



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation POTTS MEMORIAL FOUNDATION		A Employer identification number 14-1347714
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) () -
	PO BOX 1015		C If exemption application is pending check here ☐
	City or town, state, and ZIP code HUDSON, NY 12534		D 1 Foreign organizations check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,306,995.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch. B.				
	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	149,987.	149,987.	149,987.	ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-40,029.			
	b Gross sales price for all assets on line 6a 3,761,367.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			13,017.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	109,958.	149,987.	163,004.	
	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 schedule) ATCH 2	4,000.	1,333.	1,333.	1,334.
	c Other professional fees (attach schedule). *	18,323.	12,323.	12,323.	6,000.
	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	1,138.			1,138.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 4	1,912.	367.	367.	1,545.
	24 Total operating and administrative expenses. Add lines 13 through 23	25,373.	14,023.	14,023.	10,017.
	25 Contributions, gifts, grants paid	152,400.			152,400.
	26 Total expenses and disbursements. Add lines 24 and 25	177,773.	14,023.	14,023.	162,417.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-67,815.			
	b Net investment income (if negative, enter -0-)		135,964.		
	c Adjusted net income (if negative, enter -0-)			148,981.	

SCANNED MAY 28 2010.

RECEIVED
MAY 17 2010
HUDSON, UT

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 Savings and temporary cash investments	332,883.	140,649.	140,649.
	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 page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	304,587.	4,593.	5,200.
	b Investments - corporate stock (attach schedule)	534,604.		
	c Investments - corporate bonds (attach schedule)	447,535.		
	Liabilities	11 Investments - land, buildings, and equipment basis		
Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) ATCH 5		3,017,735.	4,437,304.	4,161,146.
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,637,344.	4,582,546.	4,306,995.
Net Assets or Fund Balances	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
Foundations that follow SFAS 117, check here ☒	24 Unrestricted			
	25 Temporarily restricted	3,366,867.	3,312,069.	
	26 Permanently restricted	1,270,477.	1,270,477.	
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	4,637,344.	4,582,546.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,637,344.	4,582,546.		

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	4,637,344.
2 Enter amount from Part I, line 27a	2	-67,815.
3 Other increases not included in line 2 (itemize) ATTACHMENT 6	3	13,017.
4 Add lines 1, 2, and 3	4	4,582,546.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,582,546.

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-40,029.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			3		

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))
2008	277,567.	4,654,353.	0.059636
2007	290,999.	5,745,915.	0.050645
2006	233,936.	4,880,397.	0.047934
2005	246,652.	4,607,175.	0.053536
2004	176,449.	4,444,117.	0.039704
2 Total of line 1, column (d)			2 0.251455
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 0.050291
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 3,797,039.
5 Multiply line 4 by line 3			5 190,957.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,360.
7 Add lines 5 and 6			7 192,317.
8 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.			8 162,417.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	2,719.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2,719.
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	2,719.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2,290.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,290.
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	429.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ SIDNEY RICHTER Telephone no ☐ 518-828-6983			
Located at ☐ 4A GIFFORD PARKWAY HUDSON, NY ZIP + 4 ☐ 12534				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ☐ 15			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

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

5 a 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)? **5b** ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐

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

6 a 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** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7 a 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** ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 7		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		0.	0.	0.

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

Form 990-PF (2009)

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		0.

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,552,162.
b	Average of monthly cash balances	1b	302,700.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,854,862.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,854,862.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	57,823.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,797,039.
6	Minimum investment return. Enter 5% of line 5	6	189,852.

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

1	Minimum investment return from Part X, line 6	1	189,852.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,719.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,719.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	187,133.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	187,133.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	187,133.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	162,417.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	162,417.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	162,417.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				187,133.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			149,942.	
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 162,417.				
a Applied to 2008, but not more than line 2a			149,942.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				12,475.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				174,658.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 0.				

Form 990-PF (2009)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

ATTACHMENT 8

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

GRANT REQUESTS SHOULD BE WRITTEN AND CONTAIN PURPOSE OF GRANT

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

ATTACHMENT 9

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 ATTACHMENT 10				
Total. ▶ 3a				152,400.
b Approved for future payment				
Total. ▶ 3b				

Form 990-PF (2009)

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) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	149,987.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-40,029.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	EXCISE TAX REFUND			14		
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				109,958.	
13	Total. Add line 12, columns (b), (d), and (e)					109,958.

(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]

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

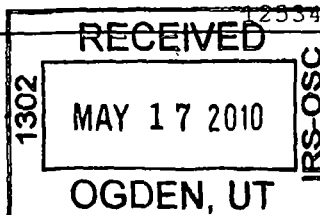
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a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

[illegible]

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

[illegible]

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		Date 5/12/10	Title TREASURER
Paid Preparer's Use Only	Preparer's signature 	Date 5/10/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00600905
	Firm's name (or yours if self-employed), address, and ZIP code PATTISON, KOSKEY, HOWE & BUCCI, P.C. 502 UNION STREET HUDSON, NY	EIN  14-1746505		Phone no 518-828-1565



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					15,424.	
		BANK OF AMER - SEE SCHEDULE					VARIOUS	VARIOUS
3,761,367.		3,816,820.					-55,453.	
TOTAL GAIN (LOSS)							<u>-40,029.</u>	

64191301020

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Activity Detail

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities					
01/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 01/15/09 ACCOUNT 41-16-202-5877479	\$29.30	-\$29.30		
01/26/09	ALCOA INC J. P. MORGAN SECURITIES INC 01/21 SALE 924.00 SHR @ 8.22450000 MISC. 04 COMM 27.72 ACCOUNT 41-16-202-5840257	7,571.68	-16,846.55	-9,274.87	
01/26/09	NUCOR CORP UBS SECURITIES LLC 01/21 SALE 141.00 SHR @ 40.1512000 MISC. 03 COMM 4.23 ACCOUNT 41-16-202-5840257	5,657.06	-4,878.29		778.77
02/11/09	QUANTA SVCS INC DEUTSCHE BANK SECURITIES, INC 02/06 SALE 57.00 SHR @ 20.7594000 MISC. 01 COMM 1.71 ACCOUNT 41-16-202-5840257	1,181.57	-426.00		755.57
02/11/09	ROLLS-ROYCE GROUP PLC SPONSORED ADR UNITED KINGDOM MORGAN STANLEY & CO., INC. 02/06 SALE 66.00 SHR @ 24.3901000 MISC. 01 COMM 1.98 ACCOUNT 41-16-202-5840257	1,607.76	-2,439.38		-831.62
02/11/09	ST JOE CO INSTINET 02/06 SALE 132.00 SHR @ 22.5906000 MISC. 02 COMM 2.64 ACCOUNT 41-16-202-5840257	2,979.30	-6,077.39		-3,098.09

Settlement Date

Bank of America



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
02/17/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 02/15/09 ACCOUNT 41-16-202-5877479	29.53	-29.53		
03/16/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 03/15/09 ACCOUNT 41-16-202-5877479	29.77	-29.77		
03/17/09	CME GROUP INC UBS SECURITIES LLC 03/12 SALE 54.00 SHR @ 196.689500 MISC.06 COMM 1.62 ACCOUNT 41-16-202-5840257	10,619.55	-9,854.34	765.21	
03/17/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR BARCLAYS CAPITAL LE 03/12 SALE 2.00 SHR @ 17.3000000 COMM/FEEES.06 DEFER LOSS OF 23.38 ACCOUNT 41-16-202-5840257	34.54	-34.54		
03/17/09	NYSE EURONEXT MERRILL LYNCH PROFESS CL CORP 03/12 SALE 272.00 SHR @ 17.5689000 MISC.03 COMM 8.16 ACCOUNT 41-16-202-5840257	4,770.55	-15,706.97	-7,634.31	-3,302.11
03/17/09	NATIONAL INSTRS CORP J.P. MORGAN SECURITIES INC 03/12 SALE 279.00 SHR @ 16.9156000 MISC.03 COMM 8.37 ACCOUNT 41-16-202-5840257	4,711.06	-7,860.13		-3,149.07

64201301030

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
03/17/09	ROLLS-ROYCE GROUP PLC SPONSORED ADR UNITED KINGDOM BARCLAYS CAPITAL LE 03/12 SALE 13.00 SHR @ 20.1963000 MISC.00 COMM .33 ACCOUNT 41-16-202-5840257	262.16	-478.58		-216.42
03/17/09	ST JOE CO WEEDEN AND CO 03/12 SALE 327.00 SHR @ 15.8208000 MISC.03 COMM 981 ACCOUNT 41-16-202-5840257	5,163.56	-11,095.27		-5,931.71
03/18/09	NATIONAL INSTRS CORP J P MORGAN SECURITIES INC 03/13 SALE 183.00 SHR @ 16.7719000 MISC.02 COMM 5.49 ACCOUNT 41-16-202-5840257	3,063.75	-5,155.57		-2,091.82
03/18/09	NOVO-NORDISK A S ADR DENMARK MERRILL LYNCH PROFESS CL CORP 03/13 SALE 64.00 SHR @ 46.6529000 MISC.02 COMM 1.92 ACCOUNT 41-16-202-5840257	2,983.85	-1,668.71		1,315.14
03/18/09	ST JOE CO BARCLAYS CAPITAL LE 03/13 SALE 111.00 SHR @ 16.0011000 MISC.01 COMM 3.33 ACCOUNT 41-16-202-5840257	1,772.78	-3,651.09		-1,878.31
03/19/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR J.P. MORGAN SECURITIES INC 03/16 SALE 51.00 SHR @ 17.8090000 COMM/FEES.01 DEFER LOSS OF 297.81 ACCOUNT 41-16-202-5840257	908.25	-1,180.31	-272.06	

