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 [X] Address change [ ] Name change

Name of foundation RALPH L. & WINIFRED E. POLK FOUNDATION	A Employer identification number 38-6080075
Number and street (or P O box number if mail is not delivered to street address) 26533 EVERGREEN ROAD — Room/suite 900	B Telephone number (248) 728-7000
City or town, state, and ZIP code SOUTHFIELD, MI 48076	C If exemption application is pending, check here ▶ [ ]
H Check type of organization: [X] 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) ▶$ 10,262,280. J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ] F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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	304,968.	304,968.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	14,494.			
	b Gross sales price for all assets on line 6a 981,530.				
	7 Capital gain net income (from Part IV, line 2)		14,494.		
	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	319,462.	319,462.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	15,500.	7,750.		7,750.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	10,364.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	13,654.	13,579.		75.
	24 Total operating and administrative expenses. Add lines 13 through 23	39,518.	21,329.		7,825.
	25 Contributions, gifts, grants paid	339,000.			339,000.
	26 Total expenses and disbursements. Add lines 24 and 25	378,518.	21,329.		346,825.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<59,056.>			
	b Net investment income (if negative, enter -0-)		298,133.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	374,770.	109,178.	109,178.
	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 STMT 5	53,979.	0.	0.
	b Investments - corporate stock STMT 6	356,956.	356,956.	8,100,000.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,631,935.	1,892,016.	2,053,102.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,417,640.	2,358,150.	10,262,280.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,417,640.	2,358,150.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	2,417,640.	2,358,150.	
	31 **Total liabilities and net assets/fund balances**	2,417,640.	2,358,150.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,417,640.
2 Enter amount from Part I, line 27a	2	<59,056.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,358,584.
5 Decreases not included in line 2 (itemize) ▶ JPMORGAN COST ADJUSTMENT	5	434.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,358,150.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	CAPITAL GAINS DIVIDENDS			
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	976,343.		967,036.	9,307.
b	5,187.			5,187.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				9,307.
b				5,187.
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	14,494.
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	260,770.	6,474,594.	.040276
2008	191,240.	5,480,989.	.034892
2007	221,500.	4,526,273.	.048937
2006	218,144.	4,130,876.	.052808
2005	233,659.	3,995,792.	.058476

2	Total of line 1, column (d)	2	.235389
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	.047078
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	10,141,280.
5	Multiply line 4 by line 3	5	477,431.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,981.
7	Add lines 5 and 6	7	480,412.
8	Enter qualifying distributions from Part XII, line 4	8	346,825.

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	5,963.
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	5,963.
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	5,963.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 7,600.		
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	7,600.
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	1,637.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	1,637. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b 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.*	1b		X
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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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) ▶ MI			
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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ ANN HOERLE Telephone no. ▶ (248) 728-7000

Located at ▶ 26533 EVERGREEN ROAD, SUITE 900, SOUTHFIELD, MI ZIP+4 ▶ 48076

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 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

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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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: 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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

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

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.

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	10,001,799.
b	Average of monthly cash balances	1b	293,917.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,295,716.
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	10,295,716.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,436.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,141,280.
6	**Minimum investment return.** Enter 5% of line 5	6	507,064.

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	507,064.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,963.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,963.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	501,101.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	501,101.
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	501,101.

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	346,825.
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	346,825.
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	346,825.

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				501,101.
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 18,405.				
f Total of lines 3a through e	18,405.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶$ 346,825.				
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				346,825.
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).)	18,405.			18,405.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				135,871.
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	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT	N/A			339,000.
Total			▶ 3a	339,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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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	304,968.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	14,494.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		319,462.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) .... 13 319,462.

