.	107,908.		STATEMENT 2
12 **Total** Add lines 1 through 11	2,093,143.	2,258,805.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	100,000.	0.		100,000.
14 Other employee salaries and wages	69,470.	7,500.		61,970.
15 Pension plans, employee benefits	42,637.	574.		42,063.
16a Legal fees STMT 3	145.	0.		145.
b Accounting fees STMT 4	23,777.	18,546.		5,231.
c Other professional fees STMT 5	151,870.	150,625.		1,245.
17 Interest				
18 Taxes STMT 6	9,720.	0.		0.
19 Depreciation and depletion				
20 Occupancy	14,746.	0.		14,746.
21 Travel, conferences, and meetings	51,508.	0.		51,508.
22 Printing and publications	309.	0.		309.
23 Other expenses STMT 7	159,399.	242,639.		74,046.
24 **Total operating and administrative expenses.** Add lines 13 through 23	623,581.	419,884.		351,263.
25 Contributions, gifts, grants paid	2,214,386.			2,214,386.
26 **Total expenses and disbursements** Add lines 24 and 25	2,837,967.	419,884.		2,565,649.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-744,824.			
b **Net investment income** (if negative, enter -0-)		1,838,921.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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9

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	32,100.	84,235.	84,235.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	45,305,546.	46,093,829.	46,093,829.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	5,237,389.	6,291,867.	6,291,867.
	16 **Total assets** (to be completed by all filers)	50,575,035.	52,469,931.	52,469,931.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	50,575,035.	52,469,931.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	50,575,035.	52,469,931.	
	31 **Total liabilities and net assets/fund balances**	50,575,035.	52,469,931.	

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	50,575,035.
2	Enter amount from Part I, line 27a	2	-744,824.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	4,431,484.
4	Add lines 1, 2, and 3	4	54,261,695.
5	Decreases not included in line 2 (itemize) ▶ TO REFLECT BOY INVESTMENTS AT FMV	5	1,791,764.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	52,469,931.

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	TIFF MULTI ASSET FUND	P		
b	TIFF INTERNATIONAL EQUITY FUND	P		
c	TIFF US EQUITY FUND	P		
d	CAPITAL GAINS FROM PARTNERSHIP K-1'S	P		
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	699,602.		643,090.	56,512.
b	709,320.		969,381.	-260,061.
c	705,764.		911,879.	-206,115.
d	211,135.			211,135.
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				56,512.
b				-260,061.
c				-206,115.
d				211,135.
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	-198,529.
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	N/A

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	3,139,050.	44,438,752.	.070638
2008	3,036,709.	52,465,836.	.057880
2007	3,173,499.	58,439,902.	.054304
2006	2,574,756.	56,234,095.	.045786
2005	1,446,053.	47,544,933.	.030414

2	**Total** of line 1, column (d)	2	.259022
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	.051804
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	49,773,806.
5	Multiply line 4 by line 3	5	2,578,482.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,389.
7	Add lines 5 and 6	7	2,596,871.
8	Enter qualifying distributions from Part XII, line 4	8	2,565,649.

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 ▶ ☐ 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	36,778.
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	36,778.
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	36,778.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 14,920.		
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	14,920.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	21,858.
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	

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see 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	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			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 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 ▶ WWW.STAUNTONFARM.ORG

14 The books are in care of ▶ ROBERT MUSCA Telephone no. ▶ 412-281-8020

Located at ▶ 650 SMITHFIELD STREET, SUITE 210, PITTSBURGH, PA ZIP+4 ▶ 15222

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

			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		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 22 of the instructions)?	1b		X
	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		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? ☐ Yes ☒ 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? ☐ 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.)* 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 10		100,000.	14,463.	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

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
THE INVESTMENT FUND FOR FOUNDATIONS - 200 BARR HARBOR DR, SUITE 100, WEST CONSHOHOCKEN,	INVESTMENT ADVISORY FEES	150,000.
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.

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	44,200,443.
b	Average of monthly cash balances	1b	39,473.
c	Fair market value of all other assets	1c	6,291,867.
d	**Total** (add lines 1a, b, and c)	1d	50,531,783.
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	50,531,783.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	757,977.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,773,806.
6	**Minimum investment return**. Enter 5% of line 5	6	2,488,690.

