Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements.

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

C Name of organization: THE CHINATI FOUNDATION

D Employer Identification Number
74-2340423

E Telephone number
(432) 729-4362

F Name and address of principal officer:
THOMAS KELLEIN  P.O. BOX 1135  MARFA  TX 79843

G Gross receipts $4,702,550.

Is this a group return for affiliates? Yes No

Are all affiliates included? Yes No

Website: WWW.CHINATI.ORG

Form 990-T

Part I: Summary

1 Briefly describe the organization's mission or most significant activities:
THE CHINATI FOUNDATION IS A CONTEMPORARY ART MUSEUM FOUNDED BY THE ARTIST DONALD JUDD. THE SPECIFIC INTENTION OF CHINATI IS TO PRESENT TO THE PUBLIC PERMANENT LARGE-SCALE INSTALLATIONS BY A LIMITED NUMBER OF ARTISTS.

Activities & Governance

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a)
3 17

4 Number of independent voting members of the governing body (Part VI, line 1b)
4 16

5 Total number of individuals employed in calendar year 2010 (Part V, line 2a)
5 28

6 Total number of volunteers (estimate if necessary)
6 125

7a Total unrelated business income from Part VIII, column (C), line 12
7a 0

b Net unrelated business taxable income from Form 990-T, line 34
7b

Revenue

8 Contributions and grants (Part VIII, line 1h)
1,484,583  1,556,654

9 Program service revenue (Part VIII, line 2g)
48,360  62,628

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)
-572,860  429,868

11 Other revenue (Part VIII, column (A), lines 5, 6c, 8c, 9c, 10c, and 11e)
10,434  74,179

12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)
970,517  2,125,329

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)
0 0

14 Benefits paid to or for members (Part IX, column (A), line 4)
0 0

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)
824,164  1,005,009

16a Professional fundraising fees (Part IX, column (A), line 11a)
34,275  0

b Total fundraising expenses (Part IX, column (D), line 25)
288,411

17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24)
708,363  858,475

18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)
1,566,820  1,863,484

19 Revenue less expenses. Subtract line 18 from line 12
-596,285  261,845

Beginning of Current Year
11,770,085  12,762,959

End of Year
11,599,290  12,518,610

Part II: Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature of officer
THOMAS KELLEIN

Date
11/15/11

Director

Print/Type preparer's name

Preparer's EIN

Check PTIN selv-employed

Paid Preparer

Use Only

Firm's name

Firm's address

Firm's EIN

Phone no.

May the IRS discuss this return with the preparer shown above? (see instructions)

Yes

No

BAA For Paperwork Reduction Act Notice, see the separate instructions.
Part III Statement of Program Service Accomplishments

1. Briefly describe the organization's mission:

   THE CHINATI FOUNDATION IS A
   CONTEMPORARY ART MUSEUM BASED UPON THE IDEAS OF ITS FOUNDER.

   See Form 990, Page 2, Part III, Line 1 (continued)

2. Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

   □ Yes X No

   If Yes,' describe these new services on Schedule O.

3. Did the organization cease conducting, or make significant changes in how it conducts, any program services?

   □ Yes X No

   If Yes,' describe these changes on Schedule O.

4. Describe the exempt purpose achievements for each of the organization's three largest program services by expenses, Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

   4a (Code: _____) (Expenses $ 868,718, including grants of $ 0) (Revenue $ 62,628)

   TO PRESERVE THE CHINATI FOUNDATION'S PERMANENT ART COLLECTION
   AND PRESENT IT TO THE PUBLIC.

   THE CHINATI FOUNDATION WELCOMES APPROXIMATELY 8,000 VISITORS
   PER YEAR TO TOUR THE MUSEUM AND VIEW THE COLLECTION. CONSERVATION
   OF THE COLLECTION AND MAINTENANCE AND REPAIR OF THE BUILDINGS
   HOUSING THE COLLECTION ARE ONGOING EFFORTS.

   4b (Code: _____) (Expenses $ 124,593, including grants of $ 0) (Revenue $ 0)

   EDUCATIONAL PROGRAMS AND OUTREACH:
   CONTINUING A PROGRAM STARTED BY DONALD JUDD, THE MUSEUM'S
   ARTIST-IN-RESIDENCE PROGRAM PROVIDES ARTISTS FROM AROUND THE
   WORLD AN OPPORTUNITY TO DEVELOP AND EXHIBIT THEIR WORK IN A
   STIMULATING ENVIRONMENT. THE MUSEUM'S UNIVERSITY INTERNSHIP
   PROGRAM OFFERS STUDENTS FROM A VARIETY OF DISCIPLINES A HANDS
   ON MUSEUM EXPERIENCE. THE MUSEUM HOSTS CHILDREN'S ART CLASSES
   AT LEAST THREE TIMES PER YEAR, AND SPONSORS LECTURES AND FILM
   SCREENINGS THROUGHOUT THE YEAR.

   4c (Code: _____) (Expenses $ 268,862, including grants of $ 0) (Revenue $ 0)

   PUBLICATIONS, EXHIBITIONS AND EVENTS:
   THE CHINATI FOUNDATION HOSTS TEMPORARY EXHIBITIONS WHICH FEATURE
   MODERN AND CONTEMPORARY ART OF DIVERSE MEDIA. THE MUSEUM PRODUCES
   AN ANNUAL NEWSLETTER IN ENGLISH AND SPANISH AND Distributes THE
   PUBLICATION TO MUSEUM MEMBERS, ARTISTS, SCHOOLS, MUSEUMS AND OTHER
   ARTS ORGANIZATIONS. THE MUSEUM HOSTS AN ANNUAL WEEKEND CELEBRATION
   WELCOMING VISITORS FROM ALL OVER THE WORLD TO AN OPEN VIEWING OF
   THE PERMANENT COLLECTION, WITH RELATED LECTURES AND PROGRAMS.

4d Other program services. (Describe in Schedule O.)

   (Expenses $ including grants of $ ) (Revenue $ )

4e Total program service expenses $ 1,262,173.
1. Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A

2. Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions)

3. Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I

4. Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II

5. Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III

6. Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I

7. Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II

8. Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

9. Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV

10. Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V

11. If the organization's answer to any of the following questions is "Yes", then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.

   a. Did the organization report an amount for land, buildings and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI

   b. Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII

   c. Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII

   d. Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX

   e. Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X

   f. Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X

12a. Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII

   b. Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional

13. Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a. Did the organization maintain an office, employees, or agents outside of the United States?

   b. Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Parts I and IV

15. Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV

16. Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV

17. Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11? If "Yes," complete Schedule G, Part I (see instructions)

18. Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II

19. Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III

20a. Did the organization operate one or more hospitals? If "Yes," complete Schedule H