(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).
	N/A

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

Signature of officer or trustee | Date 11-4-11 | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JENNIFER B. HALL	Jennifer B Hall	11/1/11		
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶	
Firm's address ▶ 200 RENAISSANCE CENTER, SUITE 3900 DETROIT, MI 48243-1300			Phone no. (313) 396-3000	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JPMORGAN DIVIDENDS	50,083.	5,187.	44,896.
JPMORGAN INTEREST	72.	0.	72.
R.L. POLK & CO.	260,000.	0.	260,000.
TOTAL TO FM 990-PF, PART I, LN 4	310,155.	5,187.	304,968.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX FEES	15,500.	7,750.		7,750.
TO FORM 990-PF, PG 1, LN 16B	15,500.	7,750.		7,750.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	10,364.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,364.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JPMORGAN INVESTMENT FEES	13,579.	13,579.		0.
GUIDE STAR FEES	75.	0.		75.
TO FORM 990-PF, PG 1, LN 23	13,654.	13,579.		75.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
JPMORGAN U.S. GOVERNMENT OBLIGATIONS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
R.L. POLK & CO.	356,956.	8,100,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	356,956.	8,100,000.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
JPMORGAN US LARGE CAP	COST	225,718.	256,228.
JPMORGAN US MID CAP/SMALL CAP	COST	197,228.	229,398.
JPMORGAN NON US EQUITY	COST	242,323.	281,191.
JPMORGAN FIXED INCOME TAXABLE	COST	780,836.	806,373.
JPMORGAN STRUCTURED INVESTMENTS	COST	250,000.	274,329.
JPMORGAN EMERGING MARKETS	COST	61,400.	68,745.
JPMORGAN OTHER ASSETS	COST	112,746.	114,783.
JPMORGAN NON-US FIXED INCOME	COST	21,765.	22,055.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,892,016.	2,053,102.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEPHEN R. POLK 26533 EVERGREEN ROAD, SUITE 900 SOUTHFIELD, MI 48076	PRESIDENT/TREASURER 0.00	0.	0.	0.
KATHY POLK OSBORNE 26533 EVERGREEN ROAD, SUITE 900 SOUTHFIELD, MI 48076	DIRECTOR 0.00	0.	0.	0.
JULIE A. POLK 26533 EVERGREEN ROAD, SUITE 900 SOUTHFIELD, MI 48076	DIRECTOR 0.00	0.	0.	0.
SUSAN P. SCYPHERS 26533 EVERGREEN ROAD, SUITE 900 SOUTHFIELD, MI 48076	DIRECTOR 0.00	0.	0.	0.
MELANIE F. SIMMS 26533 EVERGREEN ROAD, SUITE 900 SOUTHFIELD, MI 48076	SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

