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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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

Name of foundation: The Ralph E Ogden Foundation Inc. A Employer identification number: 14-1455902. B Telephone number: (845) 534-3423. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 37,739,770. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .	293,378	614,933	614,933		
	<b>2</b>	Savings and temporary cash investments . . . . .	1,473,718	2,363,787	2,363,787		
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	25,000	29,937	29,937		
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)					
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	2,364,669 <input checked="" type="checkbox"/>	11,536,426	11,536,426		
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .	14,683,784 <input checked="" type="checkbox"/>	23,184,304	23,184,304		
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ 14,832 Less accumulated depreciation (attach schedule) ▶ _____ 4,449	13,349 <input checked="" type="checkbox"/>	10,383	10,383		
<b>15</b>	Other assets (describe ▶ _____)						
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	18,853,898	37,739,770	37,739,770			
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .	251,374	258,093			
	<b>18</b>	Grants payable . . . . .	767,500	488,000			
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)					
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	1,018,874	746,093				
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	<b>24</b>	Unrestricted . . . . .	17,835,024	36,993,677			
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .					
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund					
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds						
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	17,835,024	36,993,677				
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	18,853,898	37,739,770				

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	17,835,024
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-2,105,159
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	<b>3</b>	21,263,812
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	36,993,677
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	36,993,677

**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 )
<b>1a</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b>	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 }	<b>2</b>	399,019
<b>3</b>	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		<b>3</b>	399,019

**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))
2010	3,274,734	39,190,987	0 08356
2009	1,637,308	33,530,737	0 04883
2008	1,756,625	40,511,560	0 04336
2007	1,770,749	42,308,957	0 04185
2006	1,597,688	38,183,828	0 04184

<b>2</b>	Total of line 1, column (d).	<b>2</b>	0 25944
<b>3</b>	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	<b>3</b>	0 05189
<b>4</b>	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	<b>4</b>	36,235,675
<b>5</b>	Multiply line 4 by line 3.	<b>5</b>	1,880,233
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	2,327
<b>7</b>	Add lines 5 and 6.	<b>7</b>	1,882,560
<b>8</b>	Enter qualifying distributions from Part XII, line 4.	<b>8</b>	2,379,886

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	2,327
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	2,327
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	2,327
<b>6</b>	Credits/Payments		
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	20,000
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	20,000
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	17,673
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> ▶ 10,000 <b>Refunded</b> ▶	<b>11</b>	7,673

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation ▶ \$ _____ <b>(2)</b> On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		No
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY, DE _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
<b>9</b> 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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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

<b>11</b> 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). . . . .	<b>11</b>		<b>No</b>
<b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of <b>BEATRICE STERN</b> Telephone no <b>(845) 534-3423</b> Located at <b>PO BOX 290 MOUNTAINVILLE NY</b> ZIP+4 <b>10593</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b> At any time during calendar year 2011, 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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country <b>N/A</b>			

**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
<b>1a</b> During the year did the foundation (either directly or indirectly)				
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(2)</b> Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No				
<b>(5)</b> Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>			<b>No</b>
<b>c</b> 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 2011? . . . . .	<b>1c</b>			<b>No</b>
<b>2</b> 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))				
<b>a</b> At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20___, 20___, 20___, 20___</b>				
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see page 20 of the instructions). . . . .	<b>2b</b>			<b>No</b>
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>20___, 20___, 20___, 20___</b>				
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
<b>b</b> If "Yes," did it have excess business holdings in 2011 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> ) . . . . .	<b>3b</b>			<b>No</b>
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>			<b>No</b>
<b>b</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 2011?	<b>4b</b>			<b>No</b>

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

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

**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

**(3)** Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).  Yes  No

**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No  
If "Yes" to 6b, file Form 8870.

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**  Yes  No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