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
03/19/09	NATIONAL INSTRS CORP MORGAN STANLEY & CO, INC. 03/16 SALE 163.00 SHR @ 16.9722000 MISC.02 COMM 4.89 ACCOUNT 41-16-202-5840257	2,761.56	-4,772.86	-1,416.09	-595.21
03/19/09	ROLLS-ROYCE GROUP PLC SPONSORED ADR UNITED KINGDOM J. P. MORGAN SECURITIES INC 03/16 SALE 502.00 SHR @ 20.8586000 MISC.06 COMM .00 ACCOUNT 41-16-202-5840257	10,470.96	-19,293.36	-2,473.86	-6,348.54
03/20/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR J. P. MORGAN SECURITIES INC 03/17 SALE 45.00 SHR @ 17.9217000 MISC.00 COMM .00 ACCOUNT 41-16-202-5840257	806.47	-1,315.52	-509.05	
03/20/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR UBS SECURITIES LLC 03/17 SALE 100.00 SHR @ 17.7276000 MISC.01 COMM 3.00 ACCOUNT 41-16-202-5840257	1,769.75	-2,422.72	-652.97	
03/20/09	ROLLS-ROYCE GROUP PLC SPONSORED ADR UNITED KINGDOM BARCLAYS CAPITAL LE 03/17 SALE 56.00 SHR @ 21.2355000 MISC.01 COMM 1.68 ACCOUNT 41-16-202-5840257	1,187.50	-1,847.29	-659.79	

64211301040

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
03/23/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR J. P. MORGAN SECURITIES INC 03/18 SALE 83.00 SHR @ 17.7672000 MISC.01 COMM.00 ACCOUNT 41-16-202-5840257	1,474.67	-1,750.05	-275.38	
03/23/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR UBS SECURITIES LLC 03/18 SALE 125.00 SHR @ 17.8498000 MISC.01 COMM.3.75 ACCOUNT 41-16-202-5840257	2,227.46	-2,633.15	-405.69	
03/23/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR WEEDEN AND CO 03/18 SALE 40.00 SHR @ 17.8750000 MISC.00 COMM.00 ACCOUNT 41-16-202-5840257	715.00	-853.33	-138.33	
03/24/09	AMERICAN CAP LTD DEUTSCHE BANK SECURITIES, INC 03/19 SALE 515.00 SHR @ 1.106600000 MISC.00 COMM.15.45 ACCOUNT 41-16-202-5840257	554.45	-17,514.57	-3,850.85	-13,109.27
03/24/09	JARDINE STRATEGIC HLDGS LTD BERMUDA ADR BARCLAYS CAPITAL LE 03/19 SALE 27.00 SHR @ 18.30000000 MISC.00 COMM.81 ACCOUNT 41-16-202-5840257	493.29	-569.70	-76.41	
03/24/09	LEUCADIA NATL CORP DEUTSCHE BANK SECURITIES, INC 03/19 SALE 254.00 SHR @ 13.3278000 MISC.02 COMM.7.62 ACCOUNT 41-16-202-5840257	3,377.62	-4,750.32		-1,372.70

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gam/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
03/24/09	PZENA INVT MGMT INC CREDIT SUISSE FIRST BOSTON 03/19 SALE 347.00 SHR @ 1.83740000 MISC.00 COMM 6.94 ACCOUNT 41-16-202-5840257	630.63	-4,534.89	-3,904.26	
03/25/09	LEUCADIA NATL CORP DEUTSCHE BANK SECURITIES, INC 03/20 SALE 376.00 SHR @ 12.4892000 MISC.03 COMM 11.28 ACCOUNT 41-16-202-5840257	4,684.63	-7,025.82		-2,341.19
03/25/09	LEUCADIA NATL CORP DEUTSCHE BANK SECURITIES, INC 03/20 SALE 313.00 SHR @ 12.4893000 MISC.02 COMM 9.39 ACCOUNT 41-16-202-5840257	3,899.74	-5,305.48	-1,250.60	-155.14
03/25/09	PZENA INVT MGMT INC BARCLAYS CAPITAL LE 03/20 SALE 32.00 SHR @ 1.72090000 MISC.00 COMM .96 ACCOUNT 41-16-202-5840257	54.11	-424.74	-370.63	
03/26/09	PZENA INVT MGMT INC BARCLAYS CAPITAL LE 03/23 SALE 70.00 SHR @ 1.72840000 MISC.00 COMM 2.10 ACCOUNT 41-16-202-5840257	118.89	-934.86	-815.97	
03/30/09	BOMBARDIER INC CLB CANADA RBC DAIN RAUSCHER INC 03/25 SALE 2,326.00 SHR @ 2.39710000 MISC.00 COMM 46.52 ACCOUNT 41-16-202-5840257	5,529.13	-4,743.88		785.25

64221301050

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
03/30/09	MONSANTO CO NEW COM KNIGHT EQUITY MARKETS, L.P. 03/25 SALE 186.00 SHR @ 82.7759000 MISC.09 COMM 5.58 ACCOUNT 41-16-202-5840257	15,390.65	-5,223.95		10,166.70
03/30/09	NEWMONT MING CORP KNIGHT EQUITY MARKETS, L.P. 03/25 SALE 299.00 SHR @ 46.0035000 MISC.08 COMM 8.97 ACCOUNT 41-16-202-5840257	13,746.00	-12,143.94	1,602.06	
03/31/09	BOMBARDIER INC CL B CANADA RBC DAIN RAUSCHER INC 03/26 SALE 2,627.00 SHR @ 2.35880000 MISC.00 COMM 78.81 ACCOUNT 41-16-202-5840257	6,117.76	-5,357.77		759.99
04/07/09	RENAISSANCE HOLDINGS LTD BERMUDA J. P. MORGAN SECURITIES INC 04/02 SALE 302.00 SHR @ 49.6935000 MISC.08 COMM 9.06 ACCOUNT 41-16-202-5840257	14,998.29	-13,317.18	-28.95	1,710.06
04/07/09	SIMPSON MFG CO INC J. P. MORGAN SECURITIES INC 04/02 SALE 94.00 SHR @ 19.4696000 MISC.01 COMM 2.82 ACCOUNT 41-16-202-5840257	1,827.31	-3,010.26		-1,182.95
04/07/09	VULCAN MATLS CO J. P. MORGAN SECURITIES INC 04/02 SALE 330.00 SHR @ 47.6083000 MISC.09 COMM 9.90 ACCOUNT 41-16-202-5840257	15,700.75	-20,971.26	-823.76	-4,446.75

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
04/08/09	RENAISSANCE HOLDINGS LTD BERMUDA J.P. MORGAN SECURITIES INC 04/03 SALE 48.00 SHR @ 48.1530000 MISC.01 COMM 1.44 ACCOUNT 41-16-202-5840257	2,309.89	-2,435.32	-125.43	
04/08/09	SIMPSON MFG CO INC J.P. MORGAN SECURITIES INC 04/03 SALE 81.00 SHR @ 19.6277000 MISC.01 COMM 2.43 ACCOUNT 41-16-202-5840257	1,587.40	-2,323.31		-735.91
04/09/09	SIMPSON MFG CO INC J.P. MORGAN SECURITIES INC 04/06 SALE 107.00 SHR @ 18.8447000 MISC.01 COMM 3.21 ACCOUNT 41-16-202-5840257	2,013.16	-2,769.67		-756.51
04/13/09	BORG WARNER INC J.P. MORGAN SECURITIES INC 04/07 SALE 372.00 SHR @ 23.5480000 MISC.22 COMM 11.16 ACCOUNT 41-16-202-5840257	8,748.47	-11,771.25		-3,022.78
04/13/09	SIMPSON MFG CO INC J.P. MORGAN SECURITIES INC 04/07 SALE 60.00 SHR @ 18.1633000 MISC.03 COMM 1.80 ACCOUNT 41-16-202-5840257	1,087.97	-1,552.30		-464.33
04/14/09	BORG WARNER INC J.P. MORGAN SECURITIES INC 04/08 SALE 192.00 SHR @ 23.5791000 MISC.12 COMM 5.76 ACCOUNT 41-16-202-5840257	4,521.31	-4,828.05	279.07	-585.81
04/14/09	SIMPSON MFG CO INC J.P. MORGAN SECURITIES INC 04/08 SALE 133.00 SHR @ 17.9505000 MISC.06 COMM 3.99 ACCOUNT 41-16-202-5840257	2,383.37	-3,696.93		-1,313.56

