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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

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 ANTONIO V GLASSBERG EDUCATIONAL FOUNDATION		A Employer identification number 83 0334234
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 303	Room/suite	B Telephone number (see page 10 of the instructions) 307 733-0366
City or town, state, and ZIP code TETON VILLAGE, WY 83025		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" 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) \$ 170,171.06	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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)
1	Contributions, gifts, grants, etc., received (attach schedule)	13,490 00			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	2,692 35	2,692 35	2,692 35	
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	16,182 35	2,692 35	2 692 35	
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)				
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)				
24	Total operating and administrative expenses. Add lines 13 through 23				
25	Contributions, gifts, grants paid	32,380 00			32,380 00
26	Total expenses and disbursements. Add lines 24 and 25	32,380 00			32,380 00
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	(16,197 65)			
b	Net investment income (if negative, enter -0-)		2,692 35		
c	Adjusted net income (if negative, enter -0-)			2 692 35	

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Operating and Administrative Expenses

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			
	2 Savings and temporary cash investments	186,368 71	170,171 06	170,171 06
	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 (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)			
	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 ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	186,368 71	170,171 06	170,171 06	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow FA 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow FA 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	186,368 71	170,171 06	
	30 Total net assets or fund balances (see page 17 of the instructions)	186,368 71	170,171 06	
	31 Total liabilities and net assets fund balances (see page 17 of the instructions)	186,368 71	170,171 06	

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	186,368 71
2 Enter amount from Part I, line 27a	2	(16,197 65)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	170,171 06
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	170,171 06

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 shares MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a NONE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a NONE				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a NONE				
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	NONE
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	NONE

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)	1		53	85
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				
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		53	85
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		53	85
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a			
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			
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		53	85
10	overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			
11	Enter the amount of line 10 to be: redited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		✓
c Did the foundation file Form 1120-P L for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes.</i>	✓	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► ANTONIOGLASSBERGFOUNDATION.ORG				
14	The books are in care of ► TOM A GLASSBERG	Telephone no. ►	307 733/0366	
	Located at ► CODY HOUSE #5E, 3345 WEST CODY LANE, TETON VILLAGE, WY	ZIP+4 ►	83025-0303	
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	
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 ►			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	
	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	✓
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	✓
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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 ☒ No**b** 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 ☒ No**b** 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
PLEASE SEE ATTACHED SCHEDULE				
NO COMPENSATION PAID				

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 - NO EMPLOYEES				

Total number of other employees paid over \$50,000 ☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE - NO CONTRACTORS		

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 SCHOLARSHIP TO COMMUNITY SCHOOL, ST LOUIS, MISSOURI (providing tuition grant for one student)	\$2,500 00
2 SCHOLARSHIP GRANT TO JOHN BURROUGHS SCHOOL, ST LOUIS, MISSOURI (providing tuition grant for three students)	\$15,000 00
3 SCHOLARSHIP GRANT TO JACKSON HOLE COMMUNITY SCHOOL, JACKSON, WYOMING (providing tuition grant for two students)	\$10,000 00
4 SCHOLARSHIP GRANT TO SCARED HEART CATHEDRAL PREPARATORY SCHOOL, SAN FRANCISCO, CA (providing tuition grant for one student)	\$4,880 00

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 NO PROGRAM RELATED INVESTMENTS	0
2	0
All other program-related investments. See page 24 of the instructions.	
3 NONE	0
Total. Add lines 1 through 3 ▶	0

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	0
b	Average of monthly cash balances	1b	178,270
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	178,270
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	178,270
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,674
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	175,596
6	Minimum investment return. Enter 5% of line 5	6	8,780

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	8,780
2a	Tax on investment income for 2010 from Part VI, line 5	2a	54
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	54
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,726
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	8,726
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,726

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	32,380
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	32,380
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,380

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				8.726
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: ► \$ 32,380				
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				0
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).)	0			0
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 page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	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)

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

Part XV Supplementary Information (Complete this part only if the 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).)

