Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, 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

Use the IRS label. Otherwise, print or type See Specific Instructions

Name of foundation: THE BURROWS LITTLE FALLS FOUNDATION

A Employer identification number: 22-3059155

Number and street (or P O box number if mail is not delivered to street address): 501 WEST MAIN STREET

Room/suite:

B Telephone number: 315-823-2300

City or town, state, and ZIP code: LITTLE FALLS, NY 13365

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,917,481.

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	185,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	243.	231.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	557,541.			
	b Gross sales price for all assets on line 6a 1,103,528.				
	7 Capital gain net income (from Part IV line 2)		557,541.		
	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	742,784.	557,772.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	29.	0.		29.
	b Accounting fees STMT 3	4,415.	3,311.		1,104.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	11,341.	0.		260.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	2,507.	2,507.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	18,292.	5,818.		1,393.
	25 Contributions, gifts, grants paid	178,723.			178,723.
	26 Total expenses and disbursements. Add lines 24 and 25	197,015.	5,818.		180,116.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	545,769.			
	b Net investment income (if negative, enter -0-)		551,954.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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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	112,890.	40,094.	40,094.
	2 Savings and temporary cash investments	15,965.	1,179,699.	1,179,699.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 12,500.			
	Less allowance for doubtful accounts ▶	12,500.	12,500.	12,500.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,515.	0.	0.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 6	617,625.	53,938.	53,938.
	c Investments - corporate bonds			
	11 Investments - land buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	631,775.	1,631,250.	1,631,250.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,393,270.	2,917,481.	2,917,481.
Liabilities	17 Accounts payable and accrued expenses	5,000.	8,466.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	5,000.	8,466.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,388,270.	2,909,015.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] 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**	1,388,270.	2,909,015.	
	31 **Total liabilities and net assets/fund balances**	1,393,270.	2,917,481.	

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	1,388,270.
2	Enter amount from Part I, line 27a	2	545,769.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	974,976.
4	Add lines 1, 2, and 3	4	2,909,015.
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	2,909,015.

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	SPDR GOLD SHARES - 10100 SHARES	P	VARIOUS	VARIOUS
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	1,103,528.		545,987.	557,541.
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				557,541.
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	557,541.
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))
2008	105,807.	1,011,587.	.104595
2007	92,095.	872,618.	.105539
2006	196,501.	1,388,208.	.141550
2005	178,544.	1,341,774.	.133066
2004	159,368.	1,343,484.	.118623

2	**Total** of line 1, column (d)	2	.603373
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	.120675
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,713,782.
5	Multiply line 4 by line 3	5	327,486.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,520.
7	Add lines 5 and 6	7	333,006.
8	Enter qualifying distributions from Part XII, line 4	8	180,116.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	11,039.
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	11,039.
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	11,039.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 2,573.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	2,573.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	8,466.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 8	10	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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CAROLYN ZAKLUKIEWICZ Telephone no ▶ 315-823-2300

Located at ▶ 501 WEST MAIN STREET, LITTLE FALLS, NY ZIP+4 ▶ 13365

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

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

			Yes	No
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b		
	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 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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)?	N/A		5b	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
	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?	N/A		7b	

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

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

(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
R. W. BURROWS 501 WEST MAIN STREET LITTLE FALLS, NY 13365	TRUSTEE 0.00	0.	0.	0.
MARGARET GOLDMAN 501 WEST MAIN STREET LITTLE FALLS, NY 13365	TRUSTEE 0.00	0.	0.	0.
MARCIA BURROWS 501 WEST MAIN STREET LITTLE FALLS, NY 13365	TRUSTEE 0.00	0.	0.	0.
CAROLYN ZAKLUKIEWICZ 501 WEST MAIN STREET LITTLE FALLS, NY 13365	TRUSTEE 0.00	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
NONE				

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

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

3 Five highest-paid independent contractors for professional services. 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 N/A	
2	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	932,665.
b	Average of monthly cash balances	1b	178,694.
c	Fair market value of all other assets	1c	1,643,750.
d	**Total** (add lines 1a, b, and c)	1d	2,755,109.
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	2,755,109.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,327.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,713,782.
6	**Minimum investment return**. Enter 5% of line 5	6	135,689.

