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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Chrysopolae Foundation
PO Box 10174
San Rafael, CA 94912

A Employer identification number

94-3265060

B Telephone number (see the instructions)

(415) 488-4740

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 10,693,373.

J Accounting method ☐ Cash ☐ Accrual

☒ Other (specify) Mod. Cash
(Part I, column (d) must be on cash basis)

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 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 (att sch)

2 Cl ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

11,254.

11,254.

N/A

4 Dividends and interest from securities

278,622.

274,898.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

3,185.

b Gross sales price for all assets on line 6a 3,987,101.

7 Capital gain net income (from Part IV, line 2)

3,185.

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/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

6,395.

6,380.

12 Total. Add lines 1 through 11

299,456.

295,717.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch) See St 2

72,178.

72,178.

17 Interest

18 Taxes (attach schedule)(see instr)

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 3

10,021.

2,000.

8,021.

24 Total operating and administrative expenses. Add lines 13 through 23

82,199.

74,178.

8,021.

25 Contributions, gifts, grants paid Part XV

471,184.

481,184.

26 Total expenses and disbursements. Add lines 24 and 25

553,383.

74,178.

489,205.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-253,927.

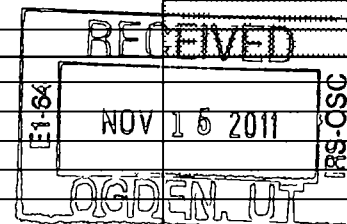
b Net investment income (if negative, enter 0)

221,539.

c Adjusted net income (if negative, enter 0)

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ADMINISTRATIVE EXPENSES



G14 11

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		678,961.	458,295.	458,295.
	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 the instructions)				
	7	Other notes and loans receivable (attach sch.)				
		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)		1,371,382.		
	b	Investments — corporate stock (attach schedule) Statement 4		3,324,990.	3,866,046.	3,866,046.
	c	Investments — corporate bonds (attach schedule)		631,458.		
	11	Investments — land, buildings, and equipment, basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule) Statement 5		4,134,297.	6,369,032.	6,369,032.	
14	Land, buildings, and equipment, basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe)		4,083.			
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)		10,145,171.	10,693,373.	10,693,373.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe See Statement 6)			4,158.	
	23	Total liabilities (add lines 17 through 22)		0.	4,158.	
	NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒				
24		Unrestricted		10,145,171.	10,689,215.	
25		Temporarily restricted				
26		Permanently restricted				
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐						
27		Capital stock, trust principal, or current funds				
28		Paid-in or capital surplus, or land, building, and equipment fund				
29		Retained earnings, accumulated income, endowment, or other funds				
30		Total net assets or fund balances (see the instructions)		10,145,171.	10,689,215.	
31		Total liabilities and net assets/fund balances (see the instructions)		10,145,171.	10,693,373.	

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	10,145,171.
2	Enter amount from Part I, line 27a	2	-253,927.
3	Other increases not included in line 2 (itemize) See Statement 7	3	797,971.
4	Add lines 1, 2, and 3	4	10,689,215.
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	10,689,215.

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 Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Sales of Publicly Traded Securities		P	Various	Various
b Capital Gain Distribution		P	Various	Various
c Loss from Partnership		P	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 3,960,315.		3,980,789.	-20,474.
b 26,786.			26,786.
c		3,127.	-3,127.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-20,474.
b			26,786.
c			-3,127.
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	3,185.
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 the instructions). If (loss), enter -0- in Part I, line 8		3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	486,037.	9,300,142.	0.052261
2008	410,877.	11,653,659.	0.035257
2007	425,447.	12,776,633.	0.033299
2006	390,966.	11,528,460.	0.033913
2005	751,119.	10,344,979.	0.072607

2 Total of line 1, column (d)	2	0.227337
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	0.045467
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	10,076,143.
5 Multiply line 4 by line 3	5	458,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,215.
7 Add lines 5 and 6	7	460,347.
8 Enter qualifying distributions from Part XII, line 4	8	489,205.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,215.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,215.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,215.
6 Credits/Payments.			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	6,875.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,875.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,660.	
11 Enter the amount of line 10 to be. Credited to 2011 estimated tax 7,660. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Lawrence C. Ford, Jr.</u> Telephone no <u>(415) 488-4740</u> Located at <u>PO Box 10174 San Rafael, CA</u> ZIP + 4 <u>94912</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1b	X
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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
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 the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)See Statement 10 ☒ Yes ☐ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

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?