64231301060

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Realized Gain/Loss	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)						
04/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 04/15/09 ACCOUNT 41-16-202-5877479	30.00	-30.00			
04/15/09	QUANTA SVCS INC MORGAN STANLEY & CO., INC. 04/09 SALE 555.00 SHR @ 22.0342000 MISC. 31 COMM 16.65 ACCOUNT 41-16-202-5840257	12,212.02	-4,147.93			8,064.09
04/17/09	LIFE TIME FITNESS INC BARCLAYS CAPITAL LE 04/14 SALE 103.00 SHR @ 14.6498000 MISC. 04 COMM 1.03 ACCOUNT 41-16-202-5840257	1,507.86	-4,378.53			-2,870.67
04/17/09	NASDAQ OMX GROUP BARCLAYS CAPITAL LE 04/14 SALE 174.00 SHR @ 20.6023000 MISC. 09 COMM 1.74 ACCOUNT 41-16-202-5840257	3,582.97	-7,317.22			-3,734.25
04/20/09	LIFE TIME FITNESS INC BARCLAYS CAPITAL LE 04/15 SALE 129.00 SHR @ 14.6301000 MISC. 05 COMM 1.29 ACCOUNT 41-16-202-5840257	1,885.94	-5,450.57			-3,564.63
04/20/09	NASDAQ OMX GROUP BARCLAYS CAPITAL LE 04/15 SALE 225.00 SHR @ 19.4590000 MISC. 11 COMM 2.25 ACCOUNT 41-16-202-5840257	4,375.91	-7,816.80		-1,650.54	-1,790.35
04/21/09	LIFE TIME FITNESS INC BARCLAYS CAPITAL LE 04/16 SALE 353.00 SHR @ 14.8671000 MISC. 13 COMM 3.53 ACCOUNT 41-16-202-5840257	5,244.42	-12,898.77		-1,870.45	-5,783.90

Jan. 01, 2009 through Dec. 31, 2009

Page 91 of 138

64241301070

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term		Long-term	
				Realized	Unrealized	Realized	Unrealized
04/28/09	JOHNSON & JOHNSON J. P. MORGAN SECURITIES INC 04/23 SALE 16.00 SHR @ 50.8763000 MISC.02 COMM .48 ACCOUNT 41-16-202-5840257	813.52	-1,059.93	-84.33		-162.08	
04/28/09	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR BRAZIL J. P. MORGAN SECURITIES INC 04/23 SALE 6.00 SHR @ 32.7558000 MISC.01 COMM .18 ACCOUNT 41-16-202-5840257	196.35	-181.20	15.15			
04/29/09	JOHNSON & JOHNSON CREDIT SUISSE FIRST BOSTON 04/24 SALE 30.00 SHR @ 51.1577000 MISC.04 COMM .60 ACCOUNT 41-16-202-5840257	1,534.09	-2,031.31	-497.22			
04/29/09	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR BRAZIL CREDIT SUISSE FIRST BOSTON 04/24 SALE 24.00 SHR @ 33.4505000 MISC.02 COMM .48 ACCOUNT 41-16-202-5840257	802.31	-724.81	77.50			
05/04/09	QUANTA SVCS INC MIDWEST RESEARCH SECURITIES 04/29 SALE 278.00 SHR @ 24.3006000 MISC.17 COMM 8.34 ACCOUNT 41-16-202-5840257	6,747.05	-2,077.70			4,669.35	
05/05/09	APACHE CORP BARCLAYS CAPITAL LE 04/30 SALE 110.00 SHR @ 72.4214000 MISC.20 COMM 1.10 ACCOUNT 41-16-202-5840257	7,965.05	-7,321.69			643.36	

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
05/05/09	APACHE CORP BARCLAYS CAPITAL LE 04/30 SALE 26.00 SHR @ 72.5095000 MISC.05 COMM 26 ACCOUNT 41-16-202-5840257	1,884.94	-1,730.58		154.36
05/05/09	MONSANTO CO NEW COM BARCLAYS CAPITAL LE 04/30 SALE 68.00 SHR @ 84.4941000 MISC 15 COMM .68 ACCOUNT 41-16-202-5840257	5,744.77	-1,909.83		3,834.94
05/05/09	NOVO-NORDISK A S ADR DENMARK BARCLAYS CAPITAL LE 04/30 SALE 80.00 SHR @ 47.4407000 MISC.10 COMM 80 ACCOUNT 41-16-202-5840257	3,794.36	-2,085.89		1,708.47
05/06/09	MONSANTO CO NEW COM J. P. MORGAN SECURITIES INC 05/01 SALE 11.00 SHR @ 85.0300000 MISC.02 COMM .19 ACCOUNT 41-16-202-5840257	935.11	-308.94		626.17
05/06/09	NOVO-NORDISK A S ADR DENMARK BARCLAYS CAPITAL LE 05/01 SALE 233.00 SHR @ 48.0857000 MISC.29 COMM 2.33 ACCOUNT 41-16-202-5840257	11,201.35	-6,075.14		5,126.21
05/07/09	AMERICAN SUPERCONDUCTOR CORP UBS SECURITIES LLC 05/04 SALE 50.00 SHR @ 29.1951000 MISC.04 COMM 1.50 ACCOUNT 41-16-202-5840257	1,458.22	-1,791.62	-333.40	

64251301080

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term		Long-term	
				Realized Gain/Loss	Realized Gain/Loss	Realized Gain/Loss	Realized Gain/Loss
05/07/09	SALES AND MATURITIES (cont)						
05/07/09	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR BRAZIL UBS SECURITIES LLC 05/04 SALE 98.00 SHR @ 37.2150000 MISC .09 COMM 2.94 ACCOUNT 41-16-202-5840257	3,644.04	-2,959.66		684.38		
05/08/09	AMERICAN SUPERCONDUCTOR CORP KNIGHT EQUITY MARKETS, L.P. 05/05 SALE 83.00 SHR @ 27.1564000 MISC .06 COMM 2.49 ACCOUNT 41-16-202-5840257	2,251.43	-3,018.97		-767.54		
05/08/09	AMERICAN SUPERCONDUCTOR CORP CREDIT SUISSE FIRST BOSTON 05/05 SALE 11.00 SHR @ 28.7269000 MISC .01 COMM 22 ACCOUNT 41-16-202-5840257	315.77	-412.66		-96.89		
05/11/09	AMERICAN SUPERCONDUCTOR CORP J. P. MORGAN SECURITIES INC 05/06 SALE 140.00 SHR @ 27.6181000 MISC .10 COMM 4.20 ACCOUNT 41-16-202-5840257	3,862.23	-2,990.27		871.96		
05/11/09	BECTON DICKINSON & CO J. P. MORGAN SECURITIES INC 05/06 SALE 91.00 SHR @ 61.3358000 MISC .14 COMM 2.73 ACCOUNT 41-16-202-5840257	5,578.68	-6,186.85		-608.17		
05/11/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/06 SALE 3.00 SHR @ 2.51250000 MISC .00 COMM .06 ACCOUNT 41-16-202-5840257	7.48	-47.67				-40.19

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
05/12/09	AMERICAN SUPERCONDUCTOR CORP J.P. MORGAN SECURITIES INC 05/07 SALE 21.00 SHR @ 26.0685000 MISC.01 COMM 63 ACCOUNT 41-16-202-5840257	546.79	-226.05	320.74	
05/12/09	AMERICAN SUPERCONDUCTOR CORP J.P. MORGAN SECURITIES INC 05/07 SALE 77.00 SHR @ 24.0489000 MISC.05 COMM 2.31 ACCOUNT 41-16-202-5840257	1,849.40	-840.29	1,009.11	
05/12/09	BECTON DICKINSON & CO J.P. MORGAN SECURITIES INC 05/07 SALE 15.00 SHR @ 61.3377000 MISC.02 COMM .45 ACCOUNT 41-16-202-5840257	919.59	-1,055.92	-136.33	
05/12/09	SENOVIX INC CREDIT SUISSE FIRST BOSTON 05/07 SALE 10.00 SHR @ 2.54310000 MISC.00 COMM .20 ACCOUNT 41-16-202-5840257	25.23	-158.91		-133.68
05/13/09	AMERICAN SUPERCONDUCTOR CORP J.P. MORGAN SECURITIES INC 05/08 SALE 125.00 SHR @ 25.0185000 MISC.08 COMM 3.75 ACCOUNT 41-16-202-5840257	3,123.48	-1,424.51	1,698.97	
05/13/09	GOLDMAN SACHS GROUP INC BARCLAYS CAPITAL LE 05/08 SALE 62.00 SHR @ 137.454900 MISC.22 COMM .52 ACCOUNT 41-16-202-5840257	8,521.36	-6,960.97	1,560.39	
05/13/09	SENOVIX INC CREDIT SUISSE FIRST BOSTON 05/08 SALE 8.00 SHR @ 2.53570000 MISC.00 COMM .16 ACCOUNT 41-16-202-5840257	20.13	-127.13		-107.00

