

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

2008

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

For calendar year **2008**, or tax year beginning **2008**, and ending **20**

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation DORIS DUKE CHARITABLE FOUNDATION Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 650 FIFTH AVENUE, 19TH FLOOR City or town, state, and ZIP code NEW YORK, NY 10019	A Employer identification number 13-7043679 B Telephone number (see page 10 of the instructions) (908) 243-3619 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"/> 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"/>
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) ▶ \$ 1,475,691,610.		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	269,411.	269,411.		
4 Dividends and interest from securities	20,487,292.	20,487,292.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-77,694,284.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	1,421.	-219,344.		STMT 2
12 Total. Add lines 1 through 11	-56,936,160.	20,537,359.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	518,346.			760,727.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STMT 3	153,059.	NONE	NONE	153,059.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) STMT 4	5,901,452.	5,901,452.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)*	1,292,045.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	40,606.			40,624.
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	10,945,951.			10,015,366.
24 Total operating and administrative expenses. Add lines 13 through 23	18,851,459.	5,901,452.	NONE	10,969,776.
25 Contributions, gifts, grants paid	93,200,618.			102,095,376.
26 Total expenses and disbursements. Add lines 24 and 25	112,052,077.	5,901,452.	NONE	113,065,152.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-168,988,237.			
b Net investment income (if negative, enter -0-)		14,635,907.		
c Adjusted net income (if negative, enter -0-)			-0-	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	4,934,650.	1,889,644.	1,889,644.	
	2	Savings and temporary cash investments	7,328,915.	90,279,176.	90,279,176.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable	9,664,116.	3,702,272.	3,702,272.	
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	305,282.	127,813.	127,813.	
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) . STMT 7 .	751,986,761.	234,040,910.	234,040,910.	
	c	Investments - corporate bonds (attach schedule). STMT 8 .	180,498,565.	136,851,081.	136,851,081.	
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 9 .	1,080,884,609.	917,252,786.	917,252,786.		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ STMT 12)	44,230,860.	91,547,928.	91,547,928.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,079,833,758.	1,475,691,610.	1,475,691,610.		
Liabilities	17	Accounts payable and accrued expenses	5,714,527.	992,809.		
	18	Grants payable	75,587,735.	65,749,818.		
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ STMT 13)	47,565,892.	108,122,664.		
23	Total liabilities (add lines 17 through 22)	128,868,154.	174,865,291.			
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	1,950,965,604.	1,300,826,319.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see page 17 of the instructions)	1,950,965,604.	1,300,826,319.			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,079,833,758.	1,475,691,610.			

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	1,950,965,604.
2	Enter amount from Part I, line 27a	2	-168,988,237.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	-481,151,048.
4	Add lines 1, 2, and 3	4	1,300,826,319.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,300,826,319.

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 SEE PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-77,682,011.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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 4940 tax on the distributable amount of any year in the base period? Yes No

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	103,141,851.	1,976,949,571.	0.052172
2006	81,927,408.	1,781,506,487.	0.045988
2005	72,015,616.	1,620,266,506.	0.044447
2004	63,213,603.	1,504,347,963.	0.042021
2003	41,888,824.	1,388,562,822.	0.032882

Part VI Excise Tax based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling 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	146,359.
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	
3 Add lines 1 and 2	3	146,359.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	146,359.
6 Credits/Payments:		
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	2,517,911.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	2,517,911.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	2,371,552.
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 400,000. Refunded <input checked="" type="checkbox"/>	11	1,971,552.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		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. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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? <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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <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)(3)? If "Yes," attach schedule (see page 20 of the 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 ▶ HTTP://WWW.DDCF.ORG

14 The books are in care of ▶ EILEEN OBERLANDER Telephone no. ▶ 908-243-3619
 Located at ▶ 80 ROUTE 206 SOUTH HILLSBOROUGH, NJ ZIP + 4 ▶ 08876-1256

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A
 and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2008? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions.) <input type="checkbox"/>	2b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 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 2008.) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? <input type="checkbox"/>	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)? (see page 22 of the instructions) Yes No

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). SEE STATEMENT 15

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 you answered "Yes" to 6b, also 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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		760,727.	NONE	NONE

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000 Yes No NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 19		951,236.

Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE EXHIBIT 4	399,766.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,765,574,833.
b	Average of monthly cash balances	1b	30,088,649.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,795,663,482.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,795,663,482.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	26,934,952.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,768,728,530.
6	Minimum investment return. Enter 5% of line 5	6	88,436,427.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	88,436,427.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	146,359.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	146,359.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	88,290,068.
4	Recoveries of amounts treated as qualifying distributions	4	108,921.
5	Add lines 3 and 4	5	88,398,989.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	88,398,989.

Part XII Qualifying Distributions (see page 25 of the 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	113,065,152.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	113,065,152.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	146,359.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	112,918,793.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				88,398,989.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			65,413,693.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ <u>113,065,152.</u>				
a Applied to 2007, but not more than line 2a			65,413,693.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				47,651,459.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				40,747,530.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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 2008, 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				(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 20

b The form in which applications should be submitted and information and materials they should include:
SEE EXHIBIT 5

c Any submission deadlines:
SEE EXHIBIT 5

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE EXHIBIT 5

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 <i>Paid during the year</i> SEE EXHIBIT 6				102,095,376.
Total ▶ 3a				102,095,376.
b <i>Approved for future payment</i> SEE EXHIBIT 7				64,442,397.
Total ▶ 3b				64,442,397.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in columns (b) and (d).

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... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

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.

Taxpayer File Copy

Signature of officer or trustee, Date, Title, Preparer's signature, Date 11-4-09, Check if self-employed, Preparer's identifying number P00482451, Firm's name GRANT THORNTON LLP, 2010 CORPORATE RIDGE, SUITE 400, MCLEAN, VA 22102, EIN 36-6055558, Phone no. 703-847-7500

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		97-NTGI S&P 500 ENHA					VAR	VAR
-23702097.		NONE					-23702097.	
		58-WESTPORT ASSET MANAGEMENT					VAR	VAR
4,374,174.		NONE					4,374,174.	
		99-NTGI STRUCTURED SMALL CAP					VAR	VAR
-5055605.		NONE					-5055605.	
		98-NTGI EAFE ENHANCED FUND					VAR	VAR
-38915690.		NONE					-38915690.	
		137-NTGI TRANSITION ACCT					VAR	VAR
-121,082.		NONE					-121,082.	
		61-GMO EMG MARKETS FUND III					VAR	VAR
14182075.		NONE					14182075.	
		37-CAP. INT'L EMG MKTS. GROWTH					VAR	VAR
12682009.		NONE					12682009.	
		36-CAPITAL GUARDIAN GLOBAL E					VAR	VAR
-17003684.		NONE					-17003684.	
		74-AQR ABSOLUTE RTRN OFFSHORE					VAR	VAR
-5767266.		NONE					-5767266.	
		78-BRIDgewater PURE ALPHA FUND					VAR	VAR
6,660,214.		NONE					6,660,214.	
		103-OLD LANE CAYMAN HFF					VAR	VAR
684,569.		NONE					684,569.	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
198,071.		38-CHILTON INT'L LTD CLASS A				VAR	VAR	
		NONE				198,071.		
3,071,454.		45-HIGHLINE CAPITAL INT'L				VAR	VAR	
		NONE				3,071,454.		
4,681,195.		66-NORTH RIVER PARTNERS				VAR	VAR	
		NONE				4,681,195.		
1,486,898.		78-MILLGATE INTERNATIONAL				VAR	VAR	
		NONE				1,486,898.		
-204,883.		122-ATTICUS GLOBAL FUND				VAR	VAR	
		NONE				-204,883.		
2,246,411.		43-HARBOUR VEST IPEP I LP				VAR	VAR	
		NONE				2,246,411.		
443,360.		39-COMMONFUND CAP PE V LP				VAR	VAR	
		NONE				443,360.		
531,898.		40-COMMONFUND CAP VP VI LP				VAR	VAR	
		NONE				531,898.		
163,244.		65-BAIN CAPITAL FUND VIII LP				VAR	VAR	
		NONE				163,244.		
80,610.		68-HEARTWOOD FORESTRY FUND V				VAR	VAR	
		NONE				80,610.		
88,768.		75-OAK HILL CAP PART. II				VAR	VAR	
		NONE				88,768.		

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
154,865.		81-SEQUOIA CAP GROWTH FUND III				VAR	VAR	
		NONE				154,865.		
47,515.		82-SEQUOIA CAP CHINA I				VAR	VAR	
		NONE				47,515.		
195,783.		92-PORTFOLIO ADVISORS PE IV				VAR	VAR	
		NONE				195,783.		
69,350.		94-TA ASSOCIATES X LP				VAR	VAR	
		NONE				69,350.		
29,377.		96-NGEN PARTNERS II				VAR	VAR	
		NONE				29,377.		
798.		105-OAK INVEST PTNRS XII				VAR	VAR	
		NONE				798.		
83,582.		106-SEQUOIA CAP INDIA GRW I				VAR	VAR	
		NONE				83,582.		
39,286.		107-PERMIRA IV				VAR	VAR	
		NONE				39,286.		
26,430.		108-AACP DEBT INVESTORS, LP				VAR	VAR	
		NONE				26,430.		
50,683.		117-GREENPARK INTL INVST III				VAR	VAR	
		NONE				50,683.		
-6,352.		133-NORDIC CAPTIAL FUND VII				VAR	VAR	
		NONE				-6,352.		

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
456,856.		62-BLACK ROCK CORE BOND FUND				VAR	VAR	
		NONE				456,856.		
-2164268.		63-PIMCO COREPLUS BOND FUND				VAR	VAR	
		NONE				-2164268.		
3,016,836.		64-PIMCO REAL RETURN				VAR	VAR	
		NONE				3,016,836.		
238,642.		85-NTGI GOVERNMENT BOND FUND				VAR	VAR	
		NONE				238,642.		
-33387832.		134-CLIFTON GROUP				VAR	VAR	
		NONE				-33387832.		
-689,584.		130-MESIROW FINANCIAL				VAR	VAR	
		NONE				-689,584.		
5,173,235.		57-WALTER SCOTT & PARTNERS				VAR	VAR	
		NONE				5,173,235.		
455,899.		70-PORTFOLIO ADVISORS				VAR	VAR	
		NONE				455,899.		
-12581556.		100-BRANDES INVESTMENT PTRS				VAR	VAR	
		NONE				-12581556.		
303,801.		ALGEBRIS GLOBAL FNCL FND				VAR	VAR	
		NONE				303,801.		

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -77682011. =====	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	1,421.	NONE
MISCELLANEOUS INCOME		-568,684.
COMMONFUND V LP-2005		-312,946.
COMMONFUND VI LP-2005		-29,685.
AACP CHINA GROWTH INVESTORS		2,209,797.
AG PRINCESS		-92,353.
ASIA ALTERNATIVES CAPITAL PARTNERS II,LP		-18,881.
AUSTIN VENTURES X, LP		-224,225.
BAIN CAPITAL VIII, LP		-139,555.
BAIN CAPITAL IX, LP		46.
BAIN CAPITAL (CC) IX		1,611,155.
BAUPOST VALUE PARTNERS IV, LP		-111,405.
BAY PARTNERS, XI, LP		107,908.
BGI FRONTIER MARKETS FUND B		11,455.
BGI MONEY MARKETS FUND B		-4,079,161.
BLACKROCK FIXED FUND, LLC		124,630.
CERBERUS INSTITUTIONAL PARTNERS, LP		-40,157.
DFJ ELEMENT, LP		2,628,630.
FARALLON CAPITAL		-73,000.
GMO FORESTRY FUND		-133,743.
GREENPARK INT'L INVESTORS III		-160,362.
HARBOURVEST IPEP IV		-88,367.
HEARTWOOD FORESTLAND		-21,089.
HEARTWOOD FORESTLAND SIDE FUND		-89,259.
INSIGHT VENTURE PARTNERS VI		-144,830.
INVESTCORP TECH PARTNERS III		-126,708.
KING STREET CAPITAL, LP		-128,703.
KIRTLAND CAPITAL PARTNERS, IV		240,963.
LYME FOREST FUND, LP		-41,490.
NGEN II, LP		-10,016.
OAK HILL CAPITAL PARTNERS II		50,803.
OAK HILL CAPITAL PARTNERS II (CAYMAN II)		-78,132.
OAK HILL CAPITAL PARTNERS III		