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	135,689.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,039.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,039.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	124,650.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	124,650.
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	124,650.

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	180,116.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	180,116.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	180,116.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				124,650.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 95,455.				
b From 2005 111,588.				
c From 2006 195,098.				
d From 2007 48,483.				
e From 2008 55,251.				
f Total of lines 3a through e	505,875.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 180,116.				
a Applied to 2008, 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 2009 distributable amount				124,650.
e Remaining amount distributed out of corpus	55,466.			
5 Excess distributions carryover applied to 2009 (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	561,341.			
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 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7	95,455.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	465,886.			
10 Analysis of line 9				
a Excess from 2005 111,588.				
b Excess from 2006 195,098.				
c Excess from 2007 48,483.				
d Excess from 2008 55,251.				
e Excess from 2009 55,466.				

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 2009, 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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

CAROLYN ZAKLUKIEWICZ, 315-823-2300
501 WEST MAIN STREET, LITTLE FALLS, NY 13365

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

REASONABLE MANNER & LEGIBLE

c Any submission deadlines

NO DEADLINES

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE ATTACHED				178,723.
Total			▶ 3a	178,723.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	243.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	557,541.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		557,784.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 557,784.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Carolyn R. Zahlukiewicz — Signature of officer or trustee — 5/12/2010 Date — TRUSTEE Title

Paid Preparer's Use Only

Preparer's signature: Richard J. Maxwell, CPA — Date 5/11/10 — Check if self-employed ☐ — Preparer's identifying number P00544001

Firm's name (or yours if self-employed), address and ZIP code: DANNIBLE & MCKEE, LLP, 221 SOUTH WARREN ST., SYRACUSE, NY 13202 — EIN — Phone no 315-472-9127

Form **990-PF** (2009)

RECEIVED MAY 19 2010 OGDEN, UT IRS-OSC 3098

923622 02-02-10

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.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
THE BURROWS LITTLE FALLS FOUNDATION	22-3059155

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, 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 its Form 990, or check the box on line H of its Form 990-EZ, 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)

Name of organization: THE BURROWS LITTLE FALLS FOUNDATION

Employer identification number: 22-3059155

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BURROWS PAPER CORPORATION 501 WEST MAIN STREET LITTLE FALLS, NY 13365	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	R.W. BURROWS 501 WEST MAIN STREET LITTLE FALLS, NY 13365	$ 35,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

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

SOURCE	AMOUNT
FIDELITY (TAX EXEMPT INTEREST)	12.
M & T BANK	206.
MOORS & CABOT	25.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	243.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	29.	0.		29.
TO FM 990-PF, PG 1, LN 16A	29.	0.		29.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,415.	3,311.		1,104.
TO FORM 990-PF, PG 1, LN 16B	4,415.	3,311.		1,104.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES & TAXES	11,341.	0.		260.
TO FORM 990-PF, PG 1, LN 18	11,341.	0.		260.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	2,507.	2,507.		0.
TO FORM 990-PF, PG 1, LN 23	2,507.	2,507.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALEXCO RESOURCE CORP	2,632.	2,632.
ALMADEN MINERALS LTD	1,680.	1,680.
ATNA RES LTD COM	1,829.	1,829.
AUEX VENTURES INC	5,292.	5,292.
CAPSTONE MNG CORP	2,938.	2,938.
COLUMBUS GOLD CORP COM	748.	748.
EAGLE PLAINS RES LTD COM	790.	790.
FORTRESS MINERALS CORP	1,217.	1,217.
FORTUNA MINES INC	3,005.	3,005.
FULL METAL MINERALS	362.	362.
IMPACT SILVER CORP	2,790.	2,790.
MINCO SILVER CORP COM	3,176.	3,176.
VERMONT PURE HOLDING S LTD	24,000.	24,000.
VIRGINIA MINES INC COM	3,479.	3,479.
TOTAL TO FORM 990-PF, PART II, LINE 10B	53,938.	53,938.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLD EAGLE COINS	FMV	1,631,250.	1,631,250.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,631,250.	1,631,250.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 8
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
BURROWS PAPER CORPORATION	501 WEST MAIN STREET LITTLE FALLS, NY 13365
R.W. BURROWS	501 WEST MAIN STREET LITTLE FALLS, NY 13365

