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Form **990-PF**

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

OMB No 1545-0052

**2008**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2008, or tax year beginning **12/01/08**, and ending **11/30/09**G Check all that apply ☐ Initial return ☐ Final return ☒ Amended return ☐ Address change ☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

**FAY SHWAYDER FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address)

**24 SHAMAN**

Room/suite

City or town, state, and ZIP code

**SANTA FE****NM 87506**

A Employer identification number

**84-6041358**

B Telephone number (see page 10 of the instructions)

**505-983-0084**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: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end  
of year (from Part II, col. (c),  
line 16) **\$ 2,714,521** (Part I, column (d) must be on cash basis)  
J Accounting method: ☐ Cash ☒ Accrual  
☐ Other (specify)**Part I Analysis of Revenue and Expenses** (Thetotal of amounts in columns (b), (c), and (d) may not necessarily  
equal the amounts in column (a) (see pg 11 of the instructions))(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is **not** required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

**28,903****28,903**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

**-149,529**

b Gross sales price for all assets on line 6a

**350,946**

7 Capital gain net income (from Part IV, line 2)

**0**

8 Net short-term capital gain

**0**

9 Income modifications

10a Gross sales less returns &amp; allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

**STMT 1****378****378**12 **Total.** Add lines 1 through 11**-120,248****29,281****0**

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

**SEE STMT 2****1,061****795****266**

b Accounting fees (attach schedule)

**STMT 3****4,725****3,544****1,181**

c Other professional fees (attach schedule)

**4,330****4,330**

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (att sch)

**STMT 5****379****285****94**24 **Total operating and administrative expenses.**

Add lines 13 through 23

**10,495****8,954****1,541**

25 Contributions, gifts, grants paid

**2,400****2,400**26 **Total expenses and disbursements.** Add lines 24 and 25**12,895****8,954****0****3,941**

27 Subtract line 26 from line 12:

a **Excess of revenue over expenses & disbursements****-133,143**b **Net investment income** (if negative, enter -0-)**20,327**c **Adjusted net income** (if negative, enter -0-)**0**

Operating and Administrative Expenses

SCANNED APR 22 2010

P 21

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing			<b>27,433</b>	<b>23,212</b>	<b>23,212</b>
	<b>2</b> Savings and temporary cash investments					
	<b>3</b> Accounts receivable ▶ Less: allowance for doubtful accounts ▶					
	<b>4</b> Pledges receivable ▶ Less: allowance for doubtful accounts ▶					
	<b>5</b> Grants receivable					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	<b>7</b> Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶					
	<b>8</b> Inventories for sale or use					
	<b>9</b> Prepaid expenses and deferred charges					
	<b>10a</b> Investments—U S. and state government obligations (attach schedule)					
	<b>b</b> Investments—corporate stock (attach schedule)					
	<b>c</b> Investments—corporate bonds (attach schedule)					
	<b>11</b> Investments—land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch.) ▶					
	<b>12</b> Investments—mortgage loans					
	<b>13</b> Investments—other (attach schedule) <b>SEE STATEMENT 6</b>			<b>1,075,648</b>	<b>946,726</b>	<b>968,809</b>
	<b>14</b> Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch.) ▶					
	<b>15</b> Other assets (describe ▶ <b>SEE STATEMENT 7</b> )			<b>1,722,500</b>	<b>1,722,500</b>	<b>1,722,500</b>
	<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)			<b>2,825,581</b>	<b>2,692,438</b>	<b>2,714,521</b>
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses			<b>500</b>	<b>500</b>	
	<b>18</b> Grants payable					
	<b>19</b> Deferred revenue					
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b> Mortgages and other notes payable (attach schedule)					
	<b>22</b> Other liabilities (describe ▶ )					
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22)			<b>500</b>	<b>500</b>	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b> Unrestricted					
	<b>25</b> Temporarily restricted					
	<b>26</b> Permanently restricted					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>					
	<b>27</b> Capital stock, trust principal, or current funds					
	<b>28</b> Paid-in or capital surplus, or land, bldg., and equipment fund					
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds			<b>2,825,081</b>	<b>2,691,938</b>	
	<b>30</b> <b>Total net assets or fund balances</b> (see page 17 of the instructions)			<b>2,825,081</b>	<b>2,691,938</b>	
	<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)			<b>2,825,581</b>	<b>2,692,438</b>	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	<b>2,825,081</b>
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	<b>-133,143</b>
<b>3</b> Other increases not included in line 2 (itemize) ▶	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	<b>2,691,938</b>
<b>5</b> Decreases not included in line 2 (itemize) ▶	<b>5</b>	
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	<b>2,691,938</b>

