Form **990-PF**

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*

Department of the Treasury Internal Revenue Service (77)

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 11/01 **, 2008, and ending** 10/31 , 2009

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

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

THE DAVIDSON FAMILY FOUNDATION
255 W. JULIAN STREET #200
SAN JOSE, CA 95110-2406

A Employer identification number: 77-0325599

B Telephone number (see the instructions): 408-292-3524

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 ► [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ►$ 11,514,184.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	66,488.	66,488.	66,488.	
	4 Dividends and interest from securities	124,965.	124,965.	124,965.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-41,269.			
	b Gross sales price for all assets on line 6a 450,868.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			51,460.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) See Statement 1	34,975.	34,975.	34,975.	
	12 **Total.** Add lines 1 through 11	185,159.	226,428.	277,888.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St 2	2,609.	2,609.	2,609.	2,609.
	17 Interest				
	18 Taxes (attach schedule) See Stmt 3	14,000.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 4	306.	306.	306.	306.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	16,915.	2,915.	2,915.	2,915.
	25 Contributions, gifts, grants paid Part XV	493,555.			493,555.
	26 **Total expenses and disbursements.** Add lines 24 and 25	510,470.	2,915.	2,915.	496,470.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-325,311.			
	b **Net investment income** (if negative, enter -0-)		223,513.		
	c **Adjusted net income** (if negative, enter -0-)			274,973.	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
ASSETS	1 Cash – non-interest-bearing	-2,097.	9,902.	
	2 Savings and temporary cash investments	141,724.	224,957.	
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ► 352,168.			
	Less: allowance for doubtful accounts ►	462,336.	352,168.	352,168.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule) Statement 5		8,412.	8,884.
	b Investments – corporate stock (attach schedule) Statement 6	8,515,619.	8,184,775.	9,068,896.
	c Investments – corporate bonds (attach schedule) Statement 7	196,656.	196,656.	26,250.
	11 Investments – land, buildings, and equipment: basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	86,419.		
	14 Land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► See Statement 8)	2,057,897.	2,057,992.	2,057,986.
	16 **Total assets** (to be completed by all filers – see instructions. Also, see page 1, item I)	11,458,554.	11,034,862.	11,514,184.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue	98,376.		
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	98,376.	0.	
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	11,360,178.	11,034,862.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 ***Total net assets or fund balances*** (see the instructions)	11,360,178.	11,034,862.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	11,458,554.	11,034,862.	

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	11,360,178.
2	Enter amount from Part I, line 27a	2	-325,311.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	11,034,867.
5	Decreases not included in line 2 (itemize) ► See Statement 9	5	5.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	11,034,862.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Statement 10			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-41,269.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	3	51,460.

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.) N/A

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007			
2006			
2005			
2004			
2003			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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 the instructions)

1 a 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 ► ☐ and enter 1% of Part I, line 27b		1	4,470.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,470.
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	4,470.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 12,140.		
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	12,140.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ 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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	7,670.
11 Enter the amount of line 10 to be **Credited to 2009 estimated tax** ► 4,472.	**Refunded** ►	11	3,198.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*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.*			
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?	2		X
If 'Yes,' attach a detailed description of the activities.			
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?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► N/A			
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 ► N/A

14 The books are in care of ► Gloria K. Chiang Telephone no. ►

Located at ► 255 W. Julian Street, San Jose, CA ZIP + 4 ► 95110-2406

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 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
1 a	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 the instructions)?		1b	N/A	
	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 ► 20__ , 20__ , 20__ , 20__ .	☐ 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 the instructions.)*		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3 a	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.)*		3b	N/A	
4 a	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)*

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

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

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Charles W. Davidson 1543 Peregrino Way San Jose, CA 95110-2406	President 0	0.	0.	0.
Gloria K. Chiang 22999 Standing Oak Ct. Cupertino, CA 95014	Vice Preside 0	0.	0.	0.
Patricia J. Propolanis 1164 Doralee Way San Jose, CA 95125	Secretary 0	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

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

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

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	7,592,170.
b Average of monthly cash balances		1b	22,577.
c Fair market value of all other assets (see instructions)		1c	2,476,273.
d **Total** (add lines 1a, b, and c)		1d	10,091,020.
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	10,091,020.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	151,365.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	9,939,655.
6 **Minimum investment return.** Enter 5% of line 5		6	496,983.