   b. If "Yes" to line 20a, did the organization attach its audited financial statements to this return? Note, Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)
<table>
<thead>
<tr>
<th>Part IV</th>
<th>Checklist of Required Schedules (Continued)</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>21</td>
<td>Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 27? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>22</td>
<td>Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 27? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Did the organization have any grants or other assistance to governments and organizations in the United States on Part IX, column (A), line 27? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24a</td>
<td>Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, and that was issued after December 31, 2002? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24b</td>
<td>Did the organization have any proceeds of tax-exempt bonds that were beyond a temporary period exception?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24c</td>
<td>Did the organization maintain any escrow account other than a revolving escrow at any time during the year?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>24d</td>
<td>Did the organization act as an agent or as an officer of a bond outstanding at any time during the year?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 27? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>27</td>
<td>Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, and that was issued after December 31, 2002? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Was the organization a party to a business transaction with one of the following parties (see Schedule R, Part IV, F, Part IV, G, and I): a. A current or former officer, director, trustee, key employee, highly compensated executive, or disqualified person during the year? If 'Yes,' complete Schedule L, Part IV.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>29</td>
<td>Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 27? Yes, complete Schedule I, Parts I and III.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>30</td>
<td>Did the organization receive more than $5,000 in non-cash contributions? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>31</td>
<td>Did the organization report any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>32</td>
<td>Did the organization report any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>33</td>
<td>Did the organization report any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>34</td>
<td>Did the organization report any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>35</td>
<td>Did the organization report any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Parts II, III, IV, V, and VII.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Part V Statements Regarding Other IRS Filings and Tax Compliance</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>---------------------------------------------------------------</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Check if Schedule O contains a response to any question in this Part V</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable</td>
<td>60</td>
<td></td>
</tr>
<tr>
<td>1b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>1c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gambling winnings to prize winners?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return</td>
<td>2b</td>
<td></td>
</tr>
<tr>
<td>2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3a Did the organization have unrelated business gross income of $1,000 or more during the year?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>3b If 'Yes,' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>5b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>6a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>7 Organizations that may receive deductible contributions under section 170(c).</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>d If 'Yes,' indicate the number of Forms 8282 filed during the year</td>
<td>1</td>
<td></td>
</tr>
<tr>
<td>e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Sponsoring organizations maintaining donor advised funds.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Did the organization make any taxable distributions under section 4966?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Did the organization make a distribution to a donor, donor advisor, or related person?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Section 501(c)(7) organizations. Enter:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Initiation fees and capital contributions included on Part VIII, line 12</td>
<td>10a</td>
<td></td>
</tr>
<tr>
<td>b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities</td>
<td>10b</td>
<td></td>
</tr>
<tr>
<td>11 Section 501(c)(12) organizations. Enter:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Gross income from members or shareholders</td>
<td>11a</td>
<td></td>
</tr>
<tr>
<td>b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)</td>
<td>11b</td>
<td></td>
</tr>
<tr>
<td>12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?</td>
<td>12a</td>
<td></td>
</tr>
<tr>
<td>12b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year</td>
<td>12b</td>
<td></td>
</tr>
<tr>
<td>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Is the organization licensed to issue qualified health plans in more than one state?</td>
<td>13a</td>
<td></td>
</tr>
<tr>
<td>Note. See the instructions for additional information the organization must report on Schedule O.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans</td>
<td>13b</td>
<td></td>
</tr>
<tr>
<td>c Enter the amount of reserves on hand</td>
<td>13c</td>
<td></td>
</tr>
<tr>
<td>14a Did the organization receive any payments for indoor tanning services during the tax year?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>14b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Section A. Governing Body and Management

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Enter the number of voting members of the governing body at the end of the tax year</td>
<td>17</td>
<td></td>
</tr>
<tr>
<td>1b Enter the number of voting members included in line 1a, above, who are independent</td>
<td>16</td>
<td></td>
</tr>
<tr>
<td>2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?</td>
<td>2</td>
<td>X</td>
</tr>
<tr>
<td>3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?</td>
<td>3</td>
<td>X</td>
</tr>
<tr>
<td>4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?</td>
<td>4</td>
<td>X</td>
</tr>
<tr>
<td>5 Did the organization become aware during the year of a significant diversion of the organization's assets?</td>
<td>5</td>
<td>X</td>
</tr>
<tr>
<td>6 Does the organization have members or stockholders?</td>
<td>6</td>
<td></td>
</tr>
<tr>
<td>7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?</td>
<td>7a</td>
<td>X</td>
</tr>
<tr>
<td>7b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?</td>
<td>7b</td>
<td>X</td>
</tr>
<tr>
<td>8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:</td>
<td>8</td>
<td>X</td>
</tr>
<tr>
<td>a The governing body?</td>
<td>8a</td>
<td>X</td>
</tr>
<tr>
<td>b Each committee with authority to act on behalf of the governing body?</td>
<td>8b</td>
<td>X</td>
</tr>
<tr>
<td>9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address?</td>
<td>Yes</td>
<td>X</td>
</tr>
</tbody>
</table>

### Section B. Policies
(This Section B requests information about policies not required by the Internal Revenue Code.)

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>10a Does the organization have local chapters, branches, or affiliates?</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>10b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?</td>
<td>10b</td>
<td>X</td>
</tr>
<tr>
<td>11a Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?</td>
<td>11a</td>
<td>X</td>
</tr>
<tr>
<td>11b Describe in Schedule O the process, if any, used by the organization to review this Form 990.</td>
<td>11b</td>
<td>X</td>
</tr>
<tr>
<td>12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13</td>
<td>12a</td>
<td>X</td>
</tr>
<tr>
<td>12b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?</td>
<td>12b</td>
<td>X</td>
</tr>
<tr>
<td>12c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done.</td>
<td>12c</td>
<td>X</td>
</tr>
<tr>
<td>13 Does the organization have a written whistleblower policy?</td>
<td>13</td>
<td>X</td>
</tr>
<tr>
<td>14 Does the organization have a written document retention and destruction policy?</td>
<td>14</td>
<td>X</td>
</tr>
<tr>
<td>15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?</td>
<td>15</td>
<td>X</td>
</tr>
<tr>
<td>a The organization's CEO, Executive Director, or top management official</td>
<td>15a</td>
<td>X</td>
</tr>
<tr>
<td>b Other officers of key employees of the organization</td>
<td>15b</td>
<td>X</td>
</tr>
<tr>
<td>16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?</td>
<td>16a</td>
<td>X</td>
</tr>
<tr>
<td>16b If 'Yes,' has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?</td>
<td>16b</td>
<td>X</td>
</tr>
</tbody>
</table>

### Section C. Disclosure

<table>
<thead>
<tr>
<th>Information Required to be Filed</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>List the states with which a copy of this Form 990 is required to be filed</td>
<td>[ ] Own website</td>
<td>[ ] Another's website</td>
</tr>
<tr>
<td>Section 6104 requires an organization to make its Forms 1023 or 1024 (if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.</td>
<td>[ ] Own website</td>
<td>[ ] Another's website</td>
</tr>
<tr>
<td>Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.</td>
<td>[ ] Own website</td>
<td>[ ] Another's website</td>
</tr>
<tr>
<td>State the name, physical address, and telephone number of the person who possesses the books and records of the organization:</td>
<td>[ ] KELLY SUDERTH</td>
<td>[ ] 1 CAVALRY ROW</td>
</tr>
</tbody>
</table>
### Part VII: Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

---

#### Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

- Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization’s tax year.
- List all of the organization’s current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter ‘-0-’ in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization’s current key employees, if any. See instructions for definition of ‘key employee.’
- List the organization’s five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization’s former officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization’s former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

#### Table:

<table>
<thead>
<tr>
<th>(A) Name and title</th>
<th>(B) Average hours per week</th>
<th>(C) Position</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Arlene Dayton, President</td>
<td>5.00 X X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(2) Maxine Frankel, Secretary</td>
<td>5.00 X X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(3) Andrew Cogan, VP &amp; Treasurer</td>
<td>5.00 X X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(4) Brooke Alexander, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(5) Douglas Baxter, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(6) Vernon Faulconer, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(7) Mack Fowler, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(8) Fredericka Hunter, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(9) William Jordan, Director</td>
<td>5.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(10) Virginia Lebermann, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(11) Michael Maharam, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(12) Anthony Meier, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(13) Annabelle Selldorf, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(14) Sir Nicholas Serota, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(15) Richard Shiff, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(16) Mariantine Stockbrand, Executive Director</td>
<td>50.00 X X</td>
<td>X</td>
<td>130,293.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>(17) Catherine Walsh, Director</td>
<td>2.00 X</td>
<td></td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>Name and title</td>
<td>Average hours per week</td>
<td>Position (check all that apply)</td>
<td>Reportable compensation from the organization (W-2/1099-MISC)</td>
<td>Reportable compensation from related organizations (W-2/1099-MISC)</td>
<td>Estimated amount of other compensation from the organization and related organizations</td>
</tr>
<tr>
<td>----------------</td>
<td>------------------------</td>
<td>---------------------------------</td>
<td>--------------------------------------------------</td>
<td>--------------------------------------------------</td>
<td>--------------------------------------------------</td>
</tr>
<tr>
<td>(18)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(19)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>(20)</td>
<td></td>
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<td>(21)</td>
<td></td>
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<td>(22)</td>
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<td>(23)</td>
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<td>(24)</td>
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<td>(25)</td>
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<td>(26)</td>
<td></td>
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<td>(27)</td>
<td></td>
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<td></td>
<td></td>
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<tr>
<td>(28)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(29)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1b Sub-total: 130,293. 0 0

c Total from continuation sheets to Part VII, Section A: 130,293. 0 0
d Total (add lines 1b and 1c): 130,293. 0 0

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization: 1

3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual.

