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Form 990-PF

Return of Private Foundation

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

2010

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 12-01-2010, and ending 11-30-2011

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

Name of foundation
THE THOMAS AND AGNES CARVEL FOUNDATION**A Employer identification number**

13-2879673

Number and street (or P O box number if mail is not delivered to street address)
35 EAST GRASSY SPRAIN ROAD**B Telephone number (see page 10 of the instructions)**

(914) 793-7300

City or town, state, and ZIP code
YONKERS, NY 10710**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, col. (c), line 16) **\$** 36,631,480 **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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	1,609,273			
2	Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	21,032	21,032		
4	Dividends and interest from securities.	809,700	809,700		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	893,787			
b	Gross sales price for all assets on line 6a \$ 18,694,469				
7	Capital gain net income (from Part IV, line 2)		893,787		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	<input checked="" type="checkbox"/> 118,330	118,330		
12	Total. Add lines 1 through 11	3,452,122	1,842,849		
13	Compensation of officers, directors, trustees, etc	115,000	69,000		46,000
14	Other employee salaries and wages	86,519	51,911		34,608
15	Pension plans, employee benefits	4,173	2,504		1,669
16a	Legal fees (attach schedule)	<input checked="" type="checkbox"/> 1,176,924	1,176,924		0
b	Accounting fees (attach schedule)	<input checked="" type="checkbox"/> 29,298	29,298		0
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	<input checked="" type="checkbox"/> 6,762	4,057		2,705
19	Depreciation (attach schedule) and depletion	<input checked="" type="checkbox"/> 1,338	803		
20	Occupancy	41,001	20,501		20,501
21	Travel, conferences, and meetings	6,762	4,057		2,705
22	Printing and publications				
23	Other expenses (attach schedule)	<input checked="" type="checkbox"/> 302,924	280,497		22,427
24	Total operating and administrative expenses.				
	Add lines 13 through 23	1,770,701	1,639,552		130,615
25	Contributions, gifts, grants paid	1,830,802			1,750,802
26	Total expenses and disbursements. Add lines 24 and 25	3,601,503	1,639,552		1,881,417
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-149,381			
b	Net investment income (if negative, enter -0-)		203,297		
c	Adjusted net income (if negative, enter -0-)				

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	
1 Cash—non-interest-bearing				
2 Savings and temporary cash investments	1,639,502	2,655,481	2,655,481	
3 Accounts receivable ► 476,280				
Less allowance for doubtful accounts ►		476,280	476,280	
4 Pledges receivable ►				
Less allowance for doubtful accounts ►				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
7 Other notes and loans receivable (attach schedule) ► 100,000	0	100,000	100,000	
Less allowance for doubtful accounts ►	0			
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges	38,299	34,375	34,375	
10a Investments—U S and state government obligations (attach schedule)				
b Investments—corporate stock (attach schedule)				
c Investments—corporate bonds (attach schedule)				
11 Investments—land, buildings, and equipment basis ►				
Less accumulated depreciation (attach schedule) ►				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	35,760,855	33,253,609	33,253,609	
14 Land, buildings, and equipment basis ► 10,993				
Less accumulated depreciation (attach schedule) ► 8,605	3,726	2,388	2,388	
15 Other assets (describe ►)	110,724	109,347	109,347	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	37,553,106	36,631,480	36,631,480	
17 Accounts payable and accrued expenses	279,497	227,020		
18 Grants payable	1,028,358	578,693		
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ►)	2,783	2,586		
23 Total liabilities (add lines 17 through 22)	1,310,638	808,299		
Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24 Unrestricted	35,111,022	35,823,181		
25 Temporarily restricted	1,131,446	0		
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg , and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	36,242,468	35,823,181		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	37,553,106	36,631,480		

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	36,242,468
2 Enter amount from Part I, line 27a	2	-149,381
3 Other increases not included in line 2 (itemize) ►	3	622,900
4 Add lines 1, 2, and 3	4	36,715,987
5 Decreases not included in line 2 (itemize) ►	5	892,806
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	35,823,181