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

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
R E LOWENBERG CAPITAL MANAGEMENT 900 THIRD AVENUE NEW YORK, NY 10022	INVESTMENT MGMT	455,107
<b>Total</b> 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
<b>1</b> THE FOUNDATION MAKES MONETARY GRANTS TO VARIOUS NOT-FOR-PROFIT ORGANIZATIONS THAT PROMOTE THE FURTHERANCE OF THE ARTS, SUPPORT EDUCATIONAL INSTITUTIONS AND COMMUNITY WELFARE	2,910,855
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
<b>1</b>		
<b>2</b>		
All other program-related investments See page 24 of the instructions		
<b>3</b>		
<b>Total.</b> Add lines 1 through 3. . . . .		▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	11,426,240
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	2,166,916
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions). . . . .	<b>1c</b>	23,194,331
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	36,787,487
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	36,787,487
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	<b>4</b>	551,812
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	36,235,675
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	1,811,784

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	1,811,784
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5. . . . .	<b>2a</b>	2,327
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	2,327
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	1,809,457
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	1,809,457
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	1,809,457

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	2,379,886
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,379,886
<b>5</b>	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). . . . .	<b>5</b>	2,327
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	2,377,559

**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 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				1,809,457
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only. . . . .				
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006. . . . .				
<b>b</b> From 2007. . . . .				
<b>c</b> From 2008. . . . .				
<b>d</b> From 2009. . . . .				
<b>e</b> From 2010. . . . .	1,317,923			
<b>f Total</b> of lines 3a through e. . . . .	1,317,923			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>2,379,886</u>				
<b>a</b> Applied to 2010, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . .	0			
<b>d</b> Applied to 2011 distributable amount. . . . .				1,809,457
<b>e</b> Remaining amount distributed out of corpus	570,429			
<b>5</b> Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,888,352			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions. . . . .				
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions. . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .				
<b>9 Excess distributions carryover to 2012.</b> Subtract lines 7 and 8 from line 6a. . . . .	1,888,352			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007. . . . .				
<b>b</b> Excess from 2008. . . . .				
<b>c</b> Excess from 2009. . . . .				
<b>d</b> Excess from 2010. . . . .	1,317,923			
<b>e</b> Excess from 2011. . . . .	570,429			

**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 2011, enter the date of the ruling. . . . .  \_\_\_\_\_

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

	Tax year	Prior 3 years			<b>(e) Total</b>
	<b>(a) 2011</b>	<b>(b) 2010</b>	<b>(c) 2009</b>	<b>(d) 2008</b>	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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) )

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**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

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**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

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**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	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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	1,901,200
<b>b</b> <i>Approved for future payment</i>				
YALE UNIVERSITY PO BOX 2038 NEW HAVEN, CT 06521	NONE	501(c)(3)	EDUCATION	20,000
STORM KING ART CENTER OLD PLEASANT HILL ROAD MOUNTAINVILLE, NY 10593	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	168,000
WORLD MONUMENTS FUND 350 FIFTH AVENUE NEW YORK, NY 10001	NONE	501(c)(3)	COMMUNITY WELFARE	300,000
<b>Total</b> . . . . .			<b>3b</b>	488,000





## Additional Data

**Software ID:** 11000144

**Software Version:** 2011v1.5

**EIN:** 14-1455902

**Name:** The Ralph E Ogden Foundation Inc

### Form 990PF - Special Condition Description:

**Special Condition Description**

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
LUCY COHAN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Director 1 00	0		
JOAN O STERN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Director 1 00	0		
PETER ERWIN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Director 1 00	0		
COLLEEN ZLOCK PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Secretary 4 00	3,750		
JOHN PETER STERN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Director 1 00	0		
ELISABETH ELLEN STERN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Vice President 40 00	152,200	7,816	
BEATRICE STERN PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	PRES&TREASURER 40 00	175,577	19,634	
PETER LAMB PO BOX 290 PLEASANT HILL ROAD MOUNTAINVILLE, NY 10953	Director 1 00	0		