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OAK HILL CAPITAL PARTNERS (AIV I)		-2,413.
OAK INVESTMENT PARTNERS XII, LP		-88,032.
PORTFOLIO ADVISORS PRIVATE EQUITY FUND		-47,249.
PEQUOT ENDOWMENT		-614,827.
PERMIRA IV		-61,284.
RENAISSANCE INSTITUTIONAL EQUITIES FUND		174,715.
RIVERSTONE/CARLYLE IV		-83,090.
SEQUOIA CAPITAL CHINA I, LP		-55,558.
SEQUOIA CAPITAL CHINA II, LP		-55,397.
SEQUOIA CAPITAL GROWTH FUND III, LP		-55,124.
SEQUOIA CAPITAL GROWTH FUND III AIV, LP		-22,263.
SEQUOIA CAPITAL INDIA GROWTH FUND I, LP		-71,248.
SEQUOIA CAPITAL INDIA III, LP		-43,022.
SEQUOIA CAPITAL XII, LP		-24,696.
SILVER LAKE PARTNERS III		-51,738.
SPO PARTNERS		760,776.
TA ASSOCIATES X, LP		-51,357.
TCV VII (A), LP		-21,087.
TPG PARTNERS V, LP		-23,491.
TPG BLUEGRASS V-AIV 1, LP		-50.
TPG PARTNERS V-AIV, LP		-50.
TPG MEDIA V-AIV 1, LP		-2.
TPG V HAMLET AIV, LP		133.
TPG MIDWEST US V, LP		145.
TPG VIKING AIV I, LP		-108.
TPG PARTNERS VI, LP		-55,663.
REFUNDED/RESCINDED GRANTS	NONE	NONE
TOTALS	1,421.	-219,344.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
HOLLAND & KNIGHT	150,631.			150,631.
SHEARMAN & STERLING	2,428.			2,428.
TOTALS	153,059.	NONE	NONE	153,059.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODY FEES	472,713.	472,713.
MANAGERS BASE FEES	2,028,965.	2,028,965.
INVESTMENT ADVISORY FEES	283,256.	283,256.
OTHER INVESTMENT EXPENSES	1,146,031.	1,146,031.
INVESTMENT EXPENSE ALLOCATED FROM DDMF	1,877,575.	1,877,575.
BANK FEES	70,529.	70,529.
PROFESSIONAL FEES/CONSULTING S	22,383.	22,383.
TOTALS	5,901,452.	5,901,452.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL EXCISE TAX 990-PF	1,299,176.
STATE INCOME TAX - UBIT	-7,131.
TOTALS	----- 1,292,045. =====

FORM 990PF, PART I - OTHER EXPENSES

REVENUE AND EXPENSES PER BOOKS

CHARITABLE PURPOSES

DESCRIPTION		

MANAGEMENT FEES	10,812,186.	10,025,994.
LESS: CHARITABLE PORTION		
RECOGNIZED ON DDMF		
TEMPORARY STAFFING	2,472.	--137,541.
MISCELLANEOUS EXPENSE	13.	1,508.
FILING FEES	1,575.	13.
INSURANCE	127,798.	1,575.
POSTAGE & DELIVERY	1,717.	121,910.
LATE PAYMENT FEES	190.	1,717.
		190.
	-----	-----
TOTALS	10,945,951.	10,015,366.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
97-NTGI S&P 500 ENHANCED	2.	2.
58-WESTPORT ASSET MANAGEMENT	16,688,485.	16,688,485.
99-NTGI STRUCTURED SMALL CAP	3,335,224.	3,335,224.
98-NTGI EAFE ENHANCED FUND	16,821,314.	16,821,314.
42-GMO EMG MARKETS FUND III	37,096,802.	37,096,802.
37-CAP. INT'L EMG.MKTS.GROWTH	44,163,938.	44,163,938.
132-BGI FRONTIER FUND	11,146,749.	11,146,749.
36-CAPITAL GUARDIAN GLOBAL E	39,387,331.	39,387,331.
57-WALTER SCOTT & PARTNERS	40,371,816.	40,371,816.
100-BRANDES INVESTMENT PTRS	25,029,249.	25,029,249.
44-HEITMAN REAL ESTATE SECUR	NONE	NONE
TOTALS	234,040,910.	234,040,910.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
62-BLACK ROCK CORE BOND FUND	26,014,514.	26,014,514.
63-PIMCO COREPLUS BOND FUND	39,570,425.	39,570,425.
64-PIMCO REAL RETURN	50,678,032.	50,678,032.
83-FXD INCOME GLOBAL OPP FND	17,684,184.	17,684,184.
85-NTGI GOVERNMENT BOND FUND	NONE	NONE
134-CLIFTON GROUP	1,790,751.	1,790,751.
130-MESIROW FINANCIAL	1,113,175.	1,113,175.
TOTALS	136,851,081.	136,851,081.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
41-FARALLON CAP INST. PTRS	53,550,000.	53,550,000.
30-AG PRINCESS LP	50,762,540.	50,762,540.
50-OCH-ZIFF OFFSEAS FUND	49,917,128.	49,917,128.
61-GMO MULTI-STRATEGY FUND	NONE	NONE
74-AQR ABSOLUTE RTRN OFFSHORE	2,141,457.	2,141,457.
78-BRIDGewater PURE ALPHA FN	61,860,918.	61,860,918.
103-OLD LANE CAYMAN HFF	630,091.	630,091.
110-RENAISSANCE INSTIT EQTYS	41,824,719.	41,824,719.
48-MAVERICK FUND LTD	19,647,793.	19,647,793.
35-BROOKSIDE CAP PARTNERS	37,293,716.	37,293,716.
38-CHILTON INT'L LTD CLASS A	NONE	NONE
52-PEQUOT ENDOWMENT FUND LP	36,618,323.	36,618,323.
45-HIGHLINE CAPITAL INT'L	17,215,346.	17,215,346.
66-NORTH RIVER PARTNERS	NONE	NONE
67-SOUTHPORT ENERGY PLUS OS	34,563,428.	34,563,428.
73-CHILDREN'S INVESTMENT FUND	37,222,745.	37,222,745.
77-AG LONG/SHORT REALTY FUND	NONE	NONE
79-MILLGATE INTERNATIONAL	NONE	NONE
80-OSPARIE WINGSPAN	20,306,990.	20,306,990.
87-PROSPECT HARBOR CR PTRS	6,620,646.	6,620,646.
90-CONVEXITY CAP OFFSHORE	37,855,527.	37,855,527.
104-KING STREET CAPITAL	26,317,919.	26,317,919.
112-GALLEON TECHNOLOGY FUND	18,214,560.	18,214,560.
43-HARBORVEST IPEP I LP	6,179,803.	6,179,803.
39-COMMONFUND CAP PE V LP	19,816,394.	19,816,394.
40-COMMONFUND CAP VP VI LP	12,794,279.	12,794,279.
54-SPO PARTNERS II LP	28,569,752.	28,569,752.
65-BAIN CAPITAL FUND VIII LP	9,031,365.	9,031,365.
68-HEARTWOOD FORESTRY FUND V	11,071,419.	11,071,419.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
69-GMO FORESTRY FUND VIII	14,709,642.	14,709,642.
70-PORTFOLIO ADVISORS	20,737,398.	20,737,398.
72-KIRTLAND CAPITAL CO LP	2,678,513.	2,678,513.
75-OAK HILL CAP PART II	10,693,297.	10,693,297.
76-SANKATY CREDIT OPP II LP	6,351,467.	6,351,467.
81-SEQUOIA CAP GROWTH FUND III	4,015,547.	4,015,547.
82-SEQUOIA CAP CHINA I	1,865,026.	1,865,026.
88-BAY PARTNERS XI, LP	2,134,324.	2,134,324.
89-LYME FOREST FUND	5,222,081.	5,222,081.
91-DFJ ELEMENT	1,236,979.	1,236,979.
92-PORTFOLIO ADVISORS PE IV	12,621,996.	12,621,996.
94-TA ASSOCIATES X LP	2,790,492.	2,790,492.
95-BAIN CAPITAL FUND IX LP	7,324,873.	7,324,873.
96-NGEN PARTNERS II	1,159,846.	1,159,846.
101-SEQUOIA CAPITAL XII	2,733,018.	2,733,018.
102-TPG PARTNERS V	3,393,451.	3,393,451.
105-OAK INVEST PTNRS XII	2,739,962.	2,739,962.
106-SEQUOIA CAP INDIA GRW I	2,043,569.	2,043,569.
107-PERMIRA IV	1,738,829.	1,738,829.
108-ASIA ALTERNATIVES CAP PTN	3,421,802.	3,421,802.
109-CERBERUS INSTIT PTNRS LP	2,727,382.	2,727,382.
121-TACONIC OPPORTUNITY FUND	8,733,251.	8,733,251.
114-STEEL PARTNERS OFFSHORE	6,046,897.	6,046,897.
115-STEEL PARTNERS JAPAN	5,374,651.	5,374,651.
122-ATTICUS GLOBAL FUND	8,072,033.	8,072,033.
124-HIGHLINE SELECT LIMITED	15,161,603.	15,161,603.
126-ALGEBRIS GLOBAL FINANCIAL	13,290,744.	13,290,744.
111-AACP CHINA GROWTH	1,533,574.	1,533,574.
113-SILVER LAKE III	840,565.	840,565.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
117-GREENPARK INTERNATIONAL IN	4,480,786.	4,480,786.
119-HARBORVEST PARTNERS 07 DI	880,676.	880,676.
125-OAK HILL CAPITAL III	1,259,144.	1,259,144.
118-INSIGHT VENTURE PARTNERS	1,327,981.	1,327,981.
120-SEQUOIA CAPITAL CHINA II	729,874.	729,874.
123-SEQUOIA CAPITAL INDIA III	431,759.	431,759.
116-SANKATY CREDIT OPP III	2,782,108.	2,782,108.
OTHER INVESTMENTS	5.	5.
127-PAULSON ADVANTAGE PLUS	24,957,435.	24,957,435.
129-BAUPOST VALUE PARTNERS IV	48,226,116.	48,226,116.
138-GSO SPECIAL SITUATIONS	14,622,914.	14,622,914.
128-ASIA ALTRNTVE CAP PTR III	241,625.	241,625.
131-TPG PARTNERS VI	97,026.	97,026.
133-NORDIC CAPITAL FUND VII	782,794.	782,794.
135-INVESTCORP TECH PTRN III	1,031,146.	1,031,146.
136-RIVERSTONE/CARLYLE GBL	1,245,417.	1,245,417.
139-SANKATY CREDIT OPPOR IV	1,891,477.	1,891,477.
140-AUSTIN VENTURES X	583,333.	583,333.
141-TCV VII(A) LP	261,500.	261,500.
TOTALS	917,252,786.	917,252,786.

DORIS DUKE CHARITABLE

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SALES COMMITMENT RECEIVABLE	89,179,343.	89,179,343.
INTEREST RECEIVABLE	884,769.	884,769.
DIVIDENDS RECEIVABLE	365,754.	365,754.
TAX RECLAIM RECEIVABLE	103,044.	103,044.
OTHER INVESTMENT INCOME RECEIVABLE	42,320.	42,320.
DUE FROM DORIS DUKE MANAGEMENT FOUNDATION	NONE	NONE
DUE FROM DUKE FARMS FOUNDATION	NONE	NONE
DUE FROM DORIS DUKE FOUNDATION	2,232.	2,232.
DUE FROM DORIS DUKE FOUNDATION FOR ISLAMIC ART COLLECTIBLES	24,034.	24,034.
	946,432.	946,432.
TOTALS	91,547,928.	91,547,928.

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	ENDING BOOK VALUE
-----	-----
DUE TO DDMF	3,123,280.
DUE TO DUKE FARMS FOUNDATION	156,960.
PURCHASE COMMITMENTS PAYABLE	104,828,963.
SECURITIES LENDING PAYABLE	13,461.
TOTALS	----- 108,122,664. -----

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
NET UNREALIZED GAIN ON SECURITIES (INCLUSIVE OF DEFERRED FED. EXCISE TAX)	-475,917,292.
CHANGE IN VALUE OF BENEFICIAL INTEREST IN TRUSTS HELD BY OTHERS	-5,233,756.
TOTAL	-481,151,048.

