

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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning _____, **and ending** _____

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

Name of foundation THE ROSAMOND GIFFORD CHARITABLE CORPORATION		A Employer identification number 15-0572881
Number and street (or P.O. box number if mail is not delivered to street address) 100 CLINTON SQUARE, 126 N. SALINA STREET		B Telephone number 315-474-2489
Room/suite 3RD FL		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
City or town, state, and ZIP code SYRACUSE, NY 13202		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 20,936,021.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
<i>(Part I, column (d) must be on cash basis.)</i>		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	561,181.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2,286.	2,286.		STATEMENT 1
	4 Dividends and interest from securities	396,101.	396,101.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,122,825.			
	b Gross sales price for all assets on line 6a	7,479,997.			
	7 Capital gain net income (from Part IV, line 2)		1,122,825.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	2,082,393.	1,521,212.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	272,444.	190,711.		31,733.
	14 Other employee salaries and wages	267,642.	0.		267,642.
	15 Pension plans, employee benefits	90,442.	0.		90,442.
	16a Legal fees STMT 3	24,328.	0.		23,428.
	b Accounting fees STMT 4	23,540.	0.		23,615.
	c Other professional fees STMT 5	92,697.	79,685.		13,212.
	17 Interest				
	18 Taxes STMT 6	59,086.	22,443.		25,097.
	19 Depreciation and depletion	4,089.	0.		
	20 Occupancy	64,065.	0.		63,990.
	21 Travel, conferences, and meetings	31,719.	0.		33,089.
	22 Printing and publications				
	23 Other expenses STMT 7	660,665.	22,251.		552,569.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,590,717.	315,090.		1,124,817.
	25 Contributions, gifts, grants paid	1,109,895.			1,166,422.
26 Total expenses and disbursements. Add lines 24 and 25	2,700,612.	315,090.		2,291,239.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-618,219.				
b Net investment income (if negative, enter -0-)		1,206,122.			
c Adjusted net income (if negative, enter -0-)			N/A		

THE ROSAMOND GIFFORD CHARITABLE CORPORATION

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	21,388.	22,910.	22,910.
	2 Savings and temporary cash investments	370,160.	220,935.	220,935.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable	75,484.	69,548.	69,548.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable	9,947.		
	Less: allowance for doubtful accounts ▶	0.	0.	9,947.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	5,059,451.	6,217,105.	6,217,105.
	c Investments - corporate bonds STMT 9	5,925,205.	6,048,438.	6,048,438.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 10	8,784,738.	7,643,144.	7,643,144.	
14 Land, buildings, and equipment: basis ▶ STMT 11	138,621.			
Less: accumulated depreciation STMT 11 ▶	137,986.	4,724.	635.	
15 Other assets (describe ▶ STATEMENT 12)	24,626.	703,359.	703,359.	
16 Total assets (to be completed by all filers)	20,265,776.	20,936,021.	20,936,021.	
Liabilities	17 Accounts payable and accrued expenses	84,046.	160,918.	
	18 Grants payable	152,943.	96,415.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	22,668.	35,224.	
23 Total liabilities (add lines 17 through 22)	259,657.	292,557.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	14,922,119.	15,559,464.	
	25 Temporarily restricted			
	26 Permanently restricted	5,084,000.	5,084,000.	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	20,006,119.	20,643,464.		
31 Total liabilities and net assets/fund balances	20,265,776.	20,936,021.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	20,006,119.
2 Enter amount from Part I, line 27a	2	-618,219.
3 Other increases not included in line 2 (itemize) ▶ NET UNREALIZED GAIN ON INVESTMENTS	3	1,255,564.
4 Add lines 1, 2, and 3	4	20,643,464.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,643,464.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICALLY TRADED SECURITIES	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,479,997.		6,357,172.	1,122,825.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,122,825.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,122,825.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,386,747.	18,188,625.	.131222
2008	2,735,278.	23,462,844.	.116579
2007	2,807,145.	27,668,467.	.101456
2006	2,546,790.	26,931,797.	.094564
2005	2,350,049.	26,573,876.	.088435

2 Total of line 1, column (d)	2	.532256
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.106451
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	19,517,195.
5 Multiply line 4 by line 3	5	2,077,625.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,061.
7 Add lines 5 and 6	7	2,089,686.
8 Enter qualifying distributions from Part XII, line 4	8	2,301,239.

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

THE ROSAMOND GIFFORD CHARITABLE CORPORATION

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	12,061.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	12,061.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	12,061.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		6,923.
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		8,500.
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	15,423.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	3,362.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 3,362. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address WWW.GIFFORDFD.ORG
14 The books are in care of JOHN LORENCE Telephone no. 315-474-2489
Located at 100 CLINTON SQUARE, 126 N. SALINA STREET, 3RD FLOOR ZIP+4 13202
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?