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	496,983.
2a Tax on investment income for 2008 from Part VI, line 5	2a 4,470.		
b Income tax for 2008 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	4,470.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	492,513.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	492,513.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	492,513.

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	496,470.
b Program-related investments — total from Part IX-B	1b	
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	496,470.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	496,470.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					492,513.
2 Undistributed income, if any, as of the end of 2007:					
a Enter amount for 2007 only				0.	
b Total for prior years: 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2008:					
a From 2003					
b From 2004					
c From 2005	11,263.				
d From 2006	8,495.				
e From 2007	24,262.				
f Total of lines 3a through e		44,020.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► $ 496,470.					
a Applied to 2007, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required — see instructions)			0.		
c Treated as distributions out of corpus (Election required — see instructions)		0.			
d Applied to 2008 distributable amount					492,513.
e Remaining amount distributed out of corpus		3,957.			
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		47,977.			
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 instructions				0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a		47,977.			
10 Analysis of line 9:					
a Excess from 2004					
b Excess from 2005	11,263.				
c Excess from 2006	8,495.				
d Excess from 2007	24,262.				
e Excess from 2008	3,957.				

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
2a 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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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 Statement 11				
Total			► **3a**	493,555.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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				66,488.	
4 Dividends and interest from securities				124,965.	
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				34,975.	
8 Gain or (loss) from sales of assets other than inventory					-41,269.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Misc Income					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				226,428.	-41,269.
13 Total. Add line 12, columns (b), (d), and (e)				13	185,159.

(See worksheet in the instructions for line 13 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). (See the instructions)
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	**1 a (1)**		X
	(2) Other assets	**1 a (2)**		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	**1 b (1)**		X
	(2) Purchases of assets from a noncharitable exempt organization	**1 b (2)**		X
	(3) Rental of facilities, equipment, or other assets	**1 b (3)**		X
	(4) Reimbursement arrangements	**1 b (4)**		X
	(5) Loans or loan guarantees	**1 b (5)**		X
	(6) Performance of services or membership or fundraising solicitations	**1 b (6)**		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1 c**		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

▶ Signature of officer or trustee | 3-11-10 Date | ▶ Vice-President Title

Paid Preparer's Use Only			
Preparer's signature ▶ Non-Paid Preparer	Date	Check if self-employed ▶ ☐	Preparer's Identifying number (See **Signature** in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ▶ [redacted]		EIN ▶	
		Phone no ▶	

TEEA0503L 01/02/09

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	$ 34,975.	$ 34,975.	$ 34,975.
Total	$ 34,975.	$ 34,975.	$ 34,975.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Expense	$ 2,609.	$ 2,609.	$ 2,609.	$ 2,609.
Total	$ 2,609.	$ 2,609.	$ 2,609.	$ 2,609.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax	$ 14,000.			
Total	$ 14,000.	$ 0.	$ 0.	$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Filing Fees	$ 85.	$ 85.	$ 85.	$ 85.
Office	221.	221.	221.	221.
Total	$ 306.	$ 306.	$ 306.	$ 306.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

