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

2010

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

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

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

Name of foundation RHODENBAUGH FOUNDATION		A Employer identification number 36-4404572
Number and street (or P O box number if mail is not delivered to street address) 5 BEACON DRIVE	Room/suite	B Telephone number 864-944-2630
City or town, state, and ZIP code SALEM, SC 29676		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 787,505.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B interest on savings and temporary cash investments					
3 Dividends and interest from securities		22,718.	22,718.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<16,529.>			
b Gross sales price for all assets on line 6a 150,032.					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		6,189.	22,718.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		330.	330.		0.
b Accounting fees STMT 3		2,015.	1,007.		1,008.
c Other professional fees STMT 4		3,709.	3,709.		0.
17 Interest					
18 Taxes STMT 5		40.			40.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		223.	223.		0.
24 Total operating and administrative expenses Add lines 13 through 23		6,317.	5,269.		1,048.
25 Contributions, gifts, grants paid		36,498.			36,498.
26 Total expenses and disbursements. Add lines 24 and 25		42,815.	5,269.		37,546.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<36,626.>			
b Net investment income (if negative, enter -0-)			17,449.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	30,368.	11,007.	11,007.	
	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				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other	835,383.	811,936.	776,498.	
	14 Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	865,751.	822,943.	787,505.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Foundations that follow SFAS 117, check here ▶ ☐	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒	27 Capital stock, trust principal, or current funds	865,751.	822,943.	
		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	865,751.	822,943.	
	31 Total liabilities and net assets/fund balances	865,751.	822,943.		

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	865,751.
2 Enter amount from Part I, line 27a	2	<36,626.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	829,125.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	6,182.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	822,943.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b SEE ATTACHED STATEMENT					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e 150,032.		166,561.	<16,529.>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			<16,529.>		
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	<16,529.>	
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	55,382.	743,760.	.074462
2008	47,190.	946,645.	.049850
2007	66,778.	1,023,041.	.065274
2006	49,928.	977,087.	.051099
2005	68,682.	923,826.	.074345
2 Total of line 1, column (d)			2 .315030
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 .063006
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 779,313.
5 Multiply line 4 by line 3			5 49,101.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 174.
7 Add lines 5 and 6			7 49,275.
8 Enter qualifying distributions from Part XII, line 4			8 37,546.

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	349.
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	349.
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	349.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	783.	
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	783.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	434.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 434. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► JEFFREY RHODENBAUGH Telephone no. ► 864-944-2630			
Located at ► 5 BEACON DRIVE, SALEM, SC		ZIP+4 ► 29676		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ☐ Yes ☒ No	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

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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
JEFFREY RHODENBAUGH 5 BEACON STREET SALEM, SC 29676	PRESIDENT 2.00	0.	0.	0.
SHARON RHODENBAUGH 5 BEACON STREET SALEM, SC 29676	SECRETARY 2.00	0.	0.	0.
JOHN RHODENBAUGH 1037 SHELL AVENUE PACIFIC GROVE, CA 93950	TREASURER 2.00	0.	0.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	773,024.
b	Average of monthly cash balances	1b	18,157.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	791,181.
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	791,181.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,868.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	779,313.
6	Minimum investment return. Enter 5% of line 5	6	38,966.

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	38,966.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	349.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	349.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	38,617.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	38,617.
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	38,617.

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	37,546.
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	37,546.
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	37,546.

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.

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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				38,617.
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	23,671.			
b From 2006	3,427.			
c From 2007	16,974.			
d From 2008	322.			
e From 2009	62,790.			
f Total of lines 3a through e	107,184.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	37,546.			
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				37,546.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,071.			1,071.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	106,113.			
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	22,600.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	83,513.			
10 Analysis of line 9:				
a Excess from 2006	3,427.			
b Excess from 2007	16,974.			
c Excess from 2008	322.			
d Excess from 2009	62,790.			
e Excess from 2010				

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 9				
Total			▶ 3a	36,498.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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 CREDIT SUISSE COMMD RETRN STRTG		P	12/31/09	08/20/10
b EATON VANCE FLOATING RATE CLASS I		P	12/31/09	08/20/10
c HUSSMAN STRATEGIC GROWTH		P	12/31/09	08/20/10
d LORD ABBETT CONVERTIBLE CL I		P	12/31/09	08/20/10
e VANGUARD SHORT TERM BOND INDEX		P	11/23/09	08/16/10
f WELLS FARGO ASSET ALLOCATION CL A		P	12/31/09	08/20/10
g CREDIT SUISSE COMMD RETRN STRTG		P	12/31/08	08/20/10
h EATON VANCE FLOATING RATE CLASS I		P	12/31/08	08/20/10
i HUSSMAN STRATEGIC GROWTH		P	12/31/08	08/20/10
j LORD ABBETT CONVERTIBLE CL I		P	12/31/08	08/20/10
k WELLS FARGO ASSET ALLOCATION CL A		P	12/31/09	08/20/10
l CAPITAL GAINS DIVIDENDS				
m				
n				
o				