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	2,488,690.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	36,778.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	36,778.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,451,912.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,451,912.
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	2,451,912.

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	2,565,649.
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	2,565,649.
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	2,565,649.

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				2,451,912.
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				
b From 2006				
c From 2007				
d From 2008				
e From 2009 13,092.				
f Total of lines 3a through e	13,092.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 2,565,649.				
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				2,451,912.
e Remaining amount distributed out of corpus	113,737.			
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	126,829.			
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	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	126,829.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009 13,092.				
e Excess from 2010 113,737.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JONI S. SCHWAGER, EXECUTIVE DIRECTOR, 412-281-8020
650 SMITHFIELD STREET, SUITE 210, PITTSBURGH, PA 15222

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

PROVIDED UPON INITIAL REQUEST

c Any submission deadlines:

NONE

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

GRANTS ARE LIMITED TO NON-PROFIT ORGANIZATIONS PROVIDING MENTAL HEALTH TREATMENT, CARE, AND SUPPORT.

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 ATTACHED SCHEDULE				2214386.
Total			▶ 3a	2214386.
b *Approved for future payment*				
SEE ATTACHED SCHEDULE				1525522.
Total			▶ 3b	1525522.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	2,032,932.	
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			41	142,754.	
8 Gain or (loss) from sales of assets other than inventory			18	-110,470.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a RURAL MH CONFERENCE					1,436.
b OTHER REVENUE			01	4,762.	
c UBIT FROM PARTNERSHIPS	525990	21,729.			
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		21,729.		2,069,978.	1,436.

13 Total. Add line 12, columns (b), (d), and (e) 13 2,093,143.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes).
11A	INCOME GENERATED FROM THE RURAL MENTAL HEALTH CONFERENCE

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

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

Joni Schwager — Signature of officer or trustee | 11/14/11 Date | EXECUTIVE DIRECTOR Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Elizabeth E. Krisher	Elizabeth E. Krisher	11-10-2011		P01275616

Firm's name ▶ MAHER DUESSEL, CPA'S — Firm's EIN ▶

Firm's address ▶ THREE GATEWAY CENTER, SIX WEST PITTSBURGH, PA 15222 — Phone no. 412-471-5500

023622
04-26-11

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIFF MULTI ASSET FUND			PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
699,602.	643,090.	0.	0.	56,512.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIFF INTERNATIONAL EQUITY FUND			PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
709,320.	969,381.	0.	0.	-260,061.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIFF US EQUITY FUND			PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
705,764.	911,879.	0.	0.	-206,115.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS FROM PARTNERSHIPS	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
299,194.	0.	0.	0.	299,194.

NET GAIN OR LOSS FROM SALE OF ASSETS	-110,470.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-110,470.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	142,754.	107,908.	
RURAL MH CONFERENCE	1,436.	0.	
OTHER REVENUE	4,762.	0.	
UBIT FROM PARTNERSHIPS	21,729.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	170,681.	107,908.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	145.	0.		145.
TO FM 990-PF, PG 1, LN 16A	145.	0.		145.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT & TAX SERVICES	23,777.	18,546.		5,231.
TO FORM 990-PF, PG 1, LN 16B	23,777.	18,546.		5,231.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING OTHER	1,245.	0.		1,245.
BNY MELLON FEES	625.	625.		0.
INVESTMENT ADVISORY FEES	150,000.	150,000.		0.
TO FORM 990-PF, PG 1, LN 16C	151,870.	150,625.		1,245.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	9,720.	0.		0.
TO FORM 990-PF, PG 1, LN 18	9,720.	0.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP DUES	6,433.	0.		6,433.
TELEPHONE	3,833.	0.		3,833.
INSURANCE	4,337.	0.		4,337.
OFFICE	7,864.	0.		7,864.
EQUIPMENT	3,707.	0.		3,707.