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td>X</td>
</tr>
</tbody>
</table>

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? If "Yes" complete Schedule J for such individual.

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>X</td>
</tr>
</tbody>
</table>

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person.

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td>X</td>
</tr>
</tbody>
</table>

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

<table>
<thead>
<tr>
<th>Name and business address</th>
<th>Description of services</th>
<th>Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization: 0
### Part VIII | Statement of Revenue

<table>
<thead>
<tr>
<th>Contributions, Grants, and Other Direct Costs</th>
<th>(A) Total revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Federated campaigns</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b Membership dues</td>
<td>1b 117,300.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c Fundraising events</td>
<td>1c 90,687.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>d Related organizations</td>
<td>1d 0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>e Government grants (contributions)</td>
<td>1e 10,500.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>f All other contributions, gifts, grants, and similar amounts not included above</td>
<td>1f 1,340,167.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>g Noncash contributions included in line 1a-1f</td>
<td>$ 339,379.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>h Total, Add lines 1a-1f</td>
<td>$1,558,654.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>2a MUSEUM ADMISSIONS</td>
<td>900099.</td>
<td>62,628.</td>
<td>62,628.</td>
<td>0.</td>
</tr>
<tr>
<td>3 Investment income (including dividends, interest and other similar amounts)</td>
<td>271,581.</td>
<td>0.</td>
<td>0.</td>
<td>271,581.</td>
</tr>
<tr>
<td>4 Income from investment of tax-exempt bond proceeds</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>5 Royalties</td>
<td>4,313.</td>
<td>4,313.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>6a Gross Rents</td>
<td>18,600.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b Less: rental expenses</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c Rental income or (loss)</td>
<td>18,600.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>d Net rental income or (loss)</td>
<td>18,600.</td>
<td>18,600.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>7a Gross amount from sales of assets other than inventory</td>
<td>2,380,637.</td>
<td>250,000.</td>
<td>2,222,350.</td>
<td>250,000.</td>
</tr>
<tr>
<td>b Less: cost or other basis and sales expenses</td>
<td>158,287.</td>
<td>0.</td>
<td>0.</td>
<td>158,287.</td>
</tr>
<tr>
<td>c Gain or (loss)</td>
<td>158,287.</td>
<td>0.</td>
<td>0.</td>
<td>158,287.</td>
</tr>
<tr>
<td>d Net gain or (loss)</td>
<td>158,287.</td>
<td>0.</td>
<td>0.</td>
<td>158,287.</td>
</tr>
<tr>
<td>8a Gross income from fundraising events (not including $ 90,687. of contributions reported on line 1c).</td>
<td>-45,995.</td>
<td>0.</td>
<td>0.</td>
<td>-45,995.</td>
</tr>
<tr>
<td>See Part IV, line 18</td>
<td>12,450.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td>58,445.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td>-45,995.</td>
<td>0.</td>
<td>0.</td>
<td>-45,995.</td>
</tr>
<tr>
<td>9a Gross income from gaming activities.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b Less: direct expenses</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c Net income or (loss) from gaming activities</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>10a Gross sales of inventory, less returns and allowances</td>
<td>143,687.</td>
<td>46,426.</td>
<td>97,261.</td>
<td>97,261.</td>
</tr>
<tr>
<td>b Less: cost of goods sold</td>
<td>143,687.</td>
<td>46,426.</td>
<td>97,261.</td>
<td>97,261.</td>
</tr>
<tr>
<td>c Net income or (loss) from sales of inventory</td>
<td>97,261.</td>
<td>97,261.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>Miscellaneous Revenue</td>
<td>383,873.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

**Total Revenue, See instructions**

<table>
<thead>
<tr>
<th></th>
<th>(A) Total revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>12</td>
<td>2,125,329.</td>
<td>182,802.</td>
<td>0.</td>
<td>383,873.</td>
</tr>
</tbody>
</table>
### Statement of Functional Expenses

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

<table>
<thead>
<tr>
<th>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</th>
<th>(A) Total expenses</th>
<th>(B) Program service expenses</th>
<th>(C) Management and general expenses</th>
<th>(D) Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>2 Grants and other assistance to individuals in the U.S. See Part IV, line 22</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>4 Benefits paid to or for members</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>5 Compensation of current officers, directors, trustees, and key employees</td>
<td>102,792.</td>
<td>34,264.</td>
<td>34,264.</td>
<td>34,264.</td>
</tr>
<tr>
<td>6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>7 Other salaries and wages</td>
<td>773,398.</td>
<td>554,208.</td>
<td>80,030.</td>
<td>139,160.</td>
</tr>
<tr>
<td>8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>9 Other employee benefits</td>
<td>59,098.</td>
<td>39,692.</td>
<td>7,709.</td>
<td>11,697.</td>
</tr>
<tr>
<td>10 Payroll taxes</td>
<td>69,721.</td>
<td>46,826.</td>
<td>9,095.</td>
<td>13,800.</td>
</tr>
<tr>
<td>11 Fees for services (non-employees):</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Management</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b Legal</td>
<td>31,128.</td>
<td>0.</td>
<td>31,128.</td>
<td>0.</td>
</tr>
<tr>
<td>c Accounting</td>
<td>26,108.</td>
<td>0.</td>
<td>26,108.</td>
<td>0.</td>
</tr>
<tr>
<td>d Lobbying</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>e Professional fundraising services. See Part IV, line 17</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>f Investment management fees</td>
<td>51,481.</td>
<td>0.</td>
<td>51,481.</td>
<td>0.</td>
</tr>
<tr>
<td>g Other</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Advertising and promotion</td>
<td>366.</td>
<td>366.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>13 Office expenses</td>
<td>96,614.</td>
<td>45,583.</td>
<td>35,487.</td>
<td>15,544.</td>
</tr>
<tr>
<td>14 Information technology</td>
<td>12,881.</td>
<td>0.</td>
<td>12,881.</td>
<td>0.</td>
</tr>
<tr>
<td>15 Royalties</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>16 Occupancy</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>17 Travel</td>
<td>31,322.</td>
<td>31,322.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>18 Payments of travel or entertainment expenses for any federal, state, or local public officials</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>19 Conferences, conventions, and meetings</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>20 Interest</td>
<td>6,842.</td>
<td>6,842.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>21 Payments to affiliates</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>22 Depreciation, depletion, and amortization</td>
<td>49,923.</td>
<td>47,408.</td>
<td>2,495.</td>
<td>0.</td>
</tr>
<tr>
<td>23 Insurance</td>
<td>59,697.</td>
<td>48,951.</td>
<td>8,955.</td>
<td>1,791.</td>
</tr>
<tr>
<td>24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)</td>
<td>103,857.</td>
<td>101,362.</td>
<td>2,495.</td>
<td>0.</td>
</tr>
<tr>
<td>a RESTORATION/MAINTENANCE</td>
<td>148,229.</td>
<td>148,229.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>b EXHIBITIONS/PUBLICATIONS/EVENTS</td>
<td>68,744.</td>
<td>68,744.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>c EDUCATIONAL PROGRAMS</td>
<td>57,496.</td>
<td>51,746.</td>
<td>5,750.</td>
<td>0.</td>
</tr>
<tr>
<td>d UTILITIES</td>
<td>70,905.</td>
<td>0.</td>
<td>70,905.</td>
<td>0.</td>
</tr>
<tr>
<td>e DEVELOPMENT</td>
<td>42,902.</td>
<td>36,630.</td>
<td>5,022.</td>
<td>1,250.</td>
</tr>
<tr>
<td>f All other expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25 Total functional expenses. Add lines 1 through 24f</td>
<td>1,863,484.</td>
<td>1,262,173.</td>
<td>312,900.</td>
<td>288,411.</td>
</tr>
</tbody>
</table>