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT
=====

GRANTEE'S NAME: SEE EXHIBIT 1
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:

AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOAN E. SPERO 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	PRESIDENT	NONE	NONE	NONE
EDWARD HENRY 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	COO	NONE	NONE	NONE
BETSY FADER 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	SECRETARY	NONE	NONE	NONE
MARION OATES CHARLES 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 52. PER YEAR	121,730.	NONE	NONE
HARRY DEMOPOULOS 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 52. PER YEAR	121,731.	NONE	NONE
ANTHONY S. FAUCI 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 37. PER YEAR	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JAMES F. GILL 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 60. PER YEAR	121,730.	NONE	NONE
ANNE HAWLEY 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 60. PER YEAR	121,731.	NONE	NONE
NANERL O. KEOHANE 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 85. PER YEAR	121,731.	NONE	NONE
JOHN H. T. WILSON 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 77. PER YEAR	NONE	NONE	NONE
JOHN ZUCCOTTI 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 77. PER YEAR	121,731.	NONE	NONE
PETER A. NADOSY 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 46. PER YEAR	NONE	NONE	NONE
WILLIAM H. SCHLESINGER 650 FIFTH AVENUE, 19TH FLOOR	TRUSTEE 44. PER YEAR	30,343.	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NEW YORK, NY 10019				
CLAIRE BARALT 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	ASST/SEC. & COMM. OFFICER	NONE	NONE	NONE
GRAND TOTALS		760,727.	NONE	NONE

* SEE EXHIBIT 2

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
NORTHERN TRUST COMPANY 50 S. LASALLA ST. CHICAGO, IL 60675	BANKING/INVESTMENTS	479,257.
CAMBRIDGE ASSOCIATES LLC 100 SUMMER STREET BOSTON, MA 02110	INVESTMENT FEES	350,069.
MARSH USA, INC. 1166 AVE OF AMERICAS NEW YORK, NY 1006	INSURANCE	121,910.
	TOTAL COMPENSATION	----- 951,236. =====

Doris Duke Charitable Foundation
EIN# 13-7043679
12/31/08

FORM 990PF, PART XV- NAME, ADDRESS & PHONE FOR APPLICATIONS

The foundation's program staff conducts extensive research to identify gaps or needs that the foundation can address in the fields it supports. Typically, this research leads to the development of a grant "initiative," which supports a set of related grants that advance a specific goal or objective.

Once an initiative is developed, grants are awarded in a variety of ways, including foundation-initiated invitations to apply, re-granting competitions that are administered by service organizations, and competitions that are run using request-for-proposal processes. Occasionally, the foundation also supports opportunistic grants that are more broadly related to the programs' missions.

Unsolicited letters of inquiry should be addressed to:



Letters should succinctly describe an organization's mission and strategy and briefly outline how the objectives of its proposed project relate to those of the foundation.

The staff requests that organizations do not send binders, books, CDs, videotapes or audiotapes. Due to time and space constraints, such materials generally will not be reviewed or retained.

Staff will respond to letters of inquiry within two months and will notify the writer if additional information is desired. However, the staff also respectfully cautions that very few grants result from unsolicited letters of inquiry.

SEE EXHIBIT 5

NEWPORT RESTORATION FOUNDATION

Founded by Doris Duke, 1968



51 TOURO STREET
NEWPORT, RHODE ISLAND 02840-2932
Telephone 401.849.7300
Facsimile 401.849.0125
www.newportrestoration.org

October 30, 2009

Mr. Edward P. Henry
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

Dear Mr. Henry:

In 2008, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$2,437,000 to the Newport Restoration Foundation ("NRF") in support of Rough Point. By a letter dated October 26, 2009, I agreed on behalf of NRF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. This is a report covering the portion of the grant funds spent in 2008.

Name and address of grantee:

Newport Restoration Foundation
51 Touro Street
Newport, Rhode Island 02840

Purpose of Grants:

To be used for Rough Point's general operating expenses. The Rough Point Property owned by NRF is used for a charitable purpose since it is a historic house, which is open to the public.

The following table contains the date of payment of each grant, the amount of the grant, and a description of how the grant was spent by NRF:

<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/07/08	\$609,250	Employee Related Expenses; General Operating Expenses; General Administrative Expenses and Capital Expenses
3/03/08	\$761,563	" "
6/02/08	\$761,562	" "
9/02/08	\$304,625	" "

All of the grant funds have been spent for Rough Point's general operating expenses, and no portion of the grant funds has been diverted from such purpose.

NEWPORT RESTORATION FOUNDATION

Founded by Doris Duke, 1968

Mr. Edward P. Henry

Page 2

October 30, 2009



51 TOURO STREET

NEWPORT, RHODE ISLAND 02840-2932

Telephone 401.849.7300

Facsimile 401.849.0125

www.newportrestoration.org

In addition, in the letter dated October 26, 2009, I represented that before the end of 2008 NRF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$2,437,000 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, \$2,437,000 of the grant funds were spent for reasonable and necessary administration expenses to accomplish NRF's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of \$2,437,000 of the grant funds in 2008. Since NRF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if NRF were not a private operating foundation.

Very truly yours,
Newport Restoration Foundation

By: Marion Oates Charles
Marion Oates Charles, President



October 26, 2009

Mrs. Marion Oates Charles
President
Newport Restoration Foundation
51 Touro Street
Newport, Rhode Island 02840

DORIS DUKE
CHARITABLE FOUNDATION

Dear Mrs. Charles:

The Doris Duke Charitable Foundation has made grants to the Newport Restoration Foundation in 2008 totaling \$2,437,000 to be used for Rough Point's general operating expenses (referred to collectively as the "Grant"). Because the Newport Restoration Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Newport Restoration Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of the Newport Restoration Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising there from, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Mrs. Marion Charles

Page 2

October 26, 2009

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising there from.
 - (a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - (b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - (c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - (d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Newport Restoration Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Newport Restoration Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (i) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details concerning the payment of any operating expenses

Mrs. Marion Charles

Page 3

October 26, 2009

which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years, which the Newport Restoration Foundation elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Newport Restoration Foundation were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Edward P. Henry
Edward P. Henry, President

Agreed to and accepted on behalf of the
Newport Restoration Foundation this
day of October, 2009 26th

By: Marion Oates Charles
Marion Oates Charles, President



D O R I S D U K E
C H A R I T A B L E F O U N D A T I O N

October 28, 2009

Mr. Edward P. Henry
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

Dear Mr. Henry:

In 2008, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$14,742,507 to Duke Farms Foundation ("DFF"). By a letter dated October 26, 2009, I agreed on behalf of DFF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2008 the year in which they were granted, this is both a first and final report.

Name and address of grantee:
Duke Farms Foundation
80 Route 206 South
Hillsborough, NJ 08844

Purpose of Grants:

To be used for DFF's general operating expenses. Property owned by DFF is used for a charitable purpose since DFF maintains and operates a botanical garden, which is open to the public, and it protects endangered species of all kinds, both flora and fauna.

An operating foundation supported by the
Doris Duke Charitable Foundation

650 Fifth Avenue 19th Floor New York NY 10019
tel 212 974 7000 fax 212 974 7590 www.ddcf.org

Mr. Edward P. Henry

Page 2

October 28, 2009

The following table contains the date of payment of each part of the grant that was spent in 2008 and a description of how the grant was spent by DFF:

<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/31/08	\$1,572,365	Employee Related Expenses; General Admin Expenses; Program Related Expenses; General Operating Expenses; Investment Expenses; Capital Expenditures.
2/29/08	\$529,791	" "
3/31/08	\$1,620,840	" "
4/30/08	\$1,101,657	" "
5/31/08	\$932,672	" "
6/30/08	\$1,577,225	" "
7/31/08	\$1,110,103	" "
8/31/08	\$755,464	" "
9/30/08	\$2,001,164	" "
10/31/08	\$806,056	" "
11/30/08	\$647,569	" "
12/31/08	\$2,087,601	" "

All of the grant funds have been spent for DFF's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated October 26, 2009, I represented that before the end of 2008, DFF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$14,742,507 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made. As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DFF's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2008.

Since DFF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DFF were not a private operating foundation.

Very truly yours,
Duke Farms Foundation

By: 
Peter Simmons, Chief Financial Officer



October 26, 2009

Mr. Peter Simmons
Chief Financial Officer
Duke Farms Foundation
80 Route 206 South
Hillsborough, New Jersey 08844

D O R I S D U K E
C H A R I T A B L E F O U N D A T I O N

Dear Mr. Simmons:

The Doris Duke Charitable Foundation has made grants to Duke Farms Foundation in 2008 totaling \$14,742,507 to be used for Duke Farms Foundation's general operating expenses (referred to collectively as the "Grant"). Because Duke Farms Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from Duke Farms Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of Duke Farms Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Mr. Peter Simmons
Page 2
October 26, 2009

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising therefrom,
 - a. To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - b. To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - c. To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - d. To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

Duke Farms Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, Duke Farms Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (i) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details

Mr. Peter Simmons
Page 3
October 26, 2009

concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which Duke Farms Foundation elects pursuant to Treas. Reg. 53.4942(A) 3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if Duke Farms Foundation were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,
The Doris Duke Charitable Foundation

By: Edward P. Henry
Edward P. Henry, President

Agreed to and accepted on behalf of
Duke Farms Foundation this 27th
day of October, 2009

By: Peter Simmons
Peter Simmons, Chief Financial Officer

October 28, 2009



D O R I S D U K E
FOUNDATION FOR ISLAMIC ART

Mr. Edward P. Henry
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

Dear Mr. Henry:

In 2008, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$6,608,330 to the Doris Duke Foundation for Islamic Art ("DDFIA"). By a letter dated October 26, 2009, I agreed on behalf of DDFIA to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2008 the year in which they were granted, this is both a first and final report.

Name and address of grantee:
Doris Duke Foundation for Islamic Art
4055 Papu Circle
Honolulu, HI 96816

Purpose of Grants:

To be used for DDFIA's general operating expenses. Property owned by DDFIA is used for a charitable purpose since DDFIA facilitates the study and understanding of Middle Eastern Art and Culture.

650 Fifth Avenue 19th Floor New York NY 10019
tel 212 974 7000 fax 212 974 7590 www.ddcf.org

An operating foundation supported by the
Doris Duke Charitable Foundation

Mr. Edward P. Henry
Page 2
October 28, 2009

The following table contains the date of payment of each part of the grant that was spent in 2008, and a description of how the grant was spent by DDFIA:

<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/31/08	\$543,473	Employee Related Expenses; General Admin Expenses; Program Related Expenses; General Operating Expenses; Investment Expenses; Capital Expenditures.
2/29/08	\$182,753	" "
3/31/08	\$705,841	" "
4/30/08	\$220,563	" "
5/31/08	\$292,484	" "
6/30/08	\$605,911	" "
7/31/08	\$290,496	" "
8/31/08	\$204,507	" "
9/30/08	\$508,143	" "
10/31/08	\$279,776	" "
11/30/08	\$180,135	" "
12/31/08	\$2,594,248	" "

All of the grant funds have been spent for DDFIA's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated October 26, 2009 I represented that before the end of 2008, DDFIA would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$6,608,330 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DDFIA's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2008.

Since DDFIA has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DDFIA were not a private operating foundation.

Very truly yours,
Doris Duke Foundation for Islamic Art

By: 
Peter Simmons, Chief Financial Officer



October 26, 2009

Mr. Peter Simmons
Chief Financial Officer
Doris Duke Foundation for Islamic Art
650 Fifth Avenue, 19th Floor
New York, New York 10019

D O R I S D U K E
C H A R I T A B L E F O U N D A T I O N

Dear Mr. Simmons:

The Doris Duke Charitable Foundation has made grants to the Doris Duke Foundation for Islamic Art in 2008 totaling \$6,608,330 to be used for the Doris Duke Foundation for Islamic Art's general operating expenses (referred to collectively as the "Grant"). Because the Doris Duke Foundation for Islamic Art is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Doris Duke Foundation for Islamic Art before making payment of the Grant funds. By signing this letter, you agree on behalf of the Doris Duke Foundation for Islamic Art to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully appraised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Mr. Peter Simmons
Page 2
October 26, 2009

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising therefrom,
 - a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, or as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Doris Duke Foundation for Islamic Art also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Doris Duke Foundation for Islamic Art agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the

Mr. Peter Simmons
Page 3
October 26, 2009

amounts paid to each, (ii) the details concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which the Doris Duke Foundation for Islamic Art elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Doris Duke Foundation for Islamic Art were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Edward P. Henry
Edward P. Henry, President

Agreed to and accepted on behalf of the
Doris Duke Foundation for Islamic Art this 27th
day of October, 2009

By: Peter Simmons

Peter Simmons, Chief Financial Officer

Doris Duke Charitable Foundation
EIN# 13-7043679
12/31/08

NOTES:

(1) The officers are paid compensation by the Doris Duke Management Foundation (DDMF). The hours shown are based on an allocation of time spent on matters related to the Doris Duke Charitable Foundation (DDCF) and are for informational purposes only. These officers provide services to other related entities (Doris Duke Management Foundation (DDMF), Doris Duke Foundation (DDF), Duke Farms Foundation (DFF), and Doris Duke Foundation for Islamic Art (DDFIA)) and in the aggregate hours worked on matters related to these other entities equal or exceed 40 hours per week. The allocation of compensation paid by the Doris Duke Management Foundation and allocated to other related entities is based on an annual survey and is shown on Exhibit 3 for informational purposes only. It should be noted that compensation includes SERP and SERP Gross up payments as well as other taxable fringe benefits for Edward Henry and Joan Spero. Benefits include 401(k) contributions, health insurance, dental and group life insurance.