PARKING	6,769.	0.		6,769.
GIFTS	6,246.	0.		6,246.
INFORMATION TECHNOLOGY	13,018.	0.		13,018.
MISCELLANEOUS	21,639.	0.		21,639.
CONTRIBUTION	200.	0.		200.
TIFF TRANSFER FEES	10,582.	10,582.		0.
TIFF PARTNER INVESTMENTS FEES	74,771.	232,057.		0.
TO FORM 990-PF, PG 1, LN 23	159,399.	242,639.		74,046.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TIFF MULTI ASSET FUND	FMV	43,219,057.	43,219,057.
TIFF INTERNATIONAL EQUITY FUND	FMV	864,755.	864,755.
TIFF US EQUITY FUND	FMV	944,749.	944,749.
TIFF SHORT TERM FUND	FMV	1,065,268.	1,065,268.
TOTAL TO FORM 990-PF, PART II, LINE 13		46,093,829.	46,093,829.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CODE HENNESSY II, LP	11,301.	2,040.	2,040.
CODE HENNESSY III, LP	36,545.	4,962.	4,962.
SPROUT CAPITAL VII, LP	53,842.	32,020.	32,020.
MELLON PRIVATE EQUITY FUND II, LP	487,529.	261,550.	261,550.
TIFF REAL ESTATE PARTNERS I	504,775.	410,232.	410,232.
TIFF REALTY AND RESOURCES I	64,665.	81,279.	81,279.
TIFF REALTY AND RESOURCES II	542,679.	655,857.	655,857.
TIFF REALTY AND RESOURCES III	358,798.	523,163.	523,163.
TIFF REALTY AND RESOURCES 2008	319,881.	563,153.	563,153.
TIFF PARTNERS I	22,726.	6,265.	6,265.
TIFF PARTNERS II	56,137.	26,374.	26,374.
TIFF PARTNERS III	158,977.	138,501.	138,501.
TIFF PARTNERS V-INTERNATIONAL	403,175.	416,411.	416,411.
TIFF PARTNERS V-US	145,228.	167,388.	167,388.
TIFF PRIVATE EQUITY PARTNERS 2005	277,688.	372,526.	372,526.
TIFF PRIVATE EQUITY PARTNERS 2006	1,085,687.	1,303,028.	1,303,028.
TIFF PRIVATE EQUITY PARTNERS 2007	327,076.	545,296.	545,296.
TIFF PRIVATE EQUITY PARTNERS 2008	380,680.	781,822.	781,822.
TO FORM 990-PF, PART II, LINE 15	5,237,389.	6,291,867.	6,291,867.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES E. KNIGHT 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	PRESIDENT 1.00	0.	0.	0.
ROBERT B. FERREE, IV 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	VICE PRESIDENT 1.00	0.	0.	0.
MARGARET L. WEAVER 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	TREASURER 1.00	0.	0.	0.
LOUISE W. CRAIG 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	SECRETARY 1.00	0.	0.	0.
HARRIET D. BAUM 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
MOE COLEMAN 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
BONNI DUNLAP 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
PAUL GRIFFITHS 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
PHILLIP G. GULLEY 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
PETER KNIGHT 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
NANCY E. KUKOVICH 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.

RICHARD L. FREDERICK, III 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
DR. NORMA D. THOMAS 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	DIRECTOR 1.00	0.	0.	0.
KATHLEEN C. KNIGHT 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	HONORARY DIRECTOR 1.00	0.	0.	0.
JONI S. SCHWAGER 650 SMITHFIELD STREET, SUITE 210 PITTSBURGH, PA 15222	EXECUTIVE DIRECTOR 40.00	100,000.	14,463.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		100,000.	14,463.	0.

STAUNTON FARM FOUNDATION
25-0965573
FORM 990PF - PART XV

GRANTS PAID DURING THE YEAR

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
January 2010					
Family Counseling Center of Armstrong County *Consumer Web Portal* $ 14,500.00	955 4Q09	1/4/2010	$14,500.00	Foundation	Grant for Consumer Web Portal
Grantmakers in Health *2010 Membership* $ 2,500.00	1028 3Q10	1/4/2010	$2,500.00	Foundation	2010 Membership
Mon Yough Community Services, Inc. *Cognitive Enhancement Therapy Training* $ 15,000.00	952 4Q09	1/18/2010	$15,000.00	Foundation	$15,000 for Cognitive Enhancement Therapy
		Total January 2010 (3 items)	$32,000.00		
March 2010					
University of Pittsburgh *Offender Rehabilitation in America publication* $ 6,500.00	957 4Q09	3/22/2010	$6,500.00	Foundation	$6,500 for Institute of Politics for Offender Rehabilitation in America publication
		Total March 2010 (1 item)	$6,500.00		
April 2010					