**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.)
<b>1a</b>	<b>ESSENTIAL ADVISORS - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b</b>	<b>ESSTENITAL ADV MUTUAL FUNDS</b>			
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b> 343,933		500,475	-156,542
<b>b</b> 7,013			7,013
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

(i) FMV 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))
<b>a</b>			-156,542
<b>b</b>			7,013
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	<b>-149,529</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px; display: inline-block;">           If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).            If (loss), enter -0- in Part I, line 8         </div>	<b>3</b>	

**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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	315,747	1,148,491	0.274923
2006	6,409	1,176,484	0.005448
2005	31,475	1,071,647	0.029371
2004	1,131,551	1,575,236	0.718337
2003	114,470	2,146,840	0.053320

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>1.081399</b>
<b>3</b> 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	<b>3</b>	<b>0.216280</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	<b>4</b>	<b>847,403</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>183,276</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>203</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>183,479</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 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 on page 18	<b>8</b>	<b>3,941</b>

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter. (attach copy of ruling letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>407</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>407</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>407</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2008 estimated tax payments and 2007 overpayment credited to 2008	<b>6a</b>	<b>1,313</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. <b>SEE STATEMENT 8</b>	<b>7</b>	<b>1,313</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	<b>906</b>
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2009 estimated tax</b> <b>906</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <b>\$</b> _____		
<b>2</b> 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.		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> 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?		<b>X</b>
<b>7</b> 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		<b>X</b>
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>CO</b>		
<b>b</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		<b>X</b>
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

N/A

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

<b>11</b>	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 page 20 of the instructions)	<b>11</b>		<b>X</b>
<b>12</b>	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		<b>X</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	<b>13</b>	<b>X</b>	
<b>14</b>	The books are in care of ► <b>SUSAN DEJONG</b> <b>24 SHAMAN</b> Located at ► <b>SANTE FE, NM</b>	Telephone no ► ZIP+4 ► <b>87506</b>		
<b>15</b>	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	► <b>15</b> ► <input type="checkbox"/>		

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

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

		Yes	No
<b>1a</b>	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	
<b>c</b>	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?	N/A	
<b>2</b>	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))		
<b>a</b>	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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	N/A	
<b>c</b>	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		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>X</b>
<b>b</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?	<b>4b</b>	<b>X</b>

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **N/A** **5b**

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

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒ **X**

If 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 (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN DEJONG 24 SHAMAN SANTA FE NM 87506	PRESIDENT 1	0	0	0

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

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

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

0



Form 990-PF (2008) **FAY SHWAYDER FOUNDATION****84-6041358**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	

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

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
<b>Total. Add lines 1 through 3</b>	

Form **990-PF** (2008)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>844,731</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>15,577</b>
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>860,308</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>860,308</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	<b>12,905</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>847,403</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>42,370</b>

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>42,370</b>
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	<b>407</b>
<b>b</b>	Income tax for 2008. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>407</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>41,963</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>41,963</b>
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>41,963</b>

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>3,941</b>
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>3,941</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	<b>0</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>3,941</b>