64261301090

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
05/13/09	WILEY JOHN & SONS INC CLA BARCLAYS CAPITAL LE 05/08 SALE 27.00 SHR @ 33.8779000 MISC.02 COMM .27 ACCOUNT 41-16-202-5840257	914.41	-678.95		235.46
05/14/09	SENOVMYX INC CREDIT SUISSE FIRST BOSTON 05/11 SALE 1.00 SHR @ 2.53450000 MISC.00 COMM .02 ACCOUNT 41-16-202-5840257	2.51	-15.89		-13.38
05/14/09	WILEY JOHN & SONS INC CLA BARCLAYS CAPITAL LE 05/11 SALE 27.00 SHR @ 33.3865000 MISC.02 COMM .27 ACCOUNT 41-16-202-5840257	901.14	-678.95		222.19
05/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 05/15/09 ACCOUNT 41-16-202-5877479	30.24	-30.24		
05/15/09	SENOVMYX INC CREDIT SUISSE FIRST BOSTON 05/12 SALE 11.00 SHR @ 2.49060000 MISC.00 COMM .22 ACCOUNT 41-16-202-5840257	27.18	-174.80		-147.62
05/15/09	WILEY JOHN & SONS INC CLA BARCLAYS CAPITAL LE 05/12 SALE 26.00 SHR @ 33.0420000 MISC.02 COMM .26 ACCOUNT 41-16-202-5840257	858.81	-653.80		205.01

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
05/18/09	BROCADE COMMUNICATIONS SYS INC NEW COM	4,432.01	-2,545.85	1,886.16	
	CREDIT SUISSE FIRST BOSTON 05/13 SALE 808.00 SHR @ 5.50530000 MISC.11 COMM 16 16 ACCOUNT 41-16-202-5840257				
05/18/09	SENOMYX INC INSTINET	22.90	-158.91		-136.01
	05/13 SALE 10.00 SHR @ 2.30990000 MISC.00 COMM 20 ACCOUNT 41-16-202-5840257				
05/18/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/13 SALE 25.00 SHR @ 2.33730000 MISC.00 COMM .50 ACCOUNT 41-16-202-5840257	57.93	-397.26		-339.33
05/18/09	WILEY JOHN & SONS INC CLA	730.51	-578.36		152.15
	BARCLAYS CAPITAL LE 05/13 SALE 23.00 SHR @ 31.7723000 MISC 02 COMM 23 ACCOUNT 41-16-202-5840257				
05/19/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/14 SALE 17.00 SHR @ 2.32090000 MISC.00 COMM .34 ACCOUNT 41-16-202-5840257	39.11	-270.14		-231.03
05/19/09	WILEY JOHN & SONS INC CLA	1,059.69	-854.97		204.72
	BARCLAYS CAPITAL LE 05/14 SALE 34.00 SHR @ 31.1782000 MISC 03 COMM .34 ACCOUNT 41-16-202-5840257				

64271301100

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term		Long-term	
				Realized Gain/Loss	Realized Gain/Loss	Realized Gain/Loss	Realized Gain/Loss
05/20/09	SENOMYX INC INSTINET 05/15 SALE 7.00 SHR @ 2.31180000 MISC.00 COMM.14 ACCOUNT 41-16-202-5840257	16.04	-111.23				-95.19
05/20/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/15 SALE 25.00 SHR @ 2.31260000 MISC.00 COMM.50 ACCOUNT 41-16-202-5840257	57.31	-397.27				-339.96
05/20/09	WILEY JOHN & SONS INC CLA BARCLAYS CAPITAL LE 05/15 SALE 25.00 SHR @ 31.0118000 MISC.02 COMM.25 ACCOUNT 41-16-202-5840257	775.03	-628.66				146.37
05/21/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/18 SALE 36.00 SHR @ 2.23530000 MISC.00 COMM.72 ACCOUNT 41-16-202-5840257	79.75	-572.06				-492.31
05/21/09	SENOMYX INC INSTINET 05/18 SALE 1.00 SHR @ 2.30700000 MISC.00 COMM.02 ACCOUNT 41-16-202-5840257	2.29	-16.10				-13.81
05/22/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/19 SALE 2.00 SHR @ 2.33660000 MISC.00 COMM.04 ACCOUNT 41-16-202-5840257	4.63	-32.21				-27.58
05/22/09	SENOMYX INC INSTINET 05/19 SALE 1.00 SHR @ 2.36000000 MISC.00 COMM.02 ACCOUNT 41-16-202-5840257	2.34	-16.10				-13.76

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term		Long-term
				Realized Gain/Loss	Realized Gain/Loss	Realized Gain/Loss
05/26/09	AES CORP FOX-PITT KELTON INC. 05/20 SALE 489.00 SHR @ 8.97720000 MISC. 11 COMM 14.67 ACCOUNT 41-16-202-5840257	4,375.07	-7,468.40			-3,091.33
05/26/09	GLACIER BANCORP INC MONTANA NEW COM AVONDALE PARTNERS, LLC 05/20 SALE 153.00 SHR @ 15.91310000 MISC. 06 COMM 4.59 ACCOUNT 41-16-202-5840257	2,430.05	-2,719.97	-289.92		
05/26/09	GOLDMAN SACHS GROUP INC AVONDALE PARTNERS, LLC 05/20 SALE 20.00 SHR @ 137.281000 MISC. 07 COMM 60 ACCOUNT 41-16-202-5840257	2,744.95	-2,128.96		615.99	
05/26/09	J P MORGAN CHASE & CO AVONDALE PARTNERS, LLC 05/20 SALE 58.00 SHR @ 35.04420000 MISC. 05 COMM 1.74 ACCOUNT 41-16-202-5840257	2,030.77	-1,332.36		698.41	
05/26/09	SENOMYX INC INSTINET 05/20 SALE 2.00 SHR @ 2.30270000 MISC. 00 COMM 04 ACCOUNT 41-16-202-5840257	4.57	-32.21			-27.64
05/26/09	WILEY JOHN & SONS INC CLA STIFEL NICOLAUS & CO. INC. 05/20 SALE 163.00 SHR @ 32.55020000 MISC. 14 COMM 4.89 ACCOUNT 41-16-202-5840257	5,300.66	-4,098.84			1,201.82

64281301110

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
05/27/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/21 SALE 3.00 SHR @ 2.20240000 MISC.00 COMM.06 ACCOUNT 41-16-202-5840257	6.55	-48.31		-41.76
05/28/09	SENOMYX INC INSTINET 05/22 SALE 14.00 SHR @ 2.13730000 MISC.00 COMM.28 ACCOUNT 41-16-202-5840257	29.64	-225.45		-195.81
05/29/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/26 SALE 8.00 SHR @ 1.89740000 MISC.00 COMM.16 ACCOUNT 41-16-202-5840257	15.02	-128.83		-113.81
06/01/09	EXPEDITORS INTL WASHINGTON INC J. P. MORGAN SECURITIES INC 05/27 SALE 145.00 SHR @ 32.58920000 MISC.12 COMM.4.35 ACCOUNT 41-16-202-5840257	4,720.96	-6,671.27		-1,950.31
06/01/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/27 SALE 2.00 SHR @ 1.95240000 MISC.00 COMM.04 ACCOUNT 41-16-202-5840257	3.86	-32.21		-28.35
06/02/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 05/28 SALE 23.00 SHR @ 1.69670000 MISC.00 COMM.46 ACCOUNT 41-16-202-5840257	38.56	-370.37		-331.81
06/02/09	SENOMYX INC INSTINET 05/28 SALE 38.00 SHR @ 1.71970000 MISC.00 COMM.76 ACCOUNT 41-16-202-5840257	64.59	-611.92		-547.33

Settlement Date

**Activity Detail****Account:** 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
06/03/09	CIMAREX ENERGY CO KEYBANC CAPITAL MARKETS INC 05/29 SALE 198.00 SHR @ 32.3430000 MISC .16 COMM 5.94 ACCOUNT 41-16-202-5840257	6,397.81	-8,099.43		-1,701.62
06/03/09	SENOVYX INC INSTINET 05/29 SALE 7.00 SHR @ 1.64310000 MISC .00 COMM .14 ACCOUNT 41-16-202-5840257	11.36	-112.09		-100.73
06/03/09	SENOVYX INC CANTOR FITZGERALD & CO 05/29 SALE 81.00 SHR @ 1.58000000 MISC .00 COMM 1.62 ACCOUNT 41-16-202-5840257	126.36	-1,287.39		-1,161.03
06/03/09	SENOVYX INC CREDIT SUISSE FIRST BOSTON 05/29 SALE 1.00 SHR @ 1.70400000 MISC .00 COMM .02 ACCOUNT 41-16-202-5840257	1.68	-15.89		-14.21
06/03/09	TCF FINL CORP FRIEDMAN BILLINGS & RAMSEY 05/29 SALE 187.00 SHR @ 14.1115000 MISC .07 COMM 5.61 ACCOUNT 41-16-202-5840257	2,633.17	-2,469.54	163.63	
06/04/09	SENOVYX INC CANTOR FITZGERALD & CO 06/01 SALE 34.00 SHR @ 1.60250000 MISC .00 COMM 1.02 ACCOUNT 41-16-202-5840257	53.46	-541.08		-487.62
06/04/09	SENOVYX INC CREDIT SUISSE FIRST BOSTON 06/01 SALE 2.00 SHR @ 1.66380000 MISC .00 COMM .04 ACCOUNT 41-16-202-5840257	3.29	-31.88		-28.59