6b

X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
Lawrence Charles Ford, Jr. PO Box 10174 San Rafael, CA 94912	President 5.00	0.	0.	0.
Cynthia Carroll PO Box 10174 San Rafael, CA 94912	Tres/Sec't 5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

0

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

3 Five highest-paid independent contractors for professional services (see 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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	9,584,343.
b Average of monthly cash balances	1b	644,926.
c Fair market value of all other assets (see instructions)	1c	318.
d Total (add lines 1a, b, and c)	1d	10,229,587.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	10,229,587.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	153,444.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,076,143.
6 Minimum investment return. Enter 5% of line 5	6	503,807.

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

1 Minimum investment return from Part X, line 6		1	503,807.
2a Tax on investment income for 2010 from Part VI, line 5	2a	2,215.	
b Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	2,215.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	501,592.	
4 Recoveries of amounts treated as qualifying distributions	4	10,000.	
5 Add lines 3 and 4	5	511,592.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	511,592.	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	489,205.
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	489,205.
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 instructions)	5	2,215.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	486,990.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				511,592.
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 246,899.				
b From 2006				
c From 2007				
d From 2008				
e From 2009 486,037.				
f Total of lines 3a through e	732,936.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 489,205.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	489,205.	See Statement 11		
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))	511,592.			511,592.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	710,549.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions.		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see 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 instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	710,549.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009 221,344.				
e Excess from 2010 489,205.				

BAA

Form 990-PF (2010)

N/A

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

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).)

See Statement 8

- 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

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

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

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

- c** Any submission deadlines.

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

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Class Action Settlement	\$ 15.		
Investment Psp	-106.\$	-106.	
Other Investment Income	6,486.	6,486.	
Total	\$ 6,395.\$	6,380.\$	0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	\$ 80,844.	\$ 80,844.		
Less Rebate	-8,666.	-8,666.		
Total	\$ 72,178.	\$ 72,178.		\$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Fees	\$ 1.			\$ 1.
Bookkeeping	10,000.	2,000.		8,000.
Filing Fee	20.			20.
Total	\$ 10,021.	\$ 2,000.		\$ 8,021.

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Freeport-McMoran Copper & Gold, 180 Sh	Mkt Val	\$ 21,616.	\$ 21,616.
AT&T Inc, 995 Sh	Mkt Val	29,233.	29,233.
Exxon Mobil Corp, 764 Sh	Mkt Val	55,864.	55,864.
Johnson & Johnson, 310 Sh	Mkt Val	19,173.	19,173.
McDonalds Corp, 337 Sh	Mkt Val	25,868.	25,868.
Wal-Mart Stores Inc, 395 Sh	Mkt Val	21,422.	21,422.
General Electric, 1,438 Sh	Mkt Val	26,502.	26,502.
Intl Business Machines Corp, 490 Sh	Mkt Val	71,912.	71,912.
Weatherford Intl Ltd, 930 Sh	Mkt Val	21,204.	21,204.