TOMA GLASSBERG PERSONALLY AND AS EXECUTOR OF THE ESTATE OF ANTONIO V GLASSBERG

- 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 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:
NOT APPLICABLE

- b** The form in which applications should be submitted and information and materials they should include:
NOT APPLICABLE

- c** Any submission deadlines:

NOT APPLICABLE

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

NOT APPLICABLE

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 <i>Paid during the year</i>				
COMMUNITY SCHOOL, 900 LAY ROAD, ST. LOUIS, MO 63124	NOT APPLICABLE	PUBLIC	TUITION GRANT	\$ 2,500
JOHN BURROUGHS SCHOOL, 755 S. PRICE ROAD, ST. LOUIS, MO 63124	NOT APPLICABLE	PUBLIC	TUITION GRANTS	\$ 15,000
JACKSON HOLE COMMUNITY SCHOOL, P.O. BOX 6787, JACKSON, WY 83001	NOT APPLICABLE	PUBLIC	TUITION GRANTS	\$ 10,000
SACRED HEART CATHEDRAL PREP, 1055 ELLIS, SAN FRANCISCO, CA 94109	NOT APPLICABLE	PUBLIC	TUITION GRANTS	\$ 4,880
Total			3a	\$ 32,380
b <i>Approved for future payment</i>				
NONE				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments		2,692.35			
4	Dividends and interest from securities					
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					
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)		2,692.35			
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

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


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)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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	NOT APPLICABLE	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.			
	 Signature of officer or trustee		14-11-11 Date	
Paid Preparer Use Only	Pntt/Type preparer's name _____		Preparer's signature _____	
	Date _____		Check <input type="checkbox"/> if self-employed PTIN _____	
	Firm's name ▶ _____		Firm's EIN ▶ _____	
	Firm's address ▶ _____		Phone no _____	
		SECRETARY/TREASURER Title		

Attachments:

1. Schedule B
2. First Amended and Restated By-Laws dated March 7, 2011

Schedule of Contributors

OMB No 1545-0047

2010

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

THE ANTONIO V. GLASSBERG EDUCATIONAL FOUNDATION

Employer identification number

83 0334234

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

THE ANTONIO V. GLASSBERG EDUCATIONAL FOUNDATION

Employer identification number

83 0334234

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE TYRRELL FOPUNDATION 354 PEQUOT STREET SOUTHPORT, CT 06890	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE ANTONIO V. GLASSBERG EDUCATIONAL FOUNDATION

Employer identification number

83 0334234

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	NONE	\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

THE ANTONIO V. GLASSBERG EDUCATIONAL FOUNDATION

Employer identification number

83 0334234

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ NOTAPPLICABLE

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

Schedule 1 to Form 990-PF
SUPPLEMENT TO LINE 1, PART VIII, FORM 990-PF
Antonio V. Glassberg Educational Foundation – Officers and Directors

(A) <u>Name/Address</u>	(B) <u>Title/Hours</u>	(C) <u>Compensation</u>	(D) <u>Benefits</u>	(E) <u>Expenses</u>
Scott Mather Schnuck 2030 Vallejo Street, Apt. #403 San Francisco, CA 94123	President Director <1 hour/week	None	None	None
James David Walter P.O. Box 844 Jackson, WY 83001	Vice-President Director <1 hour/week	None	None	None
Anna Shkolnikov 244 W. 16 th St., Apt. #5RE New York, NY 10011	Vice-President Director <1 hour/week	None	None	None
Mathew Crystal 2030 Vallejo Street, Apt. #605 San Francisco, CA 94123	Vice-President Director <1 hour/week	None	None	None
Tom A. Glassberg P.O. Box 303 Teton Village, WY 83025	Secretary/Treas Director <1 hour/week	None	None	None

First Amended and Restated By-Laws of The Antonio V. Glassberg Educational Foundation

ARTICLE I

Name

The name of this organization shall be "The Antonio V. Glassberg Educational Foundation," which is a nonprofit corporation in the state of Wyoming.

ARTICLE II

Purpose and Policy

The purpose of this corporation is to help needy students with their educations. The policies to carry out this purpose shall be, in the sole discretion of the Board of Directors, (a) to provide scholarship grants for needy students attending elementary school, high school, or college; (b) to provide endowments, grants, or gifts to educational institutions that enroll students of need; and (c) to utilize this corporation's assets in any other manner determined by the Board of Directors to be in the best interests of needy students, provided, however, that all expenditures of this corporation shall be expended, and all activities of this corporation shall be conducted, in a manner consistent with those expenditures and activities that are proper, permissible and allowable for organizations described in section 501 (c) (3) of the United States Internal Revenue Code.

ARTICLE III

Location

The Headquarters of The Antonio V. Glassberg Educational Foundation shall be in Teton County, Wyoming. The principal office of The Antonio V. Glassberg Educational Foundation, at which the general business of this corporation shall be kept, shall be the Cody House, Unit #5E, 3345 West Cody Lane, Teton Village, Wyoming, or at such other place as determined by duly adopted resolutions of the Board of Directors. Until otherwise fixed by the Board of Directors, the mailing address shall be Post Office Box 303, Teton Village, Wyoming 83025.