64291301120

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (Cont)					
06/05/09	SENOMYX INC CANTOR FITZGERALD & CO 06/02 SALE 73.00 SHR @ 1.62000000 MISC.00 COMM 1.46 ACCOUNT 41-16-202-5840257	116.80	-947.90		-831.10
06/08/09	SENOMYX INC CANTOR FITZGERALD & CO 06/03 SALE 3.00 SHR @ 1.62240000 MISC.00 COMM .09 ACCOUNT 41-16-202-5840257	4.78	-38.46		-33.68
06/09/09	BERKSHIRE HATHAWAY INC DEL CLB J.P. MORGAN SECURITIES INC 06/04 SALE 3.00 SHR @ 2928.76910 MISC.23 COMM .09 ACCOUNT 41-16-202-5840257	8,785.99	-8,951.31		-165.32
06/09/09	MEDCO HLTH SOLUTIONS INC J.P. MORGAN SECURITIES INC 06/04 SALE 182.00 SHR @ 44.9284000 MISC.21 COMM 5.46 ACCOUNT 41-16-202-5840257	8,171.30	-7,962.49	208.81	
06/09/09	SENOMYX INC CREDIT SUISSE FIRST BOSTON 06/04 SALE 2.00 SHR @ 1.57000000 MISC.00 COMM .04 ACCOUNT 41-16-202-5840257	3.10	-25.64		-22.54
06/09/09	SENOMYX INC INSTINET 06/04 SALE 18.00 SHR @ 1.56450000 MISC.00 COMM .36 ACCOUNT 41-16-202-5840257	27.80	-230.75		-202.95
06/09/09	SENOMYX INC CANTOR FITZGERALD & CO 06/04 SALE 3.00 SHR @ 1.60110000 MISC.00 COMM .09 ACCOUNT 41-16-202-5840257	4.71	-38.46		-33.75

Settlement Date

Bank of America



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
06/10/09	SENOMYX INC INSTINET 06/05 SALE 56.00 SHR @ 1.58730000 MISC.00 COMM 1.12 ACCOUNT 41-16-202-5840257	87.77	-676.69		-588.92
06/10/09	SENOMYX INC CANTOR FITZGERALD & CO 06/05 SALE 93.00 SHR @ 1.60000000 MISC.00 COMM 1.86 ACCOUNT 41-16-202-5840257	146.94	-1,101.36		-954.42
06/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 06/15/09 ACCOUNT 41-16-202-5877479	30.48	-30.48		
06/16/09	GRAINGER W W INC J.P. MORGAN SECURITIES INC 06/11 SALE 82.00 SHR @ 84.3569000 MISC.18 COMM 2.46 ACCOUNT 41-16-202-5840257	6,914.63	-6,274.48	640.15	
06/22/09	CONAGRA FOODS INC BARCLAYS CAPITAL LE 06/17 SALE 418.00 SHR @ 18.5411000 MISC.20 COMM 4.18 ACCOUNT 41-16-202-5840257	7,745.80	-7,257.15	488.65	
07/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 07/15/09 ACCOUNT 41-16-202-5877479	30.72	-30.72		

64301301130

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
07/20/09	QIAGEN N V ORD NETHERLANDS J. P. MORGAN SECURITIES INC 07/15 SALE 169.00 SHR @ 18.1452000 MISC .03 COMM 5.07 ACCOUNT 41-16-202-5840257	3,061.39	-2,734.74	326.65	
07/20/09	ABBOTT LABS J. P. MORGAN SECURITIES INC 07/15 SALE 247.00 SHR @ 44.9381000 MISC .29 COMM 7.41 ACCOUNT 41-16-202-5840257	11,092.02	-11,718.03	-626.01	
07/20/09	APPLE INC J. P. MORGAN SECURITIES INC 07/15 SALE 39.00 SHR @ 146.601500 MISC .15 COMM 1.17 ACCOUNT 41-16-202-5840257	5,716.14	-4,075.87	1,640.27	
07/20/09	BROCADE COMMUNICATIONS SYS INC NEW COM J. P. MORGAN SECURITIES INC 07/15 SALE 596.00 SHR @ 7.90790000 MISC .12 COMM 17.88 ACCOUNT 41-16-202-5840257	4,695.11	-1,877.88	2,817.23	
07/20/09	INSITUFORM TECHNOLOGIES INC CLA J. P. MORGAN SECURITIES INC 07/15 SALE 64.00 SHR @ 16.6340000 MISC .03 COMM 1.92 ACCOUNT 41-16-202-5840257	1,062.63	-981.20	81.43	
07/20/09	LANDSTAR SYS INC J. P. MORGAN SECURITIES INC 07/15 SALE 111.00 SHR @ 34.4477000 MISC .10 COMM 3.33 ACCOUNT 41-16-202-5840257	3,820.27	-3,956.74	-136.47	

Settlement Date

Bank of America



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
07/21/09	QIAGEN NV ORD NETHERLANDS J.P. MORGAN SECURITIES INC 07/16 SALE 133.00 SHR @ 18.2141000 MISC .06 COMM 3.99 ACCOUNT 41-16-202-5840257	2,418.42	-2,152.19	266.23	
07/21/09	INSITUFORM TECHNOLOGIES INC CLA J.P. MORGAN SECURITIES INC 07/16 SALE 109.00 SHR @ 16.9912000 MISC .05 COMM 3.27 ACCOUNT 41-16-202-5840257	1,848.72	-1,648.03	200.69	
07/23/09	ARCHER DANIELS MIDLAND CO J.P. MORGAN SECURITIES INC 07/20 SALE 67.00 SHR @ 28.8331000 MISC .05 COMM 2.01 ACCOUNT 41-16-202-5840257	1,929.76	-1,616.91	312.85	
07/23/09	ARCHER DANIELS MIDLAND CO MERRILL LYNCH PROFESS CL CORP 07/20 SALE 68.00 SHR @ 28.8508000 MISC .05 COMM 2.04 ACCOUNT 41-16-202-5840257	1,959.76	-1,641.05	318.71	
07/31/09	LG DISPLAY CO LTD ADR SOUTH KOREA WEEDEN AND CO 07/28 SALE 543.00 SHR @ 14.4971000 MISC .20 COMM 16.29 ACCOUNT 41-16-202-5840257	7,855.43	-5,715.98	2,139.45	
08/03/09	EXPEDITORS INTL WASHINGTON INC WEEDEN AND CO 07/29 SALE 210.00 SHR @ 33.3518000 MISC .18 COMM 6.30 ACCOUNT 41-16-202-5840257	6,997.40	-9,199.65		-2,202.25

64311301140

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
08/13/09	AES CORP COWEN AND COMPANY LLC 08/10 SALE 185.00 SHR @ 13.9184000 MISC.07 COMM 5.55 ACCOUNT 41-16-202-5840257	2,569.29	-2,824.71		-255.42
08/13/09	AFFILIATED COMPUTER SERVICES CLA J.P. MORGAN SECURITIES INC 08/10 SALE 139.00 SHR @ 44.8940000 MISC.16 COMM 4.17 ACCOUNT 41-16-202-5840257	6,235.94	-6,503.91	-267.97	
08/17/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 08/15/09 ACCOUNT 41-16-202-5877479	34.49	-34.49		
08/25/09	GENUINE PARTS CO JEFFERIES & COMPANY 08/20 SALE 226.00 SHR @ 37.7903000 MISC.22 COMM 6.78 ACCOUNT 41-16-202-5840257	8,533.61	-7,270.97	1,262.64	
08/26/09	CEPHALON INC MACQUARIE SECURITIES (USA) INC 08/21 SALE 80.00 SHR @ 56.8950000 MISC.12 COMM 2.40 ACCOUNT 41-16-202-5840257	4,549.08	-5,170.83	-621.75	
08/26/09	CEPHALON INC MACQUARIE SECURITIES (USA) INC 08/21 SALE 6.00 SHR @ 57.0854000 MISC.01 COMM .18 ACCOUNT 41-16-202-5840257	342.32	-387.79	-45.47	
09/01/09	AVON PRODS INC CREDIT SUISSE FIRST BOSTON 08/27 SALE 29.00 SHR @ 32.1283000 MISC.02 COMM .58 ACCOUNT 41-16-202-5840257	931.12	-578.34	352.78	

Settlement Date

Bank of America



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont):					
09/01/09	AVON PRODS INC J.P. MORGAN SECURITIES INC 08/27 SALE 23.00 SHR @ 32.1314000 MISC.02 COMM 69 ACCOUNT 41-16-202-5840257	738.31	-458.68	279.63	
09/03/09	INVESCO LTD BERMUDA COWEN AND COMPANY LLC 08/31 SALE 477.00 SHR @ 20.6163000 MISC.25 COMM 14.31 ACCOUNT 41-16-202-5840257	9,819.41	-6,959.29	2,860.12	
09/03/09	FIFTH THIRD BANCORP KEEFE BRUYETTE AND WOODS INC 08/31 SALE 340.00 SHR @ 10.7550000 MISC.09 COMM 10.20 ACCOUNT 41-16-202-5840257	3,646.41	-2,679.30	967.11	
09/03/09	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR BRAZIL CITIGROUP GLOBAL MARKETS INC 08/31 SALE 224.00 SHR @ 39.2566000 MISC.23 COMM 6.72 ACCOUNT 41-16-202-5840257	8,786.53	-6,764.94	2,021.59	
09/03/09	RAYTHEON CO COM NEW THOMAS WEISEL PARTNERS LLC 08/31 SALE 147.00 SHR @ 47.1660000 MISC.18 COMM 4.41 ACCOUNT 41-16-202-5840257	6,928.81	-7,012.98	-84.17	
09/15/09	FEDERAL HOME LN MTG CORP REFNT DTD 09/16/99 6.625% DUE 09/15/09 PROCEEDS MATURITY 100,000.000 ACCOUNT 41-16-202-5877479	100,000.00	-100,456.00		-456.00