Chrysopolae Foundation

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Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Eli Lilly & Co, 515 Sh	Mkt Val	\$ 18,046.	\$ 18,046.
Kraft Foods Inc - A, 332 Sh	Mkt Val	10,558.	10,558.
Coca Cola Co, 186 Sh	Mkt Val	12,233.	12,233.
Home Depot Inc, 1,420 Sh	Mkt Val	49,785.	49,785.
Goldman Sachs Group Inc, 130 Sh	Mkt Val	21,861.	21,861.
Intuitive Surgical Inc, 48 Sh	Mkt Val	12,372.	12,372.
National Oilwell Varco Inc, 385 Sh	Mkt Val	25,891.	25,891.
Chevron Corp, 403 Sh	Mkt Val	36,774.	36,774.
Dow Chemical Co, 1,688 Sh	Mkt Val	57,882.	57,882.
Bank of America Corp, 1,387 Sh	Mkt Val	18,503.	18,503.
JP Morgan Chase & Co, 595 Sh	Mkt Val	25,240.	25,240.
Intel Corp Com, 1,655 Sh	Mkt Val	34,805.	34,805.
Lockheed Martin Corp, 149 Sh	Mkt Val	10,417.	10,417.
Medtronic, Inc Com Stk, 660 Sh	Mkt Val	24,479.	24,479.
MetLife Inc Com, 480 Sh	Mkt Val	21,331.	21,331.
Microsoft Corp Com, 1,608 Sh	Mkt Val	44,895.	44,895.
Omnicom Group Inc, 675 Sh	Mkt Val	31,050.	31,050.
Pepsico Inc Com, 645 Sh	Mkt Val	42,447.	42,447.
Pfizer Inc Com Stk, 1,118 Sh	Mkt Val	19,576.	19,576.
Philip Morris Intl Inc Com, 390 Sh	Mkt Val	23,076.	23,076.
Schlumberger Ltd Com, 785 Sh	Mkt Val	65,712.	65,712.
Verizon Communications, 665 Sh	Mkt Val	23,794.	23,794.
Wells Fargo & Co New Com, 1,015 Sh	Mkt Val	31,455.	31,455.
3M Co Com, 215 Sh	Mkt Val	18,554.	18,554.
Analog Devices Inc, 690 Sh	Mkt Val	25,992.	25,992.
Hudson City Bancorp Inc, 940 Sh	Mkt Val	11,976.	11,976.
McGraw Hill Co Inc, 560 Sh	Mkt Val	20,390.	20,390.
New York Cmnty Bancorp, 1,180 Sh	Mkt Val	22,243.	22,243.
BB& T Corp Com, 1,220 Sh	Mkt Val	32,074.	32,074.
Bank New York Mellon Corp, 850 Sh	Mkt Val	25,670.	25,670.
Baker Hughes Inc, 675 Sh	Mkt Val	38,590.	38,590.
Allstate Corp Com Stk, 695 Sh	Mkt Val	22,296.	22,296.
American Express Co, 1,130 Sh	Mkt Val	48,500.	48,500.
Sanofi-Aventis Spon Adr, 555 Sh	Mkt Val	17,888.	17,888.
Danaher Corp Com Stk, 470 Sh	Mkt Val	22,179.	22,179.
Ecolab Inc Com Stk, 235 Sh	Mkt Val	11,890.	11,890.
Johnson Controls Inc, 755 Sh	Mkt Val	28,962.	28,962.
Nike Inc C B Cl B, 301 Sh	Mkt Val	25,711.	25,711.
Sysco Corp, 645 Sh	Mkt Val	18,963.	18,963.
Walt Disney Co, 640 Sh	Mkt Val	24,262.	24,262.
Talisman Energy Inc, 740 Sh	Mkt Val	16,421.	16,421.
Air Prods & Chem Inc, 123 Sh	Mkt Val	11,247.	11,247.
Abbott Labs Com Stk, 730 Sh	Mkt Val	34,974.	34,974.
Amazon Com Inc, 185 Sh	Mkt Val	33,300.	33,300.
Apache Corp Com Stk, 165 Sh	Mkt Val	19,673.	19,673.
Blackrock Inc Com Stk, 126 Sh	Mkt Val	24,013.	24,013.
Boeing Co Com, 1,225 Sh	Mkt Val	79,943.	79,943.
Celgene Corp Com, 235 Sh	Mkt Val	13,898.	13,898.
Cisco Sys Inc, 590 Sh	Mkt Val	11,936.	11,936.
Cognizant Technology Solutions, 385 Sh	Mkt Val	28,217.	28,217.
Costco Wholesale Corp, 170 Sh	Mkt Val	12,276.	12,276.
EMC Corp Com, 2,425 Sh	Mkt Val	55,532.	55,532.
Juniper Networks Inc, 527 Sh	Mkt Val	19,457.	19,457.
Mastercard Inc Cl A, 78 Sh	Mkt Val	17,481.	17,481.
Netapp Inc Com Stk, 390 Sh	Mkt Val	21,434.	21,434.

