Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning OCT 1, 2008 , and ending SEP 30, 2009

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

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

Name of foundation: THE PARKER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 2604-B EL CAMINO REAL, SUITE 244

City or town, state, and ZIP code: CARLSBAD, CA 92008

A Employer identification number: 51-0141231

B Telephone number: (760)720-0630

C If exemption application is pending, check here ▶[ ]

D 1. Foreign organizations, check here ▶[ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶[ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 35,386,990.

J Accounting method: [ ] Cash [X] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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

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

	Line	Description	(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			N/A	
	2	Check ▶[X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	899,740.	899,740.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-359,822.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 6,330,821.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	-426,773.	-15,657.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	113,145.	884,083.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	61,853.	6,185.		55,668.
	b	Accounting fees STMT 5	43,462.	4,346.		39,115.
	c	Other professional fees STMT 6	121,045.	161,157.		2,400.
	17	Interest				
	18	Taxes STMT 7	20,646.	14,158.		180.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	140.	0.		140.
	22	Printing and publications				
	23	Other expenses STMT 8	17,399.	0.		17,399.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	264,545.	185,846.		114,902.
	25	Contributions, gifts, grants paid	1,051,017.			1,394,017.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,315,562.	185,846.		1,508,919.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-1,202,417.			
	b	**Net investment income** (if negative, enter -0-)		698,237.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
AUG 17 2010
OGDEN, UT
IRS-OSC

ENVELOPE POSTMARK DATE AUG 13 2010

SCANNED AUG 18 2010

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

Form **990-PF** (2008)

823501
01-02-09

G14

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,082,845.	565,029.	565,029.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 15,000.			
	Less: allowance for doubtful accounts ▶		15,000.	15,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	35,753,267.	34,457,594.	34,213,845.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	324,330.	593,116.	593,116.
	16 **Total assets** (to be completed by all filers)	37,160,442.	35,630,739.	35,386,990.
Liabilities	17 Accounts payable and accrued expenses	38,335.	54,048.	
	18 Grants payable	430,500.	87,500.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	468,835.	141,548.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	36,691,607.	35,489,191.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	36,691,607.	35,489,191.	
	31 **Total liabilities and net assets/fund balances**	37,160,442.	35,630,739.	

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	36,691,607.
2	Enter amount from Part I, line 27a	2	-1,202,417.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	35,489,190.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,489,190.

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				
b	SEE ATTACHED STATEMENT			
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	6,330,821.		6,532,639.	-359,822.

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-359,822.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** -359,822.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	2,115,077.	41,146,993.	.051403
2006	2,128,267.	42,838,483.	.049681
2005	2,015,853.	41,690,373.	.048353
2004	1,789,848.	37,624,301.	.047572
2003	1,471,348.	33,806,478.	.043523

2	**Total** of line 1, column (d)	2	.240532
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.048106
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	30,638,510.
5	Multiply line 4 by line 3	5	1,473,896.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,982.
7	Add lines 5 and 6	7	1,480,878.
8	Enter qualifying distributions from Part XII, line 4	8	1,508,919.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling 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 ▶ [X] and enter 1% of Part I, line 27b		1	6,982.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,982.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	6,982.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a 20,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	20,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	13,018.
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 13,018. **Refunded** ▶		11	0.

Part VII-A | Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.THEPARKERFOUNDATION.ORG

14 The books are in care of ▶ ROBBIN POWELL Telephone no. ▶ (760)720-0630
Located at ▶ 2604-B EL CAMINO REAL, SUITE 244, CARLSBAD, CA ZIP+4 ▶ 92008

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

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

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

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		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? If "Yes," list the years ▶ ____, ____, ____, ____	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

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

Form **990-PF** (2008)

823551
01-02-09

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 CHARITABLE GRANT PROGRAM	1,394,017.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	24,008,080.
b	Average of monthly cash balances		1b	507,750.
c	Fair market value of all other assets		1c	6,589,256.
d	**Total** (add lines 1a, b, and c)		1d	31,105,086.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	31,105,086.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	466,576.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	30,638,510.
6	**Minimum investment return.** Enter 5% of line 5		6	1,531,926.

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

1	Minimum investment return from Part X, line 6		1	1,531,926.
2a	Tax on investment income for 2008 from Part VI, line 5	2a 6,982.		
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,982.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,524,944.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,524,944.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,524,944.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,508,919.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,508,919.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,982.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,501,937.

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.

Form **990-PF** (2008)

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				1,524,944.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			30,462.	
b Total for prior years: ____ , ____ , ____		0.		
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	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 1,508,919.				
a Applied to 2007, but not more than line 2a			30,462.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				1,478,457.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				46,487.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	0.			
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				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE	N/A			1,394,017.
Total			▶ 3a	1,394,017.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	899,740.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-15,657.	
8 Gain or (loss) from sales of assets other than inventory			18	-359,822.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PARTNERSHIP BOOK INCOME					
b ADJ - NOT TAXABLE			14	-411,116.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		113,145.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 113,145.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Judy McDonald — 8/5/2010 — President

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ▶ ☐	Preparer's identifying number
Kenneth [illegible]	8/4/2010		
Firm's name (or yours if self-employed), address, and ZIP code: LINDSAY & BROWNELL, LLP 4225 EXECUTIVE SQUARE, SUITE 1150 LA JOLLA, CA 92037		EIN ▶	Phone no. 858 5589200

Form **990-PF** (2008)

823622
01-02-09

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	UNION BANK - SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b	AG SUPER FUND LP	P		
c	AG SUPER FUND LP	P		
d	FRONTIER MID CAP GROWTH FUND LP	P		
e	FRONTIER MID CAP GROWTH FUND LP	P		
f	MONTAUK TRIGUARD FUND IV	P		
g	AG SUPER FUND LP - 1256 GAIN/(LOSS)	P		
h	MONTAUK TRIGUARD FUND IV - 1256 GAIN/(LOSS)	P		
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

	(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	5,542,399.		6,532,639.	-990,240.
b				-37,726.
c				5,253.
d				-189,304.
e				64,331.
f				-1,614.
g				1,087.
h				-31.
i	788,422.			788,422.
j				
k				
l				
m				
n				
o				

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

	(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-990,240.
b				-37,726.
c				5,253.
d				-189,304.
e				64,331.
f				-1,614.
g				1,087.
h				-31.
i				788,422.
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	-359,822.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

823591
04-25-08

The Parker Foundation
FEIN 51-0141231
Capital Gains & Losses
October 1, 2008 through Septemeber 31, 2009

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
10/31/2008	1500 shs Citigroup Inc	27,499.94		27,499.94
10/31/2008	1500 shs Citigroup Inc		73,101.62	-45,601.68
10/31/2008	800 shs Citigroup Inc	14,762.63		-30,839.05
10/31/2008	800 shs Citigroup Inc		38,987.53	-69,826.58
10/31/2008	600 shs Citigroup Inc	10,340.04		-59,486.54
10/31/2008	600 shs Citigroup Inc		29,240.64	-88,727.18
10/31/2008	400 shs JPMorgan Chase Co	16,119.90		-72,607.28
10/31/2008	400 shs JPMorgan Chase Co		15,730.27	-88,337.55
10/31/2008	1500 shs Sprint Nextel Corp	5,118.57		-83,218.98
10/31/2008	1500 shs Sprint Nextel Corp		33,594.56	-116,813.54
10/31/2008	3300 shs Sprint Nextel Corp	11,249.96		-105,563.58
10/31/2008	3300 shs Sprint Nextel Corp		73,908.04	-179,471.62
10/31/2008	95 shs Cerner Corp	4,223.96		-175,247.66
10/31/2008	95 shs Cerner Corp		5,043.44	-180,291.10
10/31/2008	35 shs Cerner Corp	1,560.55		-178,730.55
10/31/2008	35 shs Cerner Corp		1,858.11	-180,588.66
10/31/2008	25 shs Cerner Corp	1,071.78		-179,516.88
10/31/2008	25 shs Cerner Corp		1,327.22	-180,844.10
10/31/2008	31 shs Cerner Corp	1,301.09		-179,543.01
10/31/2008	31 shs Cerner Corp		1,645.75	-181,188.76
10/31/2008	18 shs Cerner Corp	695.42		-180,493.34
10/31/2008	18 shs Cerner Corp		955.60	-181,448.94
10/31/2008	28 shs Cerner Corp	1,099.61		-180,349.33
10/31/2008	28 shs Cerner Corp		1,486.49	-181,835.82
10/31/2008	30 shs Cerner Corp	1,161.25		-180,674.57
10/31/2008	30 shs Cerner Corp		1,592.67	-182,267.24
10/31/2008	108 shs Cerner Corp	3,871.32		-178,395.92
10/31/2008	108 shs Cerner Corp		5,733.59	-184,129.51
10/31/2008	45 shs Cerner Corp	1,612.02		-182,517.49
10/31/2008	45 shs Cerner Corp		2,389.00	-184,906.49
10/31/2008	47 shs Cerner Corp	1,687.86		-183,218.63
10/31/2008	47 shs Cerner Corp		2,495.18	-185,713.81
10/31/2008	11 shs Cerner Corp	405.22		-185,308.59
10/31/2008	11 shs Cerner Corp		583.98	-185,892.57
10/31/2008	32 shs Cerner Corp	1,094.50		-184,798.07
10/31/2008	32 shs Cerner Corp		1,698.84	-186,496.91
10/31/2008	41 shs Cerner Corp	1,353.70		-185,143.21
10/31/2008	41 shs Cerner Corp		2,176.64	-187,319.85
10/31/2008	39 shs Cerner Corp	1,307.93		-186,011.92