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

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

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

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

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

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

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

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KATHRYN GOLDFARB-FINDLING - 4335 KENCREST DRIVE, SYRACUSE, NY 13215	EXEC. DIRECTOR 40.00	172,444.	12,244.	17,298.
DIRK SONNEBORN 224 DEWITT ROAD, SYRACUE, NY 13214	EXEC. DIRECTOR 40.00	100,000.	3,462.	0.
HEIDI J HOLTZ - 7 TREMAIN DRIVE, FAYETTEVILLE, NY 13066	PROG DIRECTOR 40.00	67,959.	6,796.	0.
BRIAN E MOORE - 7261 MANLIUS CENTER ROAD, EAST SYRACUSE, NY 13057	PROG DIRECTOR 40.00	54,703.	5,470.	0.

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
SEE STATEMENT 15	401,923.
2	
SEE STATEMENT 16	328,203.
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1	
SEE STATEMENT 17	10,000.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	10,000.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,534,919.
b	Average of monthly cash balances	1b	279,492.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,814,411.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	19,814,411.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	297,216.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,517,195.
6	Minimum investment return. Enter 5% of line 5	6	975,860.

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

1	Minimum investment return from Part X, line 6	1	975,860.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	12,061.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,061.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	963,799.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	963,799.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	963,799.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,291,239.
b	Program-related investments - total from Part IX-B	1b	10,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,301,239.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	12,061.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,289,178.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				963,799.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	1,047,845.			
b From 2006	1,225,462.			
c From 2007	1,454,116.			
d From 2008	1,580,366.			
e From 2009	1,481,870.			
f Total of lines 3a through e	6,789,659.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	2,301,239.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				963,799.
e Remaining amount distributed out of corpus	1,337,440.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,127,099.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	1,047,845.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	7,079,254.			
10 Analysis of line 9:				
a Excess from 2006	1,225,462.			
b Excess from 2007	1,454,116.			
c Excess from 2008	1,580,366.			
d Excess from 2009	1,481,870.			
e Excess from 2010	1,337,440.			

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:
DIRK SONNEBORN, THE ROSAMOND GIFFORD CHARITABLE CORP., 315-474-2489
100 CLINTON SQUARE 3RD FLOOR, SYRACUSE, NY 13202

b The form in which applications should be submitted and information and materials they should include:
MINIMUM INFORMATION SHEET PROVIDED BY THE CORPORATION.