Chrysopolae Foundation

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Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Oracle Corp, 1,485 Sh	Mkt Val	\$ 46,481.	\$ 46,481.
Qualcomm Inc, 1,210 Sh	Mkt Val	59,883.	59,883.
United Technologies Corp, 215 Sh	Mkt Val	16,925.	16,925.
Rockwell Collings Inc, 185 Sh	Mkt Val	10,778.	10,778.
BHP Billiton Ltd Spon, 180 Sh	Mkt Val	16,726.	16,726.
Covidien Plc, 265 Sh	Mkt Val	12,100.	12,100.
Teva Pharmaceutical, 205 Sh	Mkt Val	10,687.	10,687.
Cerner Corp Com, 193 Sh	Mkt Val	18,285.	18,285.
Cummins Inc, 250 Sh	Mkt Val	27,502.	27,502.
Google Inc Cl A, 58 Sh	Mkt Val	34,450.	34,450.
Apple Inc, 287 Sh	Mkt Val	92,575.	92,575.
Baxter Intl Com Stk, 955 Sh	Mkt Val	48,638.	48,638.
Conoco Phillips Com, 800 Sh	Mkt Val	54,480.	54,480.
Deere & Co Com Stk, 745 Sh	Mkt Val	62,133.	62,133.
Kellogg Co Com Stk, 285 Sh	Mkt Val	14,558.	14,558.
Northrop Grumman Corp, 475 Sh	Mkt Val	30,770.	30,770.
Schwab Charles Corp, 650 Sh	Mkt Val	11,122.	11,122.
Conagra Foods Inc, 741 Sh	Mkt Val	16,732.	16,732.
Molex Inc Cl A, 1,235 Sh	Mkt Val	23,392.	23,392.
Hershey Co, 440 Sh	Mkt Val	20,746.	20,746.
Hospira Inc Com, 410 Sh	Mkt Val	22,833.	22,833.
Intuit Com, 630 Sh	Mkt Val	31,059.	31,059.
M & T BK Corp Com Stk, 300 Sh	Mkt Val	26,115.	26,115.
Penny, J C Co Inc Com Stk, 395 Sh	Mkt Val	12,762.	12,762.
Polo Ralph Lauren Corp, 290 Sh	Mkt Val	32,196.	32,196.
Questar Corp Com Stk, 850 Sh	Mkt Val	14,799.	14,799.
Safeway Inc Com Stk, 865 Sh	Mkt Val	19,558.	19,558.
East West Bancorp Inc, 890 Sh	Mkt Val	17,399.	17,399.
Zions Bancorp Com Stk, 1,245 Sh	Mkt Val	30,166.	30,166.
Mitsubishi Ufj Finl Grp, 3,835 Sh	Mkt Val	20,747.	20,747.
Unilever N V New York, 735 Sh	Mkt Val	23,079.	23,079.
Banco Santander S A, 2,252 Sh	Mkt Val	23,984.	23,984.
Diageo Plc Spon ADR, 380 Sh	Mkt Val	28,245.	28,245.
Vodafone Grp Plc, 970 Sh	Mkt Val	26,077.	26,077.
Avnet Inc Com Stk, 470 Sh	Mkt Val	15,524.	15,524.
Berkley W R Corp, 300 Sh	Mkt Val	8,214.	8,214.
Cabot Oil & Gas Corp, 345 Sh	Mkt Val	13,058.	13,058.
Denbury Res Inc Hldg Co, 779 Sh	Mkt Val	14,871.	14,871.
Fifth Third Bancorp Com Stk, 620 Sh	Mkt Val	9,108.	9,108.
Jefferies Group Inc, 465 Sh	Mkt Val	12,383.	12,383.
Leucadia Natl Corp, 700 Sh	Mkt Val	20,426.	20,426.
Oneok Inc Com Stk, 280 Sh	Mkt Val	15,532.	15,532.
Plum Creek Timber Co Inc, 410 Sh	Mkt Val	15,355.	15,355.
Raymond James Finl Inc Com Stk, 2,958 Sh	Mkt Val	9,685.	9,685.
SL Green Rlty Corp, 140 Sh	Mkt Val	9,465.	9,465.
Tellabs Inc Com Stk, 1,300 Sh	Mkt Val	8,814.	8,814.
White Mountains Inc Grp, 39 Sh	Mkt Val	13,088.	13,088.
Amerco Com, 50 Sh	Mkt Val	1,802.	1,802.
Ameron Intl Corp Del Com, 130 Sh	Mkt Val	9,928.	9,928.
Assisted Living Concepts, 195 Sh	Mkt Val	6,343.	6,343.
Casey's Gen Stores Inc, 205 Sh	Mkt Val	8,715.	8,715.
Encore Wire Corp Com, 425 Sh	Mkt Val	10,659.	10,659.
Foot Locker Inc Com, 975 Sh	Mkt Val	19,129.	19,129.
Investors Bancorp Inc Com, 620 Sh	Mkt Val	8,134.	8,134.
Kaiser Alum Corp Com, 250 Sh	Mkt Val	12,522.	12,522.