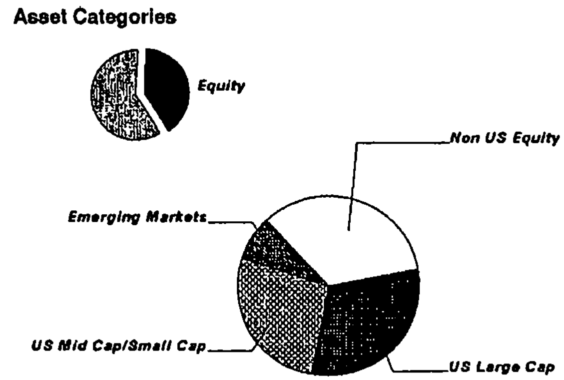
RALPH L. AND WINIFRED E. POLK FOUNDATION
2010 DISTRIBUTIONS

Amount	Type	Organization	Address				Purpose	Relationship
5,000	509-1	Big Brothers/Big Sisters of Metropolitan Detroit	7700 Second Ave , Ste 602	Detroit	MI	48202	General Operations	N/A
3,500	509-1	Birmingham Bloomfield Art Center, Inc	1516 South Cranbrook Road	Birmingham	MI	48009	General Operations	N/A
5,000	509-1	Boy Scouts-Great Lakes Council	1776 West Warren Ave	Detroit	MI	48208	General Operations	N/A
5,000	509-1	Boys & Girls Club of Southeast Michigan	26777 Halsted Road Ste 100	Farmington Hills	MI	48331-3560	General Operations	N/A
5,000	509-1	CARE House of Oakland County	44765 Woodward Ave	Pontiac	MI	48341	General Operations	N/A
5,000	509-1	Children's Center (The)	79 Alexandrine West	Detroit	MI	48201	General Operations	N/A
5,000	509-1	Children's Leukemia Foundation of Michigan	5455 Corporate Drive, Ste 306	Troy	MI	48098	General Operations	N/A
5,000	509-1	College for Creative Studies	201 E Kirby	Detroit	MI	48202	General Operations	N/A
5,000	509-2	Community House (The)	380 South Bates Street	Birmingham	MI	48009	General Operations	N/A
10,000	509-1	Cornerstone Schools	6861 E Nevada	Detroit	MI	48234	General Operations	N/A
5,000	509-1	Coalition on Temporary Shelter COTS	26 Peterboro	Detroit	MI	48201-2757	General Operations	N/A
10,000	509-2	Craft Emergency Relief Fund CERF	P O Box 838	Montpelier	VT	05601	General Operations	N/A
4,000	509-1	Crossroads for Youth	930 East Drahner Road	Oxford	MI	48051	General Operations	N/A
5,000	509-1	Detroit Edison Public School Academy	1903 Wilkins	Detroit	MI	48207	General Operations	N/A
7,500	509-2	Detroit Historical Society	5401 Woodward Ave	Detroit	MI	48202	General Operations	N/A
12,500	509-1	Detroit Institute of Arts	5200 Woodward Ave	Detroit	MI	48202	General Operations	N/A
5,000	509-1	Detroit Institute for Children (The)	5447 Woodward Ave	Detroit	MI	48202	General Operations	N/A
20,000	509-1	Detroit Public Television	1 Clover Court	Wixom	MI	48393-2247	General Operations	N/A
5,000	170 b	Detroit Riverfront Conservancy	600 Renaissance Center, Ste 1720	Detroit	MI	48243-1802	General Operations	N/A
7,500	509-1	Detroit Science Center (The New)	5020 John R	Detroit	MI	48202	General Operations	N/A
7,500	509-2	Detroit Zoological Society	8450 W Ten Mile Rd	Royal Oak	MI	48067	General Operations	N/A
5,000	509-2	Direct Marketing Educational Foundation DMEF	1120 Avenue of the Americas	New York	NY	10036	General Operations	N/A
5,000	509-1	Father Fred Foundation	P O Box 2260	Traverse City	MI	49685	General Operations	N/A
7,500	509-2	Focus Hope	1355 Oakman Blvd	Detroit	MI	48238	General Operations	N/A
7,500	509-1	Forgotten Harvest	21800 Greenfield Rd	Oak Park	MI	48237	General Operations	N/A
5,000	509-1	Gleaners Community Food Bank	2131 Beaufait St	Detroit	MI	48207	General Operations	N/A
25,000	509-1	Grand Traverse Regional Land conservancy	3860 North Long Lake Rd , Ste D	Traverse City	MI	49684-9601	General Operations	N/A
5,000	509-1	Great Lakes Children's Museum	P O Box 2326	Traverse City	MI	48684	General Operations	N/A
5,000	509-1	Interlochen Center for the Arts	P O Box 199	Interlochen	MI	49643	General Operations	N/A
5,000	509-2	Jack's Place for Autism	17360 W 12 Mile Rd Ste 204	Southfield	MI	48076	General Operations	N/A
5,000	509-2	Judson Center	4410 West Thirteen Mile Road	Royal Oak	MI	48073	General Operations	N/A
5,000	509-1	Karmanos Cancer Institute	4100 John R	Detroit	MI	48201	General Operations	N/A
5,000	509-1	Leader Dogs for the Blind	1039 S Rochester Road	Rochester Hills	MI	48307	General Operations	N/A
5,000	509-1	Lighthouse of Oakland County, Inc	46156 Woodward Ave	Pontiac	MI	48342	General Operations	N/A
4,000	509-1	Make-a-Wish Foundation	2300 Genoa Business Park Dr ,Ste 290	Brighton	MI	48114	General Operations	N/A
5,000	509-2	Michigan Humane Society	30300 Telegraph Rd , Ste 220	Bingham Farms	MI	48025	General Operations	N/A
4,000	509-1	Michigan Opera Theatre	1526 Broadway	Detroit	MI	48226	General Operations	N/A
5,000	509-1	Michigan Thanksgiving Parade Foundation	9500 Mt Elliott, Studio A	Detroit	M	48211	General Operations	N/A
5,000	509-1	Michigan's Children	428 West Lenawee	Lansing	MI	48933	General Operations	N/A
5,000	509-1	MINDS Program, Inc	30233 Southfield Road STE 209	Southfield	MI	48076	General Operations	N/A
10,000	509-1	Nature Conservancy (The)	101 E Grand River	Lansing	MI	48906	General Operations	N/A
4,000	509-1	Oakland Family Services	114 Orchard Lake Rd	Pontiac	MI	48341-2244	General Operations	N/A
5,000	509-1	Orchards Children's Services	30215 Southfield Road	Southfield	MI	48076	General Operations	N/A
3,000	509-1	Preservation Bloomfield	P O Box 332	Bloomfield Hills	MI	48303	General Operations	N/A
10,000	509-1	Reach Out and Read	56 Roland St STE 100D	Boston	MA	02129-1243	General Operations	N/A
5,000	509-2	Rose Hill Center	5130 Rose Hill Blvd	Holly	MI	48442	General Operations	N/A
5,000	Catholic Church	St Elizabeth Briarbank	39315 Woodward Avenue	Bloomfield Hills	MI	48304	General Operations	N/A
4,000	509-1	Seven Ponds Nature Center	3854 Crawford Road	Dryden	MI	48428	General Operations	N/A
7,500	509-1	Society of St Vincent DePaul	3000 Gratiot Ave	Detroit	MI	48207	General Operations	N/A
4,000	509-1	Special Olympics-Michigan	6624 Timber Ridge Drive	Bloomfield	MI	48301	General Operations	N/A
3,000	509-1	Sphinx Organization	400 Renaissance Center, Ste 2550	Detroit	MI	48243	General Operations	N/A
5,000	509-2	Starfish Family Services	30000 Hiveley	Inkster	MI	48141	General Operations	N/A
5,000	509-1	United Way for Southeastern Michigan	1212 griswold St	Detroit	MI	48226	General Operations	N/A
3,000	509-1 (WSU)	WDET FM 101 9	P O Box 2177	Detroit	MI	48202	General Operations	N/A
5,000	509-1	YMCA of Metropolitan Detroit	1401 Broadway, Ste 3A	Detroit	MI	48226	General Operations	N/A
339,000								