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1 a	PUBLICLY TRADED SECURITIES-BONY				
b	PUBLICLY TRADED SECURITIES-SCHMEIDLER				
c	PUBLICLY TRADED SECURITIES-CHASE				
d	CAPITAL GAINS DIVIDENDS		P		
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	4,145,072		3,988,891	156,181	
b	10,619,098		10,179,367	439,731	
c	3,863,736		3,632,424	231,312	
d	66,563			66,563	
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				156,181	
b				439,731	
c				231,312	
d				66,563	
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	893,787
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }		3	

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 page 18 of 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 (col (b) divided by col (c))
2009	2,082,900	36,650,164	0 056832
2008	1,547,926	34,184,237	0 045282
2007	1,766,039	36,780,560	0 048016
2006	1,150,179	35,888,538	0 032049
2005	1,264,039	34,660,478	0 036469
2			2 0218648
3			3 0043730
4			4 38,114,774
5			5 1,666,759
6			6 2,033
7			7 1,668,792
8			8 1,881,417

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	2,033
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,033
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	2,033
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	2,033
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	9,782
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	9,782
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,749
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 7,749 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<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>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	● By language in the governing instrument, or			
	● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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 .		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		Yes	No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► THE FOUNDATION	Telephone no ► (914) 793-7300		
	Located at ► 35 E GRASSY SPRAIN RD YONKERS NY YONKERS NY	ZIP +4 ► 107100000		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
and enter the amount of tax-exempt interest received or accrued during the year ►				
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		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

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

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))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM GRIFFIN 10 OLD JACKSON AVE HASTINGS ON HUDSON, NY 10706	PRESIDENT 7 00	47,500	0	0
SALVADOR MOLELLA 37035 EXUMA BAY BOYNTON BEACH, FL 33436	VICE PRESIDENT 3 00	22,500	0	0
BRENDAN BYRNE CO CARELLO BYRNE 6 BECKER FARM RD ROSELAND, NJ 07068	DIRECTOR 1 00	22,500	0	0
MARIE HOLCOMBE 19 HEWITT AVENUE BRONXVILLE, NY 10708	TREASURER 1 00	22,500	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
KELLY DRYE AND WARREN 101 PARK AVE NEW YORK, NY 10178	LEGAL	799,388
GENOVESEJO BLOVE & BATTISTA PA 100 SOUTHEAST SECOND STREET MIAMI, FL 33131	LEGAL	205,522
KOOB & MAGOOLAGHAN 221 DEVoe AVE YONKERS, NY 10705	LEGAL	104,638
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

1	Expenses
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

1	Amount
2	
3	
Total. Add lines 1 through 3.	0

All other program-related investments. See page 24 of the instructions

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	36,110,140
b	Average of monthly cash balances.	1b	2,147,492
c	Fair market value of all other assets (see page 24 of the instructions).	1c	437,570
d	Total (add lines 1a, b, and c).	1d	38,695,202
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	38,695,202
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	580,428
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,114,774
6	Minimum investment return. Enter 5% of line 5.	6	1,905,739

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

1	Minimum investment return from Part X, line 6.	1	1,905,739
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	2,033
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,033
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,903,706
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,903,706
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,903,706

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,881,417
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	1,881,417
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	2,033
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	6	1,879,384
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,903,706
2 Undistributed income, if any, as of the end of 2010			0	
a Enter amount for 2009 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.	128,742			
f Total of lines 3a through e.	128,742			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ _____ 1,881,417			0	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2010 distributable amount.				1,881,417
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).)	22,289			22,289
6 Enter the net total of each column as indicated below:	106,453			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	106,453			
10 Analysis of line 9				
a Excess from 2006.				
b Excess from 2007.				
c Excess from 2008.				
d Excess from 2009.	106,453			
e Excess from 2010.				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling. <input type="text"/>			
2a	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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