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
10/31/2008	39 shs Cerner Corp		2,070.46	-188,082.38
10/31/2008	41 shs Cerner Corp	1,395.15		-186,687.23
10/31/2008	41 shs Cerner Corp		2,176.64	-188,863.87
10/31/2008	20 shs Cerner Corp	690.41		-188,173.46
10/31/2008	20 shs Cerner Corp		1,061.78	-189,235.24
10/31/2008	34 shs Cerner Corp	1,220.10		-188,015.14
10/31/2008	34 shs Cerner Corp		1,805.02	-189,820.16
10/31/2008	17 shs Cerner Corp	612.89		-189,207.27
10/31/2008	17 shs Cerner Corp		902.51	-190,109.78
10/31/2008	10 shs Cerner Corp	358.25		-189,751.53
10/31/2008	10 shs Cerner Corp		530.89	-190,282.42
10/31/2008	84 shs Cerner Corp	2,972.43		-187,309.99
10/31/2008	84 shs Cerner Corp		4,459.46	-191,769.45
10/31/2008	87 shs Cerner Corp	3,251.34		-188,518.11
10/31/2008	87 shs Cerner Corp		4,618.73	-193,136.84
10/31/2008	22 shs Cerner Corp	776.90		-192,359.94
10/31/2008	22 shs Cerner Corp		1,167.95	-193,527.89
10/31/2008	240 shs Cerner Corp	7,995.36		-185,532.53
10/31/2008	240 shs Cerner Corp		12,741.33	-198,273.86
10/31/2008	43 shs Cerner Corp	1,400.09		-196,873.77
10/31/2008	43 shs Cerner Corp		2,282.82	-199,156.59
11/30/2008	344 shs Expeditors Intl Wash Inc	11,666.76		-187,489.83
11/30/2008	344 shs Expeditors Intl Wash Inc		15,337.54	-202,827.37
11/30/2008	139 shs Expeditors Intl Wash Inc	4,788.91		-198,038.46
11/30/2008	139 shs Expeditors Intl Wash Inc		6,197.44	-204,235.90
11/30/2008	221 shs Expeditors Intl Wash Inc	7,286.08		-196,949.82
11/30/2008	221 shs Expeditors Intl Wash Inc		9,853.48	-206,803.30
11/30/2008	68 shs Expeditors Intl Wash Inc	2,263.31		-204,539.99
11/30/2008	68 shs Expeditors Intl Wash Inc		3,031.84	-207,571.83
11/30/2008	111 shs Expeditors Intl Wash Inc	3,767.65		-203,804.18
11/30/2008	111 shs Expeditors Intl Wash Inc		4,949.03	-208,753.21
11/30/2008	133 shs Expeditors Intl Wash Inc	4,470.07		-204,283.14
11/30/2008	133 shs Expeditors Intl Wash Inc		5,929.92	-210,213.06
11/30/2008	26 shs Expeditors Intl Wash Inc	871.86		-209,341.20
11/30/2008	26 shs Expeditors Intl Wash Inc		1,159.23	-210,500.43
11/30/2008	110 shs Expeditors Intl Wash Inc	3,651.20		-206,849.23
11/30/2008	110 shs Expeditors Intl Wash Inc		4,904.45	-211,753.68
11/30/2008	65 shs Expeditors Intl Wash Inc	2,099.58		-209,654.10
11/30/2008	65 shs Expeditors Intl Wash Inc		2,898.08	-212,552.18
11/30/2008	109 shs Expeditors Intl Wash Inc	3,523.69		-209,028.49
11/30/2008	109 shs Expeditors Intl Wash Inc		4,859.86	-213,888.35
11/30/2008	177 shs Expeditors Intl Wash Inc	5,576.58		-208,311.77
11/30/2008	177 shs Expeditors Intl Wash Inc		7,891.70	-216,203.47
11/30/2008	89 shs Expeditors Intl Wash Inc	2,768.43		-213,435.04
11/30/2008	89 shs Expeditors Intl Wash Inc		3,968.14	-217,403.18

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
11/30/2008	104 shs Expeditors Intl Wash Inc	3,291.34		-214,111.84
11/30/2008	104 shs Expeditors Intl Wash Inc		4,636.93	-218,748.77
11/30/2008	136 shs Expeditors Intl Wash Inc	4,231.01		-214,517.76
11/30/2008	136 shs Expeditors Intl Wash Inc		6,063.68	-220,581.44
11/30/2008	129 shs Expeditors Intl Wash Inc	3,916.53		-216,664.91
11/30/2008	129 shs Expeditors Intl Wash Inc		5,751.58	-222,416.49
11/30/2008	158 shs Expeditors Intl Wash Inc	4,754.65		-217,661.84
11/30/2008	158 shs Expeditors Intl Wash Inc		7,044.58	-224,706.42
11/30/2008	113 shs Expeditors Intl Wash Inc	3,401.45		-221,304.97
11/30/2008	113 shs Expeditors Intl Wash Inc		5,038.21	-226,343.18
11/30/2008	68 shs Expeditors Intl Wash Inc	2,016.28		-224,326.90
11/30/2008	68 shs Expeditors Intl Wash Inc		3,031.84	-227,358.74
11/30/2008	108 shs Genzyme Corp General Division	7,902.02		-219,456.72
11/30/2008	108 shs Genzyme Corp General Division		6,515.27	-225,971.99
11/30/2008	25 shs Genzyme Corp General Division	1,826.23		-224,145.76
11/30/2008	25 shs Genzyme Corp General Division		1,508.16	-225,653.92
11/30/2008	67 shs Genzyme Corp General Division	4,984.36		-220,669.56
11/30/2008	67 shs Genzyme Corp General Division		4,041.88	-224,711.44
11/30/2008	100 shs Google Inc-Cl A	35,449.38		-189,262.06
11/30/2008	100 shs Google Inc-Cl A		21,289.67	-210,551.73
12/31/2008	600 shs AT&T Inc Com	16,407.74		-194,143.99
12/31/2008	600 shs AT&T Inc Com		14,171.27	-208,315.26
12/31/2008	100 shs AT&T Inc Com	2,799.09		-205,516.17
12/31/2008	100 shs AT&T Inc Com		2,361.88	-207,878.05
12/31/2008	200 shs AT&T Inc Com	5,596.36		-202,281.69
12/31/2008	200 shs AT&T Inc Com		4,723.76	-207,005.45
12/31/2008	100 shs AT&T Inc Com	2,803.72		-204,201.73
12/31/2008	100 shs AT&T Inc Com		2,361.88	-206,563.61
12/31/2008	200 shs International Paper Co.	2,280.28		-204,283.33
12/31/2008	200 shs International Paper Co.		8,360.00	-212,643.33
12/31/2008	900 shs International Paper Co.	9,683.49		-202,959.84
12/31/2008	900 shs International Paper Co.		37,620.00	-240,579.84
12/31/2008	200 shs International Paper Co.	2,396.66		-238,183.18
12/31/2008	200 shs International Paper Co.		8,360.00	-246,543.18
12/31/2008	200 shs International Paper Co.	2,474.78		-244,068.40
12/31/2008	200 shs International Paper Co.		8,360.00	-252,428.40
12/31/2008	1000 shs Liberty Media-Interactive A Coı	2,303.98		-250,124.42
12/31/2008	1000 shs Liberty Media-Interactive A Com		21,068.82	-271,193.24
12/31/2008	1050 shs Liberty Media-Interactive A Coı	2,477.77		-268,715.47
12/31/2008	1050 shs Liberty Media-Interactive A Com		22,122.27	-290,837.74
12/31/2008	500 shs Amazon.Com Inc	25,152.25		-265,685.49
12/31/2008	500 shs Amazon.Com Inc		38,588.10	-304,273.59
12/31/2008	123 shs Broadcom Corp Cl A	2,117.55		-302,156.04
12/31/2008	123 shs Broadcom Corp Cl A		4,089.34	-306,245.38
12/31/2008	58 shs Broadcom Corp Cl A	1,002.02		-305,243.36