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Alice Paul House *Children's Counseling Program* $ 20,000.00	968 1Q10	4/19/2010	$20,000.00	Foundation	$20,000 for Children's Counseling Program
Allegheny Children's Initiative, Inc. *Parent-Child Interactive Therapy Training* $ 25,000.00	973 1Q10	4/19/2010	$25,000.00	Foundation	$525,000 for Parent Child Interactive Therapy Training
Girl Scouts Western Pennsylvania *Uniquely ME! Program* $ 10,000.00	962 1Q10	4/16/2010	$10,000.00	Foundation	$10,000 for uniquely ME! Program
Good Grief Center for Bereavement and Support *Grief Training for Behavioral Health Service Providers* $ 25,000.00	976 1Q10	4/19/2010	$25,000.00	Foundation	$25,000 for Good Grief's Behavioral Health service Providers Training
Healthy Start, Inc. *Behavioral Health Expansion in Allegheny, Fayette and Westmoreland Counties* $ 25,000.00	978 1Q10	4/19/2010	$25,000.00	Foundation	$25,000 approved for Behavioral Health Expansion in Three Counties
Mental Health Association in Beaver County *Integrated Information Project* $ 21,250.00	980 1Q10	4/19/2010	$21,250.00	Foundation	$21,250 for Integrated Information System Approved
The Open Door, Inc. *Housing for Chronically Homeless People Living with HIV* $ 24,000.00	967 1Q10	4/19/2010	$24,000.00	Foundation	$24,000 grant for Chronically Homeless People Living with HIV

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Southwest Behavioral Health Management, Inc. *Recovery Oriented Systems of Care implementation* $ 25,000.00	981 1Q10	4/19/2010	$25,000.00	Foundation	$25,000 Grant for Recovery Oriented Systems of Care Implementation in Six Rural Counties
		Total April 2010 (8 items)	$175,250.00		
May 2010					
Adelphoi Village *Sanctuary Model Training* $ 25,000.00	972	5/24/2010	$25,000.00	Foundation	$25,000 for Training Staff in the Sanctuary Model
Center for Spirituality in Twelve Step and Recovery *Hamilton Place Renovations* $ 80,000.00	961 1Q10	5/24/2010	$80,000.00	Foundation	$80,0000 for Hamilton Place, Housing for Those in Early Recovery
Fayette County Behavioral Health Administration *Youth Advisory Council* $ 14,713.00	977 1Q10	5/10/2010	$14,713.00	Foundation	$14,713 for Youth Advisory Council
Holy Family Institute *Emergency Funding for Haitian Refugees* $ 33,000.00	965 1Q10	5/10/2010	$33,000.00	Foundation	
LEAD Pittsburgh *Strengthening Resilience in College Aged Youth -Spring Seminar 2010.* $ 5,000.00	971 3Q10	5/10/2010	$5,000.00	Foundation	$5,000 for Spring Symposium on Resiliency

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Turtle Creek Valley MH/MR, Inc. *Consumer Art Supplies* $ 1,000.00	983 3Q10	5/17/2010	$1,000.00	Foundation	Consumer Art Supplies
		Total May 2010 (6 items)	$158,713.00		
<u>July 2010</u>					
Armstrong-Indiana MH/MR Program *CIT Training First Responders in Armstrong-Indiana Counties* $ 24,600.00	975	7/12/2010	$24,600.00	Foundation	Capacity Building Grant for CIT Training
Community Empowerment Association, Inc. *Black Family Reunion and Cultural Arts Weekend* $ 1,000.00	984 1Q10	7/12/2010	$1,000.00	Foundation	$1,000 for Behavioral Health Education at the Annual Black Family Reunion
NAMI Southwestern Pennsylvania *2010 Conference Support-Power to Ignite Change* $ 10,000.00	970 3Q10	7/19/2010	$10,000.00	Foundation	
		Total July 2010 (3 items)	$35,600.00		
<u>August 2010</u>					
Allegheny County Department of Veterans Affairs *Conference Support* $ 5,000.00	1006 3Q10	8/19/2010	$5,000.00	Foundation	$5,000 for Conference Support