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NO RESTRICTIONS.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 18					
Total					▶ 3a 1,166,422.
b Approved for future payment					
Total SEE STATEMENT 19					▶ 3b 41,415.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
COLONIAL ALLIANCE - MONEY MARKET	2,187.
HSBC - CHECKING	99.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,286.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
COLONIAL ALLIANCE - FUND INCOME	396,101.	0.	396,101.
TOTAL TO FM 990-PF, PART I, LN 4	396,101.	0.	396,101.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	24,328.	0.		23,428.
TO FM 990-PF, PG 1, LN 16A	24,328.	0.		23,428.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	23,540.	0.		23,615.
TO FORM 990-PF, PG 1, LN 16B	23,540.	0.		23,615.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	79,685.	79,685.		0.
CONSULTANTS	13,012.	0.		13,212.
TO FORM 990-PF, PG 1, LN 16C	92,697.	79,685.		13,212.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	42,231.	15,191.		25,097.
FEDERAL EXCISE TAXES/FOREIGN TAXES	16,055.	6,452.		0.
NYS FILING FEE	800.	800.		0.
TO FORM 990-PF, PG 1, LN 18	59,086.	22,443.		25,097.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT AND OTHER SUPPLIES AND POSTAGE	27,229.	0.		27,428.
TELEPHONE	16,028.	11,220.		8,060.
DUES & SUBSCRIPTIONS	15,759.	11,031.		5,489.
INSURANCE	17,442.	0.		17,466.
MEETINGS	8,749.	0.		8,749.
MAINTENANCE	23,449.	0.		24,515.
COMMUNITY EVENTS	17,362.	0.		15,494.
CONTRACTUAL EXPENSES	49,827.	0.		50,717.
TO FORM 990-PF, PG 1, LN 23	660,665.	22,251.		552,569.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INTERNATIONAL FLAVORS & FRAGRANCES	0.	0.
ARCH CAPITAL GROUP LTD	0.	0.
GOLAR LNG LTD	0.	0.
KEPPEL CORP.	0.	0.
WILLIS GROUP HOLDINGS LTD	0.	0.
HARBOR SMALL CAP VALUE FUND	861,028.	861,028.
MANAGERS TIME SQUARE SMALL CAP GROWTH	893,863.	893,863.
AMPHENOL CORP	10,556.	10,556.
GULFMARK OFFSHORE INC.	0.	0.
HOSPIRA INC.	0.	0.
LIONS GATE ENTERTAINMENT CORP.	0.	0.
PRICE T ROWE GROUP INC.	8,067.	8,067.
RANGE RESOURCES CORP.	0.	0.
NEWS CORP CL A	0.	0.
THERMO FISHER SCIENTIFIC, INC.	0.	0.
LIBERTY MEDIA HOLD-CAP SER A	0.	0.
MASTERCARD INC. CLASS A	0.	0.
PALADIN RESOURCES LIMITED	0.	0.
ABBOTT LABS, INC	0.	0.
AEGEAN MARINE PETROLEUM NETW	0.	0.
INGERSOLL-RAND CO-CL A	0.	0.
SALESFORCE, COM INC.	33,660.	33,660.
LKQ CORP	0.	0.
JUNIPER NETWORKS	0.	0.
ANSYS INC COM	11,716.	11,716.
DISCOVERY COMMUNICATIONS-A	0.	0.
DISCOVERY COMMUNICATIONS-C	0.	0.
EASTMAN KODAK COMPANY COM	0.	0.
HUNT (JB) TRANSPORT SVCS INC	0.	0.
URBAN OUTFITTERS INC	0.	0.
BUFFALO WILD WINGS INC	0.	0.
NEUSTAR INC - CL A	0.	0.
WARNACO GROUP INC	11,014.	11,014.
CUMMINS INC	24,752.	24,752.
FREEPORT-MCMORAN COPPER & GOLD INC CL B	0.	0.
INTUITIVE SURGICAL INC	0.	0.
KROGER CO	0.	0.
LABORATORY CORP OF AMERICA HOLDINGS	0.	0.
LOCKHEED MARTIN CORP	0.	0.
RALCORP HOLDINGS INC.	0.	0.
TIFFANY & CO.	0.	0.
WMS INDS INC	0.	0.
AMERICAN TOWER	0.	0.
BROADCOM CORPORATION- CL A	0.	0.
DIRECT TV CLASS A	0.	0.
DISCOVER FINANCIAL SERVICES LLC	0.	0.
ALEXION PHARMACEUTICALS INC	26,179.	26,179.

ATHENA HEALTH INC	0.	0.
EQUINIX INC	0.	0.
FIDELITY NATIONAL INFORMATION SERVICES INC	0.	0.
GUESS? INC	0.	0.
IAC/INTERACTIVE CORP	0.	0.
JABIL CIRCUITS INC.	0.	0.
PRICELINE.COM INC	0.	0.
ROYAL CARIBBEAN CRUISES LTD	36,425.	36,425.
SYBASE INC	0.	0.
TEMPUR-PEDIC INTERNATIONAL	41,061.	41,061.
VARIAN SEMICONDUCTOR EQUIP	0.	0.
VITAMIN SHOPPE INC.	28,594.	28,594.
WADDELL & REED FINANCIAL-A	0.	0.
WARNER CHILCOTT PLC-CLASS A	0.	0.
WHIRLPOOL CORP	0.	0.
ALASKA COMM SYSTEMS CORP	0.	0.
ASSURED GUARANTY LTD	0.	0.
ATHEROS COMMUNICATIONS	0.	0.
AUXILIUM PHARMACEUTICALS INC	0.	0.
HMS HOLDING CORP	4,858.	4,858.
J CREW GROUP	0.	0.
PETROHAWK ENERGY CORP	0.	0.
UMPQUA HOLDINGS CORP	0.	0.
VISTAPRINT NV	0.	0.
WASHINGTON FEDERAL INC.	0.	0.
HEDGE FUNDS	772,924.	772,924.
SANDERSON INVESTMENTS	1,517,523.	1,517,523.
CITRIX SYSTEMS INC	20,523.	20,523.
EXELON CORP	38,684.	38,684.
NETAPP	32,976.	32,976.
SAFEMART STORES INC COM NEW	52,312.	52,312.
STAPLES INC	46,109.	46,109.
WESTERN UNION	66,202.	66,202.
CA INC	61,931.	61,931.
DECKERS OUTDOOR CORP	41,863.	41,863.
DEVON ENERGY CORP	48,441.	48,441.
AGCO CORP COM	29,129.	29,129.
ALERE INC	75,506.	75,506.
BE AEROSPACE INC	10,183.	10,183.
BRUNSWICK CORP	42,165.	42,165.
CF INDUSTRIES HOLDINGS INC	37,166.	37,166.
CHIPOTLE MEXICAN GRILL CL A	7,443.	7,443.
EDWARDS LIFESCIENCES CORP	11,722.	11,722.
F5 NETWORKS INC	32,540.	32,540.
FIDELITY NATIONAL FINL INC NEW	47,387.	47,387.
KINDER MORGAN MANAGEMENT LLC	56,982.	56,982.
LULULEMON ATHLETICA INC	22,236.	22,236.
SCRIPPS NETWORKS INTERNATIONAL CL A	32,344.	32,344.
SILGAN HOLDINGS INC	57,045.	57,045.
SUNOCO INC	67,439.	67,439.
TEMPLE-INLAND INC	59,557.	59,557.
TENNECO INC	27,783.	27,783.
TEREX CORP	22,504.	22,504.
VALEANT PHARMACEUTICALS INTL	8,204.	8,204.