Chrysopolae Foundation

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Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Schnitzer Steel Inds Inc, 200 Sh	Mkt Val	\$ 13,278.	\$ 13,278.
The Men's Wearhouse Inc, 435 Sh	Mkt Val	10,866.	10,866.
Trinity Industries Com Stk, 550 Sh	Mkt Val	14,636.	14,636.
UMB Finl Corp Com Stk, 215 Sh	Mkt Val	8,905.	8,905.
Vail Resorts Inc Com, 310 Sh	Mkt Val	16,132.	16,132.
Winn Dixie Stores Inc, 170 Sh	Mkt Val	1,219.	1,219.
American Tower Corp CL A, 240 Sh	Mkt Val	12,394.	12,394.
Citrix Sys Inc, 520 Sh	Mkt Val	35,573.	35,573.
F5 Networks Inc, 78 Sh	Mkt Val	10,152.	10,152.
Precision Castparts Corp, 85 Sh	Mkt Val	11,835.	11,835.
Priceline.com Inc, 9 Sh	Mkt Val	3,596.	3,596.
Salesforce.com Inc, 135 Sh	Mkt Val	17,820.	17,820.
Starbucks Corp, 630 Sh	Mkt Val	20,242.	20,242.
Acme Packet Inc, 110 Sh	Mkt Val	5,848.	5,848.
Alexion Pharmaceuticals Inc, 175 Sh	Mkt Val	14,096.	14,096.
Autodesk Inc, 355 Sh	Mkt Val	13,561.	13,561.
Dolby Laboratories Inc, 165 Sh	Mkt Val	11,005.	11,005.
Green Mtn Coffee Roasters, 385 Sh	Mkt Val	12,651.	12,651.
Intercontinental Exchange Inc, 153 Sh	Mkt Val	18,230.	18,230.
Kansas City Southern, 363 Sh	Mkt Val	17,373.	17,373.
Life Technologies Corp, 240 Sh	Mkt Val	13,320.	13,320.
Nordstrom Inc, 880 Sh	Mkt Val	37,423.	37,423.
Red Hat Inc, 260 Sh	Mkt Val	11,869.	11,869.
Riverbed Technology Inc, 365 Sh	Mkt Val	12,837.	12,837.
Teradata Corp, 380 Sh	Mkt Val	15,641.	15,641.
Tiffany & Co, 400 Sh	Mkt Val	25,008.	25,008.
Whole Foods Mkt Inc, 370 Sh	Mkt Val	18,718.	18,718.
Suncor Energy Inc, 340 Sh	Mkt Val	13,019.	13,019.
Ebay Inc, 1,045 Sh	Mkt Val	29,082.	29,082.
H J Heinz, 495 Sh	Mkt Val	24,705.	24,705.
Hess Corp, 425 Sh	Mkt Val	32,573.	32,573.
Nextera Energy Inc, 405 Sh	Mkt Val	21,056.	21,056.
Time Warner Inc, 795 Sh	Mkt Val	25,575.	25,575.
SPX Corp, 365 Sh	Mkt Val	26,185.	26,185.
QEP Res Inc, 480 Sh	Mkt Val	17,429.	17,429.
Applied Materials Inc, 1,360 Sh	Mkt Val	19,108.	19,108.
Arcelormittal SA Luxembourg, 460 Sh	Mkt Val	17,540.	17,540.
Cit Group, 420 Sh	Mkt Val	19,782.	19,782.
Discover Financial Srvcs, 730 Sh	Mkt Val	13,541.	13,541.
Ensco PLC, 465 Sh	Mkt Val	24,822.	24,822.
Family DLR Stores, 285 Sh	Mkt Val	14,212.	14,212.
Hyatt Hotels Corp, 300 Sh	Mkt Val	15,101.	15,101.
Invesco Ltd, 1,000 Sh	Mkt Val	24,060.	24,060.
Keycorp, 1,000 Sh	Mkt Val	8,850.	8,850.
Masco Corp, 1,300 Sh	Mkt Val	16,458.	16,458.
Merck & Co, 285 Sh	Mkt Val	10,380.	10,380.
Petrohawk Energy, 400 Sh	Mkt Val	7,300.	7,300.
Prudential Financial Inc, 400 Sh	Mkt Val	23,484.	23,484.
Range Res Corp, 165 Sh	Mkt Val	7,422.	7,422.
Roche Hldg Ltd, 285 Sh	Mkt Val	10,445.	10,445.
Spirit Aerosystems, 725 Sh	Mkt Val	15,087.	15,087.
Tech Data Corp, 315 Sh	Mkt Val	16,866.	16,866.
Ultra Pete Corp, 160 Sh	Mkt Val	7,643.	7,643.
Texas Instruments, 875 Sh	Mkt Val	28,438.	28,438.
Total		\$ 3,866,046.	\$ 3,866,046.