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
12/31/2008	58 shs Broadcom Corp Cl A		1,928.30	-307,171.66
12/31/2008	572 shs Broadcom Corp Cl A	9,609.25		-297,562.41
12/31/2008	572 shs Broadcom Corp Cl A		19,017.07	-316,579.48
12/31/2008	358 shs Broadcom Corp Cl A	5,989.41		-310,590.07
12/31/2008	358 shs Broadcom Corp Cl A		11,902.29	-322,492.36
12/31/2008	89 shs Broadcom Corp Cl A	1,476.69		-321,015.67
12/31/2008	89 shs Broadcom Corp Cl A		2,958.95	-323,974.62
12/31/2008	540 shs EMC Corp Mass	5,577.46		-318,397.16
12/31/2008	540 shs EMC Corp Mass		10,771.36	-329,168.52
12/31/2008	474 shs EMC Corp Mass	4,912.70		-324,255.82
12/31/2008	474 shs EMC Corp Mass		9,454.86	-333,710.68
12/31/2008	708 shs EMC Corp Mass	7,439.47		-326,271.21
12/31/2008	708 shs EMC Corp Mass		14,122.46	-340,393.67
12/31/2008	740 shs EMC Corp Mass	7,805.91		-332,587.76
12/31/2008	740 shs EMC Corp Mass		14,760.76	-347,348.52
12/31/2008	936 shs EMC Corp Mass	9,808.66		-337,539.86
12/31/2008	936 shs EMC Corp Mass		18,670.37	-356,210.23
12/31/2008	502 shs EMC Corp Mass	5,172.13		-351,038.10
12/31/2008	502 shs EMC Corp Mass		10,013.38	-361,051.48
12/31/2008	700 shs EMC Corp Mass	7,264.62		-353,786.86
12/31/2008	700 shs EMC Corp Mass		13,962.88	-367,749.74
12/31/2008	98 shs Genzyme Corp General Division	5,795.23		-361,954.51
12/31/2008	98 shs Genzyme Corp General Division		5,912.00	-367,866.51
12/31/2008	18 shs Genzyme Corp General Division	1,094.44		-366,772.07
12/31/2008	18 shs Genzyme Corp General Division		1,085.88	-367,857.95
12/31/2008	84 shs Genzyme Corp General Division	5,293.19		-362,564.76
12/31/2008	84 shs Genzyme Corp General Division		5,067.43	-367,632.19
12/31/2008	50 shs Google Inc Cl A	14,832.85		-352,799.34
12/31/2008	50 shs Google Inc Cl A		10,644.83	-363,444.17
12/31/2008	115 shs Moodys Corp	2,592.28		-360,851.89
12/31/2008	115 shs Moodys Corp		5,181.83	-366,033.72
12/31/2008	375 shs Moodys Corp	8,283.06		-357,750.66
12/31/2008	375 shs Moodys Corp		16,897.27	-374,647.93
12/31/2008	158 shs Moodys Corp	3,361.38		-371,286.55
12/31/2008	158 shs Moodys Corp		7,119.38	-378,405.93
12/31/2008	261 shs Moodys Corp	5,626.34		-372,779.59
12/31/2008	261 shs Moodys Corp		11,760.50	-384,540.09
12/31/2008	43 shs Moodys Corp	889.20		-383,650.89
12/31/2008	43 shs Moodys Corp		1,937.55	-385,588.44
12/31/2008	183 shs Moodys Corp	3,766.11		-381,822.33
12/31/2008	183 shs Moodys Corp		8,245.87	-390,068.20
12/31/2008	41 shs Moodys Corp	839.64		-389,228.56
12/31/2008	41 shs Moodys Corp		1,847.43	-391,075.99
12/31/2008	108 shs Moodys Corp	2,133.87		-388,942.12
12/31/2008	108 shs Moodys Corp		4,866.41	-393,808.53

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
12/31/2008	67 shs Moodys Corp	1,328.60		-392,479.93
12/31/2008	67 shs Moodys Corp		3,018.98	-395,498.91
12/31/2008	203 shs Moodys Corp	4,032.79		-391,466.12
12/31/2008	203 shs Moodys Corp		9,147.05	-400,613.17
12/31/2008	46 shs Moodys Corp	920.91		-399,692.26
12/31/2008	46 shs Moodys Corp		2,072.73	-401,764.99
01/31/2009	2,100 shs Altria Group Inc	35,615.80		-366,149.19
01/31/2009	2,100 shs Altria Group Inc		30,319.47	-396,468.66
01/31/2009	200 shs Barrick Gold Corp	7,450.97		-389,017.69
01/31/2009	200 shs Barrick Gold Corp		4,692.94	-393,710.63
01/31/2009	1,100 shs Amazon.Com Inc	54,185.69		-339,524.94
01/31/2009	1,100 shs Amazon.Com Inc		84,893.81	-424,418.75
02/28/2009	700 shs Agilent Technologies Inc	12,720.18		-411,698.57
02/28/2009	700 shs Agilent Technologies Inc		13,158.49	-424,857.06
02/28/2009	350 shs Amgen Inc	20,002.38		-404,854.68
02/28/2009	350 shs Amgen Inc		19,030.83	-423,885.51
02/28/2009	1,150 shs Anglogold Ashanti Ltd	31,910.14		-391,975.37
02/28/2009	1,150 shs Anglogold Ashanti Ltd		35,964.58	-427,939.95
02/28/2009	450 shs Anglogold Ashanti Ltd Adr	14,076.15		-413,863.80
02/28/2009	450 shs Anglogold Ashanti Ltd Adr		14,073.09	-427,936.89
02/28/2009	550 shs AON Corp	22,112.02		-405,824.87
02/28/2009	550 shs AON Corp		14,645.29	-420,470.16
02/28/2009	200 shs Apache Corp	15,272.91		-405,197.25
02/28/2009	200 shs Apache Corp		13,642.00	-418,839.25
02/28/2009	750 shs Barrick Gold Corp	28,367.77		-390,471.48
02/28/2009	750 shs Barrick Gold Corp		17,598.53	-408,070.01
02/28/2009	300 shs Barrick Gold Corp	11,596.82		-396,473.19
02/28/2009	300 shs Barrick Gold Corp		7,039.41	-403,512.60
02/28/2009	2,450 shs CA Inc	44,197.75		-359,314.85
02/28/2009	2,450 shs CA Inc		72,554.83	-431,869.68
02/28/2009	500 shs CA Inc	8,797.70		-423,071.98
02/28/2009	500 shs CA Inc		14,807.11	-437,879.09
02/28/2009	250 shs Hess Corp Com	14,487.91		-423,391.18
02/28/2009	250 shs Hess Corp Com		14,292.78	-437,683.96
02/28/2009	400 shs JPMorgan Chase Co	9,922.54		-427,761.42
02/28/2009	400 shs JPMorgan Chase Co		15,730.27	-443,491.69
02/28/2009	300 shs Kimberly Clark Corp	14,787.33		-428,704.36
02/28/2009	300 shs Kimberly Clark Corp		19,331.34	-448,035.70
02/28/2009	300 shs Lockheed Martin Corp	23,438.80		-424,596.90
02/28/2009	300 shs Lockheed Martin Corp		17,798.01	-442,394.91
02/28/2009	950 shs Microsoft Corp	18,164.37		-424,230.54
02/28/2009	950 shs Microsoft Corp		24,888.80	-449,119.34
02/28/2009	550 shs Noble Energy Inc	30,422.36		-418,696.98
02/28/2009	550 shs Noble Energy Inc		21,110.39	-439,807.37
02/28/2009	350 shs NRG Energy Inc Com	8,506.70		-431,300.67

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
02/28/2009	350 shs NRG Energy Inc Com		14,819.63	-446,120.30
02/28/2009	300 shs Philip Morris Intl Com	10,809.95		-435,310.35
02/28/2009	300 shs Philip Morris Intl Com		9,929.80	-445,240.15
02/28/2009	600 shs Pitney Bowes Inc	14,003.92		-431,236.23
02/28/2009	600 shs Pitney Bowes Inc		24,768.31	-456,004.54
02/28/2009	150 shs Raytheon Co	6,977.46		-449,027.08
02/28/2009	150 shs Raytheon Co		5,850.41	-454,877.49
02/28/2009	250 shs Sanofi-Aventis Adr	7,018.46		-447,859.03
02/28/2009	250 shs Sanofi-Aventis Adr		10,143.97	-458,003.00
02/28/2009	150 shs Union Pac Corp	6,987.06		-451,015.94
02/28/2009	150 shs Union Pac Corp		4,676.81	-455,692.75
02/28/2009	100 shs Abraxis Bioscience Inc New	6,943.46		-448,749.29
02/28/2009	100 shs Abraxis Bioscience Inc New		9,713.15	-458,462.44
02/28/2009	200 shs Allergan Inc	8,333.39		-450,129.05
02/28/2009	200 shs Allergan Inc		9,263.66	-459,392.71
02/28/2009	200 shs Amazon.com Inc	12,716.92		-446,675.79
02/28/2009	200 shs Amazon.com Inc		15,435.24	-462,111.03
02/28/2009	100 America Movil Series L	2,919.98		-459,191.05
02/28/2009	100 America Movil Series L		3,904.31	-463,095.36
02/28/2009	100 shs Apple Computer Inc	9,859.16		-453,236.20
02/28/2009	100 shs Apple Computer Inc		8,409.57	-461,645.77
02/28/2009	500 shs Broadcom Corp-Cl A	8,856.40		-452,789.37
02/28/2009	500 shs Broadcom Corp-Cl A		16,623.32	-469,412.69
02/28/2009	600 shs E M C Corp Mass	7,058.36		-462,354.33
02/28/2009	600 shs E M C Corp Mass		11,968.18	-474,322.51
02/28/2009	200 shs FMC Tech Inc	5,763.40		-468,559.11
02/28/2009	200 shs FMC Tech Inc		9,804.67	-478,363.78
02/28/2009	200 shs Genzyme Corp General Division	14,491.23		-463,872.55
02/28/2009	200 shs Genzyme Corp General Division		12,065.31	-475,937.86
02/28/2009	50 shs Google Inc Cl A	18,022.39		-457,915.47
02/28/2009	50 shs Google Inc Cl A		10,644.83	-468,560.30
02/28/2009	200 shs Intercontinentalexchange Inc	12,067.33		-456,492.97
02/28/2009	200 shs Intercontinentalexchange Inc		14,726.13	-471,219.10
02/28/2009	50 shs Iron Mountain Inc Com	978.02		-470,241.08
02/28/2009	50 shs Iron Mountain Inc Com		1,014.76	-471,255.84
02/28/2009	900 shs Las Vegas Sands Corp Com	3,159.07		-468,096.77
02/28/2009	900 shs Las Vegas Sands Corp Com		23,982.39	-492,079.16
02/28/2009	100 shs Mindray Medical Intl Ltd Adr	2,260.98		-489,818.18
02/28/2009	100 shs Mindray Medical Intl Ltd Adr		2,911.14	-492,729.32
02/28/2009	100 shs Monsanto Co New	7,939.55		-484,789.77
02/28/2009	100 shs Monsanto Co New		7,377.97	-492,167.74
02/28/2009	100 shs Moodys Corp	2,341.38		-489,826.36
02/28/2009	100 shs Moodys Corp		4,505.94	-494,332.30
02/28/2009	400 shs National Oilwell Varco Inc Com	11,058.37		-483,273.93
02/28/2009	400 shs National Oilwell Varco Inc Com		19,439.94	-502,713.87