**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)				
<b>a</b> <i>Paid during the year</i>				
SOCRATES SCULPTURE PARK3205 VERNON BLVD LONG ISLAND CITY, NY 11106	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	5,000
PROGRESS UNITY FUND167 ANDERSON STREET SAN FRANCISCO, CA 94110	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
PARKS TRAILS NEWYORK156 RAMAPO ROAD MAHWAH, NJ 07430	NONE	501(c)(3)	COMMUNITY WELFARE	500
OCCUPATIONAL FOUNDATION INC10 MULBERRY STREET MIDDLETOWN, NY 10940	NONE	501(c)(3)	COMMUNITY WELFARE	3,000
HUNGRY144 FRANKLIN STREET NEW YORK, NY 10013	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
FRIENDS OF SANDS RING HOMESTEAD MUSPO BOX 226 CORNWALL, NY 12518	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
CORO NEW YORK LEADERSHIP CENTER42 BROADWAY NEW YORK, NY 10004	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
ELEANOR ROOSEVELT CENTER AT VAL-KILPO BOX 255 HYDE PARK, NY 12538	NONE	501(c)(3)	COMMUNITY WELFARE	6,600
ST PAUL NONPROFIT ORGANIZATION32830 HAVERFORD DRIVE FRANKLIN, MI 48025	NONE	501(c)(3)	COMMUNITY WELFARE	1,000
ST LUKES CORNWALL HOSPITAL 70 DUBOIS STREET NEWBURGH, NY 12550	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
SISTERS OF MERCY OF THE AMERICAS8380 COLESVILLE ROAD SILVER SPRINGS, MD 20910	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
POET'S HOUSE10 RIVER TERRACE NEW YORK, NY 10282	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	5,000
ORANGE COUNTY LAND TRUST10 MULBERRY STREET MIDDLETOWN, NY 10940	NONE	501(c)(3)	COMMUNITY WELFARE	500
NEWBURGH CHAMBER MUSIC59 COACH LANE NEWBURGH, NY 12550	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	3,100
NATIONAL CENTER FOR FAMILY PHILANTH1101 CONNECTICUT AVENUE NW WASHINGTON, DC 20036	NONE	501(c)(3)	COMMUNITY WELFARE	1,000
INTERNATIONAL PARTNERS1320 FENWICK LANE SUITE 400 SILVER SPRING, MD 20910	NONE	501(c)(3)	COMMUNITY WELFARE	8,000
HUDSON HIGHLAND NATURE MUSEUMPO BOX 451 CORNWALL, NY 12519	NONE	501(c)(3)	COMMUNITY WELFARE	500
FRIENDS OF THE ORANGE COUNTY ARBORE211 STATE ROAD 416 MONTGOMERY, NY 12549	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
NATIONAL AUDUBON SOCIETY INC225 VARICK STREET NEW YORK, NY 10014	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
WORLD MONUMENTS FUND350 FIFTH AVENUE NEW YORK, NY 10001	NONE	501(c)(3)	COMMUNITY WELFARE	102,000
THE NEUBERGER MUSEUM735 ANDERSON HILL ROAD PURCHASE, NY 10577	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	5,000
THE GARDEN CONSERVANCYPO BOX 219 COLD SPRING, NY 10516	NONE	501(c)(3)	COMMUNITY WELFARE	2,500
THE CENTER FOR SCIENCE IN THE PUBLI1220 L STREET NW WASHINGTON, DC 20005	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
THE BREARLEY SCHOOL610 EAST 83RD STREET NEW YORK, NY 10028	NONE	501(c)(3)	SUPPORT EDUCATIONAL INST	15,000
RECORD'S PEOPLE FOR PEOPLE FUND40 MULBERRY STREET MIDDLETOWN, NY 10940	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
PUTNEY SCHOOL418 HOUGHTON BROOK ROAD PUTNEY, VT 05346	NONE	501(c)(3)	SUPPORT EDUCATIONAL INST	25,000
PUBLIC ART FUNDONE EAST 53RD STREET NEW YORK, NY 10022	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	2,500
PLANNED PARENTHOOD OF THE HUDSON VA178 CHURCH STREET POUGHKEEPSIE, NY 12601	NONE	501(c)(3)	COMMUNITY WELFARE	25,000
PHIPPS COMMUNITY DEVELOPMENT902 BROADWAY NEW YORK, NY 10010	NONE	501(c)(3)	COMMUNITY WELFARE	2,500
PARTNERS IN HEALTH888 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	501(c)(3)	COMMUNITY WELFARE	10,000