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

WILLIAM E GRIFFIN
35 E GRASSY SPRAIN RD
YONKERS, NY 10710
(914) 793-7300

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

BY LETTER SUPPORTED BY BUDGET FOR EXPENDITURE OF REQUESTED GRANT

- c Any submission deadlines

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	1,750,802
b Approved for future payment				
FAMILY SERVICES OF YONKERS 30 SOUTH BROADWAY YONKERS, NY 10703	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	60,000
NETWORK FOR TEACHING ENTREPRENEURSHIP 70 RED OAK LANE WHITE PLAINS, NY 10604	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	20,000
Total			► 3b	80,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments				14	21,032
4 Dividends and interest from securities.				14	809,700
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.				14	118,330
8 Gain or (loss) from sales of assets other than inventory				18	893,787
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a _____					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).			0		1,842,849
13 Total Add line 12, columns (b), (d), and (e).				13	1,842,849
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(8) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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	
<p>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</p> <p>*****</p> <p>Signature of officer or trustee</p>					
		2012-03-28		*****	
		Date		Title	
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Preparer's Signature</p> <p>ANTHONY PENNELLA</p>		<p>Date</p> <p>Check if self-employed <input type="checkbox"/></p>		
	<p>Firm's name</p> <p>D'ARCANGELO & CO LLP</p> <p>800 WESTCHESTER AVE SUITE N-400</p>		<p>PTIN</p> <p>Firm's EIN <input type="checkbox"/></p>		
	<p>Firm's address</p> <p>RYE BROOK, NY 105731301</p>		<p>Phone no (914) 694-4600</p>		

Additional Data

Software ID:
Software Version:
EIN: 13-2879673
Name: THE THOMAS AND AGNES CARVEL FOUNDATION