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Institute for Research, Education and Training in Addictions (IRETA) *Preparing Allegheny County Addiction Treatment Providers to Adopt Evidence-based Practices* $ 25,000.00	979 1Q10	8/19/2010	$25,000.00	Foundation	Evidence Based Practices Training for Allegheny County Providers
NAMI Southwestern Pennsylvania *2010 Walk Sponsorship* $ 2,500.00	989 3Q10	8/19/2010	$2,500.00	Foundation	Sponsorship for 2010 Awareness Walk
		Total August 2010 (3 items)	$32,500.00		

September 2010

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Allegheny County Department of Human Services *Continuum of Care Supportive Services Fund* $ 200,000.00	892	9/13/2010	$100,000.00	Foundation	
Butler County Office of Mental Health *Forensic Mental Health Program* $ 200,000.00	904	9/13/2010	$100,000.00	Foundation	
Community Foundation of Westmoreland County *T-Base Integration Project* $ 60,000.00	922 3Q09	9/13/2010	$30,000.00	Foundation	Second of 2 yr. grant for $30,000 (Total $60,000) for T-Base Project
The Pittsburgh Trust for Cultural Resources *Deposit for Next to Normal Event* $ 300.00	1074 3Q10	9/13/2010	$300.00	Foundation	DEposit for Next to Normal Event

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Uniontown Hospital *Development of Behavioral Health Services* $ 100,000.00	963 1Q10	9/13/2010	$100,000.00	Foundation	Development of Behavioral Health Unit
WQED *The Long Road Home - PTSD Documentary* $ 80,000.00	964 1Q10	9/13/2010	$80,000.00	Foundation	
		Total September 2010 (6 items)	$410,300.00		
<u>October 2010</u>					
Addison Behavioral Care, Inc. *Coordinated Services, Drug and Alcohol; Lifeskills Mentor and Outreah Coordinator* $ 140,000.00	993 3Q10	10/11/2010	$70,000.00	Foundation	First of two grants for $70,000 ($140,000 total) for two staff positions
Armstrong-Indiana Drug and Alcohol Commission *Criminal Justice Diversion program for people with substance use disorders, including co-occurring disorder* $ 96,000.00	881	10/11/2010	$48,000.00	Foundation	Second grant for $48,000 for Criminal Justice Diversion Program in Indiana and Armstrong counties
Butler County Office of Mental Health *Forensic Mental Health Program* $ 200,000.00	904	10/25/2010	$75,000.00	Foundation	Final $75,000 paid for Forensic Mental Health Project
Centers for Healthy Hearts and Souls *Outreach* $ 80,000.00	985 3Q10	10/4/2010	$80,000.00	Foundation	$80,000 grant for Outreach and Education Program Expansion

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Community Health Clinic of Butler County *Adressing the Complexity of the Whole Person: The Physical and Mental Health Needs of Our Patients* $ 40,000.00	987 3Q10	10/18/2010	$40,000.00	Foundation	$40,000 grant for part time Behavioral Health Nurse
Consumer Health Coalition *Health Committee for People with Disabilities* $ 35,000.00	991	10/25/2010	$35,000.00	Foundation	$35,000 for Expansion of Disabilities Committee
Entertainment Industries Council, Inc. *Media Outreach to Support Local Mental Health Service Providers* $ 109,000.00	1007 3Q10	10/18/2010	$109,000.00	Foundation	Media Outreach Expansion Project
First Step Recovery Homes, Inc. *2009 Emergency Shelter Matching Grant* $ 37,807.00	990	10/4/2010	$37,807.00	Foundation	$37,807 Grant for renovations
LEAD Pittsburgh *Resiliency Training* $ 8,000.00	1013 3Q10	10/4/2010	$8,000.00	Foundation	$8,000 grant for Resiliency Training
Mental Health America of Allegheny County *The Willard Suitcase Project* $ 10,000.00	950 4Q09	10/11/2010	$10,000.00	Foundation	$10,000 grant to support the The Lives They Left Behind
Pennsylvania Health Law Project *Greene County Consumer Empowerment Project* $ 70,000.00	925 3Q09	10/25/2010	$35,000.00	Foundation	Second of two payments of $35,000/ea for the 'Greene County Empowerment Project