ARTICLE IV

Seal

The Board of Directors may prescribe the design for a corporate seal. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced otherwise.

ARTICLE V

Board of Directors

Section 1. Number

The Board of Directors shall initially consist of three (3) individuals and thereafter shall consist of no fewer than three (3) nor more than twenty-five (25) individuals; and subject to such limitation, the number of members of the Board of Directors shall be such as may be designated from time to time by the Board of Directors. Directors may be residents or nonresidents of Wyoming.

Section 2. Term of Office

Subject to the provisions of Section 3 of Article V of these By-Laws, each Director shall be appointed or elected to serve for a term of three (3) years and until a successor is elected. Each term shall expire upon adjournment of the corporation's Annual Meeting held in the year designated for expiration of that term. The membership of the Board shall be divided into three (3) groups as nearly equal in number as possible; the terms of the Directors in each group shall expire in the same year; and in each year the terms of all of the Directors in one, and only one, group shall expire.

Section 3. Election of Additional Directors; Reduction in Number of Directors

At any time the Board of Directors may determine to increase the number of Directors at any meeting of the Board, as long as a quorum is present. The initial terms of each of such additional Directors shall be determined by the Board of Directors which, in making such determination, shall give primary consideration to making the number of Directors in each group as nearly equal as possible. The Board of Directors may reduce the number of Directors by refraining from nominating a successor to a Director whose term of office has expired.

Section 4. Limitation on Terms

There shall be no limitation on the number of consecutive or non-consecutive terms a Director may serve.

Section 5. Vacancies

Any Director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the corporation. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Board of Directors or such officer, and the acceptance of such resignation shall not be necessary to make it effective. Any Director may be removed with or without cause at any time by a majority vote of the Board of Directors, at any regular meeting, or at any special meeting of the Board of Directors called for that purpose. Any vacancy occurring in the Board of Directors because of the death, resignation or removal of a Director shall be filled by a majority vote of a quorum of the remaining Directors at any meeting called for that purpose, for the unexpired term of the particular Director who has resigned, died, or been removed. The appointee shall then be a regular member of the Board of Directors.

Section 6. Qualifications

Members of the Board of Directors shall be nominated on the basis of knowledge or support of the objectives and purposes for which the corporation exists, willingness to serve on the Board of Directors and to participate in the affairs of the corporation, and on the basis of knowledge of the intentions of Antonio V. Glassberg in helping needy children, and preferences shall be given to persons who knew Antonio V. Glassberg during his lifetime, although it shall not be required that a Member of the Board of Directors shall have been a friend or acquaintance of Antonio V. Glassberg.

Section 7. Authority

The Board of Directors shall have control of and be responsible for the management of the affairs and property of the corporation; shall have power to fill vacancies on the Board of Directors or in offices for the unexpired portion of any term; shall appoint and have the power to remove all officers and employees and prescribe their duties, not

inconsistent with the provisions of these By-Laws, and generally shall have full power to do, or require to be done, everything deemed necessary or expedient for the promotion of the corporation's welfare.

Section 8. Compensation

No Director shall receive any compensation for serving on the Board of Directors, but such Director may be reimbursed for authorized expenses incurred on behalf of the corporation.

ARTICLE VI

Meetings of Board of Directors

Section 1. Organization Meeting

A meeting of the Board of Directors shall be held following the election of Directors at the Annual Meeting each year. The meeting shall be designated the Organization Meeting. If the Board of Directors does not fix a different time or place, meetings shall be held on February 28th of each year.

Section 2. Other Meetings

Other regular meetings of the Board of Directors may be held at such other times as may be determined by the Board.

Section 3. Quorum and Voting

At all meetings of the Board of Directors, each Director shall be entitled to cast one vote on any questions coming before the meeting. A majority of the Directors then in office shall constitute a quorum for the transaction of any business; however, less than a majority may adjourn the meeting from time to time. Except as otherwise provided in these By-Laws, a majority vote of the Directors present at any meeting of the Board of Directors, if there be a quorum, shall be sufficient to transact business.

Section 4. Location of Meetings

The meetings of the Board of Directors shall be held at the time and place, within or without Teton County, as may be designated by a quorum of the Board.