**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)				
<b>a</b> <i>Paid during the year</i>				
OPERA COMPANY OF THE HIGHLANDSPO BOX 4606 NEW WINDSOR, NY 12553	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	3,000
OPEN SPACE INSTITUTE1350 BROADWAY NEW YORK, NY 10018	NONE	501(c)(3)	COMMUNITY WELFARE	17,500
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	5,000
JERRY ALLEYNE MEMORIAL120 EAST HARTSDALE AVENUE HARTSDALE, NY 10530	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
LEO BAECK INSTITUTE15 WEST 16TH STREET NEW YORK, NY 10011	NONE	501(c)(3)	SUPPORT EDUCATION INST	1,500
INNOCENCE PROJECT INC40 WORTH STREET NEW YORK, NY 10013	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
HOWLAND CHAMBER MUSICPO BOX 224 CHELSEA, NY 12512	NONE	501(c)(3)	COMMUNITY WELFARE	2,500
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021	NONE	501(c)(3)	COMMUNITY WELFARE	10,000
HOOPS EXPRESS395 ANNE STREET NEWBURGH, NY 12550	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
HAITIAN AMERICAN CULTURAL ASSOCIATIPO BOX 214 SPRING VALLEY, NY 10977	NONE	501(c)(3)	INTERNATIONAL WELFARE	5,000
GRASSROOTS INTERNATIONAL179 BOYLSTON STREET BOSTON, MA 02130	NONE	501(c)(3)	INTERNATIONAL WELFARE	5,000
GEORGETOWN DAY SCHOOL4530 MACARTHUR BLVD WASHINGTON, DC 20007	NONE	501(c)(3)	SUPPORT EDUCATION INST	7,500
FOOD BANK OF HUDSON VALLEY 195 HUDSON STREET CORNWALL, NY 12520	NONE	501(c)(3)	COMMUNITY WELFARE	5,000
DOCTORS WITHOUT BORDERS333 SEVENTH AVENUE NEW YORK, NY 10001	NONE	501(c)(3)	INTERNATIONAL WELFARE	10,000
DISARM EDUCATION FUND113 UNIVERSITY PLACE NEW YORK, NY 10003	NONE	501(c)(3)	SUPPORT EDUCATIONAL INST	5,000
COMMUNITY FOUNDATION OF ORANGE CTY30 SCOTTS CORNER DRIVE MONTGOMERY, NY 12549	NONE	501(c)(3)	COMMUNITY WELFARE	25,000
CENTER FOR CONSTITUTIONAL RIGHTS666 BROADWAY NEW YORK, NY 10012	NONE	501(c)(3)	SUPPORT EDUCATIONAL INST	10,000
BLACK ROCK FOREST CONSORTIUM129 CONTINENTAL ROAD CORNWALL, NY 12518	NONE	501(c)(3)	COMMUNITY WELFARE	25,000
BARD COLLEGE7401 SOUTH BROADWAY RED HOOK, NY 12571	NONE	501(c)(3)	SUPPORT EDUCATIONAL INST	10,000
ART IN GENERAL79 WALKER STREET NEW YORK, NY 10013	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	8,000
ARCHIVES OF AMERICAN ART750 9th St NW WASHINGTON, DC 20001	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	1,500
STORM KING ART CENTEROLD PLEASANT HILL ROAD MOUNTAINVILLE, NY 10593	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	1,456,000
<b>Total . . . . .</b>				<b>1,901,200</b>

**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)				
<b>b</b> <i>Approved for future payment</i>				
YALE UNIVERSITY PO BOX 2038 NEW HAVEN, CT 06521	NONE	501(c)(3)	EDUCATION	20,000
STORM KING ART CENTER OLD PLEASANT HILL ROAD MOUNTAINVILLE, NY 10593	NONE	501(c)(3)	FURTHERANCE OF THE ARTS	168,000
WORLD MONUMENTS FUND 350 FIFTH AVENUE NEW YORK, NY 10001	NONE	501(c)(3)	COMMUNITY WELFARE	300,000
<b>Total . . . . .</b>			<b>3b</b>	488,000