VERIFONE HOLDINGS INC COM	20,244.	20,244.
ACME PACKET INC	39,870.	39,870.
ADTRAN INC	17,200.	17,200.
ANCESTRY.COM INC	29,028.	29,028.
ARUBA NETWORKS INC	15,138.	15,138.
CHARMING SHOPPES, INC.	41,805.	41,805.
CIBER INC	35,315.	35,315.
CLEAN HARBORS, INC.	10,510.	10,510.
CONCUR TECHNOLOGIES INC	24,667.	24,667.
DTS INC	51,699.	51,699.
ENDEAVOUR INTERNATIONAL CORP	41,014.	41,014.
FORTINET INC	25,880.	25,880.
FOSSIL INC.	10,572.	10,572.
IMAX CORP	49,824.	49,824.
INCYTE CORP	20,700.	20,700.
LIFE TIME FITNESS INC	13,322.	13,322.
LIFEPOINT HOSPITALS INC	52,222.	52,222.
LUFKIN INDUSTRIES INC	31,195.	31,195.
NORTHSTAR REALTY FINANCE CORP	41,781.	41,781.
OPENTABLE INC	33,478.	33,478.
SALIX PHARMACEUTICALS LTD	36,159.	36,159.
SUCCESSFACTORS, INC	32,580.	32,580.
TALBOTS INC	55,116.	55,116.
TERADATE CORP DEL COM STK	29,841.	29,841.
TUPPERWARE BRANDS CORP	69,360.	69,360.
UNITED RENTALS INC	42,656.	42,656.
UNIVERSAL TECHNICAL INSTITUTE, INC	7,333.	7,333.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,217,105.	6,217,105.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HARBOR HIGH YIELD	988,733.	988,733.
NATIXIA LOOMIS SAY C/P BND-Y	1,844,680.	1,844,680.
WESTERN ASSET CORE BD PORT-I	1,607,055.	1,607,055.
COLCHESTER GLOBAL BOND	1,607,970.	1,607,970.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,048,438.	6,048,438.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PIMCO STOCK PLUS LP	FMV	3,592,498.	3,592,498.
MOUNT LUCAS MLM INDEX FUND	FMV	581,088.	581,088.
FEDERAL STREET OFFSHORE FUND	FMV	0.	0.
AXIOM INTERNATIONAL EQUITY FUND	FMV	2,223,448.	2,223,448.
PIMCO COMMODITY REAL RETURN FUND	FMV	571,898.	571,898.
DISTRESSED COMPANIES FUND	FMV	674,212.	674,212.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,643,144.	7,643,144.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
VISUAL BOARD	1,217.	1,217.	0.
CONFERENCE TABLE	5,908.	5,908.	0.
14 CHAIRS	6,981.	6,981.	0.
STICKLEY FURNITURE	9,705.	9,705.	0.
COMPUTER SYSTEM	12,980.	12,979.	1.
COMPUTERS	2,500.	2,500.	0.
5 LATERAL FILES	3,370.	3,369.	1.
STICKLEY FURNITURE	2,000.	2,000.	0.
HURBSON CHAIR	100.	99.	1.
COMPUTERS	8,738.	8,738.	0.
STICKLEY FURNITURE	6,883.	6,882.	1.
STICKLEY FURNITURE	8,491.	8,491.	0.
SOLVAY GLASS	228.	228.	0.
STICKLEY FURNITURE	593.	593.	0.
HURBSON CHAIR	380.	380.	0.
PHONE SYSTEM	3,906.	3,906.	0.
STICKLEY FURNITURE	3,547.	3,547.	0.
STICKLEY FURNITURE	1,944.	1,944.	0.
SOLVAY GLASS - GLASS TOP	168.	168.	0.
SOLVAY GLASS - CONF TABLE	471.	471.	0.
LAPTOP COMPUTER	2,376.	2,376.	0.
COMPUTER - DELL PC	1,057.	1,057.	0.
KITCHEN CABINETS/PLUMBING	4,800.	4,762.	38.
DELL SERVER, BACKUP	4,896.	4,896.	0.
DELL DESKTOP	1,250.	1,250.	0.
INSPIRON LAPTOP	2,150.	2,150.	0.
COMPUTER HARDWARE NETWORKING	547.	546.	1.
STEVENS BRIAN	1,510.	1,510.	0.
STEVENS JOANNE	1,999.	1,999.	0.
STEVENS DEPOSIT ON CONFERENCE TABLE	9,268.	9,270.	-2.