64321301150

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
09/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 09/15/09 ACCOUNT 41-16-202-5877479	31.23	-31.23		
10/09/09	AMERICAN EXPRESS CO BERNSTEIN, SANFORD C. & CO, INC 10/06 SALE 104.00 SHR @ 33.5797000 MISC .09 COMM 3.12 ACCOUNT 41-16-202-5840257	3,489.08	-1,952.99	1,536.09	
10/09/09	BROCADE COMMUNICATIONS SYS INC NEW COM BARCLAYS CAPITAL LE 10/06 SALE 878.00 SHR @ 8.96870000 MISC .20 COMM 26.34 ACCOUNT 41-16-202-5840257	7,847.98	-2,766.40	5,081.58	
10/09/09	J P MORGAN CHASE & CO BERNSTEIN, SANFORD C. & CO, INC 10/06 SALE 105.00 SHR @ 44.8451000 MISC .12 COMM 3.15 ACCOUNT 41-16-202-5840257	4,705.46	-2,412.03	2,293.43	
10/09/09	MEAD JOHNSON NUTRITION CO COM CLA WACHOVIA CAPITAL MARKETS, LLC 10/06 SALE 202.00 SHR @ 46.2613000 MISC .24 COMM 6.06 ACCOUNT 41-16-202-5840257	9,338.48	-5,557.93	3,780.55	
10/13/09	GOLDMAN SACHS GROUP INC BARCLAYS CAPITAL LE 10/07 SALE 71.00 SHR @ 189.3007000 MISC .35 COMM 2.13 ACCOUNT 41-16-202-5840257	13,437.87	-4,612.28	8,825.59	

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Page 109 of 138

64331301160

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
10/21/09	FEDERAL HOME LN BKS CONS BD DTD 11/16/06 4.875% DUE 12/13/13 DEUTSCHE BANK SECURITIES, INC 10/20 SALE 100,000.00 PAR @ 110.7220 MISC.00 COMM.00 ACCOUNT 41-16-202-5877479	110,722.00	-99,169.00		11,553.00
10/21/09	KALMAR POOLED INVT TR SMALL CAP GROWTH-WITH-VALUE FUND MUTUAL FUND AGENT PROCEEDS REDEMPTION 14,352.006 UNITS @ 12.0900 ACCOUNT 41-16-202-5877479	173,515.75	-248,440.09		-74,924.34
10/21/09	LAZARD FUNDS INC EMERGING MKTS PORTFOLIO INSTL MUTUAL FUND AGENT PROCEEDS REDEMPTION 8,761.431 UNITS @ 18.4300 ACCOUNT 41-16-202-5877479	161,473.17	-189,279.42	3,676.13	-31,482.38
10/21/09	PIMCO FOREIGN BOND FUND UNHEDGED INSTL CL MUTUAL FUND AGENT PROCEEDS REDEMPTION 33,862.813 UNITS @ 10.2800 ACCOUNT 41-16-202-5877479	348,109.72	-347,465.55	8,924.36	-8,280.19
10/22/09	B.J.SVCS CO J.P. MORGAN SECURITIES INC. 10/19 SALE 619.00 SHR @ 21.2138000 MISC.34 COMM 18.57 ACCOUNT 41-16-202-5840257	13,112.43	-9,395.43	3,717.00	
10/22/09	WILEY JOHN & SONS INC CLA J.P. MORGAN SECURITIES INC. 10/19 SALE 40.00 SHR @ 35.4563000 MISC.04 COMM 1.20 ACCOUNT 41-16-202-5840257	1,417.02	-1,029.33		387.69

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	COVIDIEN LTD PLC COM IRELAND J.P. MORGAN SECURITIES INC 10/20 SALE 191.00 SHR @ 44.0600000 MISC.22 COMM 3.34 ACCOUNT 41-16-202-5840257	8,411.90	-7,004.78	1,407.12	
10/23/09	CATERPILLAR FINL SVCS CORP MTN DTD 12/05/05 5.050% DUE 12/01/10 MORGAN STANLEY & CO., INC. 10/20 SALE 175,000.00 PAR @ 104.0500 MISC.00 COMM .00 ACCOUNT 41-16-202-5877479	182,087.50	-174,137.25		7,950.25
10/23/09	ACE LTD SWITZERLAND J.P. MORGAN SECURITIES INC. 10/20 SALE 124.00 SHR @ 55.0500000 MISC.18 COMM 2.17 ACCOUNT 41-16-202-5840257	6,823.85	-5,699.13	1,124.72	
10/23/09	WEATHERFORD INTL LTD SWITZERLAND J.P. MORGAN SECURITIES INC. 10/20 SALE 446.00 SHR @ 19.5307000 MISC.23 COMM 7.81 ACCOUNT 41-16-202-5840257	8,702.65	-8,888.78	-186.13	
10/23/09	GOLDMAN SACHS GROUP INC SR GLOBAL NT DTD 01/12/05 5.125% DUE 01/15/15 CITIGROUP GLOBAL MARKETS, INC. 10/20 SALE 150,000.00 PAR @ 104.9890 MISC.00 COMM .00 ACCOUNT 41-16-202-5877479	157,483.50	-146,017.50		11,466.00

64341301170

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	TRANSOCEAN LTD SWITZERLAND DEUTSCHE BANK SECURITIES, INC 10/20 SALE 79.00 SHR @ 89.9100000 MISC. 18 COMM 1.38 ACCOUNT 41-16-202-5840257	7,101.32	-5,117.17	1,984.15	
10/23/09	MILLICOM INTL CELLULAR S A LUXEMBOURG DEUTSCHE BANK SECURITIES, INC 10/20 SALE 80.00 SHR @ 71.8600000 MISC. 15 COMM 1.40 ACCOUNT 41-16-202-5840257	5,747.25	-4,132.84	1,614.41	
10/23/09	GENCO SHIPPING & TRADING LTD MARSHALL ISLAND J.P. MORGAN SECURITIES INC. 10/20 SALE 253.00 SHR @ 22.5600000 MISC. 15 COMM 4.43 ACCOUNT 41-16-202-5840257	5,703.10	-5,681.33	21.77	
10/23/09	PROCTER & GAMBLE CO NT DTD 08/10/04 4.950% DUE 08/15/14 JEFFERIES & CO-BONDS DIRECT DIV 10/20 SALE 130,000.00 PAR @ 109.8420 MISC. 00 COMM .00 ACCOUNT 41-16-202-5877479	142,794.60	-127,380.50		15,414.10
10/23/09	AES CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 566.00 SHR @ 15.0123000 MISC. 22 COMM 9.91 ACCOUNT 41-16-202-5840257	8,486.83	-8,808.23		-321.40
10/23/09	ADTRAN INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 289.00 SHR @ 25.4900000 MISC. 19 COMM 5.06 ACCOUNT 41-16-202-5840257	7,361.36	-5,619.03	1,742.33	

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	AGILENT TECHNOLOGIES INC J.P. MORGAN SECURITIES INC. 10/20 SALE 395.00 SHR @ 26.4900000 MISC. 27 COMM 6.91 ACCOUNT 41-16-202-5840257	10,456.37	-6,758.28	3,698.09	
10/23/09	AMERICAN EXPRESS CO J.P. MORGAN SECURITIES INC. 10/20 SALE 299.00 SHR @ 35.6394000 MISC. 27 COMM 5.23 ACCOUNT 41-16-202-5840257	10,650.67	-6,102.20	4,548.47	
10/23/09	AMERICAN TOWER CORP CLA DEUTSCHE BANK SECURITIES, INC 10/20 SALE 190.00 SHR @ 38.9853000 MISC. 20 COMM 3.33 ACCOUNT 41-16-202-5840257	7,403.68	-6,262.34	1,141.34	
10/23/09	AMERIPRISE FINL INC J.P. MORGAN SECURITIES INC. 10/20 SALE 245.00 SHR @ 36.1600000 MISC. 23 COMM 4.29 ACCOUNT 41-16-202-5840257	8,854.68	-6,402.88	2,451.80	
10/23/09	APACHE CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 134.00 SHR @ 102.420000 MISC. 36 COMM 2.34 ACCOUNT 41-16-202-5840257	13,721.58	-9,464.45	2,140.65	2,116.48
10/23/09	APPLE INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 104.00 SHR @ 199.330000 MISC. 54 COMM 1.82 ACCOUNT 41-16-202-5840257	20,727.96	-10,040.45	6,275.86	4,411.65
10/23/09	ARCHER DANIELS MIDLAND CO J.P. MORGAN SECURITIES INC. 10/20 SALE 252.00 SHR @ 30.4500000 MISC. 20 COMM 4.41 ACCOUNT 41-16-202-5840257	7,668.79	-5,861.93	1,806.86	

