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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****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 , 2011, and ending

Name of foundation CORNELL DOUGLAS FOUNDATION, INC		A Employer identification number 65-1287707
Number and street (or P O box number if mail is not delivered to street address) 4701 SANGAMORE ROAD	Room/suite S133	B Telephone number (see the instructions) (301) 229-3008
City or town BETHESDA	State ZIP code MD 20816	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 8,717,462.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	4,302,110.			
	2 <input type="checkbox"/> If the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	93,591.	93,591.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	4,395,701.	93,591.			
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	2,635.			2,635.
	c Other prof fees (attach sch)	324.			324.
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	341.	35.		306.
	19 Depreciation (attach sch) and depletion	2,578.			
	20 Occupancy	19,705.			19,705.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	16,041.			16,041.	
24 Total operating and administrative expenses. Add lines 13 through 23	41,624.	35.		39,011.	
25 Contributions, gifts, grants paid	372,515.			372,515.	
26 Total expenses and disbursements. Add lines 24 and 25	414,139.	35.		411,526.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	3,981,562.				
b Net investment income (if negative, enter -0-)		93,556.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	27,063.	41,567.	41,567.
	2 Savings and temporary cash investments	101,263.	273,039.	273,039.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule) L-10a Stmt	1,979,379.	5,099,749.	5,099,439.
	b Investments — corporate stock (attach schedule) L-10b Stmt	2,756,008.	2,209,823.	2,880,797.
	c Investments — corporate bonds (attach schedule) L-10c Stmt		204,658.	212,639.
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) L-13 Stmt		219,279.	207,797.
	14 Land, buildings, and equipment, basis	22,359.		
	Less: accumulated depreciation (attach schedule) L-14 Stmt	20,175.		
	15 Other assets (describe)	3,624.	2,184.	2,184.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	4,867,337.	8,050,299.	8,717,462.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	4,867,337.	8,050,299.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	4,867,337.	8,050,299.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,867,337.	8,050,299.	

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	4,867,337.
2	Enter amount from Part I, line 27a	2	3,981,562.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	8,848,899.
5	Decreases not included in line 2 (itemize) See Other Decreases Stmt	5	798,600.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	8,050,299.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a US TREASURY BILL	P	07/29/11	11/10/11
b US TREASURY BILL	P	11/17/10	05/19/11
c US TREASURY BILL	P	04/26/11	07/28/11
d US TREASURY BILL	P	03/24/11	09/22/11
e US TREASURY BILL	P	10/21/10	03/24/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,699,357.		3,699,357.	0.
b 479,741.		479,741.	0.
c 3,499,652.		3,499,652.	0.
d 1,698,866.		1,698,866.	0.
e 1,699,027.		1,699,027.	0.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			0.
b			0.
c			0.
d			0.
e			0.

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	0.
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 instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	0.

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

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

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

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

☐ Yes☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	211,634.	2,688,336.	0.078723
2009	211,634.	1,420,481.	0.148988
2008	148,620.	1,825,832.	0.081399
2007	150,584.	2,181,789.	0.069019
2006	12,604.	1,312,188.	0.009605

2 Total of line 1, column (d)	2	0.387734
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.077547
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,559,733.
5 Multiply line 4 by line 3	5	120,953.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	936.
7 Add lines 5 and 6	7	121,889.
8 Enter qualifying distributions from Part XII, line 4	8	411,526.

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

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

1 a 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 instrs)			
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	936.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	936.
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	936.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 1,000.		
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	1,000.	
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	64.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 64. <input type="checkbox"/> Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) DE - Delaware		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>CORNELL DOUGLAS FOUNDATION, INC</u> Telephone no <u>(301) 229-3008</u> Located at <u>4701 SANGAMORE RD</u> <u>BETHESDA</u> MD ZIP + 4 <u>20816</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 instructions.) <input type="checkbox"/>	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2011 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 2011.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <input type="checkbox"/>	4b	X

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

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**

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

X

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANN CORNELL 4701 SANGAMORE RD BETHESDA MD 20816	PRESIDENT & DIRECTOR 40.00	0.	0.	0.
ELIZABETH SWORD 4701 SANGAMORE RD BETHESDA MD 20816	SECRETARY & DIRECTOR 4.00	0.	0.	0.
GEORGE L CORNELL, JR 4701 SANGAMORE RD BETHESDA MD 20816	TREASURER 4.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'

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

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	1,384,537.
b Average of monthly cash balances	1b	198,948.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,583,485.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,583,485.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	23,752.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,559,733.
6 Minimum investment return. Enter 5% of line 5	6	77,987.