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
United Way of Indiana County *Training by the Bayer Center for Non Profit Management* $ 1,000.00	1011 3Q10	10/18/2010	$1,000.00	Foundation	$1,000 for Non Profit Training for Behavioral Health Providers
University of Pittsburgh *Mental Health Training Program for Front Line Workers* $ 135,929.14	821 3Q07	10/25/2010	($3,121.86)	Foundation	Refund of unexpended grant funds
Deep Democracy *Vets4Vets Southwestern Pennsylvania Irag and Afghanistan- Era Veterans' Peer Support Community* $ 102,000.00	1000 3Q10	10/18/2010	$102,000.00	Foundation	Expansion of Vets4Vets Peer Support Community
WHYY, Inc. *Staunton Farm Fellowship in Behavioral Health Reporting* $ 197,438.00	848 1Q08	10/11/2010	$49,338.00	Foundation	Grant foe Behavioral Health Reporter
		Total October 2010 (15 items)	$697,023.14		

November 2010

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Armstrong-Indiana MH/MR Program *Consumer Transportation to The Lives They Left Behind Exhibit* $ 750.00	1012 3Q10	11/29/2010	$750.00	Foundation	$750 for transportation for consumers to view "The Lives They Left Behind" exhibit in Pittsburgh

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Children's Hospital of Pittsburgh Foundation *Children's Community Pediatrics (CCP) Behavioral Health Primary Education Series* $ 75,900.00	992 3Q10	11/15/2010	$75,900.00	Foundation	To award a grant in the amount of $75,900 for Primary Care Education Series
Hill House Association *The Non-Custodial Employment Program(NCEP) and Children's Art and Talk Group (CHAAT.* $ 125,000.00	998 3Q10	11/8/2010	$62,000.00	Foundation	First of two payments totaling $125,000 for CHAAT
Mental Health America of Allegheny County *Let Our Voices Be Heard* $ 59,020.00	927 3Q09	11/16/2010	$25,510.00	Foundation	Let Our Voices Be Heard
Saint Vincent College *Prevention Projects' ProjectSuccess and KidsSuccess Intervention Program* $ 23,500.00	1004 3Q10	11/29/2010	$23,500.00	Foundation	Award $23,500 for two Prevention Projects
		Total November 2010 (5 items)	$187,660.00		
December 2010					
Crisis Shelter of Lawrence County *Trauma Informed Training & Certification* $ 70,000.00	1020 4Q10	12/20/2010	$45,000.00	Foundation	Frist of three years grant for Trauma Informed Care and Certification
Every Child, Inc. *LGBT Youth In Families Initiative* $ 60,000.00	920 3Q09	12/13/2010	$30,000.00	Foundation	Second year award in the amount of $30,000 ($60,000 total grant) for LGBT Youth and Family Initiative

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Family Resources *Promoting Alternative Thinking Strategies (PATHS)* $ 200,000.00	1018 4Q10	12/20/2010	$75,000.00	Foundation	First of three payments totaling $200,000 $75,000 for two years and $50,000 in year three) for the PATHS project
George Junior Republic *New Academic Center/ Special Needs Wing* $ 150,000.00	1021 4Q10	12/20/2010	$150,000.00	Foundation	Grant for $150,000 for the Special Needs Academic Unit
Good Grief Center for Bereavement and Support *Bridge Funding for Organizational Transition Plan and Implementaion* $ 15,000.00	1022 4Q10	12/20/2010	$15,000.00	Foundation	Bridge Funding for Organizational Transitional Planning
Schenley Heights Comunity Development Program *After Schoool Tutorial Behavioral Enrichment Program* $ 30,000.00	988 3Q10	12/13/2010	$30,000.00	Foundation	One year grant in the amount of $30,000 for After School Tutorial Behavioral Enrichment Program, including Program Evaluation
United Way of Allegheny County *SW PA 2-1-1* $ 100,000.00	1026 4Q10	12/20/2010	$50,000.00	Foundation	$50,000 for two years (totaling $100,000) for the SWPA Regional 2-1-1
Washington County Court of Common Pleas *Treatment Court* $ 104,033.00	921 3Q09	12/13/2010	$45,340.00	Foundation	Second of two payments for Washington County Drug Treatment Court for $45,340 (total $104,033)