64351301180

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	AVON PRODS INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 351.00 SHR @ 34.1800000 MISC.31 COMM 6.14 ACCOUNT 41-16-202-5840257	11,990.72	-7,660.31	4,330.41	
10/23/09	BJS WHOLESale CLUB INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 185.00 SHR @ 37.3800000 MISC 18 COMM 3.24 ACCOUNT 41-16-202-5840257	6,911.88	-6,737.48	174.40	
10/23/09	BALLY TECHNOLOGIES INC J.P. MORGAN SECURITIES INC. 10/20 SALE 189.00 SHR @ 41.4800000 MISC.21 COMM 3.31 ACCOUNT 41-16-202-5840257	7,836.20	-3,534.77	4,301.43	
10/23/09	BIG LOTS INC J.P. MORGAN SECURITIES INC. 10/20 SALE 408.00 SHR @ 27.4875000 MISC.29 COMM 7.14 ACCOUNT 41-16-202-5840257	11,207.47	-9,811.41	1,396.06	
10/23/09	CAMERON INTL CORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 258.00 SHR @ 40.4500000 MISC.27 COMM 4.52 ACCOUNT 41-16-202-5840257	10,431.31	-6,593.13	3,838.18	
10/23/09	CATERPILLAR INC J.P. MORGAN SECURITIES INC. 10/20 SALE 258.00 SHR @ 58.5600000 MISC.39 COMM 4.52 ACCOUNT 41-16-202-5840257	15,103.57	-10,753.49	4,350.08	
10/23/09	CIMAREX ENERGY CO J.P. MORGAN SECURITIES INC. 10/20 SALE 257.00 SHR @ 46.3500000 MISC.31 COMM 4.50 ACCOUNT 41-16-202-5840257	11,907.14	-10,694.27		1,212.87

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	COLLECTIVE BRANDS INC J.P. MORGAN SECURITIES INC. 10/20 SALE 432.00 SHR @ 21.0300000 MISC. 24 COMM 7.56 ACCOUNT 41-16-202-5840257	9,077.16	-6,632.42	2,444.74	
10/23/09	COMMScope INC J.P. MORGAN SECURITIES INC. 10/20 SALE 329.00 SHR @ 30.2927000 MISC. 26 COMM 5.76 ACCOUNT 41-16-202-5840257	9,960.28	-8,475.00	1,485.28	
10/23/09	DEALERTRACK HLDGS INC J.P. MORGAN SECURITIES INC. 10/20 SALE 368.00 SHR @ 18.9000000 MISC. 18 COMM 6.44 ACCOUNT 41-16-202-5840257	6,948.58	-6,928.10	20.48	
10/23/09	DIRECTV GROUP INC J.P. MORGAN SECURITIES INC. 10/20 SALE 313.00 SHR @ 27.3500000 MISC. 23 COMM 5.48 ACCOUNT 41-16-202-5840257	8,554.84	-7,301.98	1,252.86	
10/23/09	DOVER CORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 295.00 SHR @ 39.9400000 MISC. 31 COMM 5.16 ACCOUNT 41-16-202-5840257	11,776.83	-10,483.53	1,293.30	
10/23/09	EOG RES INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 90.00 SHR @ 93.2295000 MISC. 22 COMM 1.58 ACCOUNT 41-16-202-5840257	8,388.86	-6,460.00	1,928.86	
10/23/09	EMCOR GROUP INC J.P. MORGAN SECURITIES INC. 10/20 SALE 298.00 SHR @ 24.2267000 MISC. 19 COMM 5.22 ACCOUNT 41-16-202-5840257	7,214.15	-6,560.80	653.35	

64361301190

Settlement Date

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	EXPRESS SCRIPTS INC J.P. MORGAN SECURITIES INC. 10/20 SALE 160.00 SHR @ 80.5750000 MISC.34 COMM 2.80 ACCOUNT 41-16-202-5840257	12,888.86	-9,985.34	2,903.52	
10/23/09	EXXON MOBIL CORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 257.00 SHR @ 72.4320000 MISC.48 COMM 4.50 ACCOUNT 41-16-202-5840257	18,610.04	-11,239.58		7,370.46
10/23/09	FIFTH THIRD BANCORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 905.00 SHR @ 10.5000000 MISC.25 COMM 15.84 ACCOUNT 41-16-202-5840257	9,486.41	-6,719.91	2,766.50	
10/23/09	FREEMPORT-MCMORAN COPPER & GOLD INC COM J.P. MORGAN SECURITIES INC. 10/20 SALE 59.00 SHR @ 77.3500000 MISC.12 COMM 1.03 ACCOUNT 41-16-202-5840257	4,562.50	-2,561.53	2,000.97	
10/23/09	GILEAD SCIENCES INC J.P. MORGAN SECURITIES INC. 10/20 SALE 163.00 SHR @ 46.3481000 MISC.20 COMM 2.85 ACCOUNT 41-16-202-5840257	7,551.69	-7,632.92	-81.23	
10/23/09	HEWLETT PACKARD CO J.P. MORGAN SECURITIES INC 10/20 SALE 375.00 SHR @ 48.7000000 MISC.47 COMM 6.56 ACCOUNT 41-16-202-5840257	18,255.47	-11,054.13	7,201.34	
10/23/09	HOSPIRA INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 242.00 SHR @ 46.3300000 MISC.29 COMM 4.24 ACCOUNT 41-16-202-5840257	11,207.33	-7,553.73	3,653.60	

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	ILLUMINA INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 183.00 SHR @ 42.9500000 MISC. 21 COMM 3.20 ACCOUNT 41-16-202-5840257	7,856.44	-6,801.93	1,054.51	
10/23/09	ITAU UNIBANCO HLDG SA SPONSORED ADR REPSTG 500 PFD BRAZIL DEUTSCHE BANK SECURITIES, INC 10/20 SALE 426.00 SHR @ 19.8900000 MISC. 22 COMM 7.46 ACCOUNT 41-16-202-5840257	8,465.46	-8,526.94	-61.48	
10/23/09	JP MORGAN CHASE & CO DEUTSCHE BANK SECURITIES, INC 10/20 SALE 485.00 SHR @ 46.2600000 MISC. 58 COMM 8.49 ACCOUNT 41-16-202-5840257	22,427.03	-11,141.27	11,285.76	
10/23/09	JO-ANN STORES INC J.P. MORGAN SECURITIES INC. 10/20 SALE 206.00 SHR @ 29.2805000 MISC. 16 COMM 3.61 ACCOUNT 41-16-202-5840257	6,028.01	-4,311.99	1,716.02	
10/23/09	MASTERCARD INC CLACOM DEUTSCHE BANK SECURITIES, INC 10/20 SALE 45.00 SHR @ 223.7600000 MISC. 26 COMM .79 ACCOUNT 41-16-202-5840257	10,068.15	-6,305.66	3,762.49	
10/23/09	MICROSOFT CORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 941.00 SHR @ 25.9700000 MISC. 63 COMM 16.47 ACCOUNT 41-16-202-5840257	24,420.67	-17,877.97	6,542.70	

64371301200

Settlement Date



Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Activity Detail

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	MICRON TECHNOLOGY INC J.P. MORGAN SECURITIES INC. 10/20 SALE 1,332.00 SHR @ 8.15000000 MISC 28 COMM 23.31 ACCOUNT 41-16-202-5840257	10,832.21	-6,304.22	4,527.99	
10/23/09	MOLSON COORS BREWING CO CLB COM J.P. MORGAN SECURITIES INC. 10/20 SALE 247.00 SHR @ 50.3300000 MISC 32 COMM 4.32 ACCOUNT 41-16-202-5840257	12,426.87	-10,274.48	2,152.39	
10/23/09	MONSANTO CO NEW COM DEUTSCHE BANK SECURITIES, INC 10/20 SALE 93.00 SHR @ 75.2500000 MISC. 18 COMM 1.63 ACCOUNT 41-16-202-5840257	6,996.44	-2,611.98		4,384.46
10/23/09	MONSTER WORLDWIDE INC DEUTSCHE BANK SECURITIES, INC. 10/20 SALE 500.00 SHR @ 18.2600000 MISC 24 COMM 8.75 ACCOUNT 41-16-202-5840257	9,121.01	-8,225.85	895.16	
10/23/09	MORGAN STANLEY J.P. MORGAN SECURITIES INC. 10/20 SALE 384.00 SHR @ 32.7600000 MISC .32 COMM 6.72 ACCOUNT 41-16-202-5840257	12,572.80	-11,915.37	657.43	
10/23/09	NATIONAL OILWELL VARCO INC J.P. MORGAN SECURITIES INC. 10/20 SALE 233.00 SHR @ 46.7143000 MISC .28 COMM 4.08 ACCOUNT 41-16-202-5840257	10,880.07	-7,629.03	3,251.04	