Section 5. Telecommunications

A Director may participate in a meeting of the Board of Directors by any means of communication through which the Director, other persons so participating and all persons physically present at the meeting, may simultaneously hear each other during the meeting. Participation in a meeting by that means constitutes personal presence at the meeting. A conference among Directors by any means of communication through which the participants may simultaneously hear each other during the conference constitutes a meeting of the Board of Directors if the same notice is given of the conference as would be required for a meeting, and if the number of persons participating in the conference should be sufficient to constitute a quorum at the meeting. Participation in a meeting by that means constitutes personal presence at the meeting.

Section 6. Notice of Meetings

Written notice of Meetings of the Board of Directors stating the time and place thereof shall be mailed, postage prepaid, or emailed, not less than seven (7) days nor more than thirty (30) days before the meeting, excluding the day of the meeting, to each Director at

his or her mailing address or email address according to the last available records of the corporation.

ARTICLE VII Officers

Section 1. Number and Titles

The officers of the corporation shall be a President, a Vice President, a Treasurer, a Secretary, and an Executive Director (if the Board at its discretion chooses to appoint such), all of whom, with the exception of the Executive Director, shall be elected by the Board of Directors at the Organization Meeting, to serve for a period of three (3) years or thereafter until their successors are elected. All officers shall be elected from the membership of the Board of Directors.

Section 2. Ex Officio and Honorary Directors

The Board may, from time to time, elect one or more ex officio or honorary Directors of the corporation, who shall be advisory members of the Board of Directors. All ex officio and honorary Directors shall be nonvoting Directors of the corporation.

Section 3. President

The President shall be the chief executive officer of the corporation; shall preside at all meetings of the Board; shall be Chairman of the Executive Committee and a member, ex officio, of all other committees and shall have the authority to sign such papers as may be required in the sale of securities or other assets belonging to the corporation or in connection with the settlement of estates or trusts in which the corporation has an interest.

Section 4. Vice President

The Vice President shall in the absence or disability of the President perform the duties of the President and act in the President's stead.

Section 5. Secretary

The Secretary shall give due notice of the time and place of all meetings, preserve the record of the proceedings of the corporation, the Board of Directors, and the Executive Committee, and perform such other duties as usually are expected of such officer. The Secretary shall have custody of the corporate seal, by-laws, records and general archives of the corporation, except as they may be expressly placed in charge of others by order of the Board.

Section 6. Treasurer

- a. The Treasurer shall have charge and custody of the financial records of the corporation and shall be responsible for depositing in its name, in one or more national or state banks or incorporated trust companies designated as depositories by the Board of Directors, all moneys received, and generally shall perform such duties as pertain to the same office in similar organizations.
- b. The Treasurer shall have the authority to sign such papers as may be required in the purchase or sale of securities or other assets belonging to the corporation or in connection with the settlement of estates or trusts in which the corporation has an interest.

- c. Funds shall be withdrawn from any depository upon check signed by such persons as the Board of Directors may designate.
- d. If so directed by a majority of the Board of Directors, the books and accounts of the corporation shall be audited periodically by a certified public accountant selected by the Board of Directors.

Section 7. Executive Director

At its discretion, the Board of Directors may appoint an Executive Director who shall hold office at the pleasure of the Board and who, under the supervision and direction of the President, shall conduct the affairs of the corporation, with the power to engage and remove all employees. In the event the Board of Directors does not appoint an Executive Director then the duties otherwise assignable to the Executive Director shall be carried out by persons designated by the Board of Directors.

Section 8. Other Paid Personnel

The Board of Directors may hire such persons, including attorneys, agents, and assistants, as in its opinion are needed for the administration of the corporation, and to cause such persons to be paid reasonable compensation for services and expenses thereof.

Section 9. Additional Powers

Any officer of the corporation, in addition to the powers conferred upon him or her by these By-Laws, shall have such additional powers and perform such additional duties as may be prescribed from time to time by the Board of Directors.

ARTICLE VIII Committees

Section 1. Number and Titles of Standing Committees

There shall be at least one standing committee – The Executive Committee.

Section 2. Selection

The Board of Directors at the Organization meeting each year shall elect such members of the standing committees as are not specifically designated in the By-Laws, to serve until their respective successors are elected and shall have power to fill vacancies in such committees.

