Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning Nov. 1 , 2010, and ending October 31 , 2011

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

The Fox Family Charitable Foundation Inc.
c/o Schlossberg
98 Maple Avenue
New City, NY 10956

A Employer identification number: 13-4197378

B Telephone number (see the instructions): 212-687-3410

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) ► $

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(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)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☐ if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	116662	116662	116662	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	357			
	b Gross sales price for all assets on line 6a 192500				
	7 Capital gain net income (from Part IV, line 2)		357		
	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)				
	12 **Total.** Add lines 1 through 11	117019	117019	116662	
OPERATING AND ADMINISTRATIVE EXPENSES	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 sch)	12500			
	c Other prof fees (attach sch)				
	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)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12500			
	25 Contributions, gifts, grants paid	126696			
	26 **Total expenses and disbursements.** Add lines 24 and 25	139196			
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	(22177)			
	b **Net investment income** (if negative, enter -0-)		117019		
	c **Adjusted net income** (if negative, enter -0-)			116662	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS 1 Cash — non-interest-bearing			
2 Savings and temporary cash investments	124,724	180520	180520
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)	40664	47051	45050
b Investments — corporate stock (attach schedule)	351688	380996	291971
c Investments — corporate bonds (attach schedule)	955476	890200	936583
11 Investments — land, buildings, and equipment basis ►			
Less accumulated depreciation (attach schedule) ►			
12 Investments — mortgage loans			
13 Investments — other (attach schedule)	576980	524838	551428
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 instructions Also, see page 1, item I)	2049532	2023655	2005602
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 ►)			
23 **Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES **Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
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	1977386	1951509	
28 Paid-in or capital surplus, or land, building, and equipment fund	72146	72146	
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see the instructions)	2049532	2023655	
31 **Total liabilities and net assets/fund balances** (see the instructions)	2049532	2023655	

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	2049532
2 Enter amount from Part I, line 27a	2	(22177)
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	2027355
5 Decreases not included in line 2 (itemize) ► Federal Tax	5	3700
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2023655

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	$100,000 GMAC LLC - 6% - 4/11	P	6-20-08	4-11-11
b	$40,000 Goldman Sachs - 6 7/8% - 1/11	P	6-11-07	1-15-11
c	1500 HSBC Pfd	P	8-9-07	7-15-11
d	600 Keycorp Cap VII	P	5-11-08	9-13-11
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	100,000	—	100,000	0
b	40,000	—	40,000	0
c	37,500	—	37,487	13
d	15,000	—	14,656	344
e				

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

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	357
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	

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			
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	8	

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	2340
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	
3	Add lines 1 and 2		3	2340
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	2340
6	Credits/Payments:			
a	2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 3700		
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 ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	1360
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ► 1360	Refunded ►	11	

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

Part VII-A Statements Regarding Activities *(Continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		✓
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 ► N/A

14 The books are in care of ► Ahrenstein & Schlossberg, CPAs, PC Telephone no ► 212-687-3410

Located at ► 370 Lexington Avenue, NY, NY ZIP + 4 ► 10017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See 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
1 a	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)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 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 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 ► 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?	☐ 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

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) ☐ 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** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

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

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
Jonathan Fox 11 Berkely Rd Westport, CT 06881	President 1 hour	0	0	0
Dorothy Fox 11 Berkely Rd Westport, CT 06881	CFO 1/2 hour	0	0	0
Suzanne Fox 239 Foreside Rd Falmouth ME 04105	Secretary –	0	0	0
Marjorie Fox 500 West End Ave. NY NY 10024	Treasurer –	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 ►

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 ►		

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 ►	

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	1869242
b	Average of monthly cash balances	1b	170667
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2039909
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2039909
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30599
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2009310
6	**Minimum investment return.** Enter 5% of line 5	6	100466

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	100466
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2340		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2340
3	Distributable amount before adjustments Subtract line 2c from line 1			3	98126
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	98126
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	98126

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	126696
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	126696
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126696

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				98126
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 — 12965				
b From 2006 — 18495				
c From 2007 — 29038				
d From 2008 — 14899				
e From 2009 — 5025				
f **Total** of lines 3a through e	80422			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 126696				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required — see instructions)		0		
c Treated as distributions out of corpus (Election required — see instructions)	0			
d Applied to 2010 distributable amount				98126
e Remaining amount distributed out of corpus	28570			
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	108992			
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)	12965			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	96027			
10 Analysis of line 9				
a Excess from 2006 — 18495				
b Excess from 2007 — 29038				
c Excess from 2008 — 14899				
d Excess from 2009 — 5025				
e Excess from 2010 — 28570				

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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 organization had $5,000 or more in assets at any time during the year – see 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))

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Total			► 3a	
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					116662
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					357
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)					117019