26 Joint costs. Check here □ if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.
### Part X Balance Sheet

<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Cash - non-interest-bearing</td>
<td>451,865.</td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td>840,574.</td>
</tr>
<tr>
<td>3</td>
<td>Pledges and grants receivable, net</td>
<td>786,465.</td>
</tr>
<tr>
<td>4</td>
<td>Accounts receivable, net</td>
<td>23,577.</td>
</tr>
<tr>
<td>5</td>
<td>Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L</td>
<td>0.</td>
</tr>
<tr>
<td>6</td>
<td>Receivables from other disqualified persons (as defined under section 4958(h)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)</td>
<td>6.</td>
</tr>
<tr>
<td>7</td>
<td>Notes and loans receivable, net</td>
<td>188,077.</td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td>28,710.</td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td>28,710.</td>
</tr>
<tr>
<td>10a</td>
<td>Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D</td>
<td>1,541,208.</td>
</tr>
<tr>
<td>b</td>
<td>Less: accumulated depreciation</td>
<td>652,568.</td>
</tr>
<tr>
<td>11</td>
<td>Investments — publicly traded securities</td>
<td>5,908,393.</td>
</tr>
<tr>
<td>12</td>
<td>Investments — other securities. See Part IV, line 11</td>
<td>2,591,294.</td>
</tr>
<tr>
<td>13</td>
<td>Investments — program-related. See Part IV, line 11</td>
<td>13.</td>
</tr>
<tr>
<td>15</td>
<td>Other assets. See Part IV, line 11</td>
<td>36,683.</td>
</tr>
<tr>
<td>16</td>
<td>Total assets. Add lines 1 through 15 (must equal line 34)</td>
<td>11,770,085.</td>
</tr>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td>11,425.</td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td>18.</td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td>19.</td>
</tr>
<tr>
<td>20</td>
<td>Tax-exempt bond liabilities</td>
<td>20.</td>
</tr>
<tr>
<td>22</td>
<td>Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L</td>
<td>60,871.</td>
</tr>
<tr>
<td>23</td>
<td>Secured mortgages and notes payable to unrelated third parties</td>
<td>95,711.</td>
</tr>
<tr>
<td>24</td>
<td>Unsecured notes and loans payable to unrelated third parties</td>
<td>24.</td>
</tr>
<tr>
<td>25</td>
<td>Other liabilities. Complete Part X of Schedule D</td>
<td>2,788.</td>
</tr>
<tr>
<td>26</td>
<td>Total liabilities. Add lines 17 through 25</td>
<td>170,795.</td>
</tr>
<tr>
<td>27</td>
<td>Organizations that follow SFAS 117, check here X and complete lines 27 through 29 and lines 33 and 34.</td>
<td>53,292.</td>
</tr>
<tr>
<td>28</td>
<td>Unrestricted net assets</td>
<td>53,292.</td>
</tr>
<tr>
<td>29</td>
<td>Temporarily restricted net assets</td>
<td>297,483.</td>
</tr>
<tr>
<td>30</td>
<td>Permanently restricted net assets</td>
<td>11,248,515.</td>
</tr>
<tr>
<td>31</td>
<td>Capital stock or trust principal, or current funds</td>
<td>30.</td>
</tr>
<tr>
<td>32</td>
<td>Paid-in or capital surplus, or land, building, or equipment fund</td>
<td>31.</td>
</tr>
<tr>
<td>33</td>
<td>Retained earnings, endowment, accumulated income, or other funds</td>
<td>32.</td>
</tr>
<tr>
<td>34</td>
<td>Total net assets or fund balances</td>
<td>11,599,290.</td>
</tr>
<tr>
<td>35</td>
<td>Total liabilities and net assets/fund balances</td>
<td>11,770,085.</td>
</tr>
</tbody>
</table>
### Part XI  Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI. 

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue (must equal Part VIII, column (A), line 12)</td>
</tr>
<tr>
<td>2</td>
<td>Total expenses (must equal Part IX, column (A), line 25)</td>
</tr>
<tr>
<td>3</td>
<td>Revenue less expenses. Subtract line 2 from line 1</td>
</tr>
<tr>
<td>4</td>
<td>Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))</td>
</tr>
<tr>
<td>5</td>
<td>Other changes in net assets or fund balances (explain in Schedule O)</td>
</tr>
<tr>
<td>6</td>
<td>Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))</td>
</tr>
</tbody>
</table>

### Part XII  Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Accounting method used to prepare the Form 990: □ Cash □ Accrual □ Other</td>
</tr>
<tr>
<td>2a</td>
<td>Were the organization's financial statements compiled or reviewed by an independent accountant?</td>
</tr>
<tr>
<td>2b</td>
<td>Were the organization's financial statements audited by an independent accountant?</td>
</tr>
<tr>
<td>2c</td>
<td>If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?</td>
</tr>
<tr>
<td>3a</td>
<td>As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?</td>
</tr>
<tr>
<td>3b</td>
<td>If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.</td>
</tr>
</tbody>
</table>

BAA
### Schedule A (Form 990 or 990-EZ)

#### Part I: Organization Support

- **Supporting Organizations**
  - A type 1 organization is directly or indirectly controlled by one or more organizations listed in section 509(a)(1) or a type III organization.
  - Other

- **Supporting Organizations Supporting Organizations**
  - A type 1 organization is not required to disclose.

- **Supporting Organizations Supporting Organizations Supporting Organizations**
  - A type 1 organization is not required to disclose.

#### Footnotes:
- **Footnote A:** See separate instructions.
- **Footnote B:** See separate instructions.
- **Footnote C:** See separate instructions.
- **Footnote D:** See separate instructions.
- **Footnote E:** See separate instructions.

#### Notes:
- **Note A:** See separate instructions.
- **Note B:** See separate instructions.
- **Note C:** See separate instructions.
- **Note D:** See separate instructions.

#### Filing Requirements:
- **Filing Requirement A:** See separate instructions.
- **Filing Requirement B:** See separate instructions.
- **Filing Requirement C:** See separate instructions.
- **Filing Requirement D:** See separate instructions.
- **Filing Requirement E:** See separate instructions.

#### Table:

<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total</td>
<td>Yes</td>
<td>No</td>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

#### Instructions:
- **Instruction A:** See separate instructions.
- **Instruction B:** See separate instructions.
- **Instruction C:** See separate instructions.
- **Instruction D:** See separate instructions.
- **Instruction E:** See separate instructions.