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

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

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
<b>1</b> Distributable amount for 2008 from Part XI, line 7				<b>41,963</b>
<b>2</b> Undistributed income, if any, as of the end of 2007:				
<b>a</b> Enter amount for 2007 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2008.				
<b>a</b> From 2003				
<b>b</b> From 2004	<b>992,651</b>			
<b>c</b> From 2005				
<b>d</b> From 2006				
<b>e</b> From 2007	<b>258,792</b>			
<b>f</b> Total of lines 3a through e	<b>1,251,443</b>			
<b>4</b> Qualifying distributions for 2008 from Part XII, line 4: ▶ \$ <b>3,941</b>				
<b>a</b> Applied to 2007, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2008 distributable amount				<b>3,941</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	<b>38,022</b>			<b>38,022</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>1,213,421</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	<b>1,213,421</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2004	<b>954,629</b>			
<b>b</b> Excess from 2005				
<b>c</b> Excess from 2006				
<b>d</b> Excess from 2007	<b>258,792</b>			
<b>e</b> Excess from 2008				

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
**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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number of the person to whom applications should be addressed:  
**SUSAN DEJONG**  
**24 SHAMAN SANTE FE NM 87501**

**b** The form in which applications should be submitted and information and materials they should include.  
**NONE SPECIFIED**

**c** Any submission deadlines:  
**NONE**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.  
**NONE**

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
<b>SANTA FE OPERA</b> <b>P.O. BOX 2408</b> <b>SANTA FE NM 87504</b>			IMPRVMT OF PATRON FAC&ARTISTRY	600
<b>SITE SANTA FE</b> <b>1606 PASEO PERALTA</b> <b>SANTA FE NM 87501</b>			ENRICH CULTURAL LIFE OF SANDA FE	1,000
<b>SANTA FE CONCERT ASSOC.</b> <b>321 WEST SAN FRANCISCO ST</b> <b>SANTA FE NM 87501-2163</b>			WRLD CLAS MUSC DANCE THEATER TO SF	500
<b>WHEELWRIGHT MUSEUM</b> <b>704 CAMINO LEJO</b> <b>SANTA FE NM 87505-7511</b>			EXHB OF TRAD&CONTEMP NATIVE AMR ARTS	150
<b>WALKER ART CENTER</b> <b>1750 HENNEPIN AVE</b> <b>MINNEAPOLIS MN 55403-1169</b>			ACTIVE ENGAGE OF AUDIENCE W/ ART	150
<b>Total</b>			▶ <b>3a</b>	<b>2,400</b>
<b>b</b> Approved for future payment				
<b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of 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					
4	Dividends and interest from securities			14	28,903	
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	378	
8	Gain or (loss) from sales of assets other than inventory			18	-149,529	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		0		-120,248	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-120,248

(See worksheet in line 13 instructions on page 28 to verify calculations )

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

[illegible]



**Form 990-PF - General Footnote****Description**

THE 990-PF IS AMENDED TO CHANGE PART XV, SECTION 3, COLUMN 3: "PURPOSE OF GRANT OR CONTRIBUTION", TO REFLECT ADDITIONAL INFORMATION ON THE GRANT'S PURPOSE.



## Federal Statements

84-6041358

FYE: 11/30/2009

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OTHER	\$ 378	\$ 378	\$
TOTAL	\$ 378	\$ 378	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT LEGAL FEES	\$ 1,061	\$ 795	\$	\$ 266
TOTAL	\$ 1,061	\$ 795	\$ 0	\$ 266

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TOTAL	\$ 4,725	\$ 3,544	\$	\$ 1,181
	\$ 4,725	\$ 3,544	\$ 0	\$ 1,181

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES	\$ 4,330	\$ 4,330	\$	\$
TOTAL	\$ 4,330	\$ 4,330	\$ 0	\$ 0

## Federal Statements

84-6041358

FYE: 11/30/2009

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAX	\$	\$	\$	\$
TOTAL	\$ 0	\$ 0	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
MISCELLANEOUS EXPENSES	379	285		94
TOTAL	\$ 379	\$ 285	\$ 0	\$ 94

**Federal Statements****Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
STOCK AND BOND PORTFOLIO	\$ 1,075,648	\$ 946,726	MARKET	\$ 968,809
TOTAL	<u>\$ 1,075,648</u>	<u>\$ 946,726</u>		<u>\$ 968,809</u>

**Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
MUSICAL INSTRUMENTS LOANED TO UNIVER	\$ 1,722,500	\$ 1,722,500	\$ 1,722,500
TOTAL	<u>\$ 1,722,500</u>	<u>\$ 1,722,500</u>	<u>\$ 1,722,500</u>