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Westmoreland Community Action *Pathways Permanent Supportive Housing* $ 77,000.00	932 3Q09	12/13/2010	$38,500.00	Foundation	Second year grant in the amount of $38,500 for Pathways to Permanent Housing
		Total December 2010 (9 items)	$478,840.00		
		Grand Total (59 items)	$2,214,386.14		

STAUNTON FARM FOUNDATION
25-0965573
FORM 990PF - PART XV

GRANTS APPROVED FOR FUTURE PAYMENT

Organization	Total			Scheduled Payments				Remaining
Grant Amount	Paid	2010	2011	2012	2013	2014	2015	Balance
Crisis Shelter of Lawrence County $70,000.00 *Trauma Informed Training & Certification*	$45,000.00	$0.00	$14,000.00	$0 00	$11,000.00	$0.00	$0.00	$0 00
Pittsburgh Psychoanalytic Center $6,000.00 *2010 Symposium on Youth Violence*	$0 00	$0.00	$6,000.00	$0 00	$0.00	$0.00	$0 00	$0 00
Addison Behavioral Care, Inc. $140,000.00 *Coordinated Services, Drug and Alcohol, Lifeskills Mentor and Outreah Coordinator*	$70,000.00	$0.00	$70,000.00	$0.00	$0.00	$0.00	$0 00	$0.00
The Aleph Institute $45,000.00 *Recruiting and Visitation Coordination*	$0.00	$0.00	$45,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
Allegheny County Health Department $25,000.00 *Behavioral Risk Factor Surveillance Survey*	$0.00	$25,000.00	$0.00	$0.00	$0.00	$0 00	$0 00	$0.00

Organization Grant Amount	Total Paid	Scheduled Payments 2010	 2011	 2012	 2013	 2014	 2015	Remaining Balance
Armstrong-Indiana MH/MR Program $90,000.00 *Recovery Oriented Case Management Initiative*	$45,000.00	$45,000 00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
Center for Community Resources, Inc. $25,000 00 *E-System Integrated Client Database*	$0.00	$0.00	$25,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
County of Butler $75,000.00 *Butler County Problem Solving Court- Drug Court*	$0.00	$0.00	$50,000.00	$25,000.00	$0.00	$0 00	$0.00	$0.00
East Liberty Family Health Care Center $88,300 00 *Birth Circle Doula Agency Behavioral Health Expansion for Teens*	$0.00	$0.00	$88,300.00	$0.00	$0.00	$0.00	$0.00	$0.00
Family Resources $200,000.00 *Promoting Alternative Thinking Strategies (PATHS)*	$75,000.00	$0.00	$75,000.00	$50,000.00	$0.00	$0.00	$0.00	$0.00
Grapevine Center $500.00 *Mental Health Association Armstrong County's application for non-profit designation*	$0.00	$0.00	$500.00	$0.00	$0.00	$0.00	$0.00	$0.00

Organization Grant Amount	Total Paid	2010	2011	Scheduled Payments 2012	2013	2014	2015	Remaining Balance
Hill House Association $125,000.00 *The Non-Custodial Employment Program(NCEP) and Children's Art and Talk Group (CHAAT.*	$62,000.00	$0.00	$63,000.00	$0.00	$0.00	$0.00	$0.00	$0 00
Holy Family Institute $1,500.00 *Courage House Luncheon*	$0.00	$1,500.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00
LEAD Pittsburgh $40,000.00 *Building a Resilient Campus Community*	$0 00	$0.00	$40,000.00	$0.00	$0 00	$0 00	$0.00	$0.00
Mars Home for Youth $6,900.00 *Adolescent Diversion & Acute Stabilization Program Training*	$0.00	$0.00	$6,900.00	$0.00	$0.00	$0.00	$0.00	$0.00
Mental Health America of Allegheny County $59,020.00 *Let Our Voices Be Heard*	$53,270.00	$0.00	$0.00	$0.00	$0.00	$0.00	$0.00	$5,750.00
Mental Health Association in Westmoreland County $1,000.00 *Program on Post Traumatic Stress for Veterans*	$0.00	$0.00	$1,000.00	$0.00	$0.00	$0.00	$0.00	$0.00