State/Municipal Obligations	Valuation Method	Book Value	Fair Market Value

Statement 5 (continued)
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

10000 SHARES SAN JOSE ARPT REV SER A BND	Cost	$ 8,412.	$ 8,884.
		$ 8,412.	$ 8,884.
	Total	$ 8,412.	$ 8,884.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
6,500 Shares Amylin Pharmaceuticals	Cost	$ 140,345.	$ 71,760.
1,200 Shares American Electric Power Co.	Cost	49,187.	36,264.
14,000 Shares Delta Petroleum	Cost	74,931.	18,200.
59,000 Shares Comerica	Cost	2,377,612.	1,637,250.
1,797 Shares Halliburton Co. Hldg Co.	Cost	34,437.	52,490.
15,927 Shares Reliant Resources Inc.	Cost	62,822.	83,935.
40 Shares KB Homes	Cost	559.	567.
1,000 Shares Adobe Systems	Cost	0.	0.
900 Shares Motorola Inc	Cost	14,757.	7,713.
10,000 Shares PG&E Coporation	Cost	245,975.	408,900.
2,350 Shares Pico Holding	Cost	70,641.	79,759.
2,500 Shares Schlumberger Ltd	Cost	103,198.	155,500.
71,000 Shares SVB Fncl	Cost	865,552.	2,928,750.
14,666 Shares Pacific Capital Bancorp	Cost	126,576.	18,919.
16,307 Shares Wells Fargo & Co	Cost	225,174.	448,769.
34,000 Shares St. Mary & Exploration Co.	Cost	488,923.	1,159,400.
60 Shares American International GP(New)	Cost	6,094.	2,017.
1,127 Shares U.S. Bancorp Com NEW	Cost	36,223.	26,169.
9,000 Shares USEC Inc.	Cost	77,502.	34,740.
1,778 Shares USG Corporation NEW 5/93	Cost	60,230.	23,363.
1,889 Shares Proxim Corp CLA New.	Cost	251,090.	11.
3,000 Shares Southwest Airlines	Cost	35,506.	25,200.
4,032 Shares LSI Logic	Cost	111,557.	20,644.
0 Shares Cirrus Logic Inc.	Cost	0.	0.
520 Shares Novellus Systems	Cost	18,469.	10,702.
767 Shares Transocean Inc	Cost	31,584.	64,359.
20,000 Shares Vertical Comp Systems	Cost	35,811.	600.
4,000 Shares GT Atlntc & Pac Tea	Cost	86,879.	82,880.
2,000 Shares Intel Corp.	Cost	82,808.	38,220.
70 Shares AXA ADS	Cost	1,708.	1,736.
3,000 Shares SMTC Corp.	Cost	15,975.	2,700.
36,000 Shares Centerpoint Energy Inc.	Cost	544,571.	453,600.
3,000 Shares Ford Motor Co. NEW	Cost	30,007.	21,000.
2,000 Shares Heritage Commerce CP	Cost	15,910.	5,280.
500 Shares Palm, Inc.	Cost	2,392.	5,805.
1,000 Shares Altria Group Inc.	Cost	8,778.	18,110.
2,000 Shares Reynolds American	Cost	46,498.	96,960.
4,000 Shares Ford Cap Trst II	Cost	149,809.	115,600.
10,000 Shares Bridge Cap Holdings	Cost	156,900.	65,500.
1,948 Shares AT&T Inc.	Cost	49,366.	50,005.
0 Shares Atmos Energy	Cost	0.	0.
278 Shares Leucadia Corp	Cost	0.	6,247.
2,000 Shares National Semiconductor	Cost	39,535.	25,880.

Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
11 Shares Piper Jaffray	Cost	$ 726.	$ 510.
347 SHS Avid Technology Inc.	Cost	13,583.	4,383.
2,000 Shares Bank of America	Cost	58,839.	29,160.
0 SHS Borland Software Corp.	Cost	0.	0.
1,000 SHS Merck & Co	Cost	27,779.	30,930.
1,250 SHS Sun Microsystems Inc.	Cost	20,349.	10,225.
4,000 GMAC	Cost	100,000.	72,156.
285 SHARES ALLIED WASTE INDUSTRIES NEW	Cost	0.	0.
145 SHARES HEALTHWAYS INC.	Cost	6,157.	2,332.
120 SHARES AMERIGROUP CORP	Cost	4,026.	2,646.
330 SHARES ASTORIA FINANCIAL CORP	Cost	5,734.	3,293.
142 SHARES BRINKER INTL INC.	Cost	3,588.	1,795.
165 SHARES BUCYRUS INTL INC.	Cost	2,501.	7,329.
175 SHARES CABOT OIL & GAS CORP A	Cost	4,016.	6,732.
140 CHECKPOINT SYS INCORPORATED	Cost	3,028.	1,900.
80 SHARES COVANCE INC	Cost	3,992.	4,134.
167 SHARES DELPHI FINL GP A	Cost	3,827.	3,624.
170 SHARES EATON VANCE CP	Cost	4,343.	4,826.
254 SHARES FLIR SYSTEMS INC.	Cost	3,661.	7,064.
130 SHARES GLOBAL PAYMENT INC.	Cost	4,650.	6,400.
100 SHARES HARSCO CORP	Cost	3,078.	3,149.
140 SHARES HEADWATERS INC.	Cost	0.	0.
140 SHARES HOVNANIAN ENTERPR INC A	Cost	0.	0.
180 SHARES JEFFRIES GROUP INC NEW	Cost	3,738.	4,698.
85 SHARES MERITAGE HOME CORPORATION	Cost	6,979.	1,550.
115 SHARES MOOG INC CL A	Cost	3,479.	2,872.
100 SHARES ONEOK INC NEW	Cost	3,365.	3,621.
130 SHARES PACIFIC CAPITAL BANCORP NEW	Cost	0.	0.
190 SHARES PHARMACEUTICAL PROD DEV INC	Cost	5,515.	4,095.
145 SHARES PHILADELPHIA CONS HLDG CP	Cost	0.	0.
120 SHARES PHILLIPS VAN HEUSEN	Cost	3,767.	4,818.
195 SHARES PROTECTIVE LIFE CP	Cost	4,101.	3,754.
195 SHARES RAYMOND JAMES FINCL INC.	Cost	4,232.	4,604.
915 SHARES SANMINA CORP	Cost	0.	0.
85 SHARES SNAP-ON INC.	Cost	2,976.	3,105.
172 SHARES SONIC CORP	Cost	3,462.	1,608.
20 SHARES STUDENT LOAN CORPORATION	Cost	0.	0.
150 SHARES SUNRISE SENIOR LIVING INC.	Cost	0.	0.
85 SHARES SWIFT ENERGY	Cost	5,236.	3,389.
95 SHARES THE SCOTTS MIRACLE-GRO COMPANY	Cost	4,114.	3,858.
155 SHARES TIMKEN CO.	Cost	4,476.	3,415.
120 SHARES UNITED FIRE & CASUALTY	Cost	3,586.	2,098.
110 SHARES VALSPAR CORP	Cost	2,613.	2,791.
55 SHARES WATSCO INC.	Cost	2,723.	2,817.
26,667 Shares Silicon Graphics Intl Corp	Cost	689,972.	158,935.
1,000 Shares Saturns Ser TRB 7000	Cost	0.	0.
120 SHARES AARON'S INC	Cost	3,042.	3,006.
270 SHARES HEXCEL CORP NEW	Cost	5,625.	2,970.
70 SHARES SCHOOL SPECIALTY INC.	Cost	2,515.	1,558.
105 SHARES STATE AUTO FINL CP	Cost	3,394.	1,707.
115 SHARES STERLING FINANCIAL CORP	Cost	0.	0.
100 SHARES URS CORP NEW	Cost	4,078.	3,886.
1000 Shares Claymore S&P Global Water	Cost	25,453.	17,200.
1868 Shares Conocophillips	Cost	134,234.	93,736.
5000 Shares Focus Business BK	Cost	50,299.	30,000.

Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
692 Shares Kraft Foods	Cost	$ 9,061.	$ 19,044.
1000 Shares Talisman Energy Inc.	Cost	16,229.	16,970.
322 Shares KBR Inc	Cost	0.	0.
135 AAR CORP	Cost	4,206.	2,647.
65 AMEDISYS INC	Cost	2,529.	2,586.
440 ARRIS GROUP INC.	Cost	4,500.	4,490.
50 CALAMOS ASSET MGMT INC	Cost	0.	0.
95 CASH AMER. INT'L INC.	Cost	3,497.	2,875.
75 GRANITE CONSTR INC.	Cost	4,034.	2,142.
80 ITRON INC.	Cost	3,916.	4,803.
80 TELEDYNE INC	Cost	3,560.	2,733.
325 SHARES CARMAX INC	Cost	0.	0.
135 SHARES DIGITAL RIVER	Cost	4,933.	3,082.
195 SHARES EAST WEST BANCORP	Cost	0.	0.
170 SHARES LIFETIME FITNESS	Cost	4,946.	3,664.
90 SHARES PEDIATRIX MEDICAL GROUP	Cost	0.	0.
165 SHARES SRA INTL INC CL A	Cost	4,341.	3,095.
115 SHARES ST. MARY & EXPLORATION CO	Cost	4,048.	3,922.
100 SHARES TORO CO	Cost	4,036.	3,702.
155 SHARES TRUSTMARK CP	Cost	2,665.	2,937.
140 SHARES WGL HLDGS INC	Cost	3,824.	4,628.
6,000 Shares Carroll Shelby Intl Inc.	Cost	3,701.	1,200.
1,000 Shares Phillip Morris Intl Inc.	Cost	20,167.	47,360.
5,000 Shares Standard Pacific CP New	Cost	15,457.	15,000.
2,000 Shares Morgan Stanley IV	Cost	8,155.	20,680.
50 SHARES CORE LABORATORIES N V	Cost	3,210.	5,215.
144 SHARES FIRST POTOMAC REALTY TRUST	Cost	1,646.	1,634.
405 SHARES MEDICAL PROPERTIES TRUST INC	Cost	3,057.	3,240.
90 SHARES MEDNAX INCO	Cost	5,146.	4,673.
95 SHARES REINSURANCE GROUP OF AMERICA	Cost	3,014.	4,380.
128 SHARES REPUBLIC SERVICES INC	Cost	2,810.	3,316.
100 SHARES SBA COMMUNICATIONS CORP	Cost	1,937.	2,821.
105 SHARES UNITED BANKSHARES INC W VA	Cost	3,408.	1,874.
	Total	$ 8,184,775.	$ 9,068,896.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
20,000 Shares Williams Comm Group	Cost	$ 8,751.	$ 0.
175,000 General Motors Corporate Bonds	Cost	187,905.	26,250.
	Total	$ 196,656.	$ 26,250.