(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 700.		742.	<42.>
b 3,208.		3,163.	45.
c 35.		33.	2.
d 788.		791.	<3.>
e 9,980.		9,842.	138.
f 384.		392.	<8.>
g 11,207.		16,289.	<5,082.>
h 63,184.		69,352.	<6,168.>
i 26,415.		29,405.	<2,990.>
j 15,588.		17,549.	<1,961.>
k 15,987.		19,003.	<3,016.>
l 2,556.			2,556.
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<42.>
b			45.
c			2.
d			<3.>
e			138.
f			<8.>
g			<5,082.>
h			<6,168.>
i			<2,990.>
j			<1,961.>
k			<3,016.>
l			2,556.
m			
n			
o			

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

<16,529.>

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	22,030.	2,556.	19,474.
FIDELITY	3,244.	0.	3,244.
TOTAL TO FM 990-PF, PART I, LN 4	25,274.	2,556.	22,718.

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	330.	330.		0.
TO FM 990-PF, PG 1, LN 16A	330.	330.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,015.	1,007.		1,008.
TO FORM 990-PF, PG 1, LN 16B	2,015.	1,007.		1,008.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGMENT FEES	3,709.	3,709.		0.
TO FORM 990-PF, PG 1, LN 16C	3,709.	3,709.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES	15.	0.		15.
FOREIGN TAX	15.	0.		15.
LICENSES AND FEES	10.	0.		10.
TO FORM 990-PF, PG 1, LN 18	40.	0.		40.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATIN OF BOND PREMIUM	223.	223.		0.
TO FORM 990-PF, PG 1, LN 23	223.	223.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
CORRECTION OF COST BASIS FROM PRIOR YEAR - VANGUARD BOND INDEX TOTAL MARKET	6,182.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,182.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	COST	72,559.	25,525.
TAXABLE FIXED INCOME	COST	25,648.	27,300.
MUTUAL FUNDS	COST	713,729.	723,673.
TOTAL TO FORM 990-PF, PART II, LINE 13		811,936.	776,498.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ST. FRANCIS 103 W MAULDIN ST. WALHALLA, SC 29691	GENERAL SUPPORT	PUBLIC CHARITY	10.
KNIGHTS OF COLUMBUS 762 MAULDIN RD. GREENVILLE, SC 29607	GENERAL SUPPORT	PUBLIC CHARITY	100.
PEACE KEEPERS, PEACE CENTER 300 SOUTH MAIN ST. GREENVILLE, SC 29601	GENERAL SUPPORT	PUBLIC CHARITY	1,000.
ST. JUDE CHILDREN'S HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	GENERAL SUPPORT	PUBLIC CHARITY	100.
OCONNE CHAPTER RED CROSS 224 EAST MAIN STREET WALHALLA, SC 29691	GENERAL SUPPORT	PUBLIC CHARITY	1,000.
NCGA FOUNDATION - CLINIC ONLY 3200 LOPEZ ROAD PEBBLE BEACH, CA 93953	CLINIC	PUBLIC CHARITY	1,000.
HEARTLAND HOSPICE 333 N SUMMIT STREET TOLEDO, OH 43604	GENERAL SUPPORT	PUBLIC CHARITY	500.
ORTHOPAEDIC RESEARCH FOUNDATION OF THE CAROLINAS PO BOX 25902 GREENVILLE, SC 291616	GENERAL SUPPORT	PUBLIC CHARITY	500.