Burrows Little Falls Foundation
EIN: 22 - 3059155
Attachment to Form 990-PF, Part XV
For the Year Ended December 31, 2009

Recipient	Address		Purpose of Contribution	Amount
Annual Children's Christmas Benefit Fund	PO Box 11	New York Mills, NY 13417	2008 Breakfast	$ 250 00
Berkshire School	245 North Under Mountain Road	Sheffield, MA 01257	Ralph Burrows Scholarship Fund	10,000 00
Boys Scouts of America	1401 Genesee Street	Utica, NY 13501	2009 Donation	1,000 00
Brownie Troop 6502	PO Box 469	Pine Ridge, SD 57770	2009 Donation	500 00
Christmas for Children Program	41 North Main Street	Dolgeville, NY 13329	2009 Donation	250 00
Cincinnati Assoc Blind & Visually Impaired	2045 Gilbert Avenue	Cincinnati, OH 45202	2009 Donation	500 00
CNY Community Arts Council	261 Genesee Street	Utica NY 13501	2009 Contribution	1,000 00
Community Chest IC	15 Jackson Street	Little Falls, NY 13365	2009 Contribution	2,000 00
Daisy Troop #495	c/o Michelle Deutschman	Mohawk NY, 13407	Donation	300 00
Denicola's Easy Living	20 North Fourth Avenue	Ilion, NY 13357	Memorial Herbert E Welden, II	200 00
Edward Przydatek	501 West Main Street	Little Falls, NY 13366	Unrelated Individual - Healthcare Assistance	5,000 00
ESF College Foundation	1 Forestry Drive	Syracuse, NY 13210-2778	2009 Annual Contribution	1,000 00
Foothills Girl Scout Council	5 Elinwood Court	New Hartford, NY 13413	2009 Contribution	500 00
Bassett Healthcare	1 Atwell Road	Cooperstown, NY 13326-9980	2009 Donation	5,000 00
HARC	333 S Main Street	Herkimer, NY 13350	2009 Donation	500 00
Heifer Project International	PO Box 8058	Little Rock, AR 72203	2009 Contribution	1,000 00
Heritage College	3240 Ford Road	Toppenish, WA 98948	Steve Altmayer on Board	500 00
Herkimer BOCES Dollars for Scholars	352 Gross Boulevard	Herkimer, NY 13350	2009 Contribution	250 00
Herkimer County Historical Society	400 North Main Street	Herkimer NY 13350	Annual Contribution 2009	100 00
Hospice of Knox County	17700 Coshocton, Road	Mount Vernon, OH 43050	Memorial Contribution - Richard Cly	250 00
Ilion Basketball Boosters	34 N 4th Avenue	Ilion, NY 13357	Donation	100 00
Ilion Drama Club	One Golden Bomber Drive	Ilion, NY 13357	2009 Production	100 00
J S Koster Hose Co , Inc	PO Box 652	Port Leyden, NY 13433	2009 Contribution	250 00
Lewis County Hospital Foundation, Inc	7785 North State Street	Lowville, NY 13367	Capital Campaign	500 00
Little Falls Beautification Committee	46 Sherman Drive	Little Falls, NY 13365	2009 Contribution	100 00
Little Falls Canal Celebration	15 Jackson Street	Little Falls NY 13365	Canal Days	200 00
Little Falls Civic Club	Adirondack Bank 500 E Main St	Little Falls, NY 13365	2009 Scholarship	100 00
Little Falls Community Outreach, Inc	16 Jackson Street	Little Falls, NY 13365	2008 Contribution	15,000 00
Little Falls High School Drama Club	1 High School Road	Little Falls, NY 13365	2009 Spring Production	100 00
Little Falls Hospital	140 Burwell Street	Little Falls, NY 13365	Contribution	10,000 00
Little Falls Little League	63 Woodside Avenue	Little Falls, NY 13366	2009 Contribution/ Softball Dugouts	700 00
Little Falls Youth Football	18 West Gansevoort Street	Little Falls, NY 13365	2009 Donation	200 00
Lyons Falls Fire Department	PO Box 520	Lyons Falls, NY 13368	2009 Donation	250 00
Manlius Pebble Hill School	5300 Jamesville Road	DeWitt, NY 13214-2499	GAB Scholarship	57,751 00
Manlius Pebble Hill School	5301 Jamesville Road	DeWitt, NY 13214-2500	Room Rebuild	23,317 00
Margaret Reaney Memorial Library	19 Kingsbury Avenue	St Johnsville, NY 13452	Memorial Lila T George	200 00
Mohawk Valley Center of the Arts	401 S Ann Street	Little Falls, NY 13365	2009 Contribution	500 00
Mohawk Valley Choral Society	PO Box 46	Little Falls, NY 13366	2009 Contribution	1,500 00
Mohawk Valley Edge	153 Brooks Road	Rome, NY 13441-4105	2009 Donation	250 00
Northfield Mount Hermon School	206 Main Street	Northfield MA 01360-1089	2009 Contribution	1,000 00
On Point for College, Inc	1654 West Onondaga Street	Syracuse, NY 13204	2009 Donation	250 00
S & S Volunteer Ambulance Service, Inc	75 N Helmer Avenue	Dolgeville, NY 13329	Installation Emergency Phones	200 00