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15-0572881

XP UPGRADE	1,735.	1,735.	0.
XP UPGRADE SERVER SETUP, PC, LAPTOP	2,125.	2,125.	0.
STEVENS RECEPTION FURNITURE, CONFERENCE TABLE, ETC	12,486.	11,892.	594.
MICROEDGE	12,312.	12,312.	0.
TOTAL TO FM 990-PF, PART II, LN 14	138,621.	137,986.	635.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER CURRENT ASSETS	11,031.	0.	0.
PREPAID EXPENSES	6,721.	0.	0.
PREPAID EXCISE TAXES	6,874.	3,359.	3,359.
INVESTMENT TRANSACTION RECEIVABLE	0.	700,000.	700,000.
TO FORM 990-PF, PART II, LINE 15	24,626.	703,359.	703,359.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX	22,668.	35,224.
TOTAL TO FORM 990-PF, PART II, LINE 22	22,668.	35,224.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE	
			BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD S. GREEN 5043 EAST LAKE ROAD CAZENOVIA, NY 13035	TRUSTEE 2.00	0.	0.	0.
LAURENCE G. BOUSQUET ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
DORIS D. DANCHI 7001 LEHMAN STREET CLAY, NY 13041	TREASURER 4.00	0.	0.	0.
BILLY HARPER 306 HOLMES STREET SYRACUSE, NY 13210	VICE PRESIDENT 4.00	0.	0.	0.
BENJAMIN WALSH 203 CITY HALL SYRACUSE, NY 13202	SECRETARY 4.00	0.	0.	0.
MINISTER MARK D. MUHAMMAD 313 WADSWORTH STREET SYRACUSE, NY 13208	TRUSTEE 2.00	0.	0.	0.
SHARON C. NORTHRUP 141 MARVELLE ROAD FAYETTEVILLE, NY 13066	TRUSTEE 2.00	0.	0.	0.
KATHY O'CONNELL 170 INTREPID LANE SYRACUSE, NY 13205	TRUSTEE 2.00	0.	0.	0.
JACK H. WEBB 120 MADISON, 18TH FLOOR SYRACUSE, NY 13202	TREASURER 2.00	0.	0.	0.
M. CATHERINE RICHARDSON ONE LINCOLN CENTER SYRACUSE, NY 13202	PRESIDENT 4.00	0.	0.	0.
MARITZA ALVARADO, M.D. 105 STRATHMORE DRIVE SYRACUSE, NY 13207	TRUSTEE 2.00	0.	0.	0.

NANCY J. BELLOW 103 RICH HALL OSWEGO, NY 13126	TRUSTEE 2.00	0.	0.	0.
AMANDA LARSON 447 KINSLEY STREET SHERRILL, NY 13461	TRUSTEE 2.00	0.	0.	0.
MICHAEL J. CONNOR CLINTON SQUARE, PO BOX 4915 SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 15

ACTIVITY ONE

NEIGHBORHOOD INITIATIVES - INITIATE RESIDENT ENGAGEMENT, PARTICIPATE IN SPECIFIC PROJECTS AND DEVELOP NEIGHBORHOOD CAPACITY IN THE POOREST INNER CITY SECTIONS OF SYRACUSE'S WEST AND SOUTHSIDE COMMUNITIES. ACCOMPLISHMENTS INCLUDE MONTHLY MEETINGS, FOOD CO-OP, CONCERTS, MOBILE MARKET, ONONDAGA EARTH CORP, ART MAGAZINE, COMMUNITY GRANTMAKING, SENIOR LUNCH PROGRAMS, HOLIDAY PARTIES AND A MAYORAL DEBATE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

401,923.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 16

ACTIVITY TWO

ADVANS PROGRAM - ADVANCING AND DEVELOPING THE ASSETS AND VALUE OF NONPROFITS IN SYRACUSE IS A CAPACITY BUILDING INITIATIVE DESIGNED TO STRENGTHEN AND DEVELOP AREA NONPROFITS. 9 NONPROFITS ORGANIZATIONS SERVED.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

328,203.