RHODENBAUGH FOUNDATION

36-4404572

Organization Name and Address	Support Type	Charity Type	Amount
NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	GENERAL SUPPORT	PUBLIC CHARITY	100.
RONALD MCDONALD HOUSE 706 GROVE ROAD GREENVILLE, SC 29605	GENERAL SUPPORT	PUBLIC CHARITY	100.
VFW POST 1716 1960 FREEDOM BLVD. FREEDOM, CA 83705	GENERAL SUPPORT	PUBLIC CHARITY	300.
SPARTANBURG REGIONAL HOSPICE 101 EAST WOOD ST. SPARTANBURG, SC 29303	GENERAL SUPPORT	PUBLIC CHARITY	100.
PEACE CENTRE FOR THE PERFORMING ARTS 101 W. BROAD ST. GREENVILLE, SC 29601	GENERAL SUPPORT	PUBLIC CHARITY	100.
HARTFORD LIFE FBO RONALD MCDONALD HOUSE ONE KROC DRIVE OAK BROOK, IL 60523	GENERAL SUPPORT	PUBLIC CHARITY	20,003.
EAST CAROLINA COUNCIL OF BOY SCOUTS PO BOX 1698 KINSTON, NC 28503	GENERAL SUPPORT	PUBLIC CHARITY	400.
SPARTANBURG METHODIST COLLEGE - WOMEN'S GOLF ONLY 1000 POWELL MILL RD. SPARTANBURG, SC 29301	WOMEN'S GOLF	PUBLIC CHARITY	600.
ST. ANDREW'S CATHOLIC CHURCH 200 EDGEWOOD DR CLEMSON, SC 29631	GENERAL SUPPORT	PUBLIC CHARITY	10.
OUR DAILY REST 525 EAST MAIN ST. SENECA, SC 29678	GENERAL SUPPORT	PUBLIC CHARITY	100.

RHODENBAUGH FOUNDATION

36-4404572

OCONEE HOSPICE OF THE FOOTHILLS 390 KEOWEE SCHOOL RD. SENECA, SC 29672	GENERAL SUPPORT	PUBLIC CHARITY	120.
SALVATION ARMY - WALHALLA 311 S JOHN ST. WALHALLA, SC 29691	GENERAL SUPPORT	PUBLIC CHARITY	100.
UNITED WAY OF OCONEE COUNTY 409 E. NORTH 1ST ST. SENECA, SC 29676	GENERAL SUPPORT	PUBLIC CHARITY	1,000.
AMERICAN DIABETIC ASSOC. PO BOX 7023 MERRIFIELD, VA 22116	GENERAL SUPPORT	PUBLIC CHARITY	150.
TIGER GOLF GATHERING 501-8 OLD GREENVILLE HWY CLEMSON, SC 29631	GENERAL SUPPORT	PUBLIC CHARITY	1,430.
CRO	GENERAL SUPPORT	PUBLIC CHARITY	100.
FAMILY FOCUS 310 S. PEORIA ST., STE 404 CHICAGO, IL 60607	GENERAL SUPPORT	PUBLIC CHARITY	365.
THE WAREHOUSE THEATER 37 AUGUSTA STREET GREENVILLE, SC 29601	GENERAL SUPPORT	PUBLIC CHARITY	900.
ST. PAUL THE APOSTLE 161 NORTH DEAN ST. SPARTANBURG, SC 29302	GENERAL SUPPORT	PUBLIC CHARITY	90.
ST. ANTHONY'S 307 GOWER STREET GREENVILLE, SC 29611	GENERAL SUPPORT	PUBLIC CHARITY	100.

RHODENBAUGH FOUNDATION

36-4404572

UNIV OF NOTRE DAME - HAITI ONLY 1100 GRACE HALL NOTRE DAME, IN 46556	HAITI FUND	PUBLIC CHARITY	1,000.
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THE CARPENTER HOSPICE 2250 PARKWAY DRIVE BURLINGTON, ONTARIO, CANADA	GENERAL SUPPORT	PUBLIC CHARITY	100.
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OCONNE MEDICAL FOUNDATION 298 MEMORIAL DRIVE SENECA, SC 29672	GENERAL SUPPORT	PUBLIC CHARITY	5,000.
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COSMOPOLITAN WOMAN'S CLUB 210 WEST NORTH 1ST STREET SENECA, SC 29678	GENERAL SUPPORT	PUBLIC CHARITY	20.
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TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>36,498.</u>
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- 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 File by the extended due date for filing your return. See instructions	Name of exempt organization		Employer identification number
	RHODENBAUGH FOUNDATION		36-4404572
	Number, street, and room or suite no. If a P O box, see instructions		
	5 BEACON DRIVE		
	City, town or post office, state, and ZIP code For a foreign address, see instructions		
	SALEM, SC 29676		

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.

JEFFREY RHODENBAUGH

- The books are in the care of ☒ 5 BEACON DRIVE - SALEM, SC 29676

Telephone No. ☒ 864-944-2630

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
- TAXPAYER IS WAITING ON ADDITIONAL THIRD PARTY INFORMATION FROM THE INVESTMENT BROKER TO COMPLETE THE RETURN.**

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	\$	100.
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	\$	783.
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 ☐

Title ☒ **PRESIDENT**

Date ☐

Form 8868 (Rev. 1-2011)