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap	224,817.71	256,227 90	31,410.19	12%
US Mid Cap/Small Cap	245,441.02	229,397.89	(16,043.13)	11%
Non US Equity	171,841.25	281,191 13	109,349.88	14%
Emerging Markets	0.00	68,745.44	68,745 44	3%
Total Value	**$642,099.98**	**$835,562.36**	**$193,462.38**	**40%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	835,562 36
Tax Cost	726,669.05
Unrealized Gain/Loss	108,893.31
Estimated Annual Income	6,277.62
Accrued Dividends	3.25
Yield	0.75%

Equity Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
HARTFORD CAPITAL APPRECIATION FUND 416649-30-9 ITHI X	1,939.000	34.64	67,166.96	58,208.78	8,958 18	831 83	1 24%

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	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JPMORGAN INTREPID LONG SHORT FUND SELECT SHARES FUND # 1316 4812A2-28-0 JILS X	2,926.870	14.32	41,912.78	35,678.54	6,234 24	254 63	0.61%
JPMORGAN RESEARCH MARKET NEUTRAL FUND - SEL 48121A-71-2 JMNS X	2,702.672	15.44	41,729.26	42,377.90	(648 64)		
LONGLEAF PARTNERS FUND TRUST 543069-10-8 LLPF X	2,239.655	28.26	63,292.65	52,263.02	11,029.63	313.55	0.50%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	335.000	125.75	42,126.25	37,189.27	4,936.98	759 44	1 80%
Total US Large Cap	**10,143.197**		**$256,227.90**	**$225,717.51**	**$30,510.39**	**$2,159.45**	**0.84%**
US Mid Cap/Small Cap							
JPMORGAN MARKET EXPANSION INDEX FUND SELECT SHARE CLASS FUND 3708 4812C1-63-7 PGMI X	7,527.610	10.76	80,997.08	66,183.29	14,813.79	632.31	0.78%
JPMORGAN US REAL ESTATE FUND SELECT SHARE CLASS FUND 3037 4812C0-61-3 SUIE X	2,807.221	15.58	43,736.50	40,016.65	3,719.85	946 03	2.16%
MANAGERS AMG FUNDS-TIMESSQUARE MID CAP GROWTH FUND 561709-83-3 TMDP X	4,508 958	13.92	62,764.70	53,875 49	8,889.21		

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Mid Cap/Small Cap							
PROFESSIONALLY MANAGED PORTFOLIOS THE OSTERWEIS FUND 742935-40-6 OSTF X	1,546.111	27.10	41,899.61	37,153.05	4,746.56	405 08	0.97%
Total US Mid Cap/Small Cap	**16,389.900**		**$229,397.89**	**$197,228.48**	**$32,169.41**	**$1,983.42**	**0.86%**
Non US Equity							
ABERDEEN ASIA PACIFIC EX JAPAN EQUITY INSTITUTIONAL FUND 003021-69-8 AAPI X	3,485.043	12 37	43,109.98	33,665.52	9,444.46		
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	4,990.009	12.46	62,175.51	55,702.85	6,472.66	1,287.42	2 07%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	1,122.335	37.88	42,514.05	34,826.06	7,687 99	74.07 3.25	0.17%
MATTHEWS PACIFIC TIGER FD 577130-10-7 MAPT X	1,836.977	23.44	43,058.74	35,527.14	7,531 60	143.28	0.33%
SPDR GOLD TRUST 78463V-10-7 GLD	172.000	138.72	23,859.84	19,047.28	4,812.56		
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND 77956H-50-0 PRAS X	2,235.739	19.18	42,881.47	40,587.40	2,294.07	201.21	0.47%