(2) The Trustees who receive compensation are paid by the Doris Duke Charitable Foundation. The hours shown are based on an allocation of time spent on matters related to the Doris Duke Charitable Foundation and are for informational purposes only. These Trustees provide services to the other related entities noted above in Note 1 and in the aggregate hours worked on matters related to these other entities equal or exceed 60 hours per year. The amount of each individual's compensation was established as part of a settlement agreement in connection with the probate of Doris Duke's will and Surrogate Court Order. The Surrogate's May 15, 1996 order capped compensation at \$900,000.

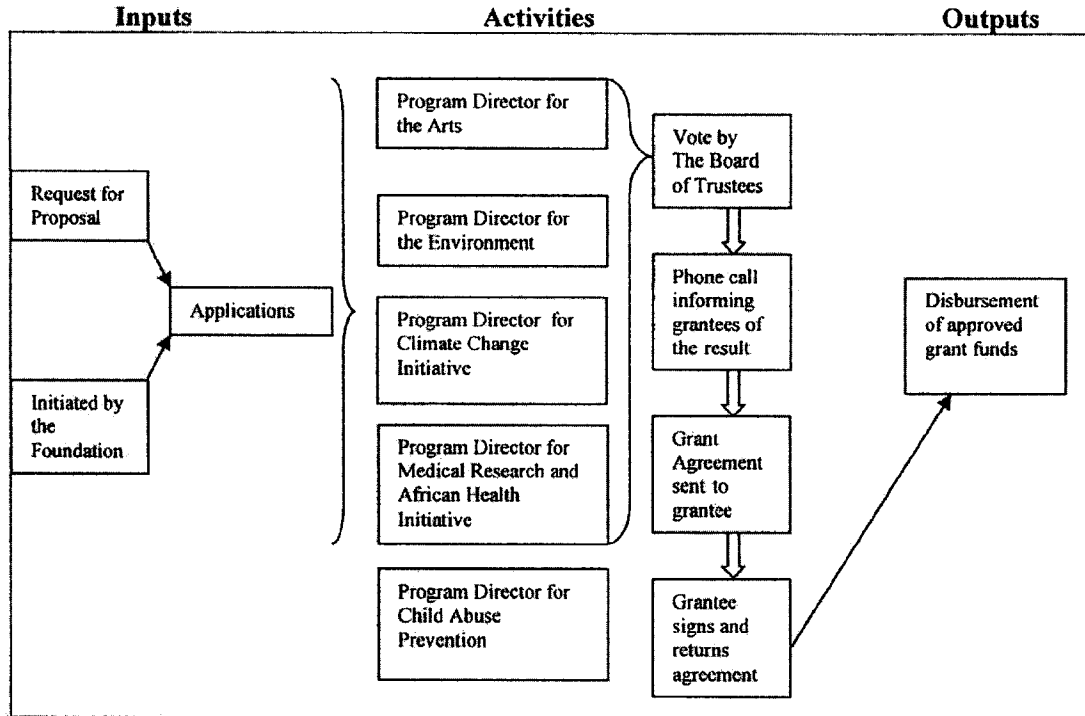
(3) Mr. Fauci and Mr. Wilson serve without pay.

DORIS DUKE CHARITABLE FOUNDATION									
2008 Officer Compensation									
12/31/08									
	DDCF	DDMF	DDF	DDF	DDF	DDF	DDF	DDF	TOTAL
JOAN SPERO									
ALLOCATION %	100%	50%	0%	30%	0%	0%	20%	100%	
HOURS	2080	1,040	-	624	-	-	416	2,080	
HRS PER WEEK	40	20	-	12	-	-	8	40	
SALARY	769,313	384,657	-	230,794	-	-	153,863	769,313	
BENEFITS	375,151	187,576	-	112,545	-	-	75,030	375,151	
EDWARD HENRY									
ALLOCATION %	100%	35%	24%	30%	1%	1%	10%	100%	
HOURS	2080	728	499	624	21	21	208	2,080	
HRS PER WEEK	40	14	10	12	0	0	4	40	
SALARY	388,675	136,036	93,282	116,603	3,887	3,887	38,868	388,675	
BENEFITS	52,958	18,535	12,710	15,887	530	530	5,296	52,958	
ELIZABETH FADER									
ALLOCATION %	100%	65%	0%	5%	0%	0%	30%	100%	
HOURS	2080	1,352	-	104	-	-	624	2,080	
HRS PER WEEK	40	26	-	2	-	-	12	40	
SALARY	247,018	160,562	-	12,351	-	-	74,106	247,018	
BENEFITS	41,239	26,806	-	2,062	-	-	12,372	41,239	
CLAIRE BARALT									
ALLOCATION %	100%	75%	8%	9%	2%	2%	6%	100%	
HOURS	2080	1,560	166	187	42	42	125	2,080	
HRS PER WEEK	40	30	3	4	1	1	2	40	
SALARY	89,880	67,410	7,190	8,089	1,798	1,798	5,393	89,880	
BENEFITS	26,203	19,652	2,096	2,358	524	524	1,572	26,203	
As required per Form 990-PF instructions severance in the amount of \$327,094 was reported to Joan Spero and is included in "Benefits". The severance was accrued at 12/31/08 and will be paid in 2009.									

Summary of Direct Charitable Activities

DESCRIPTION	AMT	PROGRAM AREA
AMPLIFICATION MEETING	2,830	ENVIRONMENT
2008 EPHAC MEETING	10,695	ENVIRONMENT
CLIMATE CHANGE INITIATIVE COMMITTEE MEETING	5,850	ENVIRONMENT
CLIMATE CHANGE INITIATIVE GRANTEE MEETING	2,296	ENVIRONMENT
CLINICAL RESEARCH FELLOWSHIP MEETING	92,415	MEDICAL RESEARCH
2008 CSDA PANEL MEETING	2,671	MEDICAL RESEARCH
2008 DCSA INTERVIEWS MEETING	8,025	MEDICAL RESEARCH
2008 ORACTA NETWORK MEETING	83,574	MEDICAL RESEARCH
2008 CLINICAL SCIENTIST MEETING	189,910	MEDICAL RESEARCH
2008 MEDICAL RESEARCH PROGRAM COMMUNICATIONS MEETING	1,500	MEDICAL RESEARCH
TOTAL	<u><u>399,766</u></u>	

**Doris Duke Charitable Foundation
Grants Process
December 31, 2008**



The mission of the Doris Duke Charitable Foundation (DDCF) is to improve the quality of people's lives through grants supporting the performing arts, environmental conservation, medical research and prevention of child maltreatment, and through preservation of the cultural and environmental legacy of Doris Duke's properties.

Grant Development and Approval

Grants are either competitively awarded through Request for Proposal (RFP) processes or are initiated by the Foundation. Grants and proposed grant competitions are presented to the Board of Trustees at one of the four meetings that take place during the year. All grants must be approved by the Board of Trustees with the exception of the President's Planning Fund, Trustee recommended grants, and grants to be selected through competitive, peer-reviewed program initiatives. In the latter case, the Board approves a total amount for the program initiative and delegates to DDCF's President Joan Spero the authority to approve grants recommended through the peer-review selection process. The Board has authorized the Medical Research Program's career-ladder award competitions (Clinical Scientist Development Awards, Distinguished Clinical Scientist Awards) to be conducted, with funding requested from the Board following the competition for the number of grants recommended by review panel (in accordance with the MRP budget). Authority for President's Planning Fund (PPF) grants is sought from the Board each November for the following year. PPF grants must be for purposes that in keeping with the mission of the Foundation; the amount of these grants is limited both on a per-grant basis (\$50,000 or less) and cumulative annual basis (\$700,000 in 2008). Additionally, the Board authorized the President to approve up to \$100,000 in planning grants for the Climate Change

Initiative and the African Health Initiative (with individual grants totaling no more than \$50,000), with funding to come each initiative's annual grants budgets. All planning fund grants are developed by staff, undergo routine due diligence review, and are approved by the President. Finally, in 2008, one Trustee of the Foundation recommends grants totaling up to \$100,000 annually for projects that are consistent with the mission of the Foundation and five Trustees recommend grants up to \$117,673; the projects and organizations must be vetted by staff and approved by the Board Chair prior to grant award.

Joan Spero (President) is actively involved in the entire grants cycle. Prior to performing all the research on a potential grantee, the Program Director discusses the organization or proposed project with Mrs. Spero. Based on this discussion, the research will begin or the project will be set aside.

Once a completed application packet is returned to DDCF, the Program Director and staff members review it to ensure that the organization meets DDCF requirements and that the program description is in line with DDCF's mission and program objectives. The application packet is also reviewed by the Grants Manager and Program Associate for Grants Administration to ensure that all the proper documentation has been received and the organization is a qualified not-for-profit. Each proposed grant is entered into GIFTS for Windows, the Foundation's grants management database.

Once all the submitted application information has been reviewed and approved, the Program Director compiles a docket for presentation to the Board of Directors that describes the potential grantee organization and its proposed use of funds. Prior to the Board meeting, the Program Director presents the information to senior management and program staff at a Program Review session and at a "practice" session for the Board meeting. During the meeting the senior staff critiques the written summary and the presentation, and the appropriate changes are made.

At the next Board meeting, the docket will be presented to the Board for their approval. The Board's decisions regarding proposed grants are documented in the Board of Director Minutes. After a grant has been approved by the board, Grants Administration staff records the grant as "Approved" in GIFTS and the GIFTS system assigns a grant number. Grants Administration then sends a report detailing the grants approved to Finance and the Senior Accountant/Assistant Treasurer prepares a journal entry to record the liability.

Grant Award

Once the Board approves the grant, the appropriate DDCF staff member notifies the organization by telephone. The Program Associate for Grants Administration generates a draft grant agreement using the appropriate GIFTS template (grant agreement templates are stored in GIFTS and merged with the GIFTS grant data to create the grant agreement). The Program Director and Grants Manager review and refine the grant agreement until they are satisfied that it is complete. Once the Grants Manager has approved the grant agreement and award letter and verified that all grant documentation is in order, the agreement and award letter is forwarded to the President for signature.

After the President signs the award letter and the grant agreement, the award package is sent to the grantee organization. The grant agreement specifies the total funds awarded, payment schedule, use of the funds, performance and financial reporting requirements, and various other disclosures regarding DDCF's rights (for example, to publicly announce the grant). If the grantee organization agrees to the terms of the agreement an authorized representative of the organization will sign and return the agreement to the DDCF (two originals of the agreement are sent and the grantee organization retains one original for their records). When the fully executed grant

agreement is received by the Foundation, the first grant payment is initiated by Grants Administration and forwarded to Finance for processing.

Grant Payment Process

Once the Grants Manager has determined that all requirements for a grant payment have been met, the grant payment process is initiated.

The Grants Assistant confirms that ACH instructions are still correct and updates the GIFTS record if necessary. Then, Grants Administration exports the grantee data from GIFTS to an Excel spreadsheet which is emailed to the Investment Accountant for upload to the Lawson Process Flow. Once the information is uploaded into Lawson and released (with links to the fully executed grant agreement & the payment authorization) an e-mail is sent to the applicable approvers, alerting them that an invoice requires approval in the Lawson system. Once the approvals have been made, an ACH file is generated via Lawson & transmitted to Bank of America via a secured transmission website. The transmission is then verified with the bank via a phone call to an ACH automated phone system. Once the payment has been sent, the grantee and appropriate program staff are alerted by email that the ACH has been executed.