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
02/28/2009	100 shs Qualcomm Inc	3,525.27		-499,188.60
02/28/2009	100 shs Qualcomm Inc		3,447.78	-502,636.38
02/28/2009	200 shs Salesforce Com Inc	5,334.16		-497,302.22
02/28/2009	200 shs Salesforce Com Inc		9,198.69	-506,500.91
02/28/2009	200 shs Schlumberger Ltd	8,270.55		-498,230.36
02/28/2009	200 shs Schlumberger Ltd		13,057.60	-511,287.96
02/28/2009	500 shs Starbucks Corp	4,950.47		-506,337.49
02/28/2009	500 shs Starbucks Corp		14,808.15	-521,145.64
02/28/2009	100 shs Stryker Corp	4,226.07		-516,919.57
02/28/2009	100 shs Stryker Corp		4,593.11	-521,512.68
02/28/2009	100 shs Varian Med Sys Inc	3,687.87		-517,824.81
02/28/2009	100 shs Varian Med Sys Inc		5,532.51	-523,357.32
02/28/2009	200 shs Visa Inc Com	10,944.93		-512,412.39
02/28/2009	200 shs Visa Inc Com		10,786.54	-523,198.93
03/31/2009	Westcliff Fund, LP		0.96	-523,199.89
04/30/2009	500 shs Illinois Tool Wks Inc	16,637.77		-506,562.12
04/30/2009	500 shs Illinois Tool Wks Inc		23,648.99	-530,211.11
04/30/2009	100 shs Illinois Tool Wks Inc	3,260.15		-526,950.96
04/30/2009	100 shs Illinois Tool Wks Inc		4,729.80	-531,680.76
04/30/2009	600 shs Illinois Tool Wks Inc	19,501.23		-512,179.53
04/30/2009	600 shs Illinois Tool Wks Inc		28,378.79	-540,558.32
04/30/2009	300 shs Lorillard Inc Com	19,176.31		-521,382.01
04/30/2009	300 shs Lorillard Inc Com		9,881.26	-531,263.27
05/31/2009	100 shs Anglogold Ashanti Ltd Adr	4,192.17		-527,071.10
05/31/2009	100 shs Anglogold Ashanti Ltd Adr		3,127.35	-530,198.45
05/31/2009	100 shs Anglogold Ashanti Ltd Adr	4,190.52		-526,007.93
05/31/2009	100 shs Anglogold Ashanti Ltd Adr		3,127.35	-529,135.28
05/31/2009	596 shs EMC Corp Mass	6,916.82		-522,218.46
05/31/2009	596 shs EMC Corp Mass		11,888.40	-534,106.86
05/31/2009	475 shs EMC Corp Mass	5,541.44		-528,565.42
05/31/2009	475 shs EMC Corp Mass		9,474.81	-538,040.23
05/31/2009	1,088 shs EMC Corp Mass	12,909.76		-525,130.47
05/31/2009	1,088 shs EMC Corp Mass		21,702.30	-546,832.77
05/31/2009	1,464 shs EMC Corp Mass	17,833.99		-528,998.78
05/31/2009	1,464 shs EMC Corp Mass		29,202.37	-558,201.15
05/31/2009	1,780 shs EMC Corp Mass	20,930.66		-537,270.49
05/31/2009	1,780 shs EMC Corp Mass		35,505.61	-572,776.10
05/31/2009	1,087 shs EMC Corp Mass	12,662.35		-560,113.75
05/31/2009	1,087 shs EMC Corp Mass		21,682.36	-581,796.11
05/31/2009	141 shs Intercontinental Exchange Inc	14,228.83		-567,567.28
05/31/2009	141 shs Intercontinental Exchange Inc		10,381.92	-577,949.20
05/31/2009	159 shs Intercontinental Exchange Inc	16,054.53		-561,894.67
05/31/2009	159 shs Intercontinental Exchange Inc		11,707.27	-573,601.94
05/31/2009	607 shs Starbucks Corp	8,332.25		-565,269.69
05/31/2009	607 shs Starbucks Corp		17,977.10	-583,246.79

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
05/31/2009	401 shs Starbucks Corp	5,476.11		-577,770.68
05/31/2009	401 shs Starbucks Corp		11,876.14	-589,646.82
05/31/2009	425 shs Starbucks Corp	5,679.25		-583,967.57
05/31/2009	425 shs Starbucks Corp		12,586.93	-596,554.50
05/31/2009	267 shs Starbucks Corp	3,606.06		-592,948.44
05/31/2009	267 shs Starbucks Corp		7,907.55	-600,855.99
05/31/2009	977 shs Starbucks Corp	12,862.84		-587,993.15
05/31/2009	977 shs Starbucks Corp		28,935.13	-616,928.28
05/31/2009	623 shs Starbucks Corp	8,206.56		-608,721.72
05/31/2009	623 shs Starbucks Corp		18,450.96	-627,172.68
06/30/2009	145489.816 shs Pimco Total Return Instl	1,500,000.00		872,827.32
06/30/2009	145489.816 shs Pimco Total Return Instl		1,530,204.01	-657,376.69
06/30/2009	600 shs Allergan Inc	27,091.70		-630,284.99
06/30/2009	600 shs Allergan Inc		27,790.97	-658,075.96
06/30/2009	495 shs EMC Corp Mass	6,153.19		-651,922.77
06/30/2009	495 shs EMC Corp Mass		9,873.75	-661,796.52
06/30/2009	415 shs EMC Corp Mass	5,166.32		-656,630.20
06/30/2009	415 shs EMC Corp Mass		8,277.99	-664,908.19
06/30/2009	100 shs Google Inc-Cl A	44,341.35		-620,566.84
06/30/2009	100 shs Google Inc-Cl A		21,289.67	-641,856.51
07/31/2009	9,036.053 shs Pimco Total Return Instl35	95,240.00		-546,616.51
07/31/2009	9,036.053 shs Pimco Total Return Instl35		95,034.44	-641,650.95
07/31/2009	9,053.232 shs Pimco Total Return Instl35	95,240.00		-546,410.95
07/31/2009	9,053.232 shs Pimco Total Return Instl35		95,215.11	-641,626.06
07/31/2009	451.613 shs Pimco Total Return Instl35	4,760.00		-636,866.06
07/31/2009	451.613 shs Pimco Total Return Instl35		4,766.97	-641,633.03
07/31/2009	452.471 shs Pimco Total Return Instl35	4,760.00		-636,873.03
07/31/2009	452.471 shs Pimco Total Return Instl35		4,776.03	-641,649.06
07/31/2009	150 shs Lorillard Inc Com	10,817.57		-630,831.49
07/31/2009	150 shs Lorillard Inc Com		4,940.63	-635,772.12
07/31/2009	462 shs Lorillard Inc Com	33,457.45		-602,314.67
07/31/2009	462 shs Lorillard Inc Com		15,217.13	-617,531.80
07/31/2009	200 shs US Steel Corp	7,515.67		-610,016.13
07/31/2009	200 shs US Steel Corp		14,488.99	-624,505.12
07/31/2009	200 shs US Steel Corp	7,752.90		-616,752.22
07/31/2009	200 shs US Steel Corp		14,488.99	-631,241.21
07/31/2009	200 shs US Steel Corp	7,806.17		-623,435.04
07/31/2009	200 shs US Steel Corp		14,488.99	-637,924.03
07/31/2009	300 shs US Steel Corp	11,561.88		-626,362.15
07/31/2009	300 shs US Steel Corp		21,733.49	-648,095.64
07/31/2009	237 shs Mindray Medical Intl Ltd Adr	6,617.86		-641,477.78
07/31/2009	237 shs Mindray Medical Intl Ltd Adr		6,899.41	-648,377.19
07/31/2009	55 shs Mindray Medical Intl Ltd Adr	1,534.25		-646,842.94
07/31/2009	55 shs Mindray Medical Intl Ltd Adr		1,601.13	-648,444.07
07/31/2009	12 shs Mindray Medical Intl Ltd Adr	332.03		-648,112.04

