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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 , 2010, and ending , 20

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

Name of foundation THE GOOD SHEPHERD FOUNDATION		A Employer identification number 63-0871643
Number and street (or P O box number if mail is not delivered to street address) 1407 AVON CIRCLE	Room/suite	B Telephone number (see page 10 of the instructions) (205) 323-7521
City or town, state, and ZIP code BIRMINGHAM, AL 35213		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 603,079.21	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	99,889.21			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3.13	3.13	3.13	
	4 Dividends and interest from securities	10,868.82	10,868.82	10,868.82	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	< 4,488.71 >			
	b Gross sales price for all assets on line 6a	138,073.76			
	7 Capital gain net income (from Part IV, line 2)		-0-		
	8 Net short-term capital gain			3,420.52	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	106,272.45	10,871.95	14,292.47	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,952.50			1,952.50
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	153.38			153.38
	24 Total operating and administrative expenses. Add lines 13 through 23	2,105.88			2,105.88
	25 Contributions, gifts, grants paid	64,127.62			64,127.62
	26 Total expenses and disbursements. Add lines 24 and 25	66,233.50			66,233.50
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	40,038.95			
	b Net investment income (if negative, enter -0-)		10,871.95		
	c Adjusted net income (if negative, enter -0-)			14,292.47	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No. 11289X

Form 990-PF (2010)

SCANNED MAY 26 2011

P 18

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		37,534.36	44,844.95	44,844.95
	2	Savings and temporary cash investments		219,388.07	201,022.39	201,022.39
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶		34.30	0	0
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		252,882.62	304,017.62	356,213.87
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ORGANIZATION COSTS)		998.00	998.00	998.00	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		510,837.35	550,882.96	603,079.21	
Liabilities	17	Accounts payable and accrued expenses			6.66	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			6.66	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		510,837.35	550,876.30	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
		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 (see page 17 of the instructions)		510,837.35	550,876.30		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		510,837.35	550,882.96		

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	510,837.35
2	Enter amount from Part I, line 27a	2	40,038.95
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	550,876.30
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	550,876.30

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 SCHEDULE				
c FOR DETAILS		P & D	VARIOUS	VARIOUS
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 138,073.76		142,562.47	< 4,488.71 >	
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				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	< 4,488.71 >
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	3,420.52

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.

(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			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	<u>217</u>	<u>44</u>
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		
3	Add lines 1 and 2	3	<u>217</u>	<u>44</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	<u>217</u>	<u>44</u>
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	<u>264</u>	<u>94</u>
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	<u>264</u>	<u>94</u>
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	<u>0</u>	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	<u>0</u>	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	<u>47</u>	<u>50</u>
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <u>47</u> Refunded <u>50</u>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a		<input checked="" type="checkbox"/>
b		<input checked="" type="checkbox"/>
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c		<input checked="" type="checkbox"/>
d		
e		
2		<input checked="" type="checkbox"/>
3		<input checked="" type="checkbox"/>
4a		<input checked="" type="checkbox"/>
4b	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
5		<input checked="" type="checkbox"/>
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8a		
b	<input checked="" type="checkbox"/>	
9		<input checked="" type="checkbox"/>
10	<input checked="" type="checkbox"/>	

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 page 20 of the 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 ▶				
14	The books are in care of ▶ <u>ALTON W. BAKER</u> Telephone no. ▶ <u>(205) 323-7521</u> Located at ▶ <u>1407 AVON CIRCLE, BIRMINGHAM, AL</u> ZIP+4 ▶ <u>35213</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u>			
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.

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

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALTON W. BAKER BIRMINGHAM, AL	PRES / VP (1 hr/week)	0	0	0
MARY L BAKER BIRMINGHAM, AL	SECR / TREAS (1 hr/week)	0	0	0
GREG HYDE BIRMINGHAM, AL	DIRECTOR	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

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

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 SEE ATTACHED SCHEDULES OF CONTRIBUTIONS, GIFTS, GRANTS, ETC	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	320,032.99
b	Average of monthly cash balances	1b	251,394.89
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	571,426.98
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	-
3	Subtract line 2 from line 1d	3	571,426.98
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	8,571.40
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	562,855.58
6	Minimum investment return. Enter 5% of line 5	6	28,142.78

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	28,142.78
2a	Tax on investment income for 2010 from Part VI, line 5	2a	217.44
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	217.44
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,925.34
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,925.34
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,925.34

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	66,233.50
b	Program-related investments—total from Part IX-B	1b	
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	66,233.50
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	108.72
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	66,124.78

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				27,925.34
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	0			
b From 2006	0			
c From 2007	0			
d From 2008	0			
e From 2009	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ <u>66,233.50</u>				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				27,925.34
e Remaining amount distributed out of corpus	38,308.16			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	38,398.16			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	38,398.16			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	

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 $\frac{2}{3}$ 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 XIV Not Applicable

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 page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

ALTON W. BAKER

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.