**Federal Statements****Statement 8 - Form 990-PF, Part VI, Line 7 - Amended Return Payments**

<u>Description</u>	<u>Amount</u>
	\$ <u>          </u>
TOTAL	\$ <u>          0</u>

**Federal Statements****Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

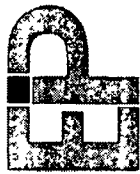
Description
NONE SPECIFIED

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**

Description
NONE

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

Description
NONE



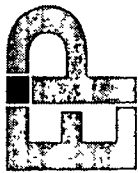
Essential Investment Partners

REALIZED GAINS AND LOSSES  
FAY SHWAYDER FOUNDATION  
ATTN SUSAN M DEJONG

951

From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
02-23-07	12-09-08	1,701,507	Cambiar Opportunity Fund	35,000		17,866		-17,134
02-28-07	12-09-08	500,250	Cambiar Opportunity Fund	10,000		5,253		-4,747
07-18-07	12-09-08	1,104,972	Cambiar Opportunity Fund	24,000		11,602		-12,398
08-01-07	12-09-08	544,554	Cambiar Opportunity Fund	11,000		5,718		-5,282
12-14-07	12-09-08	168,016	Cambiar Opportunity Fund	3,216		1,764	-1,452	
12-31-07	12-09-08	12,266	Cambiar Opportunity Fund	235		129	-106	
04-14-08	12-09-08	1,884,701	Janus Contrarian Fund	34,000		17,565	-16,435	
05-06-05	01-14-09	1,480,366	Century Small Cap Select	34,700		18,663		-16,037
11-18-05	01-14-09	26,656	Century Small Cap Select	645		336	-309	
01-03-06	01-14-09	8,429	Century Small Cap Select	205		106	-99	
11-10-06	01-14-09	70,086	Century Small Cap Select	1,728		884	-844	
12-26-06	01-14-09	23,113	Century Small Cap Select	555		291	-264	
12-26-06	01-14-09	57,452	Century Small Cap Select	1,379		724	-655	
12-24-07	01-14-09	20,826	Century Small Cap Select	483		263	-221	
12-24-07	01-14-09	71,815	Century Small Cap Select	1,666		905	-761	
12-24-07	01-14-09	78,996	Century Small Cap Select	1,833		996	-837	
08-27-07	01-14-09	359,454	Satuit Micro Cap	10,000		5,561	-4,439	
11-01-07	01-14-09	339,674	Satuit Micro Cap	10,000		5,255	-4,745	
12-28-07	01-14-09	15,515	Satuit Micro Cap	414		240	-174	
12-28-07	01-14-09	16,738	Satuit Micro Cap	447		259	-188	
11-01-07	01-14-09	716,418	Columbia Acorn Intl Fund	36,000		15,604	-20,396	
12-12-07	01-14-09	3,567	Columbia Acorn Intl Fund	157		78	-79	
12-12-07	01-14-09	2,906	Columbia Acorn Intl Fund	128		63	-65	
12-12-07	01-14-09	47,716	Columbia Acorn Intl Fund	2,100		1,039	-1,061	
06-12-08	01-14-09	3,924	Columbia Acorn Intl Fund	158		85	-73	
06-12-08	01-14-09	1,096	Columbia Acorn Intl Fund	44		24	-20	
06-12-08	01-14-09	10,381	Columbia Acorn Intl Fund	419		226	-193	
07-27-05	01-15-09	114	Ametek Inc	3,102		3,458		356
05-16-07	01-15-09	141	US Bancorp	4,871		2,746		-2,125
12-09-08	01-15-09	35	US Bancorp	992		682	-310	
03-06-08	01-27-09	100	American Express Company	4,152		1,608	-2,544	
03-28-08	01-27-09	50	American Express Company	2,171		804	-1,367	
06-11-08	01-27-09	50	American Express Company	2,189		804	-1,385	
07-22-08	01-27-09	50	American Express Company	1,853		804	-1,049	
07-27-05	02-05-09	225	General Electric Co	7,815		2,461	-5,355	
10-31-07	02-05-09	83	General Electric Co	3,387		908	-2,479	