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
07/31/2009	12 shs Mindray Medical Intl Ltd Adr		349.34	-648,461.38
07/31/2009	12 shs Mindray Medical Intl Ltd Adr	329.50		-648,131.88
07/31/2009	12 shs Mindray Medical Intl Ltd Adr		349.34	-648,481.22
07/31/2009	35 shs Mindray Medical Intl Ltd Adr	941.41		-647,539.81
07/31/2009	35 shs Mindray Medical Intl Ltd Adr		1,018.90	-648,558.71
07/31/2009	29 shs Mindray Medical Intl Ltd Adr	778.91		-647,779.80
07/31/2009	29 shs Mindray Medical Intl Ltd Adr		844.23	-648,624.03
07/31/2009	23 shs Mindray Medical Intl Ltd Adr	622.44		-648,001.59
07/31/2009	23 shs Mindray Medical Intl Ltd Adr		669.56	-648,671.15
07/31/2009	27 shs Mindray Medical Intl Ltd Adr	729.83		-647,941.32
07/31/2009	27 shs Mindray Medical Intl Ltd Adr		786.01	-648,727.33
07/31/2009	8 shs Mindray Medical Intl Ltd Adr	213.22		-648,514.11
07/31/2009	8 shs Mindray Medical Intl Ltd Adr		232.89	-648,747.00
07/31/2009	17 shs Mindray Medical Intl Ltd Adr	452.08		-648,294.92
07/31/2009	17 shs Mindray Medical Intl Ltd Adr		494.89	-648,789.81
07/31/2009	16 shs Mindray Medical Intl Ltd Adr	427.22		-648,362.59
07/31/2009	16 shs Mindray Medical Intl Ltd Adr		465.78	-648,828.37
07/31/2009	29 shs Mindray Medical Intl Ltd Adr	772.22		-648,056.15
07/31/2009	29 shs Mindray Medical Intl Ltd Adr		844.23	-648,900.38
08/31/2009	80,258.427 shs Pimco Total Return #35	857,160.00		208,259.62
08/31/2009	80,258.427 shs Pimco Total Return #35		844,144.83	-635,885.21
08/31/2009	8,925.961 shares Pimco Total Return	95,240.00		-540,645.21
08/31/2009	8,925.961 shares Pimco Total Return		93,881.78	-634,526.99
08/31/2009	4,011.236 shs Pimco Total Return #35	42,840.00		-591,686.99
08/31/2009	4,011.236 shs Pimco Total Return #35		42,341.85	-634,028.84
08/31/2009	446.111 shs Pimco Total Return	4,760.00		-629,268.84
08/31/2009	446.111 shs Pimco Total Return		4,709.06	-633,977.90
08/31/2009	1,000 shs Agilent Technologies Inc	25,186.25		-608,791.65
08/31/2009	1,000 shs Agilent Technologies Inc		18,797.84	-627,589.49
08/31/2009	200 shs JP Morgan Chase & Co.	8,791.91		-618,797.58
08/31/2009	200 shs JP Morgan Chase & Co.		7,865.13	-626,662.71
08/31/2009	200 shs JP Morgan Chase & Co.	8,775.13		-617,887.58
08/31/2009	200 shs JP Morgan Chase & Co.		7,865.13	-625,752.71
08/31/2009	200 shs JP Morgan Chase & Co.	8,712.29		-617,040.42
08/31/2009	200 shs JP Morgan Chase & Co.		7,865.13	-624,905.55
08/31/2009	100 shs JP Morgan Chase & Co.	4,391.42		-620,514.13
08/31/2009	100 shs JP Morgan Chase & Co.		3,932.57	-624,446.70
08/31/2009	550 shs Wells Fargo & Co Com	15,193.24		-609,253.46
08/31/2009	550 shs Wells Fargo & Co Com		17,245.25	-626,498.71
08/31/2009	400 shs Abraxis Bioscience Inc New	10,539.20		-615,959.51
08/31/2009	400 shs Abraxis Bioscience Inc New		38,852.58	-654,812.09
08/31/2009	61 shs Intuitive Surgical Inc	13,926.21		-640,885.88
08/31/2009	61 shs Intuitive Surgical Inc		5,979.24	-646,865.12
08/31/2009	11 shs Intuitive Surgical Inc	2,497.42		-644,367.70
08/31/2009	11 shs Intuitive Surgical Inc		1,078.22	-645,445.92

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
08/31/2009	39 shs Intuitive Surgical Inc	9,043.45		-636,402.47
08/31/2009	39 shs Intuitive Surgical Inc		3,822.79	-640,225.26
08/31/2009	32 shs Intuitive Surgical Inc	7,334.75		-632,890.51
08/31/2009	32 shs Intuitive Surgical Inc		3,136.65	-636,027.16
08/31/2009	32 shs Intuitive Surgical Inc	7,244.93		-628,782.23
08/31/2009	32 shs Intuitive Surgical Inc		3,136.65	-631,918.88
09/30/2009	1,000 shs Agilent Technologies Inc	28,781.75		-603,137.13
09/30/2009	1,000 shs Agilent Technologies Inc		18,797.85	-621,934.98
09/30/2009	298 shs Agilent Technologies Inc	8,536.41		-613,398.57
09/30/2009	298 shs Agilent Technologies Inc		5,601.76	-619,000.33
09/30/2009	800 shs Agilent Technologies Inc	22,822.77		-596,177.56
09/30/2009	800 shs Agilent Technologies Inc		15,038.27	-611,215.83
09/30/2009	400 shs Anglogold Ashanti Ltd Adr	17,435.19		-593,780.64
09/30/2009	400 shs Anglogold Ashanti Ltd Adr		13,002.07	-606,782.71
09/30/2009	1,000 shs Kraft Foods Inc	26,165.82		-580,616.89
09/30/2009	1,000 shs Kraft Foods Inc		31,195.10	-611,811.99
09/30/2009	600 shs Kraft Foods Inc	15,654.25		-596,157.74
09/30/2009	600 shs Kraft Foods Inc		18,717.06	-614,874.80
09/30/2009	250 shs Wells Fargo & Co Com	6,842.65		-608,032.15
09/30/2009	250 shs Wells Fargo & Co Com		7,838.75	-615,870.90
09/30/2009	400 shs Apple Computer Inc	73,991.69		-541,879.21
09/30/2009	400 shs Apple Computer Inc		33,638.27	-575,517.48
09/30/2009	373 shs Broadcom Corp-Cl A	10,988.63		-564,528.85
09/30/2009	373 shs Broadcom Corp-Cl A		12,400.99	-576,929.84
09/30/2009	1,161 shs Broadcom Corp-Cl A	33,932.36		-542,997.48
09/30/2009	1,161 shs Broadcom Corp-Cl A		38,599.34	-581,596.82
09/30/2009	266 shs Broadcom Corp-Cl A	7,773.06		-573,823.76
09/30/2009	266 shs Broadcom Corp-Cl A		8,843.60	-582,667.36
09/30/2009	1,310 shs Las Vegas Sands Corp Com	21,190.01		-561,477.35
09/30/2009	1,310 shs Las Vegas Sands Corp Com		34,907.70	-596,385.05
09/30/2009	2,290 shs Las Vegas Sands Corp Com	37,097.50		-559,287.55
09/30/2009	2,290 shs Las Vegas Sands Corp Com		61,021.86	-620,309.41
09/30/2009	562 shs Las Vegas Sands Corp Com	10,524.46		-609,784.95
09/30/2009	562 shs Las Vegas Sands Corp Com		14,975.67	-624,760.62
09/30/2009	114 shs Las Vegas Sands Corp Com	2,106.48		-622,654.14
09/30/2009	114 shs Las Vegas Sands Corp Com		3,037.77	-625,691.91
09/30/2009	377 shs Las Vegas Sands Corp Com	7,228.67		-618,463.24
09/30/2009	377 shs Las Vegas Sands Corp Com		10,045.96	-628,509.20
09/30/2009	747 shs Las Vegas Sands Corp Com	14,504.04		-614,005.16
09/30/2009	747 shs Las Vegas Sands Corp Com		19,905.38	-633,910.54
09/30/2009	1,105 shs Las Vegas Sands Corp Com	19,437.66		-614,472.88
09/30/2009	1,105 shs Las Vegas Sands Corp Com		29,445.04	-643,917.92
09/30/2009	1,095 shs Las Vegas Sands Corp Com	19,261.54		-624,656.38
09/30/2009	1,095 shs Las Vegas Sands Corp Com		29,178.57	-653,834.95
09/30/2009	364 shs Moodys Corp	8,954.63		-644,880.32

Date Sold	Name	Proceeds	Cost	Gain/(Loss)
09/30/2009	364 shs Moodys Corp		16,401.61	-661,281.93
09/30/2009	162 shs Moodys Corp	3,980.23		-657,301.70
09/30/2009	162 shs Moodys Corp		7,299.62	-664,601.32
09/30/2009	40 shs Moodys Corp	949.64		-663,651.68
09/30/2009	40 shs Moodys Corp		1,802.37	-665,454.05
09/30/2009	112 shs Moodys Corp	2,668.42		-662,785.63
09/30/2009	112 shs Moodys Corp		5,046.65	-667,832.28
09/30/2009	243 shs Moodys Corp	5,448.81		-662,383.47
09/30/2009	243 shs Moodys Corp		10,949.43	-673,332.90
09/30/2009	23 shs Moodys Corp	522.22		-672,810.68
09/30/2009	23 shs Moodys Corp		1,036.37	-673,847.05
09/30/2009	121 shs Moodys Corp	2,717.77		-671,129.28
09/30/2009	121 shs Moodys Corp		5,452.18	-676,581.46
09/30/2009	202 shs Moodys Corp	4,526.20		-672,055.26
09/30/2009	202 shs Moodys Corp		9,101.99	-681,157.25
09/30/2009	203 shs Moodys Corp	4,280.85		-676,876.40
09/30/2009	203 shs Moodys Corp		9,147.05	-686,023.45
09/30/2009	81 shs Moodys Corp	1,720.24		-684,303.21
09/30/2009	81 shs Moodys Corp		3,649.81	-687,953.02
09/30/2009	244 shs Moodys Corp	4,816.02		-683,137.00
09/30/2009	244 shs Moodys Corp		10,994.49	-694,131.49
09/30/2009	101 shs Moodys Corp	1,953.28		-692,178.21
09/30/2009	101 shs Moodys Corp		4,551.00	-696,729.21
09/30/2009	101 shs Moodys Corp	1,920.93		-694,808.28
09/30/2009	101 shs Moodys Corp		4,551.00	-699,359.28
09/30/2009	81 shs Moodys Corp	1,529.91		-697,829.37
09/30/2009	81 shs Moodys Corp		3,649.81	-701,479.18
09/30/2009	122 shs Moodys Corp	2,303.73		-699,175.45
09/30/2009	122 shs Moodys Corp		5,497.24	-704,672.69
09/30/2009	253 shs National Oilwell Varco Inc Com	10,537.70		-694,134.99
09/30/2009	253 shs National Oilwell Varco Inc Com		12,295.76	-706,430.75
09/30/2009	330 shs National Oilwell Varco Inc Com	13,790.74		-692,640.01
09/30/2009	330 shs National Oilwell Varco Inc Com		16,037.95	-708,677.96
09/30/2009	17 shs National Oilwell Varco Inc Com	722.68		-707,955.28
09/30/2009	17 shs National Oilwell Varco Inc Com		826.20	-708,781.48
09/30/2009	1,350 shs Starbucks Corp	26,819.21		-681,962.27
09/30/2009	1,350 shs Starbucks Corp		39,982.01	-721,944.28
09/30/2009	250 shs Starbucks Corp	4,934.62		-717,009.66
09/30/2009	250 shs Starbucks Corp		7,404.08	-724,413.74
09/30/2009	Southport Millenium	734,174.25		9,760.51
09/30/2009	Southport Millenium		1,000,000.00	-990,239.49
	Total Capital Gain	5,542,399.26	6,532,638.75	-990,239.49
TOTAL		5,542,399.26	6,532,638.75	-990,239.49