FORM 990-PF SUMMARY OF PROGRAM-RELATED INVESTMENTS STATEMENT 17

DESCRIPTION

CNY BOUNTY RECEIVED A LOAN TO COVER CASH FLOW NEEDS TO PAY LOCAL FARMERS WITHIN 30 DAYS FOR THEIR PARTICIPATION IN THE FOOD PROGRAM PARTNERSHIP. THE INTEREST RATE IS PRIME MINUS 1% AND WILL BE REPAID IN 5 YEARS.

	AMOUNT
TO FORM 990-PF, PART IX-B, LINE 1	10,000.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
MATILDA JOSLYN GAGE FOUNDATION	CAPITAL CAMPAIGN	EXEMPT	25,000.
ROSAMOND GIFFORD ZOO	E-COMMERCE SOLUTION-WEBSITE POS	EXEMPT	15,000.
ADVANS 2	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	25,707.
ADVANS - LEAD CONSULTANT	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	43,530.
ARC OF ONONDAGA	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	40,925.

BALTIMORE WOODS CENTER FOR NATURE EDUCATION	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	27,250.
CAZENOVIA AREA COMMUNITY DEVELOPMENT	GAP FUNDING	EXEMPT	5,000.
CUBSCOUT PACK 166	ANNUAL BANQUET	EXEMPT	1,500.
CULTURAL RESOURCES COUNCIL	2009 GRANT #2020 RESCINDED	EXEMPT	-1,000.
DUNBAR ASSOCIATION	START ENDOWMWT FUND	EXEMPT	5,000.
GRANT MAKERS FORUM OF NY	SPONSOR ESSENTIAL SKILLS CONFERENCE	EXEMPT	3,000.
HOLIDAY GRANTS	GRANTS TO EXEMPT ORGANIZATIONS AS A HOLIDAY GIFT	EXEMPT	7,000.
HUNTINGTON FAMILY CENTER	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	70,448.
LA LIGA SPANISH ACTION LEAGUE	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	62,943.
LITERACY VOLUNTEERS	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	57,400.

NEIGHBORHOOD INITIATIVE	SUPPORT TO THE COMMUNITY FOR VARIOUS PROGRAMS AND EV	EXEMPT	401,923.
ONEIDA HEALTHCARE CENTER	CAPITAL CAMPAIGN	EXEMPT	25,000.
ONONDAGA HISTORICAL ASSOC.	FIRE SUPPRESSION SYSTEM	EXEMPT	15,000.
SARAH HOUSE	TECHNOLOGY UPGRADE	EXEMPT	4,180.
SAGE/UPSTATE	CREATIVE ARTS PROGRAM	EXEMPT	7,000.
SYRACUSE UNIVERSITY	CAPITAL EXPENDITURES - WAREHOUSE COMM CLASSROOM & AR	EXEMPT	50,000.
VARIOUS SUPPORTING ORGANIZATIONS - GRANTS 1,500 AND UNDER	VARIOUS OPERATING NEEDS	EXEMPT	12,417.
FAITH HOPE COMMUNITY CENTER	GENERAL OPERATING SUPPORT	EXEMPT	5,000.
HOPE FOR BEREAVED	FACILITATED LIFECYCLE	EXEMPT	1,875.
SYR. COOP. FEDERAL CREDIT UNION	START UP , NY MATCH SAVINGS	EXEMPT	35,000.

EASTERN FARM WORKERS ASSOC.	BUILDING RENOVATIONS	EXEMPT	10,000.
MADISON COUNTY	AGRICULTURAL DEVELOPMENT PROGRAM	EXEMPT	31,000.
HOME AIDES OF CNY	AUTOMATION OF CLIENT RECORD KEEPING	EXEMPT	20,000.
JEWISH COMMUNITY CENTER	TECHNOLOGY PROJECT	EXEMPT	15,000.
IDEAS COLLABORATIVE	AUDIENCE DEVELOPMENT INITIATIVE	EXEMPT	251.
MEDIA UNIT	TECHNOLOGY UPDATE	EXEMPT	12,500.
JIM MARSHALL FARMS FOUNDATION	ORGANIZATION INITIATIVE	EXEMPT	9,600.
ALCHEMICAL NURSERY	QUINTA ESSENTIAL FISCAL SPONSOR	EXEMPT	8,600.
PLANNED PARENTHOOD	REAL LIFE, REAL TALK	EXEMPT	25,000.
CNY SOCIETY FOR PREVENTION OF CRUELTY TO ANIMALS	VET CLINIC EQUIPMENT	EXEMPT	15,000.