Chrysopolae Foundation

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Statement 5
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Publicly Traded Securities</u>			
Excelsior Lasalle Property Fnd 3,934 Sh	Mkt Val	\$ 205,283.	\$ 205,283.
Northern Intl Equity Indx Fd, 55,071 Sh	Mkt Val	579,902.	579,902.
Northern Multi-Mgr Intl, 58,649 Sh	Mkt Val	582,970.	582,970.
Northern Emerging Mkts Eqty, 33,706 Sh	Mkt Val	432,781.	432,781.
Northern Fds Multi-Mgr EMkts, 17,946 Sh	Mkt Val	412,410.	412,410.
SPDR Gold Tr Gold Shs, 4,250 Sh	Mkt Val	589,560.	589,560.
Pimco FDS Pac Invst Mgmt, 26,532 Sh	Mkt Val	246,481.	246,481.
Total Other Publicly Traded Securities		<u>\$ 3,049,387.</u>	<u>\$ 3,049,387.</u>
<u>Other Securities</u>			
Pimco Real Return Fund Instl, 25,689 Sh	Mkt Val	291,834.	291,834.
Northern High Yield Fxd Income Fund	Mkt Val	873,041.	873,041.
iShares Intermediate Credit	Mkt Val	1,319,089.	1,319,089.
iShares TR Barclays 1-3 Year CR Bd Fnd	Mkt Val	835,681.	835,681.
Total Other Securities		<u>\$ 3,319,645.</u>	<u>\$ 3,319,645.</u>
Total		<u>\$ 6,369,032.</u>	<u>\$ 6,369,032.</u>

Statement 6
Form 990-PF, Part II, Line 22
Other Liabilities

Security Transactions Pending Settlement	\$ 4,158.
Total	<u>\$ 4,158.</u>

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

FMV Adjustment of Investments	\$ 797,971.
Total	<u>\$ 797,971.</u>

Statement 8
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

Lawrence Charles Ford, Jr.
 Cynthia Carroll

Chrysopolae Foundation

94-3265060

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Scholarship Recipient 1 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	\$ 2,500.
Scholarship Recipient 2 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	16,750.
Scholarship Recipient 3 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	6,000.
Scholarship Recipient 4 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	6,000.
Scholarship Recipient 5 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	6,000.
The Reading Tree 455 Frederick Street San Francisco, CA 94117	N/A	509(a) (1)	General support for literacy	2,500.
NARAL Pro-Choice America Fdn 1156 15th Street NW Washington, DC 20005	N/A	509(a) (1)	General Support	2,500.
Marin Country Day School 5221 Paradise Drive Corte Madera, CA 94925	N/A	School	Annual Fund	17,000.
Tamiscal High School 305 Doherty Drive Larkspur, CA 94939	N/A	School	General Support - Youth Programs	21,500.
Sierra Club Foundation 85 Second Street San Francisco, CA 94105	N/A	509(a) (1)	General Support -- Inner city Outings	5,000.
The Bay Home, Inc. 19 Hearthstone Court San Rafael, CA 94903	N/A	509(a) (1)	General Support - Care of developmentally disabled adults.	42,000.
Community Homes & Services 401 Washington Street Petaluma, CA 94903	N/A	509(a) (1)	General Support	15,000.