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNION BANK - SEE ATTACHED STATEMENT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,542,399.	6,532,639.	0.	0.	-990,240.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AG SUPER FUND LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-37,726.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AG SUPER FUND LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	5,253.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FRONTIER MID CAP GROWTH FUND LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-189,304.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FRONTIER MID CAP GROWTH FUND LP	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	64,331.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MONTAUK TRIGUARD FUND IV	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-1,614.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AG SUPER FUND LP - 1256 GAIN/(LOSS)	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,087.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MONTAUK TRIGUARD FUND IV - 1256 GAIN/(LOSS)	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-31.

CAPITAL GAINS DIVIDENDS FROM PART IV	788,422.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-359,822.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AG SUPER FUND LP - DIVIDENDS	18,278.	0.	18,278.
AG SUPER FUND LP - INTEREST	45,786.	0.	45,786.
FRONTIER MID CAP GROWTH FUND LP - DIVIDENDS	14,688.	0.	14,688.
FRONTIER MID CAP GROWTH FUND LP - INTEREST	818.	0.	818.
MONTAUK TRIGUARD FUND IV - DIVIDENDS	171.	0.	171.
MONTAUK TRIGUARD FUND IV - INTEREST	729.	0.	729.
UNION BANK - CAPITAL GAIN DIVIDENDS	788,422.	788,422.	0.
UNION BANK - DIVIDENDS	76,832.	0.	76,832.
UNION BANK - INTEREST	5,586.	0.	5,586.
UNION BANK - MUTUAL FUND DIVIDENDS	736,852.	0.	736,852.
TOTAL TO FM 990-PF, PART I, LN 4	1,688,162.	788,422.	899,740.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION SETTLEMENT	135.	135.	
AG SUPER FUND LP - OTHER INCOME	-6,798.	-6,798.	
MONTAUK TRIGUARD FUND IV	-8,994.	-8,994.	
PARTNERSHIP BOOK INCOME ADJ - NOT TAXABLE	-411,116.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-426,773.	-15,657.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	61,853.	6,185.		55,668.
TO FM 990-PF, PG 1, LN 16A	61,853.	6,185.		55,668.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDIT	43,462.	4,346.		39,115.
TO FORM 990-PF, PG 1, LN 16B	43,462.	4,346.		39,115.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY AND INVESTMENT	86,862.	86,862.		0.
CUSTODIAN FEES	31,783.	31,783.		0.
CONSULTING	2,400.	0.		2,400.
FROM K-1 FRONTIER MID CAP GROWTH FUND LP	0.	17,983.		0.
FROM K-1 MONTAUK TRIGUARD FUND IV	0.	2,085.		0.
FROM K-1 - AG SUPER FUND LP	0.	22,444.		0.
TO FORM 990-PF, PG 1, LN 16C	121,045.	161,157.		2,400.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	7,249.	0.		0.
FILING FEES	180.	0.		180.
FOREIGN TAXES	13,217.	14,158.		0.
TO FORM 990-PF, PG 1, LN 18	20,646.	14,158.		180.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	3,563.	0.		3,563.
MEMBERSHIPS	11,520.	0.		11,520.
MILEAGE AND PARKING	1,002.	0.		1,002.
POSTAGE AND DELIVERY	339.	0.		339.
PRINTING AND REPRODUCTION	975.	0.		975.
TO FORM 990-PF, PG 1, LN 23	17,399.	0.		17,399.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	19,579,934.	19,245,497.
INVESTMENT IN PARTNERSHIPS	FMV	2,545,977.	2,734,534.
COMMON STOCK	FMV	12,331,683.	12,233,814.
TOTAL TO FORM 990-PF, PART II, LINE 13		34,457,594.	34,213,845.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	11,276.	4,801.	4,801.
PREPAID TAXES	79,392.	72,142.	72,142.
PREPAID INSURANCE	2,927.	2,637.	2,637.
RECEIVABLE FROM WESTCLIFF	230,735.	0.	0.
RECEIVABLE FROM SOUTHPORT MILLENIUM	0.	513,536.	513,536.
TO FORM 990-PF, PART II, LINE 15	324,330.	593,116.	593,116.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JUDY MCDONALD 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	PRESIDENT 0.50	0.	0.	0.
MARK TROTTER 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	VICE PRESIDENT 0.25	0.	0.	0.
ANNE DAVIES 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	TREASURER 0.25	0.	0.	0.
MARY HERRON 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	SECRETARY 0.25	0.	0.	0.
ROBBIN POWELL 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	ASSISTANT SECRETARY 0.50	0.	0.	0.
WILLIAM E. BEAMER 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	DIRECTOR EMERITUS 0.50	0.	0.	0.
V. DEWITT SHUCK 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	DIRECTOR EMERITUS 0.25	0.	0.	0.
GORDON SWANSON 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	DIRECTOR 0.25	0.	0.	0.
PAUL MOSHER 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	DIRECTOR 0.25	0.	0.	0.
RAYMOND ELLIS 2604-B EL CAMINO REAL, SUITE 244 CARLSBAD, CA 92008	DIRECTOR 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 12
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROBBIN C. POWELL, ASST SECRETARY, PARKER FOUNDATION
2604-B EL CAMINO REAL, SUITE 244
CARLSBAD, CA 92008

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

VERIFICATION OF EXEMPT STATUS; SPECIFIC PURPOSE AND RELEVANT PROJECT DETAIL; BUDGET OF ORGANIZATION AND PROJECT; METHOD OF MEASURING RESULTS OF PROJECT; REPORTS ON OUTCOMES AND RESULTS WILL BE REQUIRED SIX MONTHS AFTER GRANT RECEIPT. SEE WWW.THEPARKERFOUNDATION.ORG FOR MORE DETAILS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

The Parker Foundation
FEIN 51-0141231
Grants Paid Summary
October 1, 2008 through September 30, 2009

Date	Name	Status	Amount
10/31/2008	A Reason to Survive	Public Charity	30,000
06/30/2009	Accion San Diego	Public Charity	15,000
08/31/2009	Actors Alliance of San Diego	Public Charity	10,000
09/30/2009	AjA Project	Public Charity	20,000
11/30/2008	Alliance Healthcare Foundation	Public Charity	15,000
03/31/2009	Aquatic Adventures Science Education	Public Charity	15,000
10/31/2008	Balboa Park Cultural Partnership	Public Charity	15,000
09/30/2009	Barrio Logan College Institute	Public Charity	10,000
01/31/2009	Campanile Foundation	Public Charity	25,000
08/31/2009	Cappella Gloriana, Inc.	Public Charity	2,000
04/30/2009	Casa Cornelia Legal Services	Public Charity	8,000
11/30/2008	Center for World Music	Public Charity	5,000
01/31/2009	Childrens Museum	Public Charity	15,000
10/31/2008	Coalition of Neighborhood Councils	Public Charity	10,000
11/30/2008	Conner's Cause for Children, Inc	Public Charity	5,000
11/30/2008	Corporation for Supportive Housing	Public Charity	60,000
09/30/2009	Corporation for Supportive Housing	Public Charity	10,000
10/31/2008	Cygnet Theatre Company	Public Charity	35,000
01/31/2009	Ecumenical Council of San Diego	Public Charity	10,000
10/31/2008	Escondido Children's Museum	Public Charity	20,000
11/30/2008	Family Health Centers of San Diego	Public Charity	15,000
02/28/2009	Gompers Charter Middle School	Public Charity	15,000
10/31/2008	Jacobs Center for Neighborhood Innovation	Private Operating Foundation	20,000
03/31/2009	Jacobs Center for Neighborhood Innovation	Private Operating Foundation	7,500
07/31/2009	Jacobs Center for Neighborhood Innovation	Private Operating Foundation	25,000
08/31/2009	Just In Time For Foster Youth	Public Charity	20,000
07/31/2009	Lamb's Players Theatre	Public Charity	15,000
11/30/2008	Malashock Dance & Company	Public Charity	25,000
10/31/2008	Mental Health Association of San Diego Co	Public Charity	20,000
09/30/2009	Mira Costa College Institute	Public Charity	30,000
06/30/2009	Museum of Photographic Arts	Public Charity	16,000
04/30/2009	National Conflict Resolution Center	Public Charity	15,000
01/31/2009	Neighborhood Healthcare	Public Charity	15,000
07/31/2009	North County Community Services	Public Charity	15,000
10/31/2008	North County Lifeline, Inc.	Public Charity	15,000
04/30/2009	NP Strategies	Public Charity	5,750
07/31/2009	NP Strategies	Public Charity	4,600