13 **Total.** Add line 12, columns (b), (d), and (e) 13 117019

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1 a (1)		X
	(2) Other assets	1 a (2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
	(3) Rental of facilities, equipment, or other assets	1 b (3)		X
	(4) Reimbursement arrangements	1 b (4)		X
	(5) Loans or loan guarantees	1 b (5)		X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

Sign Here Signature of officer or trustee [signature] Date 9-11-12 Title Pres

Paid Preparer Use Only	Print/Type preparer's name: Bill Schlossberg	Preparer's signature: [signature]	Date: 9/12/12	Check ☐ if self employed	PTIN: P00485613
	Firm's name ▶ Ahrenstein & Schlossberg, CPA, PC			Firm's EIN ▶ 13-4139571	
	Firm's address ▶ 98 Maple Avenue New City, NY 10956			Phone no 212-687-3410	

The Fox Family Fdn Inc 13-4197378
Attachments - 990 PF
10/31/11

	Initials	Date
Prepared By		
Approved By		

ASH No A7408

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Part I - Line 16 b - Accounting Fees							
Accounting & Tax preparation				$12500			
Part II - Line 10 a - US Obligations				Valuation	Beginning of Year	Ending of Year Book	Market
$35,000	Int'l Bank Recon & Develop			Cost	40664	42051	45050
Part II - Line 10 b - Corp. Stock				Valuation	Book Beginning of Year	End of Year Book	Market
2600	Citigroup			Cost	119861	119861	8213
550	Con Edison				24722	24722	31829
450	Danaher Corp				24037	24037	43515
300	UPS Cl. B				22183	22183	21072
2000	Barclays Bk Ser 3				60932	60932	55248
400	Nustar Energy				22761	22761	22960
400	Plains All-America				21827	21827	26388
4000	Powershares Prf'd				55365	55306	56000
550	ILL Tool Works					29367	26746
	Total				351688	380996	291971
Part II - Line 10 c - Corp. Bonds				Valuation	Book begin of Year	End of Year Book	Mkt
$100,000	GMAC LLC				99775	—	—
74000	US West Com Debs				68825	68825	73588
25000	Pac Bell Debs				22780	22780	25426
125000	Pac Bell Deb				127997	127972	132065
40000	Goldman Sachs Bd				40123	—	—
65000	GE Capital				65832	65190	65904
36000	GE Capital				36531	36208	37151
50000	GMAC				50830	50386	50629
40000	Verizon				40582	40326	42432
45000	GE Cap Ser A				45566	45317	47325
96000	GE Cap Mult Cpn				96000	96000	96305
26000	Texaco Cap Deb.				29666	29631	28181

The Fox Family Fdn Inc

13-4192378

Attachment - 990 PF

12/31/11

	Initials	Date
Prepared By		
Approved By		

ASH No A7408

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Part II - Line 10c - Corp Bd - cont'd				Valuation	Book - begin of Year	End of Year Book	Mkt
50000	Caterpillar Fn			Cost	51103	50788	55696
35000	Anheuser Busch				34521	34521	41006
25000	Kraft Foods				36185	36048	41282
13000	Anheuser Busch				11855	11855	14189
100000	GTE Ca Deb				97305	97305	112036
25000	PNC Fncl Svcs				-	25568	24997
25000	Lincoln Nat'l Corp				-	25848	23528
25000	FPL Group Cap				-	25632	24875
	Total				955470	890200	936583

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Part II - Line 13 - Other Invstmts				Valuation	Book - begin of Year	End of Year Book	Mkt
3500	Morgan Stanley Cap Tr			Cost	82261	82261	76615
6800	Corts Tr Goldman Sachs				153168	153168	155380
1300	GE Cap 6%				30122	30123	33319
2000	BAC Cap Trust X				50400	50400	43260
4000	Corts Tr Bellsouth				85430	85430	110800
1500	HSBC Fncl				31487	-	-
1800	Morgan Stanley IV				39208	39208	39690
1600	JP Chase Cap XII				36729	36729	39984
1500	CBS Corp				32900	32900	37860
600	ML Pfd Cap Tr				14619	14619	14520
600	Keycorp Cap VIII				14656	-	-
					576980	524838	551428