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
ACADEMY OF SAINT ELIZABETH PO BOX 297 CONVENT STATION, NJ 07960	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
ALL HALLOWS HIGH SCHOOL 111 E 164TH ST BRONX, NY 10452	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
ANDRUS CHILDREN'S CENTER 1156 NORTH BROADWAY YONKERS, NY 10701	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
ANOTHER STEP 175 CLEARBROOK ROAD ELMSFORD, NY 10523	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	2,500
ART EDUCATION FOR THE BLIND 589 BROADWAY NEW YORK, NY 10012	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
AVON FOUNDATION 1 AVON PLAZA RYE, NY 10580	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,800
BACK 2 SCHOOL 513 WMT PLEASANT AVE LIVINGSTON, NJ 07039	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
BRIDGES 120 MORRIS AVENUE PO BOX 1444 SUMMIT, NJ 07902	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	15,015
BROADWAY HOUSING COMMUNITIES 583 RIVERSIDE DRIVE NEW YORK, NY 10031	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
CALDWELL COLLEGE 120 BLOOMFIELD AVENUE CALDWELL, NJ 07006	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
CALVARY HOSPITAL 1740 EASTCHESTER ROAD BRONX, NY 10461	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
CAMPAIGN FOR JUSTICE PO BOX 10390 NEW BRUNSWICK, NJ 08906	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
CARDINAL MCCLOSKEY SERVICES 115 STEVENS AVENUE VALHALLA, NY 10595	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	250,000
CEREBRAL PALSY OF NEW JERSEY 220 S ORANGE AVENUE LIVINGSTON, NJ 07039	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
Total				1,750,802
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHILDREN'S SPECIALIZED HOSPITAL 200 SOMERSET STREET NEW BRUNSWICK, NJ 08901	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
CHILDREN'S VILLAGE THE CHILDRENS VILLAGE DOBBS FERRY, NY 10522	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
CHRIST THE KING PREP 239 WOODSIDE AVENUE NEWARK, NJ 07104	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
CITIZEN'S CAMPAIGN 450 MAIN STREET METUCHEN, NJ 08840	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	15,000
COMMON GROUND 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	7,500
CONCORDIA COLLEGE 171 WHITE PLAINS ROAD BRONXVILLE, NY 10709	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
CORPUS CHRISTI-HOLY ROSARY SCHOOL 135 SOUTH REGENT STREET PORT CHESTER, NY 10573	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	25,000
CRESENT PLACE REFORMED CHURCH 40 CRESCENT PLACE YONKERS, NY 10704	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	2,000
CRISTO REY HIGH SCHOOL 112 EAST 106TH STREET NEW YORK, NY 10029	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	25,000
DUMAS COUNCIL TUPPER LAKE COUNCIL NO 2177 TUPPER LAKE, NY 12986	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
ELIZABETH SETON PEDIATRIC CENTER 590 AVENUE OF THE AMERICAS NEW YORK, NY 10011	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	250,000
ENRICO FERMI SCHOLARSHIP FUND 13 ANN MARIE PLACE YONKERS, NY 10703	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
FAMILY SERVICES OF YONKERS 30 SOUTH BROADWAY YONKERS, NY 10701	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	30,000
FECA PO BOX 813 MT KISCO, NY 10549	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
Total				1,750,802
► 3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FEEL BETTER KIDS 626 RXR PLAZA UNIONDALE, NY 11556	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	15,000
FORDHAM UNIVERSITY 113 WEST 60TH STREET NEW YORK, NY 10023	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
FRAXA FOUNDATION 24 CUNNINGHAM DRIVE LAGRANGEVILLE, NY 12540	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	100,000
FREEDOM HOUSE FOUNDATION 3 PAVILION ROAD PO BOX 367 GLEN GARDNER, NJ 08826	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
FRIENDS OF KAREN 118 TITICUS RD PO BOX 190 PURDYS, NY 10578	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
GIRL SCOUTS 2 GREAT OAK LANE PLEASANTVILLE, NY 10570	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	13,900
GIRLS INC 52 NORTH BROADWAY WHITE PLAINS, NY 10603	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	25,000
GRACE ACADEMY 277 MAIN STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
GRAMATAN VILLAGE 85 PONDFIELD ROAD BRONXVILLE, NY 10708	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	2,000
GREEN CHIMNEYS 400 DOANSBURGH RD BREWSTER, NY 10509	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	50,000
GREENWOOD GARDENS 274 OLD SHORT HILLS ROAD SHORT HILLS, NJ 07078	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
GREYSTON FOUNDATION 21 PARK AVENUE YONKERS, NY 10703	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
GROUNDWORKS 6 WELLS AVENUE YONKERS, NY 10701	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS ROAD YORKTOWN HEIGHTS, NY 10598	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	30,000
HEARING AND COMMUNICATION CENTER 50 BROADWAY NEW YORK, NY 10004	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	25,000
Total				1,750,802
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
HELPING HANDS 541 CAMBRIDGE ST BOSTOM, MA 02134	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
HISTORIC HUDSON VALLEY 150 WHITE PLAINS RD TARRYTOWN, NY 10591	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
HOME PROGRAM PO BOX 321 WHITE PLAINS, NY 10602	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
HOSPICE OF WESTCHESTER AND PUTNAM 540 WHITE PLAINS RD TARRYTOWN, NY 10591	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
HUDSON RIVER MUSEUM OF WESTCHESTER 511 WARBURTON AVENUE YONKERS, NY 10701	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	50,000
IRISH REPERTORY THEATER 132 WEST 22ND STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
JACK STEWART WILDLIFE FUND 330 OVERLOOK DRIVE CARMEL, NY 10512	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
JEWISH CHILD CARE ASSOCIATION 120 WALL STREET NEW YORK, NY 10005	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
JEWISH GUILD FOR THE BLIND 15 WEST 65TH STREET NEW YORK, NY 10023	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