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

		Book Value	Fair Market Value
LAND INVESTMENT		$ 2,057,986.	$ 2,057,986.
Rounding		6.	
	Total	$ 2,057,992.	$ 2,057,986.

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

ROUNDING		$ 5.
	Total	$ 5.

Statement 10
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	30 EXPIRED OPTIONS - SM (ST MARYS)	Purchased	4/23/2008	11/22/2008
2	20 EXPIRED OPTIONS - SM (ST MARYS)	Purchased	5/05/2008	11/22/2008
3	30 EXPIRED OPTIONS - SM (ST MARYS)	Purchased	6/06/2008	11/22/2008
4	10 EXPIRED OPTIONS - OGA (AMYLIN)	Purchased	11/11/2007	1/20/2009
5	20 EXPIRED OPTIONS-ZIA (DELTA)	Purchased	4/16/2008	1/20/2009
6	10 EXPIRED OPTIONS - HAL (HALLIBURTON)	Purchased	5/16/2008	1/20/2009
7	5 EXPIRED OPTIONS - VOI (TRANSOCEAN)	Purchased	6/05/2008	1/20/2009
8	50 EXPIRED OPTIONS -SVB (SVB FINANCIAL)	Purchased	1/10/2007	1/20/2009
9	20 EXPIRED OPTIONS -SVB (SVB FINANCIAL)	Purchased	4/18/2007	1/20/2009
10	1000 SHARES SATURNS SER TRB 7000*96NV15	Purchased	2/16/2006	1/02/2009
11	1000 SHARES ADOBE SYSTEMS	Purchased	6/18/1998	4/15/2009
12	500 SHARES PALM INC	Purchased	9/26/2002	5/07/2009
13	1000 SHARES MORGAN STANLEY IV 6250*33AP01	Purchased	9/17/2008	5/11/2009
14	CASH IN LIEU OF FR SHRS-AMER INTL GP	Purchased	6/30/2009	6/30/2009
15	50 SHARES MORGAN STANLEY PORT STRAT FUND	Donated	6/12/1997	12/08/2009
16	5000 SHARES BORLAND SOFTWARE CORP	Purchased	12/08/2004	7/28/2009
17	1000 SHARES SVB FINCL GRP	Donated	12/09/1996	8/14/2009
18	1000 SHARES PICO HOLDING	Donated	7/22/2005	8/14/2009
19	1000 SHARES ATMOS ENERGY	Purchased	7/14/2004	8/14/2009
20	1000 SHARES CIRRUS LOGIC	Donated	9/06/2000	8/14/2009
21	1000 SHARES CIRRUS LOGIC	Donated	9/08/2000	8/14/2009
22	1000 SHARES CIRRUS LOGIC	Donated	9/20/2000	8/14/2009
23	1000 SHARES CIRRUS LOGIC	Donated	10/20/2000	8/14/2009
24	322 SHARES KBR	Purchased	4/13/2007	8/14/2009
25	1000 SHARES ST MARY & EXPL CO.	Donated	5/29/1997	10/16/2009
26	60 SHARES SUNRISE SENIOR LIVING	Purchased	9/15/2005	11/12/2008
27	145 SHARES PHILADELPHIA CONS	Purchased	9/15/2005	12/01/2008
28	CASH IN LIEU OF FR SHRS -REPUBLIC	Purchased	12/08/2009	12/08/2009
29	50 SHARES CALAMOS ASSET MGMT INC	Purchased	2/27/2007	1/06/2009
30	85 SHARES HOVANIAN	Purchased	9/15/2005	1/29/2009
31	80 SHARES STERLING FINANCIAL	Purchased	1/12/2006	2/17/2009
32	765 SHARES SANMINA CORP	Purchased	9/15/2005	3/09/2009