Fox Family Charitable Fdn
Contributions
11/1/10 - 10/31/11

pg 1 of 3

	Initials	Date
Prepared By		
Approved By		

ASH No A7313

Date		Charitable Organization	Amount (1)	(2)	(3)	(4)	(5)
11	1	WSHU Radio	200				
11	26	Westport Volunteer Ems	2000				
11	29	Army War College Fdn	100				
11	30	The Susan Fund	500				
11	30	Preble St	2000				
11	30	Youth Alternatives	2000				
11	30	SW Oxford Nutrition	2000				
11	30	Maine Coalition	1000				
11	30	Natural Resource Council	1500				
11	30	Friends of Casco Bay	500				
11	30	ILAP	1000				
11	30	Me Island Trail	500				
12	1	WCST Port Warren	200				
12	2	Westport Fire Dept	100				
12	4	Westport Play House	200				
12	5	Westport Up Fund	250				
12	5	Fidelco Guide Dog Fdn	500				
12	22	Waynflete School Fund	250				
8	30	World Affairs Council	100				
11	2	World Affairs Council	1085				
11	29	Bridgeport Hospital Fdn	10000				
11	29	Norwalk Hospital	1500				
12	2	Westport Historical Scty	275				
12	2	Ronald McDonald House	500				
12	3	American Geographical Scty	250				
12	3	Homes with Hope	100				
12	3	Earthplace	250				
12	6	Wateraid America	500				
12	6	Navy League	100				
12	7	American Red Cross	500				
12	7	Domestic Violence	250				
12	8	St Vincent's Fdn	1000				
12	8	USO	250				
12	8	Boy Scouts	250				
12	8	Person to Person	500				
12	8	NY Foundling Hospital	1000				
12	9	Navy War College	250				
12	9	CT Fund for Environment	250				
12	9	Epilepsy Fdn	1000				

Fox Family Chrtbe Fdn
Contributions
11/1/10 - 10/31/11

pg 2 of 3

	Initials	Date
Prepared By		
Approved By		

ASH No 7313

	Date		Charitable Organization	Amount (1)	(2)	(3)	(4)	(5)
1								
2	12	10	Google ICWA	500				
3	12	10	Memorial Sloan-Kettering	250				
4	12	10	Anti-Defamation League	1500				
5	12	10	Save The Children	1000				
6	12	9	United Way	300				
7	12	13	HSS	1000				
8	12	13	LLS Ct	1000				
9	12	14	Disabled Amer. Vets	250				
10	12	15	American Cancer Scty	5				
11	12	15	Smithsonian Inst.	250				
12	12	14	Konbit Sante	500				
13	12	15	National MS Scty	1500				
14	12	16	Southern Povty Law Cntl	600				
15	12	16	Greenwich Hospital	1000				
16	11	30	Westport Historical Scty	250				
17	11	30	WNET	163				
18	12	1	Network for Good	613				
19	12	3	MMA	200				
20	12	3	Maine Historical Scty	250				
21	12	3	Habitat for Humanity	250				
22	12	6	Museum Nat'l History	250				
23	12	6	Drs without Borders	2500				
24	12	6	US Fund for Unicef	1000				
25	12	7	S. Wisenthal Cntr	500				
26	12	8	Americares	1500				
27	12	8	Shepherdsin	250				
28	12	8	NE Retina Assn	2000				
29	12	9	UNA Fdn	2000				
30	12	9	Fairfied Cnty	500				
31	12	12	St. Judes	250				
32	12	16	Paypal Charter	1000				
33	12	16	Planned Parenthood	1000				
34	12	16	MJ Fox Fdn	1500				
35	12	21	Cancer Cares	1000				
36	12	22	Levitt Pavillion	100				
37	12	22	Room to Read	500				
38	12	22	World Affairs Forum	5450				
39	12	23	Ct. Food Bank	2000				
40	12	27	League Women Voters	100				

Fox Family Charitable Fdn
Contributions
1/1/10-12/31/11

Pg 3 of 3

	Initials	Date
Prepared By		
Approved By		

ASH No 7313

			(1)	(2)	(3)	(4)	(5)
12	28	Homes with Hope	500				
12	28	Alzheimers Fdn	1000				
12	28	Maine Coast Heritage	100				
12	29	Be the Match	500				
12	31	Arthritis Fdn	500				
12	31	Maine Broadcast Fdn	100				
12	31	Weston Family Fdn	1000				
1	3	Alliance For Youth	250				
1	28	Action Against Hunger	500				
4	4	Tufts University	500				
4	25	Domestic Violence	300				
5	13	Norwalk Hospital Fdn	5000				
5	16	Pan Mass Challenge	250				
8	21	Bridgeport Hsptl	10000				
9	19	WSHU Radio	250				
9	19	Weston Fdn	1035				
9	19	Norwalk Hospital	1500				
~~[illegible]~~		~~[illegible]~~	~~[illegible]~~				
		Total	126696				

Form **8868** (Rev January 2011)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **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 ► [X]
- 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: The Fox Family Charitable Foundation Inc

Employer identification number: 13-4197378

Number, street, and room or suite number If a P O box, see instructions: 370 Lexington Avenue #412

City, town or post office, state, and ZIP code For a foreign address, see instructions: New York, NY 10017-6503

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 ► Ahrenstein & Schlossberg, CPAs

Telephone No. ► 212-687-3410 FAX No. ► 212-682-7661

- 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 6/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [ ] calendar year 20 ____ or

► [X] tax year beginning 11/01, 20 10, and ending 10/31, 20 11.

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**	$ 3,700.
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**	$ 700.
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)