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

N/A = Not Applicable

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 ATTACHED SCHEDULES		NOT APPLICABLE	PRIVATE	SEE ATTACHED SCHEDULES	64,127.62
Total ► 3a					64,127.62
b Approved for future payment					
NOT APPLICABLE					
Total ► 3b					NONE

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

- | 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? | | Yes | No |
|---|--|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | 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. | | | |

[illegible]

- 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
~ NOT APPLICABLE ~		

**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.

Mary L. Baker TTEE
Signature of officer or trustee

15 May 2021
Date

Title Sec/Treas

**Paid
Preparer
Use Only**

Print/Type preparer's name

Edward R Levin

Preparer's signature: _____

Ward H

Date _____

5-16-11

Check ☒ if self-employed

PTIN

P 00086158

Firm's name ▶ EDWARD R. LEVIN, CPA

Firm's EIN ▶ 63-0883379

Firm's address ▶ 3900 Montclair Rd STE 260 B'ham AL 35213

Phone no. (205) 870-3187

Taxpayer The Good Shepherd Foundation

Year 2010

SS # ET# 63-0871643

page 1 of 1

GAINS AND LOSSES FROM NON-BUSINESS CAPITAL ASSETS

DESCRIPTION	HOW ACQ.	DATE ACQUIRED	DATE SOLD	AMOUNT REALIZED	COST OR OTHER BASIS	FEDERAL	
						SHORT TERM	LONG TERM
740,571 SHS ABB, LTD	D/DR	VARIOUS	9-20-10	15,278.81	15,287.05	< 8.23	
97,000 SHS American Mobil	D	7-27-10	2-03-10	44,519.95	42,400.84	211.11	
200,000 SHS AT&T	D	1-20-10	3-22-10	528,994	524,000	49.94	
250,000 SHS BANK OF NY MELLON	D	8-23-07	8-10-10	743,994	992,500		<2485.06
243,347 SHS " " "	D/DR	VARIOUS	9-20-10	625,628	9,590.90		<3334.62
4,867 SHS " " "	DR	VARIOUS	9-20-10	125.13	133.40	<8.27	
282,710 SHS DOMINION RESOURCES	D/DR	VARIOUS	VARIOUS	11,730.10	11,690.77	39.38	
227,944 SHS Dow Chemical	P/DR	VARIOUS	3-01-10	6532.19	8,220.43		<1688.24
6,447 SHS " " "	DR	VARIOUS	3-31-10	184.58	138.42	46.16	
625,947 SHS Duke Energy Holding	P/DR	VARIOUS	VARIOUS	10552.71	14,783.18		<4230.47
898,471 SHS " " "	D/DR	VARIOUS	VARIOUS	15,690.23	14,593.35	1096.88	
280,000 SHS TELEFONOS PENERGIO	D	1-27-10	3-22-10	4,357.95	4,684.40	<326.45	
200,000 SHS VERIZON COMM	D	1-20-10	3-22-10	6,119.93	6,246.00	<126.07	
261,000 SHS TELEMEX INT'L	D	1-27-10	2-19-10	4727.09	4,692.78	34.31	
350,000 SHS PRADASSURANCE Corp	D	6-09-09	3-01-10	18,959.76	16,548.00	2411.76	
250,000 SHS " " "	D	6-09-09	9-20-10	20,377.16	16,548.00		3829.16
Totals - Federal							
Total gain (loss) - Alabama				138,073.76	142,562.47	3420.52	<1909.23

Combined Net Capital (Loss) <4488.71>

Related to Schedule Form # 990-PF (Part I)

LEGEND - How Acquired:

D = Shares RECEIVED by donation

P = Shares purchased

DR = Shares bought w/ REINVESTED dividends

THE Good Shepherd Foundation

Form 990-PF

EIN: 63-0871643

YEAR ENDED 12-31-2010

Contributions, Gift, Grants, Etc Received:
(Part I, Line 1)

CASH CONTRIBUTIONS RECEIVED	\$ 14,881.98
SECURITIES CONTRIBUTIONS RECEIVED	<u>85,007.23</u>
TOTAL	<u>\$ 99,889.21</u>

NAMES AND ADDRESSES OF PERSONS MAKING
Substantial Contributions During 2010:
(Part VII-A, Line 10)

A) ALTON W. BAKER \$ 69,872.21
1407 AVON CIRCLE
BIRMINGHAM, AL 35213

B) MARY L. BAKER \$ 30,017.00
1407 AVON CIRCLE
BIRMINGHAM, AL 35213

The Good Shepherd Foundation

Form 990-PF

EIN: 63-0871643

YEAR ENDED 12-31-2010

Accounting Fees (Part I, Line 16 (b))

Edward R. LEVIN, CPA

\$ 1,952.50

Other Expenses (Part I, Line 23)

Postage

\$ 6.66

BANK CHARGES

146.72

TOTAL

\$ 153.38

The Good Shepherd Foundation (Page 1 of 11)

YE 12-31-2010 EIN: 63-0871643

RECAP: GRANTS AND SIMILAR AMOUNTS PAID

I Educational \$ 100.00

II Scientific & Medical 21,150.00

III Religious 9,863.90

IV MISCELLANEOUS 33,013.72

Total GRANTS AND SIMILAR
Amounts Paid \$ 64,127.62

PART I, LINE 25

The Good Shepherd Foundation (Page 2 of 11)

GRANTS AND SIMILAR AMOUNTS PAID

YE 12-31-2010 EIN: 63-0871643

(PART I, LINE 25)

I EDUCATIONAL:

1) UNIVERSITY OF THE CUMBERLANDS

CUMBERLAND COLLEGE

816 WALNUT STREET

WILLIAMSBURG, KY

MAINTENANCE OF SERVICES \$ 100.00

TOTAL EDUCATIONAL \$ 100.00

The Good Shepherd Foundation (Page 3 of 11)

GRANTS AND SIMILAR AMOUNTS PAID

YE 12-31-2010 EIN: 63-0871643

II SCIENTIFIC & MEDICAL:

- 1) AMERICAN CANCER SOCIETY
BIRMINGHAM, AL

CANCER RESEARCH \$ 75.00

- 2) BAPTIST HEALTH FOUNDATION
JASPER, AL

CT INJECTOR FOR WALKER BAPTIST
HOSPITAL - JASPER, AL \$ 20,000.00

- 3) LEUKEMIA & LYMPHOMA SOCIETY
WASHINGTON, D.C.

RESEARCH \$ 500.00

- 4) MUSCULAR DYSTROPHY ASSN
BIRMINGHAM, AL

RESEARCH & MAINTENANCE OF SERVICES \$ 50.00

(CONTINUED ON PAGE 4)

The Good Shepherd Foundation

(Page 4 of 11)

GRANTS AND SIMILAR AMOUNTS PAID

YE 12-31-2010 EIN: 63-0871643

II SCIENTIFIC & MEDICAL (CON'T) =

5) NATIONAL MULTIPLE SCLEROSIS SOCIETY
BIRMINGHAM, AL

MAINTENANCE OF SERVICES

\$ 500.00

6) SUSAN G. KOMEN FOR THE CURE
BIRMINGHAM, AL

BREAST CANCER RESEARCH

\$ 25.00

TOTAL SCIENTIFIC & MEDICAL

\$ 21,150.00

The Good Shepherd Foundation

(Page 5 of 11)

Grants and Similar Amounts Paid

YE 12-31-2010 EIN : 63-0871643

III RELIGIOUS :

1) Anon Baptist Church
JASPER, AL

MAINTENANCE OF SERVICES \$ 100.00

2) Fern Springs Baptist Church
JASPER, AL

MAINTENANCE OF SERVICES \$ 750.00

3) Holy Trinity Holy Cross Greek Cathedral
Birmingham, AL

MAINTENANCE OF SERVICES \$ 125.00

4) St. Elias Maronite Church
Birmingham, AL

MAINTENANCE OF SERVICES \$ 40.00

(CONTINUED ON PAGE 6)