Date	Name	Status	Amount
08/31/2009	Olaf Wieghorst Museum Foundation	Public Charity	15,000
09/30/2009	Palomar-Pomerado Health Development	Public Charity	48,000
08/31/2009	Pazzaz, Inc	Public Charity	10,000
06/30/2009	Planned Parenthood of S.D. & Riverside	Public Charity	35,000
07/31/2009	Playwrights Project	Public Charity	10,000
08/31/2009	Promising Futures, Inc.	Public Charity	25,000
10/31/2008	Rebuilding Together-San Diego	Public Charity	25,000
07/31/2009	San Diego Asian Film Foundation	Public Charity	10,000
04/30/2009	San Diego Council on Literacy	Public Charity	10,000
07/31/2009	San Diego Education Fund	Public Charity	10,000
01/31/2009	San Diego Food Bank Corporation	Public Charity	25,000
01/31/2009	San Diego Food Bank Corporation	Public Charity	25,000
02/28/2009	San Diego Foundation	Public Charity	3,255
02/28/2009	San Diego Grantmakers	Public Charity	1,500
06/30/2009	San Diego Grantmakers	Public Charity	2,500
06/30/2009	San Diego Historical Society	Public Charity	15,000
04/30/2009	San Diego Hospice	Public Charity	16,000
08/31/2009	San Diego Human Dignity Foundation	Public Charity	15,000
07/31/2009	San Diego LGBT Community Center	Public Charity	10,000
10/31/2008	San Diego Public Library Foundation	Public Charity	50,000
10/31/2008	San Diego River Park Foundation	Public Charity	50,000
12/31/2008	San Diego River Park Foundation	Public Charity	19,890
11/30/2008	San Diego State University Foundation	Public Charity	75,000
02/28/2009	San Diego State University Foundation	Public Charity	-78
07/31/2009	San Diego State University Foundation	Public Charity	10,000
08/31/2009	San Diego State University Foundation	Public Charity	75,000
03/31/2009	San Diego Unified School District	Public Charity	20,000
11/30/2008	San Diego Youth & Community Services	Public Charity	20,000
10/31/2008	Star Pal Youth Center	Public Charity	15,000
11/30/2008	Sushi Performance & Visual Art	Public Charity	25,000
06/30/2009	Tariq Khamisa Foundation	Public Charity	10,000
10/31/2008	Urban League San Diego County	Public Charity	20,000
07/31/2009	Vista Community Clinic	Public Charity	50,000
08/31/2009	Volunteer San Diego	Public Charity	14,100
01/31/2009	Welcome Home Ministries	Public Charity	15,000
			1,394,017

The Parker Foundation
FEIN 51-0141231
Form 990-PF
September 30, 2009

Part VII-B
Question 5a(4) and Question 5c

Attached are reports from the following organizations that received grants from the Parker Foundation and were required to submit reports during the fiscal year ending September 30, 2008:

1. Jacobs Center for Neighborhood Innovation - $20,000 (July 2008)

Also attached are reports from the following organizations that received grants from the Parker Foundation and were required to submit reports during the fiscal year ending September 30, 2009:

1. Jacobs Center for Neighborhood Innovation - $25,000 (July 2009)

San Diego Neighborhood Funders
Stewardship Report

Prepared for

The Parker Foundation
Grant Award Period: July 23, 2007 – December 31, 2008

This Stewardship Report outlines the status of grants awarded by The Parker Foundation to support resident-led projects and activities in the Diamond Neighborhoods of southeastern San Diego. All grants are awarded through the San Diego Neighborhood Funders' (SDNF) Village Strategic Grants program. The report provides a programmatic and financial status for one grant awarded by the Foundation.

The Projects listed below are reviewed in this Stewardship Report:

	Project Title	Award Date	Award Amount	Grant Balance	Type of Report
I.	Diamond Education Briefing Paper	07/23/07	$10,000	$10,000.00	Grant Extension Request
II.	Project Safe Way	07/28/08	$10,000	$1,401.40	Interim Report (Project in Process)
III.	Youth Leadership Development	07/28/08	$10,000	$0	Final Report
	Total Funds Awarded		**$30,000**	**$11,401.40**	

The following pages outline the status of the above-stated Projects.

I. DIAMOND EDUCATION BRIEFING PAPER

A. Project Summary

Beginning in September 2006, JCNI and SDNF have been convening area school principals to share resources and create plans to improve education within the neighborhood. The Principals' Collaboration provides for the sharing of information and resources among principals, schools, community organizations, and families. The goal is to connect with and develop a coordinated funding strategy to improve educational opportunities for students in The Village community. In order to bring significant resources to support local schools to implement and sustain mental health and family support services, a briefing paper outlining the current status of education is needed to provide the necessary justification documentation and set a baseline for current and future comparison. The briefing paper will benefit the Principals' Collaboration as it continues to collectively plan and implement Village-wide educational enhancements. The briefing paper, the first in a series of neighborhood issues, will also inform members of SDNF about the impact of neighborhood issues and funding needs.

Gina Gianzero, a consultant who has conducted research and briefing studies on the San Diego Unified School District, was hired in the spring of 2008 to work with the principals to create a collaborative program to help the most struggling students and their families. Ms. Gianzero has conducted individual meetings with the principals to create a collaborative program design, which focuses on the most disengaged students on the eight school campuses. As a result, Ms. Gianzero has developed a full project description, complete with research background, which can be expanded into a funding proposal. This description was presented to and unanimously accepted by the principals at their first meeting of the school year on October 10, 2008.

It was originally anticipated that Ms. Gianzero would prepare the briefing paper; however, time constraints may prevent her from working on the project. Due to competing priorities, work on the Diamond Education Briefing Paper was postponed until early 2009. While extensive data was collected that can be used for the briefing paper, the principals requested that the program design work take the lead, as there were several funding sources that would in interested in the collaborative school program design. A total of $10,000 from The Parker Foundation was granted to develop the Diamond Education Briefing Paper, with in-kind coordination provided by the Girard Foundation.

B. Project Goal

Goal: To provide a briefing paper on the state of education in the Diamond to inform members of the Principals' Collaboration, SDNF members, and other interested individuals and groups.

C. Project Budget

Grant expenditures will begin the first quarter of 2009. As of December 31, 2008, no funds were expended from The Parker Foundation's grant.

Budget Line Item	Budget Expenditures
Diamond Education Briefing Paper	
Total Expenditures	$0
Remaining Balance of Grant	$10,000

D. Project Outcomes

Quality education for all students is a critical component to the overall health and well-being of children and families and The Village. In consultation with the principals, Jacobs Center for Neighborhood Innovation (JCNI) hired an educational consultant who will work with the Principals' Collaboration to create the outline for the briefing paper, collect and analyze existing data, and prepare and present the report. It is estimated that the consultant cost for the three-month effort would be $20,000. The Principals' Collaboration will use the information provided to submit at least one grant proposal and SDNF members will use the information to create an education funding strategy.

II. PROJECT SAFE WAY

A. Project Summary

To gain a greater understanding of gang issues and effective strategies to address youth violence, JCNI conducted a Youth Violence Listening Project in the fall of 2006. The project included listening to community organization leaders and former gang members dealing with these issues, parents and youth who are being impacted, and regional and national program staff who have developed ways to address youth violence. In the spring of 2007, participants in the listening project were convened along with representatives from the police department, social services agencies, and parents. The group was asked for ideas on how to develop a coordinated strategy to address youth violence. One recommendation was to create a "safe zone" area.

During the fall and winter of 2007, outreach efforts were conducted in this area to identify stakeholders to serve on a Safe Neighborhood Team. This team was convened at the beginning of 2008 and held a series of workshops which resulted in Project Safe Way (PSW), a pilot safe-passage program to and from the schools in the target area.

PSW was launched as a 10-week pilot project in April 2008. Paid Corner Team Leaders were trained how to observe and report illegal or dangerous activities by the San Diego Police and San Diego Unified School District Security. Tasha Williamson, who is a resident and parent of students at Lincoln High School, was hired as a Project Coordinator. Along with recruited volunteers, the Team Leaders were deployed on key corners and along corridors in the PSW neighborhood area. During July and August of 2008, the PSW Team conducted planning for the 2008-09 school year. Corner teams developed resource maps for their areas. These were then expanded to adjoining circles surrounding each corner to identify "safe neighborhood territories." Team leaders began identifying a resource network for corners. Safe havens were established using businesses and non-profits.

B. Project Goal

Goal: Expand Project area to ten corners and establish a resource network for each corner.

C. Project Budget

Grant expenditures began in early 2009. As of December 31, 2008, $8,598.60 had been expended from The Parker Foundation's grant.

Budget Line Item	Budget Expenditures
Staffing Expenses Salaries, Wages, Benefits	$8,598.60
Total Expenditures	$8,598.60
Remaining Balance of Grant	$1,401.40

D. Project Outcomes

Due to the success of the pilot project in providing a safe passage to school, the PSW team began planning for the 2008-09 school year in the summer of 2008. Each team developed resource maps for their areas. These have been expanded to adjoining circles surrounding each corner to identify "safe neighborhood territories." Team leaders recruited a resource network for each area and created a "Reclaiming Territory Plan." The plan includes strategies for growing a team of youth, residents, businesses and schools, in addressing criminal activity, outreaching to youth, providing programs and resources to youth and families involved in gang and/or illegal or dangerous behaviors, and churches, and non-profits to reclaim their territory and make it safe. The impact of these efforts is tracked through school attendance and performance, crime incident data, gang activity, and public safety reports.