Chrysopolae Foundation

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Thatcher School 5025 Thatcher Road Ojai, CA 93023	N/A	School	General support of non-profit high school	\$ 20,000.
California Film Institute 38 Miller Avenue Mill Valley, CA 94941	N/A	509(a) (1)	Support for schools outreach program	6,000.
Huntington's Disease Sociey of America 505 Eighth Avenue, Suite 902 New York, NY 10018	N/A	509(a) (1)	General Support	50,000.
The Millbrook School 131 Millbrook School Road Millbrook, NY 12545	N/A	School	Annual Fund	5,000.
St. Mary Virgin Episcopal Ch. 2325 Union Street San Francisco, CA 94123	N/A	Church	General support of non-profit church	6,000.
Hamilton College 198 College Hill Road Clinton, NY 13323	N/A	School	General Support	7,500.
The Pomfret School 398 Pomfret Street Pomfret, CT 06258	N/A	School	General Support	7,500.
San Francisco Zoological Soc. 1 Zoo Road San Francisco, CA 94132	N/A	509(a) (1)	General Support	35,000.
Gateway High School 1430 Scott Street San Francisco, CA 94115	N/A	School	General support of charter high school	1,000.
Golden Gate Natl Parks Cnsvcy Building 201, Fort Mason San Francisco, CA 94123	N/A	509(a) (1)	General funding for parks and trails	12,500.
Intermtn Jr Rodeo Assn PO Box 593 Fall River Mills, CA 96028	N/A	509(a) (1)	General Support	10,000.
Lawrenceville School 2500 Lawrenceville Road Lawrenceville, NJ 08648	N/A	School	General Support	10,000.

Chrysopolae Foundation

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
UC Regents 1111 Franklin Street Oakland, CA 94607	N/A	509(a) (1)	Undergraduate Scholarships	\$ 33,434.
The Nature Conservancy 201 Mission Street, 4th Floor San Francisco, CA 94105	N/A	509(a) (1)	General Support	2,500.
California Trout 870 Market Street, Suite 528 San Francisco, CA 94102	N/A	509(a) (1)	General Support	2,500.
First Tee 99 Harding Road San Francisco, CA 94132	N/A	509(a) (1)	General Support	1,000.
Summer Search 620 Davis Street San Francisco, CA 94111	N/A	509(a) (1)	General support for education	5,000.
Youth Speaks 1663 Mission Street San Francisco, CA 94103	N/A	509(a) (1)	General support of arts organization for youth	5,000.
Sugar Bowl Ski Foundation P.O. Box 68 Norden, CA 95724	N/A	509(a) (1)	General Support	10,000.
Montefiore Medical Center 3325 Bainbridge Bronx, NY 10467	N/A	Hospital	Funding for breast cancer reconstructive surgery	2,500.
Friends of SF Public Library 391 Grove Street San Francisco, CA 94102	N/A	509(a) (1)	General support for Presidio Library Campaign	30,000.
SF General Hospital 2789 25th Street, Ste 2029 San Francisco, CA 94110	N/A	Hospital	General support for hospital	5,000.
Lassen Park Foundation PO Box 3155 Chico, CA 95973	N/A	509(a) (1)	General Support	5,000.

Chrysopolae Foundation

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Boy Scouts of America, Troop 14 1001 Davis Street San Leandro, CA 94577	N/A	509(a) (1)	General support of boy leadership	\$ 2,000.
Scholarship Recipient #6 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	10,000.
Scholarship Recipient #7 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	10,000.
Scholarship Recipient #8 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	9,000.
Scholarship Recipient #9 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	3,000.
Scholarship Recipient #10 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	2,500.
Scholarship Recipient #11 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	1,500.
Scholarship Recipient #12 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	1,500.
Scholarship Recipient #13 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	12,000.
Scholarship Recipient #14 PO Box 10174 San Rafael, CA 94912	None	N/A	College Scholarship	500.
Eagle Rock School 2750 Netaiah Road Estes Park, CO 80517	N/A	School	College Scholarships	14,000.
Total				\$ <u>481,184.</u>

TEAM PROGRAM SCHOLARSHIP AWARDS

Application Guide for Academic Year 2010-2011

PURPOSE AND GENERAL INFORMATION

The Team Program Scholarship Awards provide financial assistance to former students of the Tamiscal High School Team Program to attend college or vocational school. Scholarships are awarded based upon the combination of financial need, outstanding achievement (academic and non-academic), demonstrated community responsibility and service, and leadership. Awards range from \$500 to \$10,000 per academic year. Funds can be used for tuition, room and board, and general educational expenses such as books, materials, transportation or other directly associated expenses.

The Team Program Scholarship Awards were established to provide educational opportunities to students who might not otherwise have them and to students whose post-secondary education would be delayed or impeded by the necessity to earn money to support themselves.