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
33	325 SHARES CARMAX	Purchased	9/16/2008	4/28/2009
34	15 SHARES STUDENT LOAN CORP	Purchased	9/15/2005	6/15/2009
35	95 SHARES PACIFIC CAPITAL BANCORP	Purchased	9/26/2005	6/18/2009
36	80 SHARES HEADWATERS	Purchased	9/15/2005	9/29/2009
37	195 SHARES EAST WEST BANCORP	Purchased	5/08/2008	10/02/2009
38	25 SHARES HOVANIAN	Purchased	9/28/2005	1/29/2009
39	30 SHARES HOVANIAN	Purchased	4/19/2007	1/29/2009
40	10 SHARES STERLING FINANCIAL	Purchased	10/19/2006	2/17/2009
41	25 SHARES STERLING FINANCIAL	Purchased	3/27/2007	2/17/2009
42	150 SHARES SANMINA CORP	Purchased	9/28/2005	2/17/2009
43	5 SHARES STUDENT LOAN CORP	Purchased	3/09/2007	6/15/2009
44	20 SHARES STUDENT LOAN CORP	Purchased	2/04/2009	6/15/2009
45	5 SHARES PACIFIC CAPITAL BANCORP	Purchased	9/28/2005	6/18/2009
46	10 SHARES PACIFIC CAPITAL BANCORP	Purchased	10/19/2006	6/18/2009
47	20 SHARES PACIFIC CAPITAL BANCORP	Purchased	3/27/2007	6/18/2009
48	5 SHARES HEADWATERS	Purchased	9/28/2005	9/29/2009
49	35 SHARES HEADWATERS	Purchased	5/02/2006	9/29/2009
50	20 SHARES HEADWATERS	Purchased	8/17/2006	9/29/2009
51	145 SHARES HEADWATERS	Purchased	5/01/2009	9/29/2009
52	40 SHARES EAST WEST BANCORP	Purchased	5/04/2009	10/02/2009
53	50 SHARES SUNRISE SENIOR LIVING	Purchased	10/19/2005	11/12/2008
54	40 SHARES SUNRISE SENIOR LIVING	Purchased	10/10/2007	11/12/2008

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	12,317.		0.	12,317.				$ 12,317.
2	9,778.		0.	9,778.				9,778.
3	8,971.		0.	8,971.				8,971.
4	8,327.		0.	8,327.				8,327.
5	7,794.		0.	7,794.				7,794.
6	1,803.		0.	1,803.				1,803.
7	4,990.		0.	4,990.				4,990.
8	31,958.		0.	31,958.				31,958.
9	12,436.		0.	12,436.				12,436.
10	738.		25,000.	-24,262.				-24,262.
11	24,226.		12,002.	12,224.				12,224.
12	5,385.		2,392.	2,993.				2,993.
13	16,144.		9,700.	6,444.				6,444.
14	1.		0.	1.				1.
15	121,394.		121,394.	0.				0.
16	7,500.		58,250.	-50,750.				-50,750.
17	38,630.		3,363.	35,267.				35,267.
18	28,608.		30,060.	-1,452.				-1,452.
19	27,146.		25,055.	2,091.				2,091.
20	4,951.		32,875.	-27,924.				-27,924.
21	4,951.		34,485.	-29,534.				-29,534.
22	4,951.		39,000.	-34,049.				-34,049.
23	4,951.		43,469.	-38,518.				-38,518.
24	7,162.		0.	7,162.				7,162.
25	36,170.		7,781.	28,389.				28,389.
26	52.		1,878.	-1,826.				-1,826.
27	8,918.		3,844.	5,074.				5,074.
28	6.		0.	6.				6.
29	391.		1,349.	-958.				-958.

Statement 10 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
30	148.		4,851.	-4,703.				$ -4,703.
31	123.		2,072.	-1,949.				-1,949.
32	142.		3,611.	-3,469.				-3,469.
33	4,117.		4,893.	-776.				-776.
34	618.		3,495.	-2,877.				-2,877.
35	397.		3,146.	-2,749.				-2,749.
36	320.		3,059.	-2,739.				-2,739.
37	1,745.		2,690.	-945.				-945.
38	43.		1,248.	-1,205.				-1,205.
39	52.		747.	-695.				-695.
40	15.		349.	-334.				-334.
41	38.		793.	-755.				-755.
42	28.		623.	-595.				-595.
43	206.		927.	-721.				-721.
44	824.		955.	-131.				-131.
45	21.		164.	-143.				-143.
46	42.		280.	-238.				-238.
47	84.		653.	-569.				-569.
48	20.		185.	-165.				-165.
49	140.		1,227.	-1,087.				-1,087.
50	80.		451.	-371.				-371.
51	580.		380.	200.				200.
52	358.		295.	63.				63.
53	43.		1,599.	-1,556.				-1,556.
54	35.		1,547.	-1,512.				-1,512.
							Total	$ -41,269.