With the launch of the new school year, PSW team members were deployed at eight corners strategically located based upon school pedestrian routes and areas identified as dangerous due to traffic or gang and/or illegal activities occurring. The adult presence of PSW team members placed along corridors where students tend to congregate resulted in eliminating places for unobserved bullying and fighting. Using radios, PSW team members alerted each other if they observed youth in groups crossing over areas. Coverage was provided by 13 corner leaders and volunteers, some of whom were rovers and could be dispatched to different locations as needs arose. Corners covered were 47th and Hilltop, 47th and Market, 47th and Imperial, 47th and Logan, 47th and Franklin, 47th and T Street, 49th and Logan, and Euclid and Imperial.

The teams observed and reported on: 1) public safety action items, 2) incidents, and 3) issue areas. The public safety items included broken stop lights, much-needed street signs, and dangerous traffic flows. Roosevelt Williams, from Councilman Tony Young's office, was assigned to the project and reported these to the appropriate city departments. Reported incidents ranged from student fights, drinking and drug usage, to traffic violations and accidents. Finally, the teams reported on issue areas of illegal and/or dangerous activities. These included suspected drug sales, prostitution, or places where gang youth congregated. At weekly debriefing meetings, these incidents were shared with representatives from the San Diego Police and School Police Departments and strategies to address these incidents were developed.

PSW also included a group of Lincoln High School students who were sent to a national Students Against Violence Everywhere (SAVE) conference in Birmingham, Alabama, and are working with San Diego Unified School District's (SDUSD) Police Officer Patrick Wafer in developing SAVE Clubs on the campuses of the schools being served.

III. YOUTH LEADERSHIP DEVELOPMENT

A. Project Summary

A newly formed collaboration of youth programs began working together in 2008 to support young people in developing their leadership skills, collective voice, and commitment to The Village at Market Creek. Two popular youth programs – beginning with Writerz Blok in 2002 and then the Teen Center in 2003 – have continued to expand services by outreaching to and connecting neighborhood youth with resources and activities in safe, drug- and gang-free environments. Last year, two additional youth networks were added which include the eight Village International Outreach Team (IOT) Teen Youth Interns and the eight Youth Interns on the Market Creek Plaza (MCP) Amphitheater Team. All programs have joined to form The Village Youth Working Team. This youth collaboration is building a network of neighborhood youth who create opportunities for themselves and take the lead rather than being led. Neighborhood youth have the unique ability to learn and practice leadership skills while shaping programs and services that align with their interests and passions.

B. Project Goal

Goal: Recruit and maintain a working team of 12-15 youth who will identify, discuss and find solutions facing neighbourhood youth; plan and host at least three youth-centered events; and participate in youth leadership trainings.

C. Project Budget

Grant expenditures will begin in the first quarter of 2009. As of December 31, 2008, all funds were expended from The Parker Foundation's grant.

Budget Line Item	Budget Expenditures
Staffing Expenses Salaries, Wages, Benefits	$10,000.00
Total Expenditures	$10,000.00
Remaining Balance of Grant	$0

D. Project Outcomes

In the first six months of the project, a core group of 20 youth began planning the "Youth Movement." They created a four-step action plan, which would organize, educate, entertain, and communicate with youth. To begin the listening process, youth teams conducted "listening sessions" with youth at local high schools and organized monthly meetings with principals and teachers to start a dialogue on identified issues and factors. With a focus on encouraging young people to remain in school, the listening phase included a survey on the positive factors that help young people stay in school. As an organizing strategy, the youth sponsored dances and entertainment to attract young people and let them know about opportunities for involvement in The Village. Finally, youth communicated with other youth through a youth-created webpage, blogs, video blogs and resource guides.

Each of the five youth programs played a unique role in involving and connecting youth with community resources and opportunities for leadership. By creating a larger collaboration that addressed youth concerns and collaboratively takes the leadership to plan and implement programs and services, all youth in the community benefited.

Sustainability of The Village at Market Creek rests in the hands of today's youth and future generations. Engaging youth in community action that strengthens The Village and builds across the skills and experience of the teens is required to ensure long-term success to achieve the resident vision. Investment in youth leadership development will increase outreach to area youth and will expand their reach into youth-building networks inside and outside The Village. This strategy offers youth the opportunity to become future civic leaders, entrepreneurs, artists, and mentors in The Village.

San Diego Neighborhood Funders' Village Strategic Grants Stewardship Report

Prepared for

The Parker Foundation
Grant Award Period:
July 3, 2009 – December 31, 2009

This Stewardship Report outlines the status of funds awarded by The Parker Foundation to support resident-led projects and activities in the Diamond Neighborhoods of southeastern San Diego All grants are awarded through the San Diego Neighborhood Funders' (SDNF) Village Strategic Grants program The report provides a programmatic and financial status for one grant awarded by the Foundation.

The Project listed below is reviewed in this Stewardship Report:

	Project Title	Award Date	Award Amount	Grant Balance	Type of Report
I	Opening Doors to Learning	07/03/09	$25,000	$25,000	Interim Report (Project in Process)
	Total Funds Awarded		**$25,000**	**$25,000**	

The following pages outline the status of the above-stated Project.

I. Opening Doors to Learning

A. Project Summary

In October 2006, the Jacobs Center for Neighborhood Innovation (JCNI) convened neighborhood principals to begin a dialogue about education and how JCNI and SDNF could assist local schools. After the first convening, principals asked JCNI to continue the convenings and to facilitate the development of a long-term strategy designed to assist all schools. As a result of several convenings, it was decided to form the Diamond Neighborhoods Learning Community. The Learning Community is a collaboration of principals and counselors from nine schools surrounding The Village at Market Creek committed to improving the quality of education for community children Participating schools include Chollas-Mead Elementary, Horton Elementary, Johnson Elementary, Porter Elementary, Knox Elementary, Valencia Park Elementary, Gompers Middle School, Keiller Leadership Academy and Lincoln High School's Ninth-Grade Academy.

In identifying their most pressing challenges, Learning Community principals repeatedly have emphasized the need to attend first to their most vulnerable and disengaged students whose needs consume a disproportionate amount of scarce school resources and often compromise the overall quality of teaching and learning in general. To serve these children and families, the Diamond Learning Community determined its schools needed to develop a comprehensive strategy that embraced their needs and strengthened the learning environment Working with JCNI education consultant, Gina Gianzero, the Learning Community developed the ***Opening Doors to Learning Initiative***.

The ***Opening Doors to Learning Initiative*** uses a school-wide strategy focused on *all* students, teachers and parents, as well as targeted interventions aimed at disengaged students, their teachers, and families The school-wide strategy seeks to strengthen the learning culture by providing teachers and staff with behavior intervention techniques that create a positive educational environment.

The targeted strategy for Opening Doors is called **CARES**, which includes efforts to support the **C**reative, **A**cademic, **R**ecreational, **E**motional, and **S**ocial development of disengaged students. To ensure that schools address the needs of disengaged students in a holistic way rather than through fragmented approaches, a school CARES Committee oversees the program activities. Mental health professionals, with the support of school leadership teams, ensure that disengaged students become connected to services in each of these areas

B Project Update

On December 7, 2009, the Diamond Learning Community launched Opening Doors in the six elementary schools where the interventions may have the greatest impact Five students and families will be served at each school. The pilot will extend through the 2010-2011 school year A key component of Opening Doors strategy is the placement of a half-time family therapist at each of the six elementary schools Three full-time family therapists have been hired through three non-profits: Home Start, SAY San Diego, and the Union of Pan Asian Communities. These non-profits are already providing services to the schools in the Learning Community and the Diamond Neighborhoods. This pilot will not only provide the opportunity for the schools to hire and supervise the therapists but will also connect these three non-profits to the schools and to The Village family health and education strategies.

The therapists will serve as members of the school's Opening Doors CARES Team and will be responsible for holding individual or small group counseling services for the students, working directly with the families of targeted students by conducting regular home visits, conducting needs assessments, and linking families with appropriate local services They will also support teachers with recommendations for working more successfully with students in the classroom.

C Project Budget

Opening Doors was targeted to begin in October of 2009 Due to several unforeseen circumstances, including the need to receive San Diego Unified School Board approval, project startup was delayed by a few months. The Parker Foundation's grant expenditures will begin in the first quarter of 2010. As of December 31, 2009, no funds were expended from The Parker Foundation's grant

Budget Line Item	Budget Expenditures
Opening Doors to Learning	
Total Expenditures	$0
Remaining Balance of Grant	$25,000

D Project Impact

The Diamond Learning Community is a unique collaboration of the principals of The Village schools, representatives from the San Diego Unified School District and UCSD's School of Education, the three family services agencies – Home Start, SAY San Diego, the Union of Pan Asian Communities – and PAZZAZ, which provides supportive tutoring The collaborative has evolved over three years into a connected education network with potential to change the climate and performance of the participating schools. The work of the Learning Community and the Opening Doors initiative focuses on strengthening the participating schools' teaching staff, engaging and supporting students' families, and reclaiming children who are being left behind as early as elementary school. At the conclusion of the first year, an in-depth evaluation will be conducted and the results will be used to refine program areas and strengthen student outcomes