---

**Note:** This is a partial reproduction of the form. For more information, please refer to the complete form or contact the appropriate authority.
### Part II. Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

#### Section A. Public Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gifts, grants, contributions, and</td>
<td>6,003,620</td>
<td>1,975,307</td>
<td>1,286,655</td>
<td>1,518,979</td>
<td>1,566,104</td>
<td>12,350,665</td>
</tr>
<tr>
<td>membership fees received. (Do not</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>include &quot;unusual grants.&quot;</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Tax revenues levied for the</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>organization's benefit and either paid to</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>it or expended on its behalf</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 The value of services or</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>facilities furnished by a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>governmental unit to the business</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>without charge</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Total. Add lines 1 through 3</td>
<td>6,003,620</td>
<td>1,975,307</td>
<td>1,286,655</td>
<td>1,518,979</td>
<td>1,566,104</td>
<td>12,350,665</td>
</tr>
<tr>
<td>5 The portion of total</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>contributions by each person</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(other than a governmental unit or publicly supported organization) included on line 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>that exceeds 2% of the amount</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>shown on line 11, column (f)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Public support. Subtract line 5</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>from line 4</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>5,488,486</td>
</tr>
<tr>
<td></td>
<td>6,862,179</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Section B. Total Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>7 Amounts from line 4</td>
<td>6,003,620</td>
<td>1,975,307</td>
<td>1,286,655</td>
<td>1,518,979</td>
<td>1,566,104</td>
<td>12,350,665</td>
</tr>
<tr>
<td>8 Gross income from interest, dividends,</td>
<td>142,696</td>
<td>274,496</td>
<td>220,527</td>
<td>274,218</td>
<td>271,581</td>
<td>1,183,518</td>
</tr>
<tr>
<td>payments received on securities loans,</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>rents, royalties and income from</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>similar sources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Net income from unrelated</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>business activities, whether or not the</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Other income. Do not include gain or</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>loss from the sale of capital assets</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Explain in Part IV.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Total support. Add lines 7 through 10</td>
<td>73,756</td>
<td>3,573</td>
<td>5,784</td>
<td>383</td>
<td></td>
<td>83,496</td>
</tr>
<tr>
<td>12 Gross receipts from related activities,</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>etc (see instructions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 First five years. If the Form 990 is</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>for the organization's first, second,</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>third, fourth, or fifth tax year as a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>section 501 (c)(3) organization, check</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>this box and stop here</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>13,617,679</td>
</tr>
</tbody>
</table>

#### Section C. Computation of Public Support Percentage

| 14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f)) | 14 | 50.39% |
| 15 Public support percentage from 2009 Schedule A, Part II, line 14 | 15 | 51.73% |

**16a 33-1/3% support test - 2010.** If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.

**b 33-1/3% support test - 2009.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.

**17a 10%-facts-and-circumstances test - 2010.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.

**b 10%-facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.

**18 Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions.

BAA
## Part III: Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

### Section A. Public Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal yr beginning in)</th>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants.')</td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Gross receipts from activities that are not an unrelated trade or business under section 513</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf</td>
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<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 The value of services or facilities furnished by a governmental unit to the organization without charge</td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Total. Add lines 1 through 5</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a Amounts included on lines 1, 2, and 3 received from disqualified persons</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>7c Add lines 7a and 7b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Public support (Subtract line 7c from line 6)</td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal yr beginning in)</th>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>9 Amounts from line 6</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10c Add lines 10a and 10b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 Total support. (Add in 9, 10b, 11, and 12)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section C. Computation of Public Support Percentage

<table>
<thead>
<tr>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>15 Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16 Public support percentage from 2009 Schedule A, Part III, line 15</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section D. Computation of Investment Income Percentage

<table>
<thead>
<tr>
<th>(a) 2006</th>
<th>(b) 2007</th>
<th>(c) 2008</th>
<th>(d) 2009</th>
<th>(e) 2010</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>17 Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18 Investment income percentage from 2009 Schedule A, Part III, line 17</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19a 33-1/3% support tests — 2010. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19b 33-1/3% support tests — 2009. If the organization did not check the box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Other Income Part II: Line 10

**Description**: OTHER INCOME

- **2006**: 73756.
- **2007**: 3573.
- **2008**: 5784.
- **2009**: 383.
- **2010**: 0.

(See instructions)
Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury, Internal Revenue Service

Schedule of Contributors
- Attach to Form 990, 990-EZ, or 990-PF

Name of the organization: THE CHINATI FOUNDATION
Employer Identification number: 74-2340423

Organization type (check one):
Filers of:
Form 990 or 990-EZ
[X] 501(c)(3) (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
[X] 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 508(a)(1) and 170(b)(1)(A)(v), 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, aggregate 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 aggregate 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 their Form 990, or check the box on line H of its Form 990, or on 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).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.
<table>
<thead>
<tr>
<th>Number</th>
<th>(b) Name, address, and ZIP + 4</th>
<th>(c) Aggregate contributions</th>
<th>(d) Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>THE BROWN FOUNDATION</td>
<td>$100,000</td>
<td>Person X, Payroll, Noncash</td>
</tr>
<tr>
<td>2</td>
<td>ARLENE &amp; JOHN DAYTON</td>
<td>$149,050</td>
<td>Person X, Payroll, Noncash</td>
</tr>
<tr>
<td>3</td>
<td>JOHN P. DE NEUFVILLE</td>
<td>$90,000</td>
<td>Person X, Payroll, Noncash</td>
</tr>
<tr>
<td>4</td>
<td>VERNON &amp; AMY FAULCONER</td>
<td>$300,000</td>
<td>Person X, Payroll, Noncash</td>
</tr>
<tr>
<td>5</td>
<td>TIM CROWLEY</td>
<td>$250,000</td>
<td>Person, Payroll X, Noncash</td>
</tr>
<tr>
<td>6</td>
<td>ANTHONY MEIER</td>
<td>$68,500</td>
<td>Person X, Payroll, Noncash</td>
</tr>
<tr>
<td>Number</td>
<td>(b) Name, address, and ZIP + 4</td>
<td>(c) Aggregate contributions</td>
<td>(d) Type of contribution</td>
</tr>
<tr>
<td>--------</td>
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<td>-------------------------</td>
</tr>
<tr>
<td>7</td>
<td>CATHRINE WALSH 103 EAST 84TH STREET PH-B NEW YORK NY 10028</td>
<td>$ 50,000</td>
<td>Person X, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
<tr>
<td>8</td>
<td>MAXINE &amp; STUART FRANKEL FOUNDATION 1671 LOCHRIDGE ROAD BLOOMFIELD HILLS MI 48302</td>
<td>$ 124,000</td>
<td>Person X, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
<tr>
<td>9</td>
<td>VIRGINIA LEBERMAN 2704 VERDE VISTA AUSTIN TX 78703</td>
<td>$ 65,000</td>
<td>Person X, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$</td>
<td>Person, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$</td>
<td>Person, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$</td>
<td>Person, Payroll, Noncash (Complete Part II if there is a noncash contribution.)</td>
</tr>
</tbody>
</table>
**Noncash Property (see instructions.)**

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Description of noncash property given</th>
<th>(c) FMV (or estimate) (see instructions)</th>
<th>(d) Date received</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td>ARTWORK</td>
<td>$250,000</td>
<td>11/01/10</td>
</tr>
<tr>
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</tr>
<tr>
<td>(a) No. from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
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<td></td>
<td></td>
</tr>
<tr>
<td>(a) No. from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
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</tr>
</tbody>
</table>

THE CHINATOWN FOUNDATION
74-2340423

Part I. Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

<table>
<thead>
<tr>
<th>1. Total number at end of year</th>
<th>(a) Donor advised funds</th>
<th>(b) Funds and other accounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>2. Aggregate contributions to (during year)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Aggregate grants from (during year)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Aggregate value at end of year</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

5. Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  
   - Yes  
   - No

6. Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  
   - Yes  
   - No

Part II. Conservation Easements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1. Purpose(s) of conservation easements held by the organization (check all that apply).
   - Preservation of land for public use (e.g., recreation or education)  
   - Preservation of an historically important land area  
   - Protection of natural habitat  
   - Preservation of a certified historic structure  
   - Preservation of open space

2. Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

<table>
<thead>
<tr>
<th>2a. Total number of conservation easements</th>
<th>2b. Total acreage restricted by conservation easements</th>
<th>2c. Number of conservation easements on a certified historic structure included in (a)</th>
<th>2d. Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

3. Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year:

4. Number of states where property subject to conservation easement is located:

5. Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  
   - Yes  
   - No

6. Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year:

7. Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year:

8. Does each conservation easement reported on line 2d above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  
   - Yes  
   - No

9. In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III. Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1. If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

2. If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

   (i) Revenues included in Form 990, Part VIII, line 1  
   - $  

   (ii) Assets included in Form 990, Part X  
   - $  

2. If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts relating to these items:

   (a) Revenues included in Form 990, Part VIII, line 1  
   - $  

   (b) Assets included in Form 990, Part X  
   - $  

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.
Part III | Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
   a) Public exhibition
   b) Scholarly research
   c) Preservation for future generations
   d) Loan or exchange programs
   e) Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes □ No □

Part IV | Escrow and Custodial Arrangements. Complete if organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes □ No □

   b) If 'Yes,' explain the arrangement in Part XIV and complete the following table:

<table>
<thead>
<tr>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
</tr>
<tr>
<td>1c</td>
</tr>
<tr>
<td>1d</td>
</tr>
<tr>
<td>1e</td>
</tr>
<tr>
<td>1f</td>
</tr>
</tbody>
</table>

2a Did the organization include an amount on Form 990, Part X, line 21? Yes □ No □

b) If 'Yes,' explain the arrangement in Part XIV.