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

1 Minimum investment return from Part X, line 6	1	77,987.
2a Tax on investment income for 2011 from Part VI, line 5	2a	936.
b Income tax for 2011. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	936.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	77,051.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	77,051.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	77,051.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	411,526.
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:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	411,526.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	936.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	410,590.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				77,051.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			133,715.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	12,604.			
b From 2007	4,241.			
c From 2008	149,824.			
d From 2009	169,712.			
e From 2010	212,336.			
f Total of lines 3a through e	548,717.			
4 Qualifying distributions for 2011 from Part XII, line 4: \$ 411,526.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	411,526.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	960,243.			
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				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount — see instructions			133,715.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				77,051.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	12,604.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	947,639.			
10 Analysis of line 9:				
a Excess from 2007	4,241.			
b Excess from 2008	149,824.			
c Excess from 2009	169,712.			
d Excess from 2010	212,336.			
e Excess from 2011	411,526.			

BAA

Form 990-PF (2011)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Anacostia Watershed Society 4302 Baltimore Ave Bladensburg MD 20710		Publicly Supported 501 (C) 3	General Support	10,000.
Appalachian Voices 191 Howard Street Boone NC 28607		Publicly Supported 501 (C) 3	General Support	10,000.
Beyond Pesticides 701 E Street, SE Washington DC 20003		Publicly Supported 501 (C) 3	General Support	5,000.
Acterra 3921 East Bayshore Rd Palo Alto CA 94303		Publicly Supported 501 (C) 3	General Support	10,000.
American Bird Conv 4249 Loudoun Ave The Plains VA 20198		Publicly Supported 501 (C) 3	General Support	5,000.
Breast Cancer Fund 1388 Sutter St, Ste 400 San Francisco CA 94109		Publicly Supported 501 (C) 3	General Support	10,000.
Community Envrn Legal Def 675 Mower Rd Chambersburg PA 17202		Publicly Supported 501 (C) 3	General Support	5,000.
Biodiversity Conserv PO Box 1512 Laramie WY 82073		Publicly Supported 501 (C) 3	General Support	10,000.
Capital Area Food Bank 645 Taylor St, NE Washington DC 20017		Publicly Supported 501 (C) 3	General Support	10,000.
See Line 3a statement				297,515.
Total				3a 372,515.
b Approved for future payment				
Total				3b

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

CORNELL DOUGLAS FOUNDATION, INC

Employer identification number

65-1287707

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

CORNELL DOUGLAS FOUNDATION, INC

65-1287707

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WALLACE GENETIC FOUNDATION 4910 MASSACHUSETTS AVE WASHINGTON DC 20016	\$ 4,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	ESTATE OF W. LESLIE DOUGLAS 725 15TH STREET, NW WASHINGTON DC 20015	\$ 301,707.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAX	35.	35.		
PROPERTY TAX	306.			306.
Total	341.	35.		306.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
ADMINISTRATIVE EXP	10,875.			10,875.
INSURANCE	1,394.			1,394.
LICENSES/FILING FEES	205.			205.
OFFICE SUPPLIES	574.			574.
REPAIRS	938.			938.
TELEPHONE EXPENSE	2,055.			2,055.
Total	16,041.			16,041.