WHO CAN APPLY

- Former Tamiscal High School Team Program students attending an accredited or state approved undergraduate school or graduate program leading to a degree.
- Former Tamiscal High School Team Program students attending an industry sanctioned or state certified vocational program leading to a certificate, license or diploma (non-degree).

ELIGIBILITY CRITERIA

- **Financial Need:** Proven financial need is the baseline criteria in the selection of scholarship recipients. Determination of financial need is based on family size, income, assets, and number of family members attending college.
- **Outstanding Achievement (academic):** Applicants should demonstrate exemplary academic achievement in their previous schooling.
- **Outstanding Achievement (non-academic):** Applicants should demonstrate having achieved a goal despite struggles, barriers, or challenges, demonstrating motivation, perseverance and integrity.
- **Community Responsibility and Service:** Applicants should demonstrate doing volunteer work which benefits individuals, groups, non-profit or political organizations, agencies, schools, or the community at large.

- Leadership: Applicants should demonstrate guiding, inspiring, or directing others in achievement. Leadership can be shown in your personal, community, or academic life.

APPLICATION PROCEDURE

All applicants are required to complete a Team Program Scholarship Award application, including a personal statement, and attach a final high school transcript (if you graduated from somewhere other than the Tamalpais Union High School District) and transcripts of all your college work.

DEADLINES:

- For entering college undergraduates, the completed application packet, including transcripts, must be postmarked no later than **June 30, 2010**.
- For all others, the completed application packet, including transcripts, must be postmarked no later than **August 16, 2010**.

Send the completed application to:

Team Program Scholarship Award
The Chrysopolae Foundation
Post Office Box 10174
San Rafael, CA 94912

SELECTION AWARD PROCEDURE

Applications will be reviewed by the Board of Directors of the Chrysopolae Foundation. The Board will also seek recommendations from the faculty of the Team Program. Applicants will be informed of their status in writing on September 15, 2010.

Successful applicants will be sent a Scholarship Grant Agreement. Upon receipt of the signed Scholarship Grant Agreement, the Foundation will send the scholarship check, payable to the student, directly to the student. Payment will be made in October 2010. Scholarship payments in excess of \$5,000 are usually made in two installments.

It is the student's responsibility to notify the Chrysopolae Foundation of any changes of address, enrollment, or other factors which could affect scholarship eligibility.

APPLICATION CHECKLIST

- ☐ Application (4 pages, including financial statement)
- ☐ Personal statement (2 pages)
- ☐ Final high school transcript (not necessary for Tamalpais District graduates)
- ☐ Proof of acceptance or enrollment
- ☐ Transcripts from all colleges attended

2010

94-3265060

STATEMENTS
Chrysopolae Foundation

Statement 11
Form 990-PF, Part XIII, Line 4c

SECTION 4942(h)(2) ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS

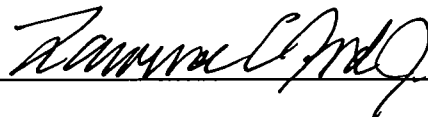
Pursuant to IRC Sec. 4942(h)(2) and Reg. 53-4942(a)-3(d)(2), the Chrysopolae hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of

☐ Undistributed income from the tax year(s) ending:

Tax Year	Amount
2010	\$ 489,205

☒ Corpus

Signed



11/16/11

Date

LAURENCE C FORD, JR - PRESIDENT
Name and Title

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

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

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

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

Type or print	Name of exempt organization	Employer identification number
	Chrysopolae Foundation	94-3265060
	Number, street, and room or suite number. If a P.O. box, see instructions	
	PO Box 10174	
File by the extended due date for filing the return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	San Rafael, CA 94912	

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

04

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

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

- The books are in care of Lawrence C. Ford, Jr.
Telephone No (415) 488-4740 FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until 11/15, 2011
- For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension The Organization requires additional time to gather the information necessary to file a complete and accurate return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	6,875.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

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

Signature Carol Hoggan Title CPA Date 8/11/11

BAA

FIFZ0502L 11/15/10

Form 8868 (Rev 1-2011)

COPY

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	Chrysopolae Foundation	94-3265060
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	PO Box 10174	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	San Rafael, CA 94912	

COPY

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

04

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

- The books are in the care of ► Lawrence C. Ford, Jr.

Telephone No. ► (415) 488-4740

FAX No. ► _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above.

The extension is for the organization's return for

- ☒ calendar year 20 10 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return

☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,875.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	6,875.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	3,000.

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

BAA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)