Burrows Little Falls Foundation
EIN: 22 - 3059155
Attachment to Form 990-PF, Part XV
For the Year Ended December 31, 2009

Recipient	Address		Purpose of Contribution	Amount
Saint Francis Home for Lakota Children	PO Box 122	Manderson, SD 57756	Aug, Sept, Oct, Nov, Dec contributions	4,000 00
SEMC Foundation	2209 Genesee Street	Utica, NY 13501	2009 Donation	2,500 00
Skaneateles Historical Society	28 Hannum Street	Skaneateles, NY 13152	Museum Expansion 2009 donation	5,000 00
Skaneateles Library Association	49 East Genesee Street	Skaneateles, NY 13152	2009 Contribution	500 00
Skaneateles Milfoil Fighters	PO Box 862	Skaneateles, NY 13152	2009 Donation	500 00
State Council on Waterways	PO Box 43	Little Falls, NY 13365	Erie Canal Boat Project	250 00
Stella Maris Retreat & Renewal Center	130 East Genesee Street	Skaneateles, NY 13152-1330	2009 Donation	500 00
SUNY Upstate Medical Center	155 Elizabeth Street, Room 200 CAB	Syracuse, NY 13210-2778	Fall 2009 Tuition	4,505 00
Syracuse Pulp & Paper Foundation/SUNY College of ESF	1 Forestry Drive	Syracuse, NY 13210-2778	2009 Membership	1,000 00
The First Tee of Syracuse	250 South Clinton Street, Suite 202	Syracuse, NY 13202	4 tickets	300 00
The Sicilian Renaissance Institute	Villa Virginia-via Dante, 159	I 90141 - Palermo - Italy	Promote Sicilian Culture	1,000 00
Utica College Annual Fund	1600 Burrstone Road	Utica, NY 13502-4892	2009 Annual Fund	500 00
Valley Health Services	690 West German Street	Herkimer, NY 13350	2009 Donation	100 00
Violet Festival Committee	PO Box 83	Dolgeville, NY 13329	2009 Sponsorship	200 00
Warren County F O P 103	1343 West Street, Route 122	Lebanon, Ohio 45036	Christmas with an Officer Program	300 00
YMCA	15 Jackson Street	Little Falls NY 13365	Annual Contribution 2009	15,000 00
Emmanuel Episcopal Church	400 West Yates Street	East Syracuse NY 13057	Return of Donation	(100 00)
				$ 178,723 00