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE. WHITE PLAINS, NY 10605,	NONE	PUBLIC	RESEARCH/MEDICAL	$ 500.
YMCA 1717 THE ALAMEDA SAN JOSE, CA 95126,	NONE	PUBLIC	COMMUNITY SERVICE	15,000.
SJSU- SPARTAN FOUNDATION ONE WASHINGTON SQUARE SAN JOSE, CA 95192-0256,	NONE	PUBLIC	EDUCATION	87,500.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
CROSS CULTURAL COMM SERVICE 2268 A. QUIMBY ROAD SAN JOSE, CA 95122,	NONE	PUBLIC	COMMUNITY SERVICE	$ 5,000.
HUMANE SOCIETY 2530 LAFAYETTE STREET SANTA CLARA, CA. 95050,	NONE	PUBLIC	COMMUNITY SERVICE	1,500.
DOWNTOWN COLLEGE PREP P.O. BOX 90307 SAN JOSE, CA. 95109,	NONE	PUBLIC	EDUCATION	25,000.
BOYS AND GIRLS CLUBS 1229 NAGLEE AVE SAN JOSE, CA. 95126,	NONE	PUBLIC	COMMUNITY SERVICE	50,000.
AVENAL HISTORICAL MUSEAM 600 FRESNO ST. AVENAL, CA 93204,	NONE	PUBLIC	COMMUNITY SERVICE	1,000.
PETA 501 FRONT ST. NORFOLK, VA 23510,	NONE	PUBLIC	COMMUNITY SERVICE	2,000.
PRECIOUS PAWS 18 CRAFTS AVE. NORTHAMPTON, MA 01060,	NONE	PUBLIC	COMMUNITY SERVICE	2,000.
THE SMILE TRAIN 245 5TH AVE. #2201 NEW YORK, NY 10016,	NONE	PUBLIC	COMMUNITY SERVICE	500.
PAWS(PERFORMING ANIMAL WELFARE P.O. BOX 849 GALT, CA 95632,	NONE	PUBLIC	COMMUNITY SERVICE	3,000.
VMC FOUNDATION 2220 MOORPARK AVE 4M H-1 SAN JOSE, CA. 95128,	NONE	PUBLIC	MEDICAL RESEARCH	2,500.
MCALESTER BUILDING FOUNDATION 200EAST ADAMS P.O. BOX 1846 MCALASTER, OK 74502,	NONE	PUBLIC	BLDG. FUND/COMM.	100.
NXT DOOR SOL. TO DOMESTIC VIOL 1181 N. FOURTH STREET SAN JOSE, CA 95112,	NONE	PUBLIC	COMMUNITY SERVICE	5,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
COMMON SENSE CHILDBIRTH 1150 E. PLANT ST., STE F WINTER GARDEN, FL. 34787,	NONE	PUBLIC	COMMUNITY SERVICE	$ 5,000.
NATIONAL MS SOCIETY 150 GRAND AVE. OAKLAND, CA. 94612,	NONE	PUBLIC	MEDICAL RESEARCH	200.
WILDLIFE CTR OF SILICON VALLEY 3027 PENITENCIA CREED RD. SAN JOSE, CA. 95132,	NONE	PUBLIC	COMMUNITY SERVICE	4,000.
SAN JOSE STAGE 490 S. FIRST STREET SAN JOSE, CA 95113,	NONE	PUBLIC	ARTS	10,000.
SAN JUAN BAUTISTA CDC 1945 TERILYN AVE. SAN JOSE, CA 95122,	NONE	PUBLIC	COMMUNITY SERVICE	50,000.
HOPE 4351 LAFAYETTE STREET SANTA CLARA, CA 95054,	NONE	PUBLIC	MEDICAL RESEARCH	10,000.
YWCA 385 SO. 3RD. STREET SAN JOSE, CA 95112,	NONE	PUBLIC	BUILDING FUND/COMMUNITY	150,000.
HOUSE OF TEMPLE HISTORIC PRES. P.O. BOX 98265 WASHINGTON DC 20090-8265,	NONE	PUBLIC	BLDG. FUND/COMM. SERV.	75.
OPERA SAN JOSE 2149 PARAGON DRIVE SAN JOSE, CA 95131	NONE	PUBLIC	ARTS	5,000.
HARTSHORNE HAILEYVILLE MASONIC P. O. BOX 764 KREBS, OK 94554	NONE	PUBLIC	COMMUNITY SERVICE	100.