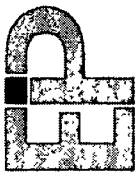
Essential Investment Partners

# REALIZED GAINS AND LOSSES FAY SHWAYDER FOUNDATION ATTN SUSAN M DEJONG

951

From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-09-08	02-05-09	77	General Electric Co	1,389		842	-547	
12-10-08	02-05-09	135	General Electric Co	2,413		1,476	-937	
09-26-07	02-27-09	297	Mairs & Power Growth	25,024		12,419		-12,605
12-27-07	02-27-09	2,477	Mairs & Power Growth	191		103		-87
12-27-07	02-27-09	13	Mairs & Power Growth	1,069		580		-490
06-27-08	02-27-09	1	Mairs & Power Growth	126		78	-47	
09-03-08	02-27-09	206	Mairs & Power Growth	15,024		8,621	-6,403	
12-30-08	02-27-09	8,337	Mairs & Power Growth	429		348	-81	
12-30-08	02-27-09	8,743	Mairs & Power Growth	450		365	-85	
07-27-05	04-01-09	43	FactSet Research Systems Inc.	1,554		2,071		517
07-22-08	04-09-09	150	American Express Company	5,559		2,669	-2,890	
12-09-08	04-09-09	100	American Express Company	2,361		1,779	-582	
12-22-06	04-09-09	61	Target Corp	3,510		2,409		-1,101
07-27-05	04-09-09	143	Walgreen Co	6,679		4,120		-2,560
10-22-08	04-14-09	130	Adobe Systems Inc	3,374		3,121	-252	
11-06-08	04-14-09	39	Adobe Systems Inc	964		936	-28	
12-09-08	04-14-09	42	Adobe Systems Inc	976		1,008	33	
12-23-05	04-14-09	67	Cognizant Technology Solutions Corp-Cl A	1,720		1,521	-199	
06-20-06	04-14-09	77	TJX Companies Inc	1,749		2,067		318
10-08-08	04-28-09	20	Blackrock Inc	3,409		2,954	-454	
10-10-08	04-28-09	8	Blackrock Inc	1,161		1,182	21	
10-31-07	04-28-09	86	Coach Inc	3,125		2,009		-1,115
03-04-09	04-30-09	37	Express Scripts Inc	1,754		2,382	629	
07-27-05	04-30-09	43	FactSet Research Systems Inc	1,554		2,291		736
10-31-07	05-01-09	78	XTO Energy Inc	4,062		2,816		-1,247
07-22-08	05-01-09	7	XTO Energy Inc	375		253	-122	
02-08-08	05-04-09	42	T. Rowe Price Group	2,091		1,686		-404
03-17-08	05-04-09	36	T. Rowe Price Group	1,586		1,445		-141
10-10-08	05-05-09	2	Blackrock Inc	290		316	26	
10-16-08	05-05-09	15	Blackrock Inc	2,079		2,368	289	
12-09-08	05-05-09	11	Blackrock Inc	1,490		1,736	247	
10-31-07	06-01-09	30	Coach Inc	1,090		853		-237
11-02-07	06-01-09	40	Coach Inc	1,393		1,138		-256