Grant signing authority requirements:

Grant Payment Amount	Requirements	Signatories
between \$0 and \$9,999.99	Require any one signer listed	Edward Henry Eileen Oberlander Joan Spero Deborah Close Jeffrey Heil Betsy Fader
between \$10,000 and \$99,999.99	Require any two signers listed	Ed Henry Eileen Oberlander Joan Spero Deborah Close Jeffrey Heil Betsy Fader
Equal to or over \$100,000*	Require two of the following individuals	Ed Henry Joan Spero Eileen Oberlander

Grant Monitoring

Within each grant agreement the grantee agrees to provide DDCF with certain interim and final financial and program performance information. The time period for this submission varies from grant to grant. To ensure that the DDCF funds are being used in accordance with the grant agreement, the grantee is required to submit the following information:

- A narrative describing program accomplishments, challenges, and future plans
- An assessment of the project to date (have the original goals been achieved, were any program refinements necessary?)
- Copies of any literature, reports, or media coverage that was generated as a result of the grant

- A copy of the most recent audited financial statement
- A budget to actual comparison of use of the grant funds (indicating any budget modifications and explanations for budget overages)
- If a multi-year grant, a revised budget and budget narrative for the upcoming year (if warranted)
- The grantee is also required to notify DDCF of any changes to their board, senior staff, or tax-exempt status.

This information is required whether the grant period is one year or multi-year. If the grant is multi-year, the subsequent disbursements will not be made until this information has been received, reviewed, and approved by DDCF.

This information will be submitted to DDCF and reviewed by the Program Director and the Grants Manager to ensure that the grantee has been using DDCF's funds for the purpose outlined in their grant agreement. This includes determining if certain project milestones have been met, whether funds have been spent reasonably and within program guidelines, and whether the project has benefited the items/individuals targeted in the agreement. Additionally, the financial information is reviewed by the Grants Manager or Program Associate for Grants Management, and either the Program Director or Program Officer – and, as necessary, by a member of the Finance Department – to ensure that the grantee is not experiencing any financial difficulties.

Once this information has been evaluated and approved by DDCF, the payment request is prepared for multi-year grants or, for single year grants, the file will be closed.

Computer information systems

The Foundation uses GIFTS for Windows, a grants management database system purchased from MicroEdge, Inc., to track detailed information about each application for funding and each grant approved. All applications received are entered into the database and their status is tracked according to their progress through the review, approval or declination, and disbursement and reporting process. The database is also used to generate grant related documentation, including (but not limited to) grant award letters and grant agreements, payment request memoranda, and reporting review checklists. GIFTS also provides reports that enable the user to project the upcoming disbursements, determine when financial or other reporting information is required, track grant expiration, and track activities related to each grant.

DORIS DUKE CHARITABLE FOUNDATION

13-7043679

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID

12/31/08

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CASH - EXHIBIT 7	EXHIBIT 7	EXHIBIT 7	\$ 78,252,059
NEWPORT RESTORATION FOUNDATION (NRF) FOR ROUGH POINT	SEE NOTE (1)	GENERAL SUPPORT	\$ 2,437,000
DUKE FARMS FOUNDATION	RELATED ENTITY	GENERAL SUPPORT	\$ 14,742,507
DORIS DUKE FOUNDATION FOR ISLAMIC ART	RELATED ENTITY	GENERAL SUPPORT	\$ 6,608,330
NON CASH PROPERTY (APPRAISED VALUE)	PC	ART WORK	\$ 55,480
			<u>\$ 102,095,376</u>

NOTE (1) MS. MARION OATES CHARLES IS A COMMON TRUSTEE, SHE IS A MEMBER OF THE NRF BOARD.

DORIS DUKE CHARITABLE FOUNDATION
2008 Grants and Contributions Paid
12/31/08

IF RECEIVED BY AN INDIVIDUAL, NEW ARMY REGISTRATION NO ARMY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

ARTS	501(c)3	\$0	\$0	\$0	\$100,000	\$100,000	\$0	\$100,000	Not applicable
Asia Society 725 Park Avenue New York, NY 10021 <i>Artistic programming and endowment support</i> \$1,000,000 2001	501(c)3	\$0	\$0	\$0	\$200,000	\$100,000	\$0	\$100,000	Not applicable
Asian American-Pacific Islanders In Philanthropy 200 Pine St, Ste 700 San Francisco, CA 94104 <i>Membership</i> \$5,000 2008	501(c)3	\$0	\$0	\$5,000	\$0	\$5,000	\$0	\$0	Not applicable
Association of Performing Arts Presenters, Inc. 1211 Connecticut Ave NW Washington, DC 20036 <i>Creative Campus Innovations</i> \$1,500,000 2005	501(c)3	\$0	\$0	\$0	\$500,000	\$500,000	\$0	\$0	Not applicable
Association of Performing Arts Presenters, Inc. 1211 Connecticut Ave NW Washington, DC 20036 <i>General Operating support and building cash reserves</i> \$1,120,000 2007	501(c)3	\$0	\$0	\$0	\$560,000	\$0	\$0	\$560,000	Not applicable
Association of Performing Arts Presenters, Inc. 1211 Connecticut Ave NW Washington, DC 20036 <i>Creative Campus Innovations Grant Program</i> \$2,000,000 2008	501(c)3	\$0	\$0	\$2,000,000	\$0	\$864,500	\$0	\$1,135,500	Not applicable
Chamber Music America 305 Seventh Avenue New York, NY 10001 <i>To Support Organizational Costs Associated with programs and services for the jazz field</i> \$400,000 2007	501(c)3	\$0	\$0	\$0	\$200,000	\$0	\$0	\$200,000	Not applicable
Chamber Music America 305 Seventh Avenue New York, NY 10001 <i>Doris Duke Jazz Ensembles</i> \$2,215,000 2008	501(c)3	\$0	\$0	\$2,215,000	\$0	\$789,004	\$0	\$1,425,996	Not applicable

	501(c)3	\$100,000	\$0	\$0	\$0	\$100,000	\$0	\$0	\$0	\$100,000	\$0	Not applicable
Creative Capital Foundation 65 Bleecker Street, 7th Floor New York, NY 10012 <i>Performing Arts Cohort 08/09</i> \$800,000 2006	501(c)3	\$220,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$220,000	Not applicable
Creative Capital Foundation 65 Bleecker Street, 7th Floor New York, NY 10012 <i>To Support Organizational Costs Associated with programs and services for dance, jazz, presenting, and theater fields</i> \$330,000 2007	501(c)3	\$2,310,000	\$0	\$0	\$0	\$1,210,000	\$0	\$0	\$0	\$1,100,000	\$0	Not applicable
Creative Capital Foundation 65 Bleecker Street, 7th Floor New York, NY 10012 <i>Multi Arts Production Fund (MAP)</i> \$3,300,000 2007	501(c)3	\$0	\$1,200,000	\$0	\$0	\$500,000	\$0	\$0	\$0	\$700,000	\$0	Not applicable
Dance Heritage Coalition Inc 1111 16th St NW Ste 300 Washington, DC 20036 <i>To convene prominent professionals in a national Dance Heritage Leadership Forum</i> \$136,000 2008	501(c)3	\$0	\$0	\$136,000	\$0	\$136,000	\$0	\$0	\$0	\$0	\$0	Not applicable
Dance USA 1111 16th Street, NW, Suite 300 Washington, DC 20036 <i>General operating support and to build cash reserves</i> \$500,000 2007	501(c)3	\$250,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$250,000	Not applicable
Dance USA 1111 16th Street, NW, Suite 300 Washington, DC 20036 <i>Planning grant for engaging dance audiences</i> \$28,930 2008	501(c)3	\$0	\$28,930	\$0	\$0	\$28,930	\$0	\$0	\$0	\$28,930	\$0	Not applicable
Dance USA 1111 16th Street, NW, Suite 300 Washington, DC 20036 <i>Engaging Dance Audiences</i> \$1,500,000 2008	501(c)3	\$0	\$1,500,000	\$0	\$0	\$828,000	\$0	\$0	\$0	\$672,000	\$0	Not applicable

IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

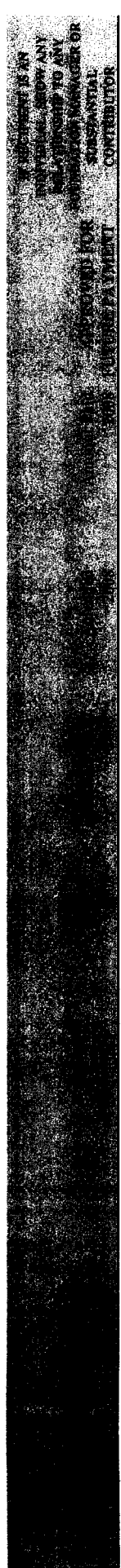
	\$500,000	\$0	(\$500,000)	\$0	\$0	\$0	\$0	\$0	\$0	Not applicable
DDCF Arts Program <i>Fund for National Projects</i>										
2007	\$1,000,000									
DDCF Arts Program <i>Fund for National Projects</i>										
2008	\$3,000,000	\$0	\$0	\$3,000,000	\$0	\$0	\$0	\$0	\$3,000,000	Not applicable
Gertrude Stein Repertory Theatre 15 W 26Th St Rear 2 New York, NY 10010-1031 <i>National comprehensive multi-disciplinary online performing arts database</i>										
2008	\$82,000	\$0	\$82,000	\$0	\$0	\$0	\$0	\$82,000	\$0	Not applicable
Emc Arts Inc 127 W 122nd St New York, NY 10027-5502 <i>Planning grant for performing arts innovation lab</i>										
2008	\$31,070	\$0	\$0	\$31,070	\$0	\$0	\$0	\$31,070	\$0	Not applicable
Emc Arts Inc 127 W 122nd St New York, NY 10027-5502 <i>Innovation Lab for the Performing Arts</i>										
2008	\$1,500,000	\$0	\$0	\$1,500,000	\$0	\$0	\$0	\$1,120,000	\$380,000	Not applicable
Grantmakers in the Arts 604 West Galer Street Seattle, WA 98119-3253 <i>Membership</i>										
2008	\$35,000	\$0	\$0	\$35,000	\$0	\$0	\$0	\$35,000	\$0	Not applicable
MAPP International Productions 140 Second Ave Ste 502 New York, NY 10003 <i>Africa Contemporary Arts Consortium</i>										
2008	\$200,000	\$0	\$200,000	\$0	\$0	\$0	\$0	\$200,000	\$0	Not applicable
Mid Atlantic Arts Foundation Inc 201 North Charles St. Ste 401 Baltimore, MD 21201 <i>jazz.NEXT, a re-granting program</i>										
2008	\$1,000,000	\$0	\$0	\$1,000,000	\$0	\$0	\$0	\$625,000	\$375,000	Not applicable
National Arts Strategies Inc 1140 Connecticut Ave Nw Ste 1212 Washington, DC 20036-4013 <i>Planning and pilot testing of new executive education formats for arts and cultural leaders</i>										
2008	\$40,000	\$0	\$0	\$40,000	\$0	\$0	\$0	\$40,000	\$0	Not applicable