MULTIPLE SCLEROSIS SOCIETY 2589 SCOTT BLVD SANTA CLARA, CA 95050	NONE	PUBLIC	RESEARCH	2,000.
CALIFORNIA LINE DANCE ASSOC 262 E. GISH ROAD SAN JOSE, CA 95112	NONE	PUBLIC	COMMUNITY SERVICE	10,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
SJSU - DEPT OF CIVIL ENV ENGR ONE WASHINGTON SQUARE SAN JOSE, CA 95129	NONE	PUBLIC	EDUCATION	$ 5,000.
RYLEE'S TOMORROW 2381 MADRID WAY SPARKS, NV 89436	NONE	PUBLIC	RESEARCH	200.
IHS BAND BOOSTERS P. O. BOX 610373 SAN JOSE, CA 95161	NONE	PUBLIC	EDUCATION	1,000.
LIVE OAK ADULT DAY CARE 1147 MINNESOTA AVE SAN JOSE, CA 95125	NONE	PUBLIC	COMMUNITY SERVICE	5,000.
SUSAN B. KOMEN FOR THE CURE 5005 LBJ FWY DALLAS, TX 75244	NONE	PUBLIC	MEDICAL/COMMUNIT Y SERVICE	500.
MEALS ON WHEELS 333 W JULIAN ST, SAN JOSE, CA 95110	NONE	PUBLIC	COMMUNITY SERVICE	2,000.
SILICON VALLEY TIGERS SELECT 5525 DENT AVE SAN JOSE, CA 95118	NONE	PUBLIC	COMMUNITY SERVICE	1,000.
WILCOX HIGH SCHOOL 3250 MONROE SANTA CLARA, CA 95051	NONE	PUBLIC	EDUCATION	100.
SF PENINSULA MORGAN HORSE ASSOC 2000 VINCENT DR SAN MARTIN, CA 95046	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
ABRAZOS & BOOKS 255 W JULIAN ST, #503A SAN JOSE, CA 95110	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
AMERICAN HEART ASSOCIATIO 7272 GREENVILLE AVE DALLAS, TX 75231	NONE	PUBLIC	MEDICAL RESEARCH	2,500.
SALVATION ARMY 615 SLATERS LN, PO BOX 269 ALEXANDRIA, VA 22313	NONE	PUBLIC	COMMUNITY SERVICE	300.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
CALIFORNIA SCOTTISH RITE FOUNDATION PO BOX 2837 LONG BEACH, CA 90801	NONE	PUBLIC	COMMUNITY SERVICE	$ 230.
CASTLETON RANCH HORSE RESCUE 12103 E AVE H LANCASTER, CA 93535	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
CIRCLE OF RECOVERY 2 2111B UNIVERSITY EAST PALO ALTO, CA 94303	NONE	PUBLIC	COMMUNITY SERVICE	500.
CREATV SAN JOSE 255 W JULIAN ST SAN JOSE, CA 95110	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
CROHN'S & COLITIS FOUNDATION OF AMERICA 386 PARK AVE S, 17FL NEW YORK, NY 10016	NONE	PUBLIC	MEDICAL RESEARCH	250.
SAN JUAN BAUTISTA FOUNDATION PO BOX 822 SAN JUAN BAUTISTA, CA 95045	NONE	PUBLIC	COMM BLDG FUND	1,000.
TOMBA CLUB 765 STORY ROAD SAN JOSE, CA 95122	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
TOWER FOUNDATION ONE WASHINGTON SQUARE SAN JOSE, CA 95192	NONE	PUBLIC	EDUCATION	12,000.
CITY OF SAN JOSE DAY IN THE PARK 200 E SANTA CLARA ST SAN JOSE, CA 95113	NONE	PUBLIC	COMMUNITY SERVICE	2,500.
			Total	$ 493,555.