Part V | Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

1a Beginning of year balance
   a) Current year 9,147,777.
   b) Prior year 7,089,139.
   c) Two years back 10,383,137.
   d) Three years back 400,065.
   e) Four years back

b Contributions
   a) Current year 686,540.
   b) Prior year 794,506.
   c) Two years back
   d) Three years back
   e) Four years back

2c Net investment earnings, gains, and losses
   a) Current year 1,156,655.
   b) Prior year 1,616,225.
   c) Two years back -3,206,744.
   d) Three years back
   e) Four years back

3d Grants or scholarships
   a) Current year 375,000.
   b) Prior year 300,000.
   c) Two years back 402,400.
   d) Three years back
   e) Four years back

4e Other expenditures for facilities and programs
   a) Current year 51,481.
   b) Prior year 52,093.
   c) Two years back 84,919.
   d) Three years back
   e) Four years back

5f Administrative expenses
   a) Current year 10,564,491.
   b) Prior year 9,147,777.
   c) Two years back 7,089,139.

2 Provide the estimated percentage of the year end balance held as:
   a Board designated or quasi-endowment □ 5.00 %
   b Permanent endowment □ 95.00 %
   c Term endowment □ 0.00 %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
   (i) unrelated organizations Yes □ No □
   (ii) related organizations Yes □ No □

3b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R? Yes □ No □

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI | Land, Buildings, and Equipment. See Form 990, Part X, line 10.

<table>
<thead>
<tr>
<th>Description of investment</th>
<th>(a) Cost or other basis (investment)</th>
<th>(b) Cost or other basis (other)</th>
<th>(c) Accumulated depreciation</th>
<th>(d) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Land</td>
<td>236,487</td>
<td></td>
<td>236,487</td>
<td></td>
</tr>
<tr>
<td>b Buildings</td>
<td>897,131</td>
<td>355,175</td>
<td>541,956</td>
<td></td>
</tr>
<tr>
<td>c Leasehold improvements</td>
<td>51,620</td>
<td>31,972</td>
<td>19,648</td>
<td></td>
</tr>
<tr>
<td>d Equipment</td>
<td>355,970</td>
<td>265,421</td>
<td>90,549</td>
<td></td>
</tr>
<tr>
<td>e Other</td>
<td></td>
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</tbody>
</table>

Total, Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(e).) 888,640.

BAA

Schedule D (Form 990) 2010

TEEA3302 12/20/10
### Part VII  Investments—Other Securities. (See Form 990, Part X, line 12)

<table>
<thead>
<tr>
<th>(a) Description of security or category (including name of security)</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Financial derivatives</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) Closely-held equity interests</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3) Other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(A) US TREASURY NOTES</td>
<td>2,068,673</td>
<td>FMV</td>
</tr>
<tr>
<td>(B) CORPORATE BONDS</td>
<td>631,366</td>
<td>FMV</td>
</tr>
<tr>
<td>(C)</td>
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<td>(D)</td>
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<td>(J)</td>
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</tr>
<tr>
<td><strong>Total.</strong> (Column (b) must equal Form 990 Part X, column (b) line 12.)</td>
<td>2,700,039</td>
<td></td>
</tr>
</tbody>
</table>

### Part VIII  Investments—Program Related. (See Form 990, Part X, line 13)

<table>
<thead>
<tr>
<th>(a) Description of investment type</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
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<tr>
<td><strong>Total.</strong> (Column (b) must equal Form 990 Part X, column (b) line 13.)</td>
<td></td>
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</tr>
</tbody>
</table>

### Part IX  Other Assets. (See Form 990, Part X, line 15)

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
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<td>(2)</td>
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<td>(9)</td>
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<tr>
<td>(10)</td>
<td></td>
</tr>
<tr>
<td><strong>Total.</strong> (Column (b) must equal Form 990 Part X, column (b) line 15)</td>
<td></td>
</tr>
</tbody>
</table>

### Part X  Other Liabilities. (See Form 990, Part X, line 25)

<table>
<thead>
<tr>
<th>(a) Description of liability</th>
<th>(b) Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>(2) OTHER ACCRUED EXPENSES</td>
<td>0</td>
</tr>
<tr>
<td>(3)</td>
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<td>(11)</td>
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<tr>
<td><strong>Total.</strong> (Column (b) must equal Form 990, Part X, column (b) line 25)</td>
<td>0</td>
</tr>
</tbody>
</table>

2. FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).
## Schedule D (Form 990) 2010

**THE CHINATI FOUNDATION**

**Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements**

1. Total revenue (Form 990, Part VIII, column (A), line 12) ........................................... 2,125,329.
2. Total expenses (Form 990, Part IX, column (A), line 25) ............................................. 1,863,484.
3. Excess or (deficit) for the year. Subtract line 2 from line 1 ................................................. 261,845.
4. Net unrealized gains (losses) on investments ................................................................. 727,475.
5. Donated services and use of facilities ..............................................................................
6. Investment expenses ........................................................................................................
7. Prior period adjustments ...................................................................................................
8. Other (Describe in Part XIV) .............................................................................................
10. Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9 919,320.

### Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1. Total revenue, gains, and other support per audited financial statements .......... 2,957,675.
2. Amounts included on line 1 but not on Form 990, Part VIII, line 12:
   a. Net unrealized gains on investments ................................................................. 727,475.
   b. Donated services and use of facilities .............................................................
   c. Recoveries of prior year grants ....................................................................
   d. Other (Describe in Part XIV) ........................................................................
   e. Add lines 2a through 2d .............................................................................. 727,475.
4. Amounts included on Form 990, Part VIII, line 12, but not on line 1:
   a. Investments expenses not included on Form 990, Part VIII, line 7b ............
   b. Other (Describe in Part XIV) ........................................................................
   c. Add lines 4a and 4b .....................................................................................
5. Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12) .... 2,125,329.

### Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1. Total expenses and losses per audited financial statements ............................. 1,968,355.
2. Amounts included on line 1 but not on Form 990, Part IX, line 25:
   a. Donated services and use of facilities ............................................................. 104,871.
   b. Prior year adjustments ............................................................................... 104,871.
   c. Other losses .................................................................................................
   d. Other (Describe in Part XIV) ........................................................................
   e. Add lines 2a through 2d ..............................................................................
3. Subtract line 2e from line 1 .................................................................................... 1,863,484.
4. Amounts included on Form 990, Part IX, line 25, but not on line 1:
   a. Investments expenses not included on Form 990, Part VIII, line 7b ............
   b. Other (Describe in Part XIV) ........................................................................
   c. Add lines 4a and 4b .....................................................................................
5. Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18) .... 1,863,484.

### Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

- **Pt XII Line 4b** DIRECT EXPENSES FROM FUNDRAISING EVENTS ($58,445)

- **Pt XIII Line 2d** DIRECT EXPENSES FROM FUNDRAISING EVENTS ($58,445)

- **Pt XIII Line 4b** AND COST OF GOODS SOLD ($46,426)

- **Pt III Line 1a** THE PERMANENT COLLECTION BEGAN WITH DONATIONS OF WORKS OF ART FROM THE DIA ART FOUNDATION ("DIA") AND WAS EXPANDED BY ADDITIONAL GIFTS AFTER THE SEPARATION FROM DIA. THE MAJORITY OF THE COLLECTION IS ON PERMANENT DISPLAY IN THE...
EXHIBITION SPACES PROTECTED AND PRESERVED BY THE FOUNDATION

ON THE SITE OF THE FORMER FORT D.A. RUSSELL IN THE TOWN OF

MARFA, TEXAS, IN ACCORDANCE WITH ACCOUNTING PRINCIPLES

GENERALLY FOLLOWED BY ART MUSEUMS, THE VALUE OF THE MUSEUM'S

COLLECTION HAS BEEN EXCLUDED FROM THE STATEMENTS OF

FINANCIAL POSITION. THE COLLECTION WAS ACQUIRED THROUGH

PURCHASES AND CONTRIBUTIONS. PURCHASES OF COLLECTION

ITEMS ARE RECORDED AS DECREASES IN UNRESTRICTED NET ASSETS

IN THE YEAR IN WHICH ITEMS ARE ACQUIRED, OR AS TEMPORARILY

OR PERMANENTLY RESTRICTED NET ASSETS IF THE ASSETS USED

TO PURCHASE THE ITEMS ARE RESTRICTED BY DONORS.

Pt III Line 4 DESCRIPTION OF THE ORGANIZATION'S COLLECTION: CHINATI

WAS ORIGINALLY CONCEIVED TO EXHIBIT THE WORK OF DONALD JUDD,

JOHN CHAMBERLAIN AND DAN FLAVIN. THE COLLECTION WAS

EXPANDED AND NOW INCLUDES 15 OUTDOOR CONCRETE WORKS

BY DONALD JUDD, 100 ALUMINUM WORKS BY JUDD HOUSED IN TWO

CONVERTED ARTILLERY SHEDS, 25 SCULPTURES BY JOHN CHAMBERLAIN,

AN INSTALLATION BY DAN FLAVIN OCCUPYING SIX FORMER ARMY

BARRACKS, AND WORKS BY CARL ANDRE, INGOFUR ARNARSON,

RONI HORN, ILYA KABAKOV, RICHARD LONG, CLAES OLDENBURG

AND COOSJE VAN BRUGGEN, DAVID RABINOWITCH AND JOHN WESLEY.

EACH ARTIST'S WORK IS INSTALLED IN A SEPARATE BUILDING

ON THE MUSEUM'S GROUNDS.

HOW THE COLLECTION FURTHERS THE ORGANIZATION'S EXEMPT

PURPOSE:

THE SPECIFIC INTENTION OF CHINATI IS TO PRESERVE AND

PRESENT TO THE PUBLIC LARGE-SCALE INSTALLATIONS BY A LIMITED

NUMBER OF ARTISTS. THE EMPHASIS IS ON WORKS IN WHICH
ART AND THE SURROUNDING LANDSCAPE ARE INEXTRICABLY LINKED.

THE COLLECTION IS OPEN TO THE PUBLIC FIVE DAYS PER WEEK.

WELCOMES APPROXIMATELY 8,000 VISITORS EACH YEAR TO TOUR

THE MUSEUM AND VIEW THE COLLECTION.

Pt V Line 4 THE INTENDED USES OF THE ORGANIZATION'S ENDOWMENT FUNDS

IS TO PROVIDE A PERPETUAL SOURCE OF SUPPORT FOR THE

MUSEUM'S OPERATION, THE BOARD OF DIRECTORS APPROVES

AN ANNUAL WITHDRAWAL FROM THE ENDOWMENT.

Pt XI Line 8 $70,000 = ADDITION TO THE MUSEUM'S PERMANENT COLLECTION

& FULFILLMENT OF A DONOR'S PLEDGE.
**Part I: Fundraising Activities**
Complete if the organization answered 'Yes' to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1. Indicate whether the organization raised funds through any of the following activities. Check all that apply.
   - [ ] Mail solicitations
   - [ ] Internet and email solicitations
   - [ ] Phone solicitations
   - [ ] In-person solicitations
   - [x] Solicitation of non-government grants
   - [ ] Solicitation of government grants
   - [ ] Special fundraising events

2a. Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?
   - [ ] Yes
   - [x] No

   b. If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

<table>
<thead>
<tr>
<th>(i) Name and address of individual or entity (fundraiser)</th>
<th>(ii) Activity</th>
<th>(iii) Did fundraiser have custody or control of contributions?</th>
<th>(iv) Gross receipts from activity</th>
<th>(v) Amount paid to (or retained by) fundraiser listed in column (i)</th>
<th>(vi) Amount paid to (or retained by) organization</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
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<td>10</td>
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</tr>
</tbody>
</table>

3. List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
   ____________________________________________________________
### Part II Fundraising Events

Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6a. List events with gross receipts greater than $5,000.

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Event #1</th>
<th>(b) Event #2</th>
<th>(c) Other events</th>
<th>(d) Total events (add column (a) through column (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross receipts</td>
<td>103,137.</td>
<td></td>
<td></td>
<td>103,137.</td>
</tr>
<tr>
<td>2 Less: Charitable contributions</td>
<td>90,687.</td>
<td></td>
<td></td>
<td>90,687.</td>
</tr>
<tr>
<td>3 Gross income (line 1 minus line 2)</td>
<td>12,450.</td>
<td></td>
<td></td>
<td>12,450.</td>
</tr>
<tr>
<td>4 Cash prizes</td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>5 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Food and beverages</td>
<td>12,983.</td>
<td></td>
<td></td>
<td>12,983.</td>
</tr>
<tr>
<td>8 Entertainment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Other direct expenses</td>
<td>45,462.</td>
<td></td>
<td></td>
<td>45,462.</td>
</tr>
<tr>
<td>10 Direct expense summary. Add lines 4-9 in column (d)</td>
<td></td>
<td></td>
<td></td>
<td>58,445.</td>
</tr>
<tr>
<td>11 Net income summary. Combine line 3, column (d), and line 10</td>
<td></td>
<td></td>
<td></td>
<td>-45,995.</td>
</tr>
</tbody>
</table>

### Part III Gaming

Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/Instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming (add column (a) through column (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Non-cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
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<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>6 Volunteer labor</td>
<td>Yes % 8</td>
<td></td>
<td>Yes % 6</td>
<td></td>
</tr>
<tr>
<td></td>
<td>No</td>
<td></td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>7 Direct expense summary. Add lines 2 through 5 in column (d)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Net gaming income summary. Combine lines 1, column (d) and line 7</td>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

9 Enter the state(s) in which the organization operates gaming activities:

a Is the organization licensed to operate gaming activities in each of these states?

- □ Yes □ No

b If 'No,' explain:

-

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11 Does the organization operate gaming activities with nonmembers? □ Yes □ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? □ Yes □ No

13 Indicate the percentage of gaming activity operated in:
   a The organization's facility ........................................................................ 13a %
   b An outside facility .................................................................................... 13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:
   Name ▶
   Address ▶

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue? □ Yes □ No
   b If ‘Yes,’ enter the amount of gaming revenue received by the organization ▶ $ __________ and the amount of gaming revenue retained by the third party ▶ $ __________.
   c If ‘Yes,’ enter name and address of the third party:
   Name ▶
   Address ▶

16 Gaming manager information:
   Name ▶
   Gaming manager compensation ▶ $ __________
   Description of services provided ▶
   □ Director/officer □ Employee □ Independent contractor

17 Mandatory distributions
   a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? □ Yes □ No
   b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization’s own exempt activities during the tax year ▶ $ ±

Part IV: Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).
### Part I: Excess Benefit Transactions

Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name of disqualified person</th>
<th>(b) Description of transaction</th>
<th>(c) Corrected?</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td></td>
<td>Yes  No</td>
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</tbody>
</table>

2. Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958: $ $.