FAIR HOUSING COUNCIL OF CNY	BOARD ASSESSMENT	EXEMPT	3,000.
BOYS & GIRLS CLUB	BIDDY BASKETBALL PROGRAM	EXEMPT	2,500.
WOMEN TRANSCENDING BOUNDARIES	ACTS OF KINDNESS WEEKEND	EXEMPT	3,102.
CONSORTIUM FOR CHILDREN SERVICES	TECHNOLOGY UPDATE	EXEMPT	5,000.
TECH GARDEN	2010 SYRACUSE STUDENT SANDBOX PROGRAM	EXEMPT	10,000.
FOWLER HIGH SCHOOL	DECA-SPONSOR MARKETING STUDENTS IN NY	EXEMPT	2,000.
SYRACUSE UNIVERSITY PRESS	PUBLISH DAVID TATHAMS BOOKS	EXEMPT	3,000.
FOCUS	FIRST ANNUAL WISDOM KEEPER AWARD	EXEMPT	2,500.
STONE CANOE/SU	2 PRIZES SCSD STUDENTS-WRITING AND ART	EXEMPT	2,000.
DEAF ADVOCACY COUNCIL	DOCUMENTARY SCREENING AND WORKSHOP SUPPORT	EXEMPT	5,000.

ONEIDA COMMUNITY MANSION HOUSE	MATCHING GRANT THROUGH 2/17	EXEMPT	9,990.
GR BARNES FOUNDATION	DANCING WITH THE STARS SPONSORSHIP	EXEMPT	5,000.
CATHOLIC CHARITIES	ODYSSEY CONSULTING 5/09-7/09	EXEMPT	3,281.
AMERICAN INDIAN INSTITUTE	SUPPORT IROQUOIS LACROSSE TRIP	EXEMPT	10,000.
ONONDAGA HISTORICAL ASSOC.	WAMPUM BELT CASE	EXEMPT	2,000.
ZEN CENTER	SUPPORT	EXEMPT	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>1,166,422.</u>

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 19

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ARC OF ONONDAGA	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	5,200.
ADVANS 2	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	3,363.
IDEAS COLLABORATIVE	AUDIENCE DEVELOPMENT INITIATIVE	EXEMPT	19,749.
ONONDAGA HISTORICAL ASSOC.	WAMPUM BELT CASE	EXEMPT	2,378.
LITERACY VOLUNTEERS	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	8,662.
HUNTINGTON FAMILY CENTER	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	3,100.
LA LIGA SPANISH ACTION LEAGUE	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	-4,097.
ADVANS - LEAD CONSULTANT	BUILDING ORGANIZATIONAL CAPACITY	EXEMPT	1,960.

THE ROSAMOND GIFFORD CHARITABLE CORPORAT

15-0572881

BALTIMORE WOODS CENTER FOR
NATURE EDUCATION

BUILDING
ORGANIZATIONAL
CAPACITY

EXEMPT

1,100.

TOTAL TO FORM 990-PF, PART XV, LINE 3B

41,415.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization THE ROSAMOND GIFFORD CHARITABLE CORPORATION	Employer identification number 15-0572881
	Number, street, and room or suite no. If a P.O. box, see instructions. 100 CLINTON SQUARE, 126 N. SALINA STREET, NO. 3RD FL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SYRACUSE, NY 13202	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JOHN LORENCE - 100 CLINTON SQUARE, 126 N. SALINA STREET, 3RD FLOOR - SYRACUSE, NY 13202

• The books are in the care of **STREET, 3RD FLOOR - SYRACUSE, NY 13202**
 Telephone No. **315-474-2489** FAX No.

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**.

5 For calendar year **2010**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION TO FILE AN ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 15,423.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 15,423.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **PRESIDENT** Date

Form CHAR500	Annual Filing for Charitable Organizations New York State Department of Law (Office of the Attorney General) Charities Bureau - Registration Section 120 Broadway New York, NY 10271 http://www.charitiesnys.com	2010
This form used for Article 7-A, EPTL and dual filers (replaces forms CHAR 497, CHAR 010 and CHAR 006)		Open to Public Inspection

1. General Information		
a. For the fiscal year beginning (mm/dd/yyyy) 01/01/2010 and ending (mm/dd/yyyy) 12/31/2010		
b. Check if applicable for NYS: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial filing <input type="checkbox"/> Final filing <input type="checkbox"/> Amended filing <input type="checkbox"/> NY registration pending	c. Name of organization THE ROSAMOND GIFFORD CHARITABLE CORPORATION Number and street (or P.O. box if mail not delivered to street address) Room/suite 100 CLINTON SQUARE, 126 N. SALIN 3RD FL City or town, state or country and ZIP + 4 SYRACUSE, NY 13202	d. Fed. employer ID no. (EIN) 15-0572881 e. NY State registration no. 002250 f. Telephone number 315 474-2489 g. Email