JUVENILE DIABETES RESEARCH FOUNDATION 560 SYLVAN AVENUE ENGLEWOOD CLIFTS, NJ 07632	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
KIDNEY & UROLOGY FOUNDATION 2 WEST 47TH STREET NEW YORK, NY 10036	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	2,000
LEAKE & WATTS 463 HAWTHORNE AVE YONKERS, NY 10705	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
LEARNING ALLY 545 FIFTH AVENUE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
LEUKEMIA SOCIETY 1311 MAMARONECK AVENUE WHITE PLAINS, NY 10605	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	25,000
MCCARTER THEATER 91 UNIVERSITY PLACE PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
Total				1,750,802
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MCYFL CHARITIES PO BOX 88 MT FREEDOM, NJ 07970	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	500
MENTAL HEALTH ASSOCIATION OF WESTCHESTER 2269 SAW MILL RIVER ROAD ELMSFORD, NY 10523	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
MIDNIGHT RUN 97 MAIN STREET DOBBS FERRY, NY 10522	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
MILLBROOK ROTARY CLUB PO BOX 1225 MILLBROOK, NY 12545	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,700
MONTCLAIR STATE UNIVERSITY 1 NORMAL AVENUE MONTCLAIR, NJ 07043	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	2,000
MUSIC CONSERVATORY OF WESTCHESTER 216 CENTRAL AVE WHITE PLAINS, NY 10606	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	12,000
NETWORK FOR TEACHING ENTREPRENEURSHIP 70 RED OAK LANE WHITE PLAINS, NY 10604	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
NEW JERSEY ARTS INCUBATOR 60 WELLINGTON AVENUE WEST ORANGE, NJ 07052	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	15,000
NEW JERSEY BALLET 15 MIRCOLAB ROAD LIVINGSTON, NJ 07039	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
NJ CONSERVATION FOUNDATION 170 LONGVIEW RD FAR HILLS, NJ 07931	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	3,000
NJ HALL OF FAME 1037 RAYMOND BLVD NEWARK, NJ 07102	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
NJ MEDICAL SCHOOL 185 SOUTH ORANGE AVE PO BOX 1709 NEWARK, NJ 07101	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
NJ SYMPHONY ORCHESTRA 60 PARK PLACE NEWARK, NJ 07102	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	12,000
NORTH WARD CENTER 346 MT PROSPECT AVENUE NEWARK, NJ 07104	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
NY FOUNDATION FOR THE ARTS 20 JAY STREET BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
Total				1,750,802
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
OPENGATE 28 WARREN STREET SOMERS, NY 10589	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
OUR LADY OF THE VALLEY 510 VALLEY STREET ORANGE, NJ 07050	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
PARC TERRAVEST CORPORATE PARK31 INTERNATIONAL BLVD BREWSTER, NY 10509	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
PAJAMA PROGRAM 34 EAST 39TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
PAPER MILL PLAYHOUSE BROOKSIDE DRIVE MILLBURN, NJ 07041	SEE STATEMENT 8	PUBLIC CHARITY	UNRESTRICTED GRANTS	15,000
PARK PERFORMING ARTS CENTER 560 32ND STREET UNION CITY, NJ 07087	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
PINELANDS PRESERVATION ALLIANCE 17 PEMBERTON ROAD SOUTHAMPTON, NY 08088	SEE STATEMENT 8	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
PREGNANCY CARE CENTER 86 MAYFLOWER AVENUE NEW ROCHELLE, NY 10801	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	20,000
PRINCETON ACADEMY OF THE SACRED HEART 101 DRAKES CORNER ROAD PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
PRINCETON UNIVERSITY 91 PROSPECT AVENUE PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
ROOSEVELT HIGH SCHOOL 631 TUCKAHOE ROAD YONKERS, NY 10710	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	8,000
SAN MIGUEL ACADEMY PO BOX 284 CHAPPAQUA, NY 10514	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
SETON HALL PREPARATORY SCHOOL 120 NORTHFIELD AVENUE WEST ORANGE, NJ 07052	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
SETON HALL UNIVERSITY 457 CENTRE STREET S ORANGE, NJ 07079	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	35,000
SHAKESPEARE THEATER OF NEW JERSEY 36 MADISON AVE MADISON, NJ 07940	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
Total				1,750,802
			► 3a	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE COMMUNITY THEATER 100 SOUTH STREET MORRISTOWN, NJ 07960	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
THE CROHN'S & COLITIS FOUNDATION OF AMERICA 45 WILSON AVENUE MANALPAN, NJ 07726	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
THE SEEING EYE PO BOX 375 MORRISTOWN, NJ 07963	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
THE URSULINE SCHOOL 1354 NORTH AVENUE NEW ROCHELLE, NY 10804	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
TOWN OF WASHINGTON 10 RESERVOIR DRIVE MILLBROOK, NY 12545	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	30,000
UNIVERSITY OF PENN-IAN CALI FUND 3535 MARKET ST SUITE 750 PHILADELPHIA, PA 19104	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
VILLAGE OF ARDSLEY 507 ASHFORD AVENUE ARDSLEY, NY 10502	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	5,000
WASHINGTON ASSOCIATION OF NJ PO BOX 1473 MORRISTOWN, NJ 07962	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	1,000
WESTCHESTER ARC 265 SAW MILL RIVER ROAD HAWTHORNE, NY 10532	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
WESTCHESTER CHAMBER ORCHESTRA PO BOX 207 NEW ROCHELLE, NY 10804	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	10,000
WESTCO PRODUCTIONS 9 ROMAR AVENUE WHITE PLAINS, NY 10605	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	3,500
WOMEN IN NEED 115 WEST 31ST STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	4,000
YONKERS PARTNERSHIP IN EDUCATION 86 MAIN STREET YONKERS, NY 10701	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	65,000
YONKERS PHILHARMONIC ORCHESTRA 383 KIMBALL AVENUE YONKERS, NY 10704	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	3,000
YONKERS POLICE ATHLETIC LEAGUE 1250 CENTRAL PARK AVE YONKERS, NY 10704	NONE	PUBLIC CHARITY	UNRESTRICTED GRANTS	3,000
Total			► 3a	1,750,802