3. Enter the amount of tax, if any, on line 2, above, reimbursed by the organization: $ $.

### Part II: Loans to and/or From Interested Persons

Complete if the organization answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name of interested person and purpose</th>
<th>(b) Loan to or from the organization?</th>
<th>(c) Original principal amount</th>
<th>(d) Balance due</th>
<th>(e) In default?</th>
<th>(f) Approved by board or committee?</th>
<th>(g) Written agreement?</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>M STOCKEBRAND ACCRUED WAGES X</td>
<td>X</td>
<td>173,324.</td>
<td>33,371.</td>
<td>X</td>
<td>X</td>
<td>X</td>
</tr>
<tr>
<td>2</td>
<td>THOMAS KELLEIN ACCRUED COMPENSATION</td>
<td>X</td>
<td>35,000.</td>
<td>27,006.</td>
<td>X</td>
<td>X</td>
<td>X</td>
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<td>Total</td>
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<td>$ 60,377</td>
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</tbody>
</table>

### Part III: Grants or Assistance Benefiting Interested Persons

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

<table>
<thead>
<tr>
<th></th>
<th>(a) Name of interested person</th>
<th>(b) Relationship between interested person and the organization</th>
<th>(c) Amount and type of assistance</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
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<tr>
<td>2</td>
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<td>3</td>
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<td>10</td>
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</tr>
</tbody>
</table>

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

Schedule L (Form 990 or 990-EZ) 2010
## Part IV: Business Transactions Involving Interested Persons

Complete if the organization answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

<table>
<thead>
<tr>
<th>(a) Name of interested person</th>
<th>(b) Relationship between interested person and the organization</th>
<th>(c) Amount of transaction</th>
<th>(d) Description of transaction</th>
<th>(e) Sharing of organization's revenue?</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
<td></td>
<td></td>
<td>Yes</td>
</tr>
<tr>
<td>(2)</td>
<td></td>
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<td></td>
<td>No</td>
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<tr>
<td>(3)</td>
<td></td>
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<td>(4)</td>
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<td>(10)</td>
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</tr>
</tbody>
</table>

## Part V: Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).
**THE CHINATI FOUNDATION**

### Part I | Types of Property

<table>
<thead>
<tr>
<th></th>
<th>(a) Check if applicable</th>
<th>(b) Number of contributions or items contributed</th>
<th>(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g</th>
<th>(d) Method of determining noncash contribution amounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Art—Works of art</td>
<td>X</td>
<td>2</td>
<td>250,000</td>
</tr>
<tr>
<td>2</td>
<td>Art—Historical treasures</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Art—Fractional interests</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Books and publications</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Clothing and household goods</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Cars and other vehicles</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Boats and planes</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Intellectual property</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Securities—Publicly traded</td>
<td>X</td>
<td>2</td>
<td>89,379</td>
</tr>
<tr>
<td>10</td>
<td>Securities—Closely held stock</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Securities—Partnership, LLC, or trust interests</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>12</td>
<td>Securities—Miscellaneous</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Qualified conservation contribution—Historic structures</td>
<td></td>
<td></td>
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<tr>
<td>14</td>
<td>Qualified conservation contribution—Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Real estate—Residential</td>
<td></td>
<td></td>
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<tr>
<td>16</td>
<td>Real estate—Commercial</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Real estate—Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Collectibles</td>
<td></td>
<td></td>
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<tr>
<td>19</td>
<td>Food inventory</td>
<td></td>
<td></td>
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<tr>
<td>20</td>
<td>Drugs and medical supplies</td>
<td></td>
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<tr>
<td>21</td>
<td>Taxidermy</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>22</td>
<td>Historical artifacts</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Scientific specimens</td>
<td></td>
<td></td>
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<tr>
<td>24</td>
<td>Archeological artifacts</td>
<td></td>
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<tr>
<td>25</td>
<td>Other</td>
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<tr>
<td>26</td>
<td>Other</td>
<td>( )</td>
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<tr>
<td>27</td>
<td>Other</td>
<td>( )</td>
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<tr>
<td>28</td>
<td>Other</td>
<td>( )</td>
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</tr>
</tbody>
</table>

**29** Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

**30a** During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

- **Yes**
- **No**

**30a**

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

**31** Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

- **Yes**
- **No**

**31**

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

**32a** Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

- **Yes**
- **No**

**32a**

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

**33** If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

---

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.**

Schedule M (Form 990) 2010
Pt I col(b) _______ THE ORGANIZATION RECEIVED 2 GIFTS OF PUBLICLY

TRADED SECURITIES DURING 2010. BOTH GIFTS WERE IMMEDIATELY

LIQUIDATED, IN ACCORDANCE WITH THE DONOR'S EXPRESS INTENT.
Pt XI $70,000 = ADDITION TO THE MUSEUM'S PERMANENT COLLECTION

& FULFILLMENT OF A DONOR'S PLEDGE. AS THE MUSEUM

DOES NOT VALUE THE COLLECTION IN ITS FINANCIAL

STATEMENTS, THIS AMOUNT IS A RECONCILING ITEM IN

THE NET ASSETS RECONCILIATION.

Pt XI $727,475 = UNREALIZED GAIN ON INVESTMENTS IN THE

MUSEUM'S ENDOWMENT FUND. AS THE STATEMENT OF

REVENUES ON FORM 990 EXCLUDES UNREALIZED GAINS AND

LOSSES, THIS AMOUNT IS A RECONCILING ITEM IN THE

NET ASSETS RECONCILIATION.

Pt VI-B, Line 11a THE BOARD OF DIRECTORS TASKED THE AUDIT COMMITTEE WITH REVIEWING

AND APPROVING A COPY OF THE FORM 990. THE FORM 990 IS PROVIDED

TO THE ENTIRE BOARD OF DIRECTORS BEFORE FILING WITH THE IRS.

Pt VI-B, Line 12c THE ORGANIZATION HAS A WRITTEN CONFLICT OF INTEREST POLICY,

WHICH IS SIGNED ANNUALLY BY BOTH EMPLOYEES AND DIRECTORS.

EACH YEAR THE CHIEF FINANCIAL OFFICER AND CHIEF OPERATING

OFFICER ENSURE THAT CURRENT EMPLOYEES AND DIRECTORS HAVE

UPDATED THEIR RESPONSES TO THE CONFLICT OF INTEREST DISCLOSURE

FORM.

Pt VI-B, Line 15 WITHIN THE LAST FOUR YEARS, THE ORGANIZATION ENGAGED A

CONSULTING FIRM WITH EXPERTISE IN COMPENSATION ISSUES TO PERFORM

A COMPENSATION STUDY OF ALL PERSONNEL. (DIRECTORS ARE NOT

COMPENSATED.) ADDITIONALLY, EACH YEAR THE BOARD OF DIRECTORS

APPROVES AN OPERATING BUDGET, OF WHICH COMPENSATION IS A

KEY COMPONENT.

Pt VI-C, Line 19 THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY,
FORMS 990, AND FINANCIAL STATEMENTS ARE AVAILABLE FOR PUBLIC INSPECTION IN THE MUSEUM'S OFFICES DURING NORMAL BUSINESS HOURS. IN ADDITION, THE FINANCIAL STATEMENTS ARE AVAILABLE ON THE MUSEUM'S WEBSITE AT WWW.CHINATI.ORG.
Briefly describe the organization's mission:

DONALD JUDD. THE SPECIFIC INTENTION OF CHINATI IS TO PRESERVE AND PRESENT TO THE PUBLIC LARGE-SCALE INSTALLATIONS BY A LIMITED NUMBER OF ARTISTS. THE EMPHASIS IS ON WORKS IN WHICH ART AND THE SURROUNDING LANDSCAPE ARE INEXTRICABLY LINKED.