## TY 2011 Accounting Fees Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	6,130	0	0	0

## TY 2011 Contractor Compensation Explanation

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Contractor	Explanation
R E LOWENBERG CAPITAL MANAGEMENT	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2011 Depreciation Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
EQUIPMENT	2010-12-31	14,832	1,483	54	20 00 %	2,966	2,966	2,966	

**TY 2011 Investments Corporate  
Stock Schedule****Name:** The Ralph E Ogden Foundation Inc**EIN:** 14-1455902**Software ID:** 11000144**Software Version:** 2011v1.5

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
THE ENGINEERS OIL & SHALE COMPANY	10,025	10,025
WELLS FARGO & CO	771,680	771,680
VECTREN CORP	326,393	326,393
TCF FINANCIAL CORP	101,373	101,373
PEPSICO INC	663,500	663,500
MOTOROLA	171,903	171,903
MCDONALDS CORP	1,404,620	1,404,620
LORILLARD INC	863,664	863,664
LOWES CORP	533,726	533,726
KIMBERLY CLARK	956,280	956,280
JOHNSON & JOHNSON	852,540	852,540
IBM	1,838,800	1,838,800
HELMERICH & PAYNE	875,400	875,400
HARTFORD FINANCIAL SVCS	48,750	48,750
GENERAL ELECTRIC	394,020	394,020
EI DUPONT DE NEMOURS	274,680	274,680
CULLEN FROST BANKERS	740,740	740,740
CITIGROUP	65,775	65,775
CIMAREX ENERGY	296,068	296,068
CASTLE AM & CO	200,429	200,429
AMERICAN NATIONAL INSURANCE	146,060	146,060

## TY 2011 Investments - Other Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LANDMARK OPPORTUNITY FUND	FMV	143,032	143,032
COHESIVE PARTNERS	FMV	300,672	300,672
ELLIOT INTERNATIONAL LIMITED	FMV	7,911,511	7,911,511
MRG FUND	FMV		
TRIDENT V FUND	FMV	242,631	242,631
HIGHBRIDGE	FMV	1,055,443	1,055,443
TRIDENT IV FUND	FMV	1,501,694	1,501,694
ACORN OVERSEAS LIMITED	FMV	701,859	701,859
SENECA CAPITAL	FMV	1,090,602	1,090,602
LEXINGTON VI PARTNERS	FMV	1,459,116	1,459,116
TRIDENT III FUND	FMV	1,379,330	1,379,330
WEXFORD	FMV	49,740	49,740
LEXINGTON V PARTNERS	FMV	297,485	297,485
TRIDENT II FUND	FMV	338,912	338,912
LANDMARK EQUITIES	FMV	70,947	70,947
DAVIDSON KEMPNER	FMV	3,343,108	3,343,108
PALOMA PARTNERS	FMV	3,179,580	3,179,580
LEXINGTON II PARTNERS	FMV	118,642	118,642

**TY 2011 Land, Etc. Schedule**

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	14,832	4,449	10,383	10,383

## TY 2011 Legal Fees Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	24,796	0	0	24,346

## TY 2011 Other Expenses Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	5,351			4,690
SUPPLIES	11,251			11,251
STORAGE	3,350			3,350
REPAIRS & MAINTENANCE	1,289			1,208
REGISTRATION FEES	3,006			3,006
PAYROLL PROCESSING FEES	1,811			1,811
INSURANCE	4,278			3,848
DUES & SUBSCRIPTIONS	4,895			4,895
COMPUTER EXPENSE	645			645
BANK CHARGES	1,760			1,760

## TY 2011 Other Income Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	-172,671		

## TY 2011 Other Increases Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Description	Amount
Unrealized gains on foreign curr positions	613,600
CHANGE IN ACCOUNTING TO RECORD INVESTMENTS AT FMV	20,650,212

## TY 2011 Other Professional Fees Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	455,107	455,107	0	0
CONSULTING	33,134	0	0	32,601

# TY 2011 Taxes Schedule

**Name:** The Ralph E Ogden Foundation Inc

**EIN:** 14-1455902

**Software ID:** 11000144

**Software Version:** 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	23,078	3,630		19,448
FEDERAL EXCISE TAX	2,327			