Essential Investment Partners

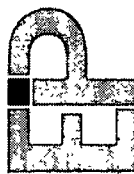
# REALIZED GAINS AND LOSSES FAY SHWAYDER FOUNDATION ATTN SUSAN M DEJONG

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From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
11-05-07	06-01-09	75	Coach Inc	2,582		2,133		-449
01-04-08	06-01-09	7	Coach Inc	197		199		2
09-17-08	06-03-09	60	Waters Corp	3,409		2,865	-543	
10-10-08	06-03-09	18	Waters Corp	849		860	11	
07-22-08	07-21-09	33	XTO Energy Inc	1,768		1,311	-457	
08-22-08	07-21-09	40	XTO Energy Inc	1,959		1,589	-370	
10-10-08	07-21-09	48	XTO Energy Inc	1,312		1,907	594	
12-09-08	07-21-09	51	XTO Energy Inc	1,820		2,026	206	
07-27-05	08-11-09	32	FactSet Research Systems Inc.	1,157		1,735		578
11-20-08	08-11-09	20	3M Company	1,177		1,415	239	
03-17-08	08-11-09	6	T. Rowe Price Group	264		279		14
10-07-08	08-11-09	21	T. Rowe Price Group	999		976	-23	
10-08-08	08-11-09	20	T. Rowe Price Group	951		930	-22	
12-19-05	08-28-09	115	Expeditors International of Washington Inc	3,945		3,790		-155
12-09-08	08-28-09	29	Expeditors International of Washington Inc	996		956	-40	
07-27-05	09-04-09	113	Paychex Inc	3,914		3,143		-770
12-09-08	09-04-09	30	Paychex Inc	812		835	23	
01-27-09	09-04-09	72	Paychex Inc	1,828		2,003	175	
07-27-05	09-11-09	42	Donaldson Co Inc	1,339		1,519		180
07-19-07	09-11-09	218	Oracle Corp	4,506		4,964		458
09-08-08	09-11-09	30	Praxair, Inc	2,532		2,324		-207
12-22-06	09-11-09	40	Target Corp	2,302		1,910		-392
07-18-07	09-18-09	3,582,206	Loomis Sayles Bond Fund	52,193		46,067		-6,126
01-23-09	09-18-09	1,684,211	PIMCO Real Return	16,003		17,003	1,903	
01-30-09	09-18-09	0,222	PIMCO Real Return	2		2	0	
02-27-09	09-18-09	0,262	PIMCO Real Return	2		3	0	
03-31-09	09-18-09	1,067	PIMCO Real Return	11		11	1	
04-30-09	09-18-09	1,116	PIMCO Real Return	11		12	1	
05-29-09	09-18-09	2,121	PIMCO Real Return	22		23	1	
06-30-09	09-18-09	6,586	PIMCO Real Return	68		70	2	
07-31-09	09-18-09	7,193	PIMCO Real Return	75		76	2	
08-31-09	09-18-09	10,740	PIMCO Real Return	113		114	1	
07-29-05	09-18-09	477,165	PIMCO Total Return Fund	5,103		5,172		69





Essential Investment Partners

REALIZED GAINS AND LOSSES  
FAY SHWAYDER FOUNDATION  
ATTN SUSAN M DEJONG

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From 12-01-08 Through 11-30-09

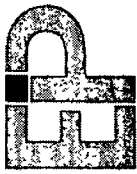
Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-01-05	09-18-09	7.501	PIMCO Total Return Fund	80		81		1
09-01-05	09-18-09	52.756	PIMCO Total Return Fund	570		572		2
10-03-05	09-18-09	57.945	PIMCO Total Return Fund	617		628		11
11-01-05	09-18-09	54.578	PIMCO Total Return Fund	574		592		17
12-01-05	09-18-09	61.258	PIMCO Total Return Fund	644		664		20
12-15-05	09-18-09	131.468	PIMCO Total Return Fund	1,376		1,425		49
12-15-05	09-18-09	0.349	PIMCO Total Return Fund	4		4		0
01-03-06	09-18-09	68.370	PIMCO Total Return Fund	718		741		23
02-01-06	09-18-09	57.851	PIMCO Total Return Fund	606		627		21
03-01-06	09-18-09	57.267	PIMCO Total Return Fund	600		621		21
04-03-06	09-18-09	71.395	PIMCO Total Return Fund	738		774		36
05-01-06	09-18-09	60.391	PIMCO Total Return Fund	622		655		33
06-01-06	09-18-09	66.982	PIMCO Total Return Fund	685		726		41
07-03-06	09-18-09	73.498	PIMCO Total Return Fund	748		797		49
08-01-06	09-18-09	64.733	PIMCO Total Return Fund	667		702		35
09-01-06	09-18-09	69.402	PIMCO Total Return Fund	722		752		30
10-02-06	09-18-09	71.824	PIMCO Total Return Fund	751		779		28
11-01-06	09-18-09	69.314	PIMCO Total Return Fund	726		751		26
12-01-06	09-18-09	70.580	PIMCO Total Return Fund	745		765		20
12-14-06	09-18-09	63.186	PIMCO Total Return Fund	661		685		24
01-03-07	09-18-09	76.276	PIMCO Total Return Fund	792		827		35
02-12-07	09-18-09	67.053	PIMCO Total Return Fund	692		727		35
03-01-07	09-18-09	69.393	PIMCO Total Return Fund	725		752		27
04-02-07	09-18-09	77.917	PIMCO Total Return Fund	813		845		32
05-01-07	09-18-09	71.604	PIMCO Total Return Fund	745		776		31
06-01-07	09-18-09	81.646	PIMCO Total Return Fund	834		885		51
07-02-07	09-18-09	78.679	PIMCO Total Return Fund	799		853		53
08-01-07	09-18-09	57.297	PIMCO Total Return Fund	587		621		34
08-31-07	09-18-09	41.001	PIMCO Total Return Fund	424		444		21
09-28-07	09-18-09	29.360	PIMCO Total Return Fund	308		318		10
10-31-07	09-18-09	20.722	PIMCO Total Return Fund	219		225		6
11-30-07	09-18-09	19.454	PIMCO Total Return Fund	209		211		2
12-12-07	09-18-09	15.358	PIMCO Total Return Fund	163		166		3
12-31-07	09-18-09	9.861	PIMCO Total Return Fund	105		107		1
01-31-08	09-18-09	9.731	PIMCO Total Return Fund	107		105		-2
02-29-08	09-18-09	10.840	PIMCO Total Return Fund	119		118		-1