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

UNREALIZED GAIN ON INVESTMENTS	797,899.
FEDERAL TAX	701.
Total	798,600.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Health Care Without Harm		Publicly		Person or <input type="checkbox"/>
1901 N Monroe St, Ste 509		Supported		Business <input checked="" type="checkbox"/>
Arlington VA 22209		501(C)3	General Support	10,000.
Center Study Public Policy		Publicly		Person or <input type="checkbox"/>
44 Foskett St		Supported		Business <input checked="" type="checkbox"/>
Somerville MA 02144		501(C)3	General Support	10,000.
Cheasapeake Bay Fd		Publicly		Person or <input type="checkbox"/>
6 Herndon Ave		Supported		Business <input checked="" type="checkbox"/>
Annapolis MD 21403		501(C)3	General Support	10,000.
Community Partners		Publicly		Person or <input type="checkbox"/>
1000 N Alameda St		Supported		Business <input checked="" type="checkbox"/>
Los Angeles CA 90012		501(C)3	General Support	5,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Environmental Film Festival 1228 1/2 31st St, NW Washington DC 20007		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Global Greengrants 2840 Wilderness Place Boulder CO 80301		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Ohio Valley Env Coalition PO Box 6753 Huntington WV 25773		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Oregon Envrn Council 222 NW Davis St, Ste 309 Portland OR 97209		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Great Swamp Watershed Assoc PO Box 300 New Vernon NJ 07976		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 5,000.
Green Science Policy PO Box 5455 Berkeley CA 94705		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Southeast Alaska Conserv 419 6th St, Ste 200 Juneau AK 99801		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Southwings, Inc 35 Haywood St, Ste 202 Asheville NC 28801		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Grow NYC 51 Chambers Street New York NY 10007		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 5,000.
Mountains to Sound Greenway 911 Western Ave Seattle WA 98104		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
Virginia Organizing Project 703 Concord Ave Charlottesville VA 22903		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 20,000.
NCAP PO Box 1393 Eugene OR 97440		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 5,000.
Orange County Coastkeepers 3151 Airway Ave Costa Mesa CA 92626		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.
PANNA 49 Powell St San Francisco CA 94102		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 25,015.
Peace Jam Foundation 11200 Ralston Rd Arvada CO 80004		Publicly Supported 501(C)3	General Support	Person or Business <input checked="" type="checkbox"/> 10,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>PEER</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>2000 P St, NW</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Washington DC 20036</u>		<u>501(C)3</u>	<u>General Support</u>	<u>5,000.</u>
<u>Pesticide Watch Education Fd</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>1107 9th St, Suite 601</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Sacramento CA 95814</u>		<u>501(C)3</u>	<u>General Support</u>	<u>5,000.</u>
<u>Public Interest Network</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>3435 Wilshire Blvd</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Los Angeles CA 90010</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>Rainforest Action Network</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>221 Pine St</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>San Francisco CA 94104</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>San Francisco Film Society</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>39 Mesa St, Ste 110</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>San Francisco CA 94129</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>Safer Pest Control</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>4611 N Ravenswood Ave</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Chicago IL 60640</u>		<u>501(C)3</u>	<u>General Support</u>	<u>7,500.</u>
<u>Silent Spring Institute</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>29 Crafts St</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Newton MA 02458</u>		<u>501(C)3</u>	<u>General Support</u>	<u>5,000.</u>
<u>That Man May See</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>10 Korel Way</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>San Francisco CA 94143</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>The Endocrine Disruption</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>PO Box 1407</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Paeonia CO 81428</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>Washington Toxics Co</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>4649 Sunnyside Ave</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Seattle WA 98103</u>		<u>501(C)3</u>	<u>General Support</u>	<u>5,000.</u>
<u>Willamette Riverkeeper</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>1515 SE Water Ave</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Portland OR 97214</u>		<u>501(C)3</u>	<u>General Support</u>	<u>5,000.</u>
<u>Montgomery Countryside</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>PO Box 120</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Boys MD 20841</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>
<u>Persophone Productions</u>		<u>Publicly</u>		Person or <input type="checkbox"/>
<u>1819 L Street, NW</u>		<u>Supported</u>		Business <input checked="" type="checkbox"/>
<u>Washington DC 20036</u>		<u>501(C)3</u>	<u>General Support</u>	<u>10,000.</u>

Total

297,515.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
US TREASURY BILL			5,099,749.	5,099,439.
Total			<u>5,099,749.</u>	<u>5,099,439.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
ALCOA INC	13,088.	3,460.
ALLERGAN INC	23,925.	26,322.
APPLE INC	125,131.	202,500.
ARCHER DANIELS MIDLAND CO	571.	28,600.
AT&T INC	51,104.	54,432.
CITIGROUP INC	15,408.	789.
COCA-COLA COMPANY	33,605.	34,985.
DU PONT E.I. DE NEMOURS AND COMPANY	1,432,730.	2,069,256.
ECOLAB INC	25,391.	30,350.
GENERAL ELECTRIC COMPANY	42,048.	21,492.
GENERAL MILLS INC	14,159.	20,205.
GOOGLE INC	67,315.	80,737.
HARTFORD FINL SVCS GROUP INC	14,431.	2,438.
INTEL CORP	11,381.	12,125.
IBM	20,933.	27,582.
JOHNSON & JOHNSON	19,992.	19,674.
JP MORGAN CHASE & CO	22,069.	14,963.
KIMBERLY-CLARK CORP	34,117.	36,780.
LULULEMON ATHLETICA INC	20,610.	23,330.
MICROSOFT CORP	23,081.	20,768.
MORGAN STANLEY & CO	18,109.	3,934.
NEW YORK TIMES	14,420.	4,638.
ORACLE CORPORATION	17,810.	12,825.
OWENS CORNING INC	8,306.	8,616.
PFIZER INCORPORATED	14,140.	10,820.
PROCTOR & GAMBLE CO	47,641.	50,032.
TOYOTA MTR CORP	46,900.	26,452.
3M CO	31,408.	32,692.
Total	<u>2,209,823.</u>	<u>2,880,797.</u>

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
GOOGLE INC	100,704.	104,289.

Form 990-PF, Page 2, Part II, Line 10c

Continued

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
BERKSHIRE HATHAWAY FIN	103,954.	108,350.
Total	<u>204,658.</u>	<u>212,639.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
CANADIAN GOVERNMENT BONDS	107,098.	100,772.
AUSTRALIAN GOVERNMENT NOTES	112,181.	107,025.
Total	<u>219,279.</u>	<u>207,797.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
FURNITURE & EQUIPMENT	22,359.	20,175.	2,184.
Total	<u>22,359.</u>	<u>20,175.</u>	<u>2,184.</u>