Organization Grant Amount	Total Paid	Scheduled Payments 2010	2011	2012	2013	2014	2015	Remaining Balance
Parent's League for Emotional Adjustment $15,000.00 *Acceptance Commitment Training*	$0.00	$0.00	$15,000.00	$0.00	$0.00	$0.00	$0.00	$0 00
The Pittsburgh Foundation $195,000.00 *Building an Effective System of Reintegration in Allegheny County*	$65,000.00	$65,000.00	$65,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
The Pittsburgh Trust for Cultural Resources $1,105.00 *Media piece to the Next to Normal Playbill*	$0.00	$0.00	$1,105.00	$0.00	$0.00	$0.00	$0.00	$0.00
South Allegheny School District $25,000.00 *South Allegheny Elementary PRIDE Paw Power Program*	$0.00	$0.00	$25,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
Southwest Behavioral Health Management, Inc. $200,000.00 *Southwest Regional COD Initiative*	$0.00	$0.00	$200,000.00	$0 00	$0.00	$0.00	$0.00	$0.00
Squirrel Hill Health Center $87,430 00 *Mobile Behavioral Health and Operating Costs*	$43,715.00	$0.00	$43,715.00	$0.00	$0.00	$0.00	$0.00	$0.00

Organization Grant Amount	Total Paid	Scheduled Payments 2010	2011	2012	2013	2014	2015	Remaining Balance
Three Rivers Adoption Council $46,752.00 *Respite Care Weekend Retreats*	$0.00	$0.00	$46,752.00	$0.00	$0 00	$0 00	$0.00	$0.00
Union Mission of Latrobe, Inc. $200,000.00 *Behavioral Health Services for Homeless Shelters*	$0.00	$0.00	$200,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
United Way of Allegheny County $100,000.00 *SW PA 2-1-1*	$50,000.00	$0.00	$50,000.00	$0.00	$0.00	$0 00	$0 00	$0.00
University of Pittsburgh $60,000.00 *Overdose Prevention Initiative*	$0.00	$0.00	$60,000.00	$0.00	$0.00	$0.00	$0.00	$0.00
YWCA of Greater Pittsburgh $106,000.00 *Chrysalis Shelter Plus Care Permanent Housing Program*	$0.00	$0.00	$53,000.00	$53,000.00	$0.00	$0.00	$0.00	$0.00
Grand Total (28 items)	$508,985.00	$136,500 00	$1,244,272.00	$128,000.00	$11,000.00	$0 00	$0 00	$5,750.00

Total amount approved for future payment

Scheduled 2010	$136,500.00
Scheduled 2011	$1,244,272.00
Scheduled 2012	$128,000.00
Scheduled 2013	$11,000.00
Scheduled 2014	$0.00
Scheduled 2015	$0.00
Remaining Balance	$5,750.00
Total	$1,525,522.00

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization STAUNTON FARM FOUNDATION 540-054 DBA STAUNTON FARM FOUNDATION	**Employer identification number** 25-0965573
	Number, street, and room or suite no If a P O box, see instructions. 650 SMITHFIELD STREET, NO. 210	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PITTSBURGH, PA 15222-3907	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶
  Telephone No ▶ FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 2010 or
▶ [ ] tax year beginning ____ , and ending ____

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2011)

023841
01-03-11

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of exempt organization STAUNTON FARM FOUNDATION 540-054 DBA STAUNTON FARM FOUNDATION	**Employer identification number** 25-0965573
File by the extended due date for filing your return See instructions	Number, street, and room or suite no. If a P O box, see instructions. 650 SMITHFIELD STREET, NO. 210	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15222-3907	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ ROBERT MUSCA 650 SMITHFIELD STREET, SUITE 210 - PITTSBURGH, PA 15222

Telephone No ▶ 412-281-8020 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2011

5 For calendar year 2010 , or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FINALIZE THE AUDITED FINANCIAL STATEMENTS TO BE REFLECTED IN THE RETURN AND TO ALLOW FOR BOARD REVIEW OF THE FORM 990 PRIOR TO FILING.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Diane E Eckstein Title ▶ CPA Date ▶ 8-1-11

023842
01-24-11