THIS DOCUMENT IS AN
UNCLASSIFIED COPY
WITH NO RELATIONSHIP TO ANY
FOUNDATION MANAGER OR
SUBSIDIARY
CONTRIBUTOR

2008	2007	2006	2005	2004	2003	2002	2001	2000	1999	1998	1997	1996	1995	1994	1993	1992	1991	1990	1989	1988	1987	1986	1985	1984	1983	1982	1981	1980	1979	1978	1977	1976	1975	1974	1973	1972	1971	1970	1969	1968	1967	1966	1965	1964	1963	1962	1961	1960	1959	1958	1957	1956	1955	1954	1953	1952	1951	1950	1949	1948	1947	1946	1945	1944	1943	1942	1941	1940	1939	1938	1937	1936	1935	1934	1933	1932	1931	1930	1929	1928	1927	1926	1925	1924	1923	1922	1921	1920	1919	1918	1917	1916	1915	1914	1913	1912	1911	1910	1909	1908	1907	1906	1905	1904	1903	1902	1901	1900	1899	1898	1897	1896	1895	1894	1893	1892	1891	1890	1889	1888	1887	1886	1885	1884	1883	1882	1881	1880	1879	1878	1877	1876	1875	1874	1873	1872	1871	1870	1869	1868	1867	1866	1865	1864	1863	1862	1861	1860	1859	1858	1857	1856	1855	1854	1853	1852	1851	1850	1849	1848	1847	1846	1845	1844	1843	1842	1841	1840	1839	1838	1837	1836	1835	1834	1833	1832	1831	1830	1829	1828	1827	1826	1825	1824	1823	1822	1821	1820	1819	1818	1817	1816	1815	1814	1813	1812	1811	1810	1809	1808	1807	1806	1805	1804	1803	1802	1801	1800	1799	1798	1797	1796	1795	1794	1793	1792	1791	1790	1789	1788	1787	1786	1785	1784	1783	1782	1781	1780	1779	1778	1777	1776	1775	1774	1773	1772	1771	1770	1769	1768	1767	1766	1765	1764	1763	1762	1761	1760	1759	1758	1757	1756	1755	1754	1753	1752	1751	1750	1749	1748	1747	1746	1745	1744	1743	1742	1741	1740	1739	1738	1737	1736	1735	1734	1733	1732	1731	1730	1729	1728	1727	1726	1725	1724	1723	1722	1721	1720	1719	1718	1717	1716	1715	1714	1713	1712	1711	1710	1709	1708	1707	1706	1705	1704	1703	1702	1701	1700	1699	1698	1697	1696	1695	1694	1693	1692	1691	1690	1689	1688	1687	1686	1685	1684	1683	1682	1681	1680	1679	1678	1677	1676	1675	1674	1673	1672	1671	1670	1669	1668	1667	1666	1665	1664	1663	1662	1661	1660	1659	1658	1657	1656	1655	1654	1653	1652	1651	1650	1649	1648	1647	1646	1645	1644	1643	1642	1641	1640	1639	1638	1637	1636	1635	1634	1633	1632	1631	1630	1629	1628	1627	1626	1625	1624	1623	1622	1621	1620	1619	1618	1617	1616	1615	1614	1613	1612	1611	1610	1609	1608	1607	1606	1605	1604	1603	1602	1601	1600	1599	1598	1597	1596	1595	1594	1593	1592	1591	1590	1589	1588	1587	1586	1585	1584	1583	1582	1581	1580	1579	1578	1577	1576	1575	1574	1573	1572	1571	1570	1569	1568	1567	1566	1565	1564	1563	1562	1561	1560	1559	1558	1557	1556	1555	1554	1553	1552	1551	1550	1549	1548	1547	1546	1545	1544	1543	1542	1541	1540	1539	1538	1537	1536	1535	1534	1533	1532	1531	1530	1529	1528	1527	1526	1525	1524	1523	1522	1521	1520	1519	1518	1517	1516	1515	1514	1513	1512	1511	1510	1509	1508	1507	1506	1505	1504	1503	1502	1501	1500	1499	1498	1497	1496	1495	1494	1493	1492	1491	1490	1489	1488	1487	1486	1485	1484	1483	1482	1481	1480	1479	1478	1477	1476	1475	1474	1473	1472	1471	1470	1469	1468	1467	1466	1465	1464	1463	1462	1461	1460	1459	1458	1457	1456	1455	1454	1453	1452	1451	1450	1449	1448	1447	1446	1445	1444	1443	1442	1441	1440	1439	1438	1437	1436	1435	1434	1433	1432	1431	1430	1429	1428	1427	1426	1425	1424	1423	1422	1421	1420	1419	1418	1417	1416	1415	1414	1413	1412	1411	1410	1409	1408	1407	1406	1405	1404	1403	1402	1401	1400	1399	1398	1397	1396	1395	1394	1393	1392	1391	1390	1389	1388	1387	1386	1385	1384	1383	1382	1381	1380	1379	1378	1377	1376	1375	1374	1373	1372	1371	1370	1369	1368	1367	1366	1365	1364	1363	1362	1361	1360	1359	1358	1357	1356	1355	1354	1353	1352	1351	1350	1349	1348	1347	1346	1345	1344	1343	1342	1341	1340	1339	1338	1337	1336	1335	1334	1333	1332	1331	1330	1329	1328	1327	1326	1325	1324	1323	1322	1321	1320	1319	1318	1317	1316	1315	1314	1313	1312	1311	1310	1309	1308	1307	1306	1305	1304	1303	1302	1301	1300	1299	1298	1297	1296	1295	1294	1293	1292	1291	1290	1289	1288	1287	1286	1285	1284	1283	1282	1281	1280	1279	1278	1277	1276	1275	1274	1273	1272	1271	1270	1269	1268	1267	1266	1265	1264	1263	1262	1261	1260	1259	1258	1257	1256	1255	1254	1253	1252	1251	1250	1249	1248	1247	1246	1245	1244	1243	1242	1241	1240	1239	1238	1237	1236	1235	1234	1233	1232	1231	1230	1229	1228	1227	1226	1225	1224	1223	1222	1221	1220	1219	1218	1217	1216	1215	1214	1213	1212	1211	1210	1209	1208	1207	1206	1205	1204	1203	1202	1201	1200	1199	1198	1197	1196	1195	1194	1193	1192	1191	1190	1189	1188	1187	1186	1185	1184	1183	1182	1181	1180	1179	1178	1177	1176	1175	1174	1173	1172	1171	1170	1169	1168	1167	1166	1165	1164	1163	1162	1161	1160	1159	1158	1157	1156	1155	1154	1153	1152	1151	1150	1149	1148	1147	1146	1145	1144	1143	1142	1141	1140	1139	1138	1137	1136	1135	1134	1133	1132	1131	1130	1129	1128	1127	1126	1125	1124	1123	1122	1121	1120	1119	1118	1117	1116	1115	1114	1113	1112	1111	1110	1109	1108	1107	1106	1105	1104	1103	1102	1101	1100	1099	1098	1097	1096	1095	1094	1093	1092	1091	1090	1089	1088	1087	1086	1085	1084	1083	1082	1081	1080	1079	1078	1077	1076	1075	1074	1073	1072	1071	1070	1069	1068	1067	1066	1065	1064	1063	1062	1061	1060	1059	1058	1057	1056	1055	1054	1053	1052	1051	1050	1049	1048	1047	1046	1045	1044	1043	1042	1041	1040	1039	1038	1037	1036	1035	1034	1033	1032	1031	1030	1029	1028	1027	1026	1025	1024	1023	1022	1021	1020	1019	1018	1017	1016	1015	1014	1013	1012	1011	1010	1009	1008	1007	1006	1005	1004	1003	1002	1001	1000	999	998	997	996	995	994	993	992	991	990	989	988	987	986	985	984	983	982	981	980	979	978	977	976	975	974	973	972	971	970	969	968	967	966	965	964	963	962	961	960	959	958	957	956	955	954	953	952	951	950	949	948	947	946	945	944	943	942	941	940	939	938	937	936	935	934	933	932	931	930	929	928	927	926	925	924	923	922	921	920	919	918	917	916	915	914	913	912	911	910	909	908	907	906	905	904	903	902	901	900	899	898	897	896	895	894	893	892	891	890	889	888	887	886	885	884	883	882	881	880	879	878	877	876	875	874	873	872	871	870	869	868	867	866	865	864	863	862	861	860	859	858	857	856	855	854	853	852	851	850	849	848	847	846	845	844	843	842	841	840	839	838	837	836	835	834	833	832	831	830	829	828	827	826	825	824	823	822	821	820	819	818	817	816	815	814	813	812	811	810	809	808	807	806	805	804	803	802	801	800	799	798	797	796	795	794	793	792	791	790	789	788	787	786	785	784	783	782	781	780	779	778	777	776	775	774	773	772	771	770	769	768	767	766	765	764	763	762	761</
------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	------	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-------

THIS DOCUMENT IS AN
 INDIVIDUAL MEMBER ANY
 AND ALL RIGHTS TO ANY
 POLITICAL, PROFESSIONAL OR
 BUSINESS FILE
 CONTAINED HEREIN

Year	Organization Name	Address	City	State	Zip	Section	Amount	Amount	Amount	Amount	Amount	Amount
2008	New York Shakespeare Festival	425 Lafayette Street	New York, NY	10003		501(c)3	\$550,000	\$0	\$0	\$400,000	\$150,000	Not applicable
2004	Quest Arts For Everyone Inc	7414 Newburg Dr	Lanham, MD	20706-4619		501(c)3	\$0	\$82,000	\$82,000	\$0	\$0	Not applicable
2008	Theatre Bay Area	870 Market St Ste 375	San Francisco, CA	94102-3009		501(c)3	\$0	\$200,000	\$0	\$200,000	\$0	Not applicable
2008	Theatre Communications Group Inc.	520 8th Avenue, 24th floor	New York, NY	10018-4156		501(c)3	\$700,000	\$0	\$0	\$0	\$700,000	Not applicable
2007	Theatre Communications Group Inc.	520 8th Avenue, 24th floor	New York, NY	10018-4156		501(c)3	\$0	\$1,000,000	\$0	\$1,000,000	\$0	Not applicable
2008	University Musical Society	881 North University Ave	Ann Arbor, MI	48109		501(c)3	\$250,000	\$0	\$0	\$250,000	\$0	Not applicable
2006	Board of Trustees of the University of Illinois	Urbana, IL	61801			501(c)3	\$375,000	\$0	\$0	\$375,000	\$0	Not applicable
2006	Univ. of Maryland College Park Foundation, Inc.	College Park, MD	20742			501(c)3	\$400,000	\$0	\$0	\$400,000	\$0	Not applicable
2006	Natl Sept 11 Memorial And Museum At The World Trade Center Fdn Inc	One Liberty Plaza 20Th Flr				501(c)3	\$0	\$117,673	\$0	\$117,673	\$0	Not applicable



New York, NY 10006-1404
 Performing Arts Center
 \$117,673
 2008

Total Arts

\$22,903,984 \$18,399,859 \$0 \$19,707,673 \$21,596,170

CHILD ABUSE PREVENTION

Organization	Amount	Code	Amount	Amount	Amount	Notes
National Foundation for the Centers for Disease Control & Prevention	\$0	501(c)3	\$726,179	\$500,000	Not applicable	
55 Park Pl Ste 400 Atlanta, GA 30303 <i>Building state-based public health leadership to prevent child maltreatment</i>	\$1,226,179					
Center for the Study of Social Policy 1575 Eye Street NW, Suite 500 Washington, DC 20005 <i>Strengthening Families National Network</i>	\$1,094,667	501(c)3	\$1,094,667	\$0	Not applicable	
Center for the Study of Social Policy 1575 Eye Street NW, Suite 500 Washington, DC 20005 <i>National Quality Improvement Center (QIC) on Preventing Child Abuse and Neglect</i>	\$289,351	501(c)3	\$200,000	\$89,351	Not applicable	
Erikson Institute 451 N LaSalle St Chicago, IL 60654 <i>Fussy Baby Network</i>	\$289,182	501(c)3	\$289,182	\$0	Not applicable	
Friends of Children Trust Fund Inc 55 Court St Fl 4 Boston, MA 02108-2104 <i>Early Childhood Initiative - Phase 2</i>	\$1,698,000	501(c)3	\$1,000,000	\$698,000	Not applicable	
Georgia State Univ Research Foundation Inc Po Box 3999 Atlanta, GA 30302-3999 <i>SafeCare Training and Resource Center</i>	\$821,403	501(c)3	\$527,987	\$293,416	Not applicable	
Grantmakers for Children, Youth and Families 8757 Georgia Avenue, Suite 540 Silver Spring, MD 20910 <i>Early Childhood Funders Collaborative</i>	\$3,500	501(c)3	\$3,500	\$0	Not applicable	

IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION BOARDER OR SUBSTANTIAL CONTRIBUTOR

APPROVED FOR SUB FUTURE PAYMENT

Year	Organization	Amount Paid	Approved For	Sub Future Payment	Relationship
2008	New York State Office of Children & Family Svcs 52 Washington St. Rensselaer, NY 12144 <i>Understanding the prevention of abuse and neglect: Contributions from the Randomized Trial of Healthy Families</i> New York	\$239,563	\$0	\$0	Not applicable
2006	The Pew Charitable Trusts 2005 Market St Ste 1700 Philadelphia, PA 19103-7017 <i>Home Visiting Research Initiative</i> \$1,885,962	\$0	\$0	\$1,885,962	Not applicable
2008	Trustees of Princeton University Princeton, NJ 08544 <i>Future of Children Journal: Preventing Child Abuse and Neglect</i>	\$99,941	\$0	\$99,941	Not applicable
2007	RAND Corporation 1776 Main St Santa Monica, CA 90407-2138 <i>Promising Practices Network child abuse prevention research dissemination</i> \$12,000	\$0	\$0	\$12,000	Not applicable
2008	Research Foundation of the City University of New York 230 West 41st St New York, NY 10036 <i>Intergenerational Transmission of Neglect and Abuse</i> \$1,843,884	\$600,000	\$0	\$600,000	Not applicable
2005	United Way of America 701 N Fairfax St Alexandria, VA 22314 <i>Child abuse prevention and family strengthening</i> \$1,835,585	\$835,585	\$0	\$835,585	Not applicable
2007	Univ. Of Maryland Medical System Foundation, Inc. 110 South Paca Street, 9th Floor Baltimore, MD 21201 <i>Prevention of Child Maltreatment: A Role for Pediatrics</i> \$323,770	\$0	\$0	\$323,770	Not applicable
2008	University of North Carolina at Chapel Hill Chapel Hill, NC 27599 <i>Preventing Shaken Baby Syndrome and Infant Abuse: The Period of PURPLE Crying Program</i> \$2,146,012	\$1,146,012	\$0	\$256,012	Not applicable

IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

APPROVED FOR 2009 FUTURE PAYMENT

Approved 2009

Amount Paid 2009

	501(c)3	\$266,670	\$0	\$0	\$0	\$266,670	Not applicable
2007 University of North Carolina at Chapel Hill Chapel Hill, NC 27599 <i>PREVENT Child Maltreatment Institute (PCMI)</i> \$666,670	501(c)3	\$266,670	\$0	\$0	\$0	\$266,670	Not applicable
2007 University of Wisconsin Foundation 1848 University Ave, PO Box 8860 Madison, WI 53708-8860 <i>Improving Child Neglect Prevention through Enhanced Measurement and Assessment Strategies</i> \$594,049	501(c)3	\$0	\$594,049	\$0	\$220,000	\$374,049	Not applicable
2008 Urban Institute 2100 M Street NW Washington, DC 20037 <i>Preventing Child Abuse and Neglect by Linking Depressed Mothers to Effective Services</i> \$400,000	501(c)3	\$0	\$400,000	\$0	\$250,000	\$150,000	Not applicable
2008 <i>Total Child Abuse Prevention</i>		\$5,393,023	\$6,432,811	\$0	\$7,676,848	\$4,148,986	
ENVIRONMENT Conservation Fund 1655 N. Fort Myer Drive, Suite 1300 Arlington, VA 22209-2156 <i>Implementation of State Wildlife Action Plans in Alabama, Georgia, North Carolina and Tennessee</i> \$7,500,000	501(c)3	\$300,000	\$0	\$0	\$300,000	\$0	Not applicable
2006 Defenders of Wildlife 1130 Seventeenth Street NW Washington, DC 20036-4604 Conservation Registry \$300,000	501(c)3	\$150,000	\$0	\$0	\$150,000	\$0	Not applicable
2007 Defenders of Wildlife 1130 Seventeenth Street NW Washington, DC 20036-4604 <i>Workshop to define and characterize the practice of natural system adaptation as a critical component of climate policy</i> \$45,000	501(c)3	\$0	\$45,000	\$0	\$45,000	\$0	Not applicable
2008 Environmental Grantmakers Association 55 Exchange Pl Ste 405 New York, NY 10005-2036 <i>Membership dues and 2009 Federal Policy Briefing</i> \$20,670	501(c)3	\$0	\$20,670	\$0	\$20,670	\$0	Not applicable
2008 Foundations of Success Inc 4109 Maryland Ave	501(c)3	\$0	\$50,000	\$0	\$50,000	\$0	Not applicable

IF RECEIPT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION, MANAGER OR SUBSTANTIVE CONTRIBUTOR.

Organization	Year	Amount	Relationship	Amount	Relationship
Bethesda, MD 20816-2606 <i>Development of two tools to help measure the effectiveness of and learn from State Wildlife Grants</i>		\$50,000			
Iowa Natural Heritage Foundation 505 Fifth Ave., Ste 444 Des Moines, IA 50309 <i>Upper Midwest wildlife habitat protection initiative</i>	501(c)3	\$5,850,000	\$0	\$4,777,305	\$1,072,695
\$10,800,000					Not applicable
National Council For Science And The Environment 1101 17th St, NW, Ste 250 Washington, DC 20036 <i>Wildlife Habitat Policy Research Program</i>	501(c)3	\$338,334	\$0	\$338,334	\$0
\$3,338,334					Not applicable
National Council For Science And The Environment 1101 17th St, NW, Ste 250 Washington, DC 20036 <i>National Conference on Science, Policy and the Environment: Biodiversity in a Rapidly Changing World</i>	501(c)3	\$0	\$24,000	\$24,000	\$0
\$24,000					Not applicable
National Fish and Wildlife Foundation 1120 Connecticut Avenue NW, Suite 900 Washington, DC 20036 <i>Corporate Campaign for Implementation of State Wildlife Action Plans</i>	501(c)3	\$150,000	\$0	\$150,000	\$0
\$400,000					Not applicable
National Fish and Wildlife Foundation 1120 Connecticut Avenue NW, Suite 900 Washington, DC 20036 <i>Design of US Protected Areas Database</i>	501(c)3	\$125,000	\$0	\$125,000	\$0
\$125,000					Not applicable
The Nature Conservancy, Inc. 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203-1606 <i>Research and identify potential sources of public funding for implementation of strategies identified in the state Comprehensive Wildlife Conservation Strategies</i>	501(c)3	\$841,531	\$0	\$841,531	\$0
\$3,999,642					Not applicable
The Nature Conservancy, Inc. 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203-1606 <i>Implementation of State Wildlife Action Plans in Arizona, Colorado, New Mexico, Wyoming and Montana</i>	501(c)3	\$8,150,000	\$0	\$6,000,000	\$2,150,000

Organization	Year	501(c)3	\$0	\$7,000,000	\$0	\$2,600,000	\$4,400,000	Not applicable
\$13,000,000	2007							
The Nature Conservancy, Inc. 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203-1606 <i>Pacific Northwest Land Protection Initiative</i> \$7,000,000	2008	501(c)3	\$0	\$7,000,000	\$0	\$2,600,000	\$4,400,000	Not applicable
Open Space Conservancy Inc 1350 Broadway, Suite 201 New York, NY 10018 <i>Land protection initiative in Massachusetts, Maine and New Hampshire</i> \$6,000,000	2008	501(c)3	\$0	\$6,000,000	\$0	\$2,400,000	\$3,600,000	Not applicable
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460 <i>Wildlife Action Opportunities Fund Program</i> \$4,400,109	2008	501(c)3	\$0	\$4,400,109	\$0	\$0	\$4,400,109	Not applicable
Woodrow Wilson National Fellowship Foundation 5 Vaughn Drive, Suite 300 Princeton, NJ 08540 <i>Doris Duke Conservation Fellows Program</i> \$2,849,297	2008	501(c)3	\$0	\$2,849,297	\$0	\$1,767,830	\$1,081,467	Not applicable
Barnard College 3009 Broadway New York, NY 10027-6909 <i>Nexus green roof project.</i> \$117,673	2008	501(c)3	\$0	\$117,673	\$0	\$117,673	\$0	Not applicable
Cary Institute of Ecosystem Studies Inc PO Box AB 2801 Sharon Tpke Millbrook, NY 12545 <i>ecological research activities</i> \$10,000	2008	501(c)3	\$0	\$10,000	\$0	\$10,000	\$0	Not applicable
Cleveland Museum of Natural History 1 Wade Oval Dr Cleveland, OH 44106 <i>Conservation Initiative</i> \$2,000	2008	501(c)3	\$0	\$2,000	\$0	\$2,000	\$0	Not applicable
Ecological Society of America Inc 1990 M. Street NW Suite 700 Washington, DC 20036-3415 <i>environmental educators, research and outreach</i>	2008	501(c)3	\$0	\$3,000	\$0	\$3,000	\$0	Not applicable

IF RECEIVING AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

	501(c)3	\$0	\$40,000	\$0	\$40,000	\$0	\$40,000	\$0	\$40,000	Not applicable
Consultative Group on Biological Diversity Presidio Building 1016, PO Box 29361 San Francisco, CA 94129-0361 <i>Membership and support of Climate and Energy Funders Group</i> \$40,000 2008	501(c)3	\$0	\$40,000	\$0	\$40,000	\$0	\$40,000	\$0	\$40,000	Not applicable
The Energy Foundation 1012 Torney Ave #1 San Francisco, CA 94129 <i>to promote the deployment of clean energy technologies that enable economic growth with big reductions in global warming pollution</i> \$21,000,000 2007	501(c)3	\$14,000,000	\$0	\$0	\$0	\$0	\$0	\$0	\$7,000,000	Not applicable
President and Fellows of Harvard College Boston, MA <i>Energy Technology Innovation for Meeting the Climate-Change Challenge: Planning for the Effective Use of Increased Resources</i> \$1,460,000 2007	501(c)3	\$869,000	\$0	\$0	\$0	\$0	\$0	\$0	\$869,000	Not applicable
Massachusetts Institute of Technology <i>Accelerating US Energy Innovation</i> \$1,987,000 2007	501(c)3	\$703,000	\$0	\$0	\$0	\$0	\$0	\$0	\$703,000	Not applicable
Natural History Museum of the Adirondacks 45 Museum Dr Tupper Lake, NY 12986-9712 <i>Support for conference: Land of Opportunity: The American Response to Climate Change</i> \$20,000 2008	501(c)3	\$0	\$20,000	\$0	\$0	\$0	\$0	\$0	\$20,000	Not applicable
Natural Resources Defense Council Inc 40 W. 20th St FL 11 New York, NY 10011 <i>Evaluating Federal Cap and Trade Policy Options for Cost-Effectively Reducing Global Warming Emissions</i> \$750,000 2008	501(c)3	\$0	\$750,000	\$0	\$0	\$0	\$0	\$0	\$750,000	Not applicable
Institute For International Economics 1750 Massachusetts Ave NW Washington, DC 20036-1903 <i>The Coming Climate Change Regime and International Trade</i> \$1,500,000 2008	501(c)3	\$0	\$1,500,000	\$0	\$0	\$0	\$0	\$0	\$500,000	Not applicable
Strategies for the Global Environment 2101 Wilson Blvd Ste 550 Arlington, VA 22201 <i>Climate Policy Outreach</i> \$247,600	501(c)3	\$0	\$247,600	\$0	\$0	\$0	\$0	\$0	\$247,600	Not applicable

IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

Amount Paid 2008 APPROVED FOR FUTURE PAYMENT

Amount 2008

Neural Interfaces for Restoration of Function After Paralysis	Amount Paid 2008	APPROVED FOR FUTURE PAYMENT	Amount 2008	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
\$405,000 2008				
Case Western Reserve University Cleveland, OH 44106	\$50,000	501(c)3	\$0	Not applicable
Mobile ARV pharmacy at TREAT sites in rural Uganda \$200,000 2007				
Case Western Reserve University Cleveland, OH 44106	\$50,000	501(c)3	\$0	Not applicable
Community-Based Case finding of TB-HIV patients \$200,000 2007				
Children's Hospital Medical Center 3333 Burnet Avenue Cincinnati, OH 45229	\$135,000	501(c)3	\$0	Not applicable
Mechanisms of altered lymphocyte cytotoxicity \$405,000 2006				
Clinical Research Foundation Inc 1350 Connecticut Ave NW, Ste 850 Washington, DC 20036	\$0	501(c)3	\$15,000	Not applicable
Annual meeting and Investigator Advocacy Training Program \$15,000 2008				
Trustees of Columbia University in City of New York New York, NY	\$48,000	501(c)3	\$0	DDCF President, Joan Spero is a Trustee of Columbia Univ
An enhanced adherence support programme for HAART \$192,000 2005				
Trustees of Columbia University in the City of New York New York, NY	\$135,000.00	501(c)3	\$0.00	DDCF President, Joan Spero is a Trustee of Columbia Univ
An Integrated Program of Needle Exchange & VCT in Kabul \$405,000 2006				
Trustees of Columbia University in the City of New York New York, NY	\$50,000	501(c)3	\$0	DDCF President, Joan Spero is a Trustee of Columbia Univ
Macronutrient Supplement for HIV-Infected Patients Initiating ART \$200,000 2007				
Trustees of Columbia University in the City of New York New York, NY	\$135,000	501(c)3	\$0	DDCF President, Joan Spero is a Trustee of Columbia Univ
Identification of Novel Breast Cancer Susceptibility Genes \$405,000 2007				

IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR

Approved 2007

Approved 2008

Approved 2009

Approved 2010

Approved 2011

Approved 2012

Approved 2013

Approved 2014

Approved 2015

DDCF President, Joan Spero is a Trustee of Columbia Univ

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

APPROVED FOR FUTURE PAYMENT

Trustees of Columbia University in the City of New York	501(c)3	\$300,000	\$0	\$0	\$300,000	\$0	\$0	\$0	\$0	\$0	Not applicable
New York, NY Clinical Research Fellowship for Medical Students 2007 \$900,000											
2007 Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 Genetic determinants of prostate cancer aggressiveness \$405,000	501(c)3	\$135,000	\$0	\$0	\$135,000	\$0	\$0	\$0	\$0	\$0	Not applicable
2006 Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 Translational Studies Based on Tumor Suppressor Proteins \$1,500,000	501(c)3	\$500,000	\$0	\$0	\$500,000	\$0	\$0	\$0	\$0	\$0	Not applicable
2006 Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 RNAi factor function in chronic lymphocytic leukemia \$405,000	501(c)3	\$135,000	\$0	\$0	\$135,000	\$0	\$0	\$0	\$0	\$0	Not applicable
2007 DDCF Medical Research Program Operations Research on AIDS Care and Treatment in Africa \$2,000,000		\$47,500	(\$47,500)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Not applicable
2005 Duke University 108 Seeley G. Mudd Building Durham, NC 27710 Targeted NF-κB Inhibition in Molecular Subgroups of Patients with Lymphoma \$405,000	501(c)3	\$0	\$0	\$405,000	\$270,000	\$0	\$0	\$0	\$0	\$135,000	Not applicable
2008 Emory University Atlanta, GA 30322 Molecular predictors of Peripartum Depression \$405,000	501(c)3	\$135,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$135,000	Not applicable
2007 Foundation for the National Institutes of Health 9650 Rockville Pike Bethesda, MD 20814 Sixth Annual Clinical Investigator Student Trainee (CIST) Forum Keynote Address Event \$15,000	501(c)3	\$0	\$0	\$15,000	\$15,000	\$0	\$0	\$0	\$0	\$0	Not applicable
2008 Health Alliance International 1107 NE 45th St., Suite 427 Seattle, WA 98105 HAART Delivery Models: A Quasi-Experimental Study	501(c)3	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	Not applicable

IF RECIPIENT IS AN
INDIVIDUAL, SHOW ANY
RELATIONSHIP TO ANY
FOUNDATION MANAGER OR
SUBSTANTIAL
CONTRIBUTOR

APPROVED FOR
FUTURE PAYMENT

Amount Paid
2006

Amount Paid
2006

Amount Paid
2006

Amount Paid
2006

Amount Paid
2006

Amount Paid
2006

Amount Paid
2006

Year	Organization / Project	Amount Paid 2006	Amount Paid 2006	Amount Paid 2006	Amount Paid 2006	Relationship
2008	Southwestern Medical Foundation 2305 Cedar Springs Rd Ste 150 Dallas, TX 75201-7805 <i>Genetics of Adult-Onset Pulmonary Fibrosis</i> \$405,000	\$0	\$405,000	\$0	\$270,000	Not applicable
2008	Board of Trustees of Stanford University Stanford, CA 94305 <i>Molecular Imaging of Cancer with a Voltage Sensor</i> \$1,500,000	\$500,000	\$0	\$0	\$500,000	Not applicable
2004	Board of Trustees of Stanford University Stanford, CA 94305 <i>Microbial ecology of the human intestinal tract</i> \$1,500,000	\$500,000	\$0	\$0	\$0	Not applicable
2006	Board of Trustees of Stanford University Stanford, CA 94305 <i>Novel Markers of Pediatric Sarcoma Aggressiveness</i> \$405,000	\$135,000	\$0	\$0	\$0	Not applicable
2007	Universities Allied For Essential Medicines Corp 2625 Alcatraz Ave #180 Berkeley, CA 94618 <i>Annual training and educational conference</i> \$10,000	\$0	\$10,000	\$0	\$10,000	Not applicable
2008	Board of Trustees of the University of Alabama Birmingham, AL 35233 <i>Trial of Strategies for Enroll Pregnant Women onto ART</i> \$200,000	\$50,000	\$0	\$0	\$50,000	Not applicable
2007	Board of Trustees of the University of Alabama Birmingham, AL 35233 <i>Long Term Risks and Extra-skeletal Benefits of Biologics</i> \$405,000	\$135,000	\$0	\$0	\$0	Not applicable
2007	Board of Trustees of the University of Alabama Birmingham, AL 35233 <i>Impact of HAART to prevent pediatric AIDS in rural Zambia</i> \$405,000	\$135,000	\$0	\$0	\$0	Not applicable
2007	The Regents of the University of California Los Angeles, CA 90095 <i>Coronary disease: race, prevention and treatment</i> \$405,000	\$135,000	\$0	\$0	\$135,000	Not applicable
2006	The Regents of the University of California Los Angeles, CA 90095	\$0	\$1,500,000	\$0	\$0	Not applicable

IF RECIPIENT IS AN
INDIVIDUAL, SHOW ANY
RELATIONSHIP TO ANY
FOUNDATION MANAGER OR
SUBSTANTIAL
CONTRIBUTOR

Amount Paid
2008 APPROVED FOR
2008 FUTURE PAYMENT

Amount Paid
2008

Year	Organization	Amount Paid 2008	Approved for 2008 Future Payment	Not applicable
2008	University of Texas Foundation PO Box 250 Austin, TX 78767-0250 <i>Blockade of CTLA-4 to induce effective anti-tumor immune responses in cancer patients</i> \$405,000	\$0	\$270,000	\$135,000
2008	University of Texas Foundation PO Box 250 Austin, TX 78767-0250 <i>Immunogenetic rheostats of HIV-1 transmission, keys for vaccine development</i> \$1,500,000	\$0	\$1,125,000	\$375,000
2008	Univ. of Texas Southwestern Medical Ctr at Dallas 5323 Harry Hines Blvd. Dallas, TX 75390 <i>Targeting the mTOR pathway in Renal-Cell Carcinoma</i> \$405,000	\$135,000	\$0	\$135,000
2007	University of Texas Southwestern Medical Center at Dallas 5323 Harry Hines Blvd. Dallas, TX 75390 <i>Clinical Research Fellowship for Medical Students</i> \$600,000	\$200,000	\$0	\$0
2007	University of Utah Salt Lake City, UT 84112 <i>Effects of Germline Mutations within the Ras Pathway on Bone Remodeling</i> \$405,000	\$0	\$270,000	\$135,000
2008	University of Washington Seattle, WA <i>HHV-8 Replication and Progression to Malignancy in Africa</i> \$405,000	\$135,000	\$0	\$135,000
2005	Vanderbilt University 2201 West End Ave Nashville, TN 37235 <i>Monitoring and manipulating Hh signaling in gliomas</i> \$405,000	\$135,000	\$135,000	\$0
2006	Vanderbilt University 2201 West End Ave Nashville, TN 37235 <i>Insertional Mutagenesis in the Progression of ATLL</i> \$405,000	\$135,000	\$0	\$135,000
2007	Washington University	\$0	\$270,000	\$135,000

IF RECIPIENT IS AN
INDIVIDUAL, SHOW ANY
RELATIONSHIP TO ANY
FOUNDATION MANAGER OR
SUBSTANTIAL
CONTRIBUTOR

Amount Paid
2008 FOR THE PAYMENT

STRATEGY AND PLANNING**Center for Effective Philanthropy**

675 Massachusetts Ave., 7th fl
Cambridge, MA 02139

Membership

\$20,000

2008

Council on Foundations, Inc.

2121 Crystal Dr Ste 700
Arlington, VA 22202

Membership

\$45,000

2008

Foundation Center

79 Fifth Avenue

New York, NY 10003

Membership

\$20,000

2008

Grantmakers for Effective Organizations

1725 DeSales St NW Ste 404

Washington, DC 20036

Membership

\$8,000

2008

Grants Managers Network Inc

1101 14th St NW, Ste 420

Washington, DC 20005

Membership

\$5,000

2008

Independent Sector

1200 18th St NW, Ste 200

Washington, DC 20036

Membership

\$12,500

2008

The New York and Presbyterian Hospital

654 West 170th Street

New York, NY 10032

Colorectal Surgery Fund

\$10,000

2008

New York Regional Association of Grantmakers

79 Fifth Ave, 4th fl

New York, NY 10003-3076

Membership

\$22,000

2008

Nonprofit Coordinating Committee of New York

1350 Broadway, Suite 1801

Organization Name	Section	Amount Paid 2008	Relationship to Manager or Substantial Contributor
Center for Effective Philanthropy	Membership	\$20,000	Not applicable
Council on Foundations, Inc.	Membership	\$45,000	Not applicable
Foundation Center	Membership	\$20,000	Not applicable
Grantmakers for Effective Organizations	Membership	\$8,000	Not applicable
Grants Managers Network Inc	Membership	\$5,000	Not applicable
Independent Sector	Membership	\$12,500	Not applicable
The New York and Presbyterian Hospital	Colorectal Surgery Fund	\$10,000	Not applicable
New York Regional Association of Grantmakers	Membership	\$22,000	Not applicable
Nonprofit Coordinating Committee of New York		\$2,500	Not applicable

IF ACCIDENT IS AN
 INDIVIDUAL, SHOW ANY
 RELATIONSHIP TO ANY
 FOUNDATION MANAGER OR
 BOARD MEMBER FOR
 SUBSIDIARY
 COMPANY

New York, NY 10018 Membership \$2,500 2008									
Robert Potter League For Animals Inc PO Box 412 Newport, RI 02840-0400 Grant in honor of trustee Marion Oates Charles \$10,000 2007	501(c)3	\$10,000	\$0	\$0	\$10,000	\$0	Not applicable		
Technology Affinity Group Inc 23 Briar Road Wayne, PA 19087 Membership \$5,000 2008	501(c)3	\$0	\$5,000	\$0	\$5,000	\$0	Not applicable		
Total Strategy and Planning & Trustee		\$10,000	\$150,000	\$0	\$160,000	\$0			

GRAND TOTAL

\$76,863,059	\$65,878,898	(\$47,500)	\$78,252,059	\$64,442,397
---------------------	---------------------	-------------------	---------------------	---------------------

DORIS DUKE CHARITABLE FOUNDATION		
990 PART IV CAPITAL GAINS LOSSES ON INVESTMENT INCOME		
12/31/08		
DESCRIPTION	TAXABLE GAIN (LOSS)	
EQUITY INVESTMENTS		
97-NTGI S&P 500 Enhanced	(23,702,097)	
58-WESTPORT ASSET MANAGEMENT	4,374,174	
99-NTGI STRUCTURED SMALL CAP	(5,055,605)	
137-NTGI TRANSITION ACCT	(121,082)	
98-NTGI EAFE ENHANCED FUND	(38,915,690)	
TOTAL NON-US DEV. MANAGERS		
42-GMO EMG MARKETS FUND III	14,182,075	
37-CAP.INT'L EMG.MKTS.GROWTH	12,682,009	
36-CAPITAL GUARDIAN GLOBAL E	(17,003,684)	
57-WALTER SCOTT & PARTNERS	5,173,235	
100-BRANDES INVESTMENT PTRS	(12,581,556)	
MARKETABLE ALTERNATIVE INVST		
74-AQR ABSOLUTE RTRN OFFSHRE	(5,767,266)	
78-BRIDGEWATER PURE ALPHA FN	6,660,214	
103-OLD LANE CAYMAN HFF	684,569	
38-CHILTON INT'L LTD CLASS A	198,071	
45-HIGHLINE CAPITAL INT'L	3,071,454	
66-NORTH RIVER PARTNERS	4,681,195	
79-MILLGATE INTERNATIONAL	1,486,898	
122-ATTICUS GLOBAL FUND	(204,883)	
126-ALGEBRIS GLOBAL FNCL FND	303,801	
NON-MARKETABLE ALTERNATIVE ASSETS		
43-HARBOUR VEST IPEP I LP	2,246,411	
39-COMMONFUND CAP PE V LP	443,360	
40-COMMONFUND CAP VP VI LP	531,898	
65-BAIN CAPITAL FUND VIII LP	163,244	
68-HEARTWOOD FORESTRY FUND V	80,610	
70-PORTFOLIO ADVISORS	455,899	
75-OAK HILL CAP PART. II	88,768	
81-SEQUOIA CAP GROWTH FNDIII	154,865	
82-SEQUOIA CAP CHINA I	47,515	
92-PORTFOLIO ADVISORS PE IV	195,783	
94-TA ASSOCIATES X LP	69,350	
96-NGEN PARTNERS II	29,377	
105-OAK INVEST PTNRS XII	798	
106-SEQUOIA CAP INDIA GRW I	83,582	
107-PERMIRA IV	39,286	
108-ASIA ALTERNATIVES CAP PTN	26,430	
117-GREENPARK INTL INVST III	50,683	
133-NORDIC CAPITAL FUND VII	(6,352)	
FIXED INCOME		
62-BLACK ROCK CORE BOND FUND	456,856	
63-PIMCO COREPLUS BOND FUND	(2,164,268)	
64-PIMCO REAL RETURN	3,016,836	
85-NTGI GOVERNMENT BOND FUND	238,642	
MISCELLANEOUS INVESTMENTS		
134-CLIFTON GROUP	(33,387,832)	
130-MESIROW FINANCIAL	(689,584)	
	(77,682,011)	