2. Certification - Two Signatures Required			
We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.			
a. President or Authorized Officer	Signature	Printed Name M. CATHERINE RICHARDSON	Title PRESIDENT Date
b. Chief Financial Officer or Treas.	Signature	Printed Name JACK H. WEBB	Title TREASURER Date

3. Annual Report Exemption Information	
a. Article 7-A annual report exemption (Article 7-A registrants and dual registrants) Check <input type="checkbox"/> if total contributions from NY State (including residents, foundations, corporations, government agencies, etc.) did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during this fiscal year. NOTE: An organization may claim this exemption if no PFR or FRC was used and either: 1) it received an allocation from a federated fund, United Way or incorporated community appeal and contributions from other sources did not exceed \$25,000 or 2) it received all or substantially all of its contributions from one government agency to which it submitted an annual report similar to that required by Article 7-A.	
b. EPTL annual report exemption (EPTL registrants and dual registrants) Check <input type="checkbox"/> if gross receipts did not exceed \$25,000 and assets (market value) did not exceed \$25,000 at any time during this fiscal year.	
For EPTL or Article 7-A registrants claiming the annual report exemption under the one law under which they are registered and for dual registrants claiming the annual report exemptions under both laws, simply complete part 1 (General Information), part 2 (Certification) and part 3 (Annual Report Exemption Information) above. Do not submit a fee, do not complete the following schedules and do not submit any attachments to this form.	

4. Article 7-A Schedules	
If you did not check the Article 7-A annual report exemption above, complete the following for this fiscal year:	
a. Did the organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? ... <input type="checkbox"/> Yes* <input checked="" type="checkbox"/> No * If "Yes", complete Schedule 4a.	
b. Did the organization receive government contributions (grants)? <input type="checkbox"/> Yes* <input checked="" type="checkbox"/> No * If "Yes", complete Schedule 4b.	

5. Fee Submitted: See last page for summary of fee requirements.	
Indicate the filing fee(s) you are submitting along with this form:	
a. Article 7-A filing fee \$ <u>25.</u>	Submit only one check or money order for the total fee, payable to "NYS Department of Law"
b. EPTL filing fee \$ <u>750.</u>	
c. Total fee \$ <u>775.</u>	

6. Attachments - For organizations that are not claiming annual report exemptions under both laws, see last page for required attachments ▶▶▶

THE ROSAMOND GIFFORD CHARITABLE CORPORATION

5. Fee Instructions

The filing fee depends on the organization's Registration Type. For details on Registration Type and filing fees, see the Instructions for Form CHAR500.

Organization's Registration Type Fee Instructions

- **Article 7-A** Calculate the Article 7-A filing fee using the table in **part a** below. The EPTL filing fee is \$0.
- **EPTL** Calculate the EPTL filing fee using the table in **part b** below. The Article 7-A filing fee is \$0.
- **Dual** Calculate both the Article 7-A and EPTL filing fees using the tables in **parts a and b** below. Add the Article 7-A and EPTL filing fees together to calculate the total fee. Submit a single check or money order for the total fee.

a) Article 7-A filing fee

Total Support & Revenue	Article 7-A Fee
more than \$250,000	\$25
up to \$250,000 *	\$10

* Any organization that contracted with or used the services of a professional fund raiser (PFR) or fund raising counsel (FRC) during the reporting period must pay an Article 7-A filing fee of \$25, regardless of total support and revenue.

b) EPTL filing fee

Net Worth at End of Year	EPTL Fee
Less than \$50,000	\$25
\$50,000 or more, but less than \$250,000	\$50
\$250,000 or more, but less than \$1,000,000	\$100
\$1,000,000 or more, but less than \$10,000,000	\$250
\$10,000,000 or more, but less than \$50,000,000	\$750
\$50,000,000 or more	\$1500

6. Attachments - Document Attachment Check-List

Check the boxes for the documents you are attaching.

For All Filers

Filing Fee

Single check or money order payable to "NYS Department of Law"

Copies of Internal Revenue Service Forms

<input type="checkbox"/> IRS Form 990	<input type="checkbox"/> IRS Form 990-EZ	<input checked="" type="checkbox"/> IRS Form 990-PF
<input type="checkbox"/> All required schedules (including Schedule B)	<input type="checkbox"/> All required schedules (including Schedule B)	<input checked="" type="checkbox"/> All required schedules (including Schedule B)
<input type="checkbox"/> IRS Form 990-T	<input type="checkbox"/> IRS Form 990-T	<input type="checkbox"/> IRS Form 990-T

Additional Article 7-A Document Attachment Requirement

Independent Accountant's Report

Audit Report (total support & revenue more than \$250,000)

Review Report (total support & revenue \$100,001 to \$250,000)

No Accountant's Report Required (total support & revenue not more than \$100,000)