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	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
Non US Equity							
VANGUARD EMERGING MARKET ETF 922042-85-8 VWO	490.000	48.15	23,591.54	22,966.94	624.60	399.35	1 69%
Total Non US Equity	**14,332.103**		**$281,191.13**	**$242,323.19**	**$38,867.94**	**$2,105.33** **$3.25**	**0.75%**
Emerging Markets							
TRANSAMERICA FDS WMC EMRGMKTS12 893962-58-9 TWMC X	4,903.384	14.02	68,745.44	61,399.87	7,345.57	29 42	0.04%

Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	390.000	107.52	41,932 80	37,674.69	4,258.11	1,050.27	2.50%
PAYDEN HIGH INCOME FUND 704329-57-2	11,787.780	7.24	85,343 53	81,807 20	3,536 33	6,271.09	7.35%
EATON VANCE MUT FDS TR FLT RT CL I 277911-49-1	12,880.738	8.96	115,411.41	111,803.33	3,608.08	4,495.37 400 02	3.90%
JPMORGAN INTERNATIONAL CURRENCY INCOME FUND 30-Day Annualized Yield: 1.28% 4812A3-29-6	850.138	11.25	9,564 05	9,275.00	289.05	101.16 0.68	1 06%
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield: 2.95% 4812A4-35-1	4,161.974	11 83	49,236.15	48,362.82	873 33	1,469.17 141.51	2.98%
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS FUND 3580 30-Day Annualized Yield: 6.94% 4812C0-80-3	15,475.461	8.15	126,125 01	121,614.23	4,510.78	10,213.80 866 63	8.10%
JPMORGAN SHORT DURATION BOND FUND SELECT CLASS FUND 3133 30-Day Annualized Yield: 1.09% 4812C1-33-0	19,009.677	10.97	208,536.16	207,262 78	1,273.38	3,858 96 304.15	1 85%

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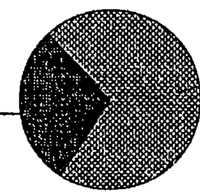
	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
VANGUARD FIXED INCOME SECS F INTR TRM CP PT (FUND 71) 922031-88-5	17,159.655	9 92	170,223 78	163,036.07	7,187.71	8,133.67 653 86	4.78%
Total US Fixed Income - Taxable	**81,715.423**		**$806,372.89**	**$780,836.12**	**$25,536.77**	**$35,593.49** **$2,366.85**	**4.41%**
Non-US Fixed Income							
DREYFUS/LAUREL FDS TR PRM EMRGN MK I 261980-49-4	1,525.215	14.46	22,054.61	21,764.75	289.86	520.09	2.36%

Other Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Structured Investments	265,516.00	274,329.00	8,813.00	13%
Other	0.00	114,783.23	114,783 23	5%
Total Value	**$265,516.00**	**$389,112.23**	**$123,596.23**	**18%**

Asset Categories



Market Value/Cost	Current Period Value
Estimated Value	389,112 23
Tax Cost	362,745.89
Estimated Gain/Loss	26,366 34
Estimated Annual Income	2,394.26
Accrued Dividends	174 84
Yield	0.62%

Other Assets Detail

	Quantity	Price	Estimated Value	Cost Adjusted / Original	Estimated Gain/Loss	Accruals

Structured Investments

	Quantity	Price	Estimated Value	Cost Adjusted / Original	Estimated Gain/Loss	Accruals
BARC BREN DJ-UBS COMDTY 12/19/11 BUFFER 15% MAX LOSS 100%, MAX RETURN 24.03 CAP 13.5%, LEVERAGE 178%, DD 12/11/09, STRIKE 276.1487 06740J-EN-6	40,000.000	115.60	46,240.00	40,000.00	6,240 00	