The Good Shepherd Foundation

(Page 6 of 11)

Grants and Similar Amounts Paid

YE 12-31-2010 EIN: 63-0871643

III Religious (con't):

5) South Highland Presbyterian Church
2035 Highland Avenue
Birmingham, AL

Maintenance of Services

\$8,848.90

Total Religious

\$9,863.90

THE Good Shepherd Foundation

(Page 7 of 11)

Grants AND Similar Amounts Paid

YE 12-31-2010 EIN: 63-0871643

TV MISCELLANEOUS:

- 1) BACK TO THE BIBLE (Radio)
LINCOLN, NE

MAINTENANCE OF SERVICES

\$ 500.00

- 2) BIRMINGHAM MUSEUM OF ART
BIRMINGHAM, AL

Computer Technology to connect
with schools to educate about
ART - and - MAINTENANCE OF SERVICES

\$ 18,457.72

- 3) CHRISTIAN APPALACHIAN PROJECT
LEXINGTON, KY

PROVIDE FOR NEEDY IN APPALACHIA

\$ 600.00

- 4) CHRISTIAN BROADCAST NETWORK
VIRGINIA BEACH, VA

MAINTENANCE OF PROGRAMS

\$ 100.00

(CONTINUED ON PAGE 8)

The Good Shepherd Foundation

(Page 8 of 11)

Grants and Similar Amounts Paid

YE 12-31-2010 EIN: 63-0871643

IV MISCELLANEOUS (CON'T):

5) DALY MOUNTAIN EAGLE CHRISTMAS SHOE FUND
JASPER, AL

Provide shoes for Needy at Christmas \$500.00

6) Family Stations, Inc
Oakland, CA

Maintenance of Radio programming \$350.00

7) FEEDING AMERICA
Chicago, IL

Feeds Needy people in soup kitchens,
food pantries, homeless shelters,
senior centers, etc \$75.00

8) Firehouse Shelter
Birmingham, AL

Shelter for homeless men \$100.00

(CONTINUED ON PAGE 9)

The Good Shepherd Foundation

(Page 9 of 11)

GRANTS AND SIMILAR AMOUNTS PAID

YE 12-31-2010 EIN: 63-0871643

IV MISCELLANEOUS (Cont):

9) The Foundry
Bessemer, AL

Shelter and Treatment for
Addicted MEN and WOMEN \$ 100.00

10) Gallery Services
Birmingham, AL

Cost to frame pictures donated
to Walker Baptist Hospital \$ 656.00

11) Grace To You
Panorama City, CA

Maintenance of Radio Ministry \$ 300.00

12) Greater Birmingham Humane Society
Birmingham, AL

Maintenance of programs \$ 135.00

(Continued on Page 10)

The Good Shepherd Foundation

(Page 10 of 11)

GRANTS AND SIMILAR AMOUNTS PAID

YE 12-31-2010 EIN: 63-0871643

IV MISCELLANEOUS (CON'T):

13) HAND-IN-PAW

BIRMINGHAM, AL

MAINTENANCE OF PROGRAMS

\$10,440.00

14) HELP HOSPITALIZED VETERANS

WASHINGTON, DC

DISTRIBUTION OF CRAFT ITEMS TO

HOSPITALIZED VETERANS

\$100.00

15) THE JIMMIE HALE MISSION

BIRMINGHAM, AL

MAINTENANCE OF PROGRAMS

FOR HOMELESS MEN

\$200.00

16) SALVATION ARMY

BIRMINGHAM, AL

MAINTENANCE OF PROGRAMS

\$200.00

(CONTINUED ON PAGE 11)

The Good Shepherd Foundation

(Page 11 of 11)

GRANTS AND Similar Amounts Paid

YE 12-31-2010 EIN: 63-0871643

IV MISCELLANEOUS (CON'T) :

17) OPERATION SMILE
HAGERSTOWN, MD

Provides CLEFT Lip and palate surgery
to children in Third-world countries \$ 100.00

18) VOICES FOR ALABAMA'S CHILDREN
Birmingham, AL

Advocacy programs for needy children \$ 50.00

19) WGIB
Birmingham, AL

MAINTENANCE of Radio programming \$ 50.00

TOTAL MISCELLANEOUS \$ 33,013.72