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From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-31-08	09-18-09	9,375	PIMCO Total Return Fund	102		102		-1
04-30-08	09-18-09	10,280	PIMCO Total Return Fund	112		111		-1
05-30-08	09-18-09	10,783	PIMCO Total Return Fund	116		117		1
06-30-08	09-18-09	10,597	PIMCO Total Return Fund	113		115		2
07-31-08	09-18-09	10,521	PIMCO Total Return Fund	112		114		3
08-29-08	09-18-09	4,439	PIMCO Total Return Fund	47		48		1
12-13-06	10-15-09	51	Automatic Data Processing Inc	2,226		2,050		-176
12-21-05	11-11-09	34	Colgate-Palmolive Company	1,881		2,769		888
02-04-09	11-13-09	38	General Mills	2,268		2,555	287	
07-27-05	11-17-09	29	FactSet Research Systems Inc.	1,048		2,137		1,089
07-20-07	11-18-09	40	United Technologies	3,040		2,734		-306
07-27-05	11-20-09	80	Donaldson Co Inc	2,550		3,532		983
12-09-08	11-20-09	31	Donaldson Co Inc	1,084		1,369	285	
TOTAL GAINS							4,973	7,022
TOTAL LOSSES							-38,817	-129,721
TOTAL REALIZED GAIN/LOSS			-156,542	500,475	0	343,933	-33,844	-122,699
CAPITAL GAIN DISTRIBUTIONS								
12-09-08			Royce Total Return					14
12-10-08			PIMCO Total Return Fund				1,411	
12-10-08			PIMCO Total Return Fund					804
12-12-08			Loomis Sayles Bond Fund				28	
12-12-08			Loomis Sayles Bond Fund					830
12-12-08			UMB Scout International Fund					1,181
12-17-08			TD Ameritrade Money Mkt First Eagle Overseas				0*	
12-18-08			Harbor Bond Fund Inst Cl				425	
12-19-08			Harbor Bond Fund Inst Cl					3,406
12-19-08			Harbor Bond Fund Inst Cl					329



Essential Investment Partners

**REALIZED GAINS AND LOSSES  
FAY SHWAYDER FOUNDATION  
ATTN SUSAN M DEJONG**

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From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
	12-30-08		Mairs & Power Growth					450
TOTAL DISTRIBUTIONS			8,876				1,864	7,013
TOTAL GAIN/LOSS			-147,666				-31,980	-115,686

An "\*" denotes an average cost transaction.