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	Quantity	Price	Estimated Value	Cost Adjusted Original	Estimated Gain/Loss	Accruals
Structured Investments						
BARC EAFE BREN 03/24/11 (10%BUFFER-2XLEV-6.82%CAP-13.64% MAXPYMT) INITIAL LEVEL-3/5/10: SX5E:2877.44 UKX:5599.76 TPX:910.81 06740J-S7-6	20,000.000	103.42	20,684.00	20,000.00	684.00	
BARC EAFE BREN 03/31/11 (10%BUFFER-2XLEV-6.18%CAP-12.36%MAXPYMT) INITIAL LEVEL-3/12/10:SX5E:2898.36 UKX:5625.65 TPX:936.38 06740J-ZS-2	20,000.000	102.34	20,468 00	20,000.00	468.00	
BARCLAYS BREN BEARISH JPY 3/1/12 MAX RETURN: 24.75% UPSIDE LEVERAGE FACTOR: 1.65 DD 02/26/10 06740J-N4-8	10,000.000	92.17	9,217.00	10,000.00	(783.00)	
CS ASIA BREN 01/12/11 (10%BUFF -2XLEV-9.9%CAP-19.8%MXPYMT) INITIAL LEVEL-ASIA:12/11/09: 100.00 22546E-QN-7	20,000.000	119.53	23,906.00	20,000 00	3,906.00	
CS ASIA BSKT MKT PLS NOTE 02/24/2011 (72 7%KO BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA BSKT:08/21/09:100 22546E-LZ-5	20,000.000	120.20	24,040.00	20,000.00	4,040.00	
CS SPX NOTE 05/02/11 (80%KO BAR -0%CPN-7%CAP) INITIAL LEVEL- SPX:4/01/10: 1178.10 22546E-UD-4	60,000.000	106.12	63,672.00	60,000.00	3,672.00	

	Quantity	Price	Estimated Value	Cost Adjusted Original	Estimated Gain/Loss	Accruals
Structured Investments						
DB BREN CURRENCY BSKT 3/26/12 LONG KRW, IDR, SGD VS. EUR BUFFER 5%, DOWN PART 1.0526X MAX LOSS 100%, DD 03/19/10 2515A0-Y3-1	10,000.000	105.62	10,562.00	10,000 00	562.00	
DB BREN CURRENCY EM FX BSKT 3/18/11 LONG:BRL,TRY,IDR; SHORT.USD,JPY; UP PART 285%, CAP 10% MAX RET 28.5%, BUFF 10%, DOWN PART 1.11X MAX LOSS 100%, DD 3/05/10 2515A0-3F-8	10,000.000	98.16	9,816.00	10,000.00	(184.00)	
MORGAN STANLEY ARN SPX 8/11/11 (90/100/100 -10% BUFFER-11.42% PAYMENT INITIAL LEVEL SPX:7/18/08:1260.68 617482-AJ-3	20,000.000	114.15	22,829.00	20,000.00	2,829.00	
MS SPX MKT PLS NOTE 05/19/11 (85% CONTIN BARRIER -3.6%PMT-UNCAPPED) INITIAL LEVEL-SPX:11/13/09: 1093.48 617482-HS-6	20,000.000	114.48	22,895.00	20,000.00	2,895.00	
Total Structured Investments	**250,000.000**		**$274,329.00**	**$250,000.00**	**$24,329.00**	
Other						
ARBITRAGE FUNDS - I CL I 03875R-20-5 ARBN X	3,532.035	12.79	45,174.73	46,246.06	(1,071.33)	

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	Quantity	Price	Estimated Value	Cost Adjusted Original	Estimated Gain/Loss	Accruals
Other						
EATON VANCE MUT FDS TR GLOBAL MACRO - I 277923-72-8 EIGM X	4,183.880	10.27	42,968.45	43,345.00	(376 55)	174.84
HIGHBRIDGE DYNAMIC COMMODITIES STRATEGY FUND - SE 48121A-67-0 HDCS X	1,375.325	19.37	26,640.05	23,154.83	3,485.22	
Total Other	**9,091.240**		**$114,783.23**	**$112,745.89**	**$2,037.34**	**$174.84**

- 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 RALPH L. & WINIFRED E. POLK FOUNDATION	Employer identification number 38-6080075
	Number, street, and room or suite no. If a P.O. box, see instructions. 26533 EVERGREEN ROAD, NO. 900	COPY
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SOUTHFIELD, MI 48076	

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 ▶ ANN HOERLE 26533 EVERGREEN ROAD, SUITE 900 - SOUTHFIELD, MI 48076

Telephone No. ▶ (248) 728-7000 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 GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE 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	$	5,963.
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	$	7,600.
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 ▶ Jennifer B Hall Title ▶ CPA Date ▶ 8/2/11

023842
01-24-11

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