Section 3. Executive Committee

- a. The Executive Committee shall consist of the Members of the Board of Directors. The President shall be its Chairperson.
- b. The Executive Committee shall act between meetings of the Board of Directors and shall possess all the powers of the Board of Directors in regard to the conduct of the routine business of the corporation subject, however, to any action being confirmed by the Board of Directors. It shall have no power to fill vacancies on the Board of Directors or in offices. The Executive Committee shall not amend these By-Laws. It shall meet on call of the President whenever the business of the corporation may require.

Section 4. Other Committees

The Board of Directors shall have power to appoint such other committees as it may deem desirable. Each such committee shall have such duties and responsibilities as are

granted to it from time to time by the Board of Directors. Each such committee shall at all times be subject to direction of the Board of Directors. The chairperson of each such committee shall be appointed by the President of the Board of Directors, in consultation with the applicable committee.

Section 5. Meetings and Voting

Each committee of the corporation may establish the time for its regular meetings and may change that time as it from time to time deems advisable. Special meetings of any committee may be called by the chairperson of that committee, or by the President of the Board of Directors. At least three (3) days' notice by mail, telephone or email shall be given of any special meeting of a committee. At all meetings of a committee of the corporation, each member thereof shall be entitled to cast one vote on any question coming before such meeting. The presence of a majority of the membership of any committee of the corporation shall constitute a quorum at any meeting thereof, but the members of a committee present at any such meeting, although less than a quorum may adjourn the meeting from time to time. A majority vote of the members of a committee of the corporation present at any meeting thereof, if there be a quorum, shall be sufficient for the transaction of the business of such committee.

ARTICLE IX

Amendment of By-Laws

These By-Laws may be repealed, altered, or amended to include or omit any provision that could be lawfully included or omitted at the time such amendment is made at any Organization Meeting or at any Special Meeting of the Board of Directors called for that purpose. Any number of amendments, or an entire revision of the By-Laws, may be submitted and voted upon at a single meeting called for that purpose. However, no amendments, repeals, or alterations shall be made to change the purpose of the corporation, unless to expand it with the unanimous approval of members of the Board of Directors.

ARTICLE X

Indemnification

To the full extent permitted by any applicable law, the corporation shall indemnify each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, wherever brought, whether civil, criminal, administrative or investigative, including an action by or in the right of the corporation, by reason of the fact that such person is or was (a) a Director of the Board of Directors, officer, or employee of the corporation, or (b) while a trustee, officer, or employee of the corporation was serving as director, officer, partner, trustee or agent of another organization at the request of the corporation or pursuant to his or her duties as a trustee, officer or employee of the corporation, against expenses, including attorneys' fees, judgments, penalties, fines and amounts paid in settlement or pursuant to arbitration actually and reasonably incurred by such person in connection with such action, suit or proceeding.

Indemnification provided by this section shall continue as to a person who has ceased to be a director, officer, employee or committee member, shall inure to the benefit of the heirs, executors and administrators of such person and shall apply whether or not the

claim against such person arises out of matters occurring before the adoption of this section. Any indemnification realized other than under this section shall apply as a credit against any indemnification provided by this section.

The corporation may, to the full extent permitted by applicable law from time to time in effect, purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or member of a committee of the corporation against any liability asserted against such person and incurred by such person in any such capacity.

ARTICLE XI

Power of Modification

The Board of Directors shall have the power to modify any restriction, condition, limitation or trust imposed with respect to any funds or property the title to which has become vested in the corporation if, in the sole judgment of the Board of Directors, such restriction, condition, limitation or trust becomes in effect unnecessary, incapable of fulfillment or inconsistent with the charitable needs of the community or area served.

ARTICLE XII

Certificate of Adoption of First Amended and Restated By-Laws

These First Amended and Restated By-Laws, effective upon their adoption, supersede all former By-Laws of The Antonio V. Glassberg Educational Foundation.

The undersigned, duly acting as all of the officers and directors of the corporation, do hereby certify that the above and foregoing First Amended and Restated By-Laws were adopted unanimously at a special meeting of the Board of Directors called for that purpose, and the same do now constitute the First Amended and Restated By-Laws of The Antonio V. Glassberg Educational Foundation as of March 7, 2011.



Scott Mather Schnuck, President and Director



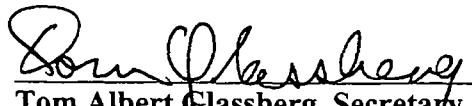
James David Walter, Vice-President and Director



Anna Shkolnikov, Vice-President and Director



Matthew Boyd Crystal, Vice-President and Director



Tom Albert Glassberg, Secretary, Treasurer and Director