TY 2010 Accounting Fees Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION

EIN: 13-2879673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	29,298	29,298		0

TY 2010 General Explanation Attachment

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Identifier	Return Reference	Explanation
RECIPIENT RELATIONSHIP	FORM 990PF, PART I LINE 25 GRANTS	PAPER MILL PLAYHOUSE A SPOUSE OF A BOARD MEMBER IS ALSO ON BOARD OF RECIPIENT ORGANIZATION BOARD MEMBER ABSTAINED FROM VOTING ON GRANT APPROVAL PINELANDS PRESERVATION ALLIANCE A BOARD MEMBER IS ALSO ON BOARD OF RECIPIENT ORGANIZATION BOARD MEMBER ABSTAINED FROM VOTING ON GRANT APPROVAL

TY 2010 Investments - Other Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES	FMV	33,253,609	33,253,609

TY 2010 Land, Etc. Schedule**Name:** THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	3,204	3,204		0
COMPUTER	1,098	1,098		0
XEROX COPIER	3,936	3,476	460	0
COMPUTER EQUIPMENT	2,755	827	1,928	0

TY 2010 Legal Fees Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION

EIN: 13-2879673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,176,924	1,176,924		0

TY 2010 Other Assets Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	104,755	103,278	103,278
SECURITY DEPOSITS	5,969	6,069	6,069

TY 2010 Other Decreases Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Description	Amount
NET LOSS ON INVESTMENTS PER BOOK BASIS	23,214
NET GAIN ON INVESTMENTS PER TAX BASIS	827,224
DISCOUNT ON GRANTS PAYABLE	40,335
FEDERAL EXCISE TAX PER BOOKS	2,033

TY 2010 Other Expenses Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION

EIN: 13-2879673

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPP & EXPENSES	6,518	3,259		3,259
TELEPHONE	4,685	2,343		2,342
INSURANCE	33,651	16,825		16,826
INVESTMENT CHARGES	254,137	254,137		0
FILING FEES	3,933	3,933		0

TY 2010 Other Income Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
HUGOTON ROYALTY TRUST	15,901	15,901	15,901
MESABI TRUST CO ROYALTY	2,247	2,247	2,247
OTHER INCOME	87,366	87,366	87,366
LINN ENERGY, LLC	12,816	12,816	12,816

TY 2010 Other Increases Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Description	Amount
ACCRUAL BASIS GRANTS PAYABLE	505,000
RECOVERIES OF PRIOR YEAR QUALIFYING GRANTS PAID	117,900

TY 2010 Other Liabilities Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	2,783	2,586

TY 2010 Taxes Schedule

Name: THE THOMAS AND AGNES CARVEL FOUNDATION**EIN:** 13-2879673

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL	6,762	4,057		2,705