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	NIKE INC CLB DEUTSCHE BANK SECURITIES, INC 10/20 SALE 152.00 SHR @ 64.7500000 MISC 26 COMM 2.66 ACCOUNT 41-16-202-5840257	9,839.08	-7,971.07	1,868.01	
10/23/09	NOVO-NORDISK A S ADR DENMARK J.P. MORGAN SECURITIES INC. 10/20 SALE 167.00 SHR @ 65.1800000 MISC 28 COMM 2.92 ACCOUNT 41-16-202-5840257	10,881.86	-4,354.29		6,527.57
10/23/09	NUCOR CORP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 117.00 SHR @ 45.4700000 MISC 14 COMM 2.05 ACCOUNT 41-16-202-5840257	5,317.80	-4,454.95	399.73	483.12
10/23/09	PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR BRAZIL J.P. MORGAN SECURITIES INC. 10/20 SALE 247.00 SHR @ 48.4900000 MISC 31 COMM 4.32 ACCOUNT 41-16-202-5840257	11,972.40	-6,074.26	3,490.99	2,407.15
10/23/09	PHILIP MORRIS INTL INC J.P. MORGAN SECURITIES INC. 10/20 SALE 267.00 SHR @ 51.7164000 MISC 36 COMM 4.67 ACCOUNT 41-16-202-5840257	13,803.25	-9,709.18	4,094.07	
10/23/09	POTASH CORP SASK INC CANADA J.P. MORGAN SECURITIES INC. 10/20 SALE 31.00 SHR @ 101.1100000 MISC 08 COMM 54 ACCOUNT 41-16-202-5840257	3,133.78	-2,699.27	434.51	

64381301210

Settlement Date

Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	PRUDENTIAL FINL INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 136.00 SHR @ 50.6800000 MISC.18 COMM 2.38 ACCOUNT 41-16-202-5840257	6,889.92	-5,889.43	1,000.49	
10/23/09	PUBLIC SVC ENTERPRISE GROUP DEUTSCHE BANK SECURITIES, INC 10/20 SALE 256.00 SHR @ 30.8100000 MISC.21 COMM 4.48 ACCOUNT 41-16-202-5840257	1,882.67	-7,182.67	700.00	
10/23/09	RAYMOND JAMES FINANCIAL INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 390.00 SHR @ 24.6600000 MISC.25 COMM 6.83 ACCOUNT 41-16-202-5840257	9,610.32	-6,298.50	3,311.82	
10/23/09	SAFEWAY INC COM NEW J.P. MORGAN SECURITIES INC. 10/20 SALE 495.00 SHR @ 23.1400000 MISC.30 COMM 8.66 ACCOUNT 41-16-202-5840257	11,445.34	-10,144.04	1,301.30	
10/23/09	SANDERSON FARMS INC DEUTSCHE BANK SECURITIES, INC 10/20 SALE 124.00 SHR @ 36.5481000 MISC.12 COMM 2.17 ACCOUNT 41-16-202-5840257	4,529.67	-4,465.23	64.44	
10/23/09	SANOFI-AVENTIS SPONSORED ADR FRANCE DEUTSCHE BANK SECURITIES, INC 10/20 SALE 281.00 SHR @ 38.8464000 MISC.29 COMM 4.92 ACCOUNT 41-16-202-5840257	10,910.63	-8,797.58	2,113.05	

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	SIEMENS A G SPONSORED ADR GERMANY DEUTSCHE BANK SECURITIES, INC 10/20 SALE 139.00 SHR @ 99.7200000 MISC 36 COMM 2.43 ACCOUNT 41-16-202-5840257	13,858.29	-8,837.69	5,020.60	
10/23/09	TCF FINL CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 475.00 SHR @ 14.2600000 MISC 18 COMM 8.31 ACCOUNT 41-16-202-5840257	6,765.01	-6,342.67	422.34	
10/23/09	TD AMERITRADE HLDG CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 515.00 SHR @ 20.4200000 MISC 28 COMM 9.01 ACCOUNT 41-16-202-5840257	10,507.01	-9,846.23	660.78	
10/23/09	TARGET CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 207.00 SHR @ 49.7000000 MISC 27 COMM 3.62 ACCOUNT 41-16-202-5840257	10,284.01	-7,028.96	3,255.05	
10/23/09	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL DEUTSCHE BANK SECURITIES, INC 10/20 SALE 157.00 SHR @ 51.5100000 MISC 21 COMM 2.75 ACCOUNT 41-16-202-5840257	8,084.11	-7,009.85	1,074.26	
10/23/09	THOMPSON CREEK METALS CO INC ISIN CA8847681027 CANADA DEUTSCHE BANK SECURITIES, INC 10/20 SALE 751.00 SHR @ 12.3000000 MISC 24 COMM 13.14 ACCOUNT 41-16-202-5840257	9,223.92	-3,995.96	5,227.96	

64391301220

Settlement Date



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/23/09	UNION PAC CORP J.P. MORGAN SECURITIES INC. 10/20 SALE 150.00 SHR @ 63.7267000 MISC.29 COMM 2.63 ACCOUNT 41-16-202-5840257	9,556.13	-8,403.76	1,152.37	
10/23/09	VALE S A ADR BRAZIL DEUTSCHE BANK SECURITIES, INC 10/20 SALE 161.00 SHR @ 25.5200000 MISC.11 COMM 2.82 ACCOUNT 41-16-202-5840257	4,105.79	-2,522.29	1,583.50	
10/23/09	WILEY JOHN & SONS INC CLA UBS SECURITIES LLC 10/20 SALE 54.00 SHR @ 35.2088000 MISC.05 COMM 1.62 ACCOUNT 41-16-202-5840257	1,899.61	-1,689.66		209.95
10/23/09	WILEY JOHN & SONS INC CLA UBS SECURITIES LLC 10/20 SALE 76.00 SHR @ 35.2623000 MISC.07 COMM 2.28 ACCOUNT 41-16-202-5840257	2,677.59	-2,378.04		299.55
10/23/09	YAHOO INC J.P. MORGAN SECURITIES INC. 10/20 SALE 649.00 SHR @ 16.9919000 MISC.29 COMM 11.36 ACCOUNT 41-16-202-5840257	11,016.09	-9,488.32	1,527.77	
10/26/09	ARTIO GLOBAL HIGH INCOME FUND CLI MUTUAL FUND AGENT PROCEEDS REDEMPTION 1,998.002 UNITS @ 10.0099 ACCOUNT 41-16-202-5877479	20,000.00	-21,468.47		-1,468.47

Settlement Date

Bank of America



Activity Detail

Account: 41-16-202-5879274 THE POTTS MEM FDN ENDWMNT FD C/A

Jan. 01, 2009 through Dec. 31, 2009

Date	Description	Cash	Tax Cost	Short-term Realized Gain/Loss	Long-term Realized Gain/Loss
Sales and Maturities (cont)					
10/26/09	COLUMBIA SELECT SMALL CAP FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 6,881.514 UNITS @ 13.4700 ACCOUNT 41-16-202-5877479	90,000.00	-65,881.72		24,118.28
10/26/09	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES MUTUAL FUND AGENT PROCEEDS REDEMPTION 7,164.790 UNITS @ 9.7700 ACCOUNT 41-16-202-5877479	70,000.00	-75,882.50		-5,882.50
11/16/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 11/15/09 ACCOUNT 41-16-202-5877479	31.76	-31.76		
12/15/09	GOVERNMENT NATL MTG ASSN POOL # 209403 DTD 05/01/88 9.000% DUE 04/15/18 PRINCIPAL PAYDOWN 12/15/09 ACCOUNT 41-16-202-5877479	35.54	-35.54		
Total Sales and Maturities		\$3,761,367.13	-\$3,816,820.98	\$176,160.33	-\$231,614.18

Non-Cash Transactions

Receipts

03/17/09 JARDINE STRATEGIC HLDGS LTD
BERMUJUA ADR
LOT RECEIPT RESULTING FROM WASH SALE
DEFER LOSS OF 23.38
ACCOUNT 41-16-202-5840257

\$42.36

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS	108,270.	108,270.	108,270.
INTEREST	41,717.	41,717.	41,717.
TOTAL	149,987.	149,987.	149,987.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	4,000.	1,333.	1,333.	1,334.
TOTALS	4,000.	1,333.	1,333.	1,334.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
COMMISSIONS	12,323.	12,323.	12,323.	
SECRETARIAL SERVICES	6,000.			6,000.
TOTALS	18,323.	12,323.	12,323.	6,000.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OFFICE	1,428.			1,428.
NYS FILING FEE	250.	250.	250.	
INSURANCE	234.	117.	117.	117.
TOTALS	1,912.	367.	367.	1,545.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS - EQUITIES	2,513,299.	2,531,924.
MUTUAL FUNDS - FIXED INCOME	1,354,949.	1,335,208.
PRIVATE EQUITY	80,530.	22,670.
PUBLIC REITS	233,458.	95,642.
MUTUAL FUNDS - COMMODITIES	255,068.	175,702.
TOTALS	4,437,304.	4,161,146.

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

GRANTS RETURNED

13,017.

TOTAL

13,017.

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BRIAN DAGGETT, MD KINDERHOOK, NY 12106	PRESIDENT	0.	0.	0.
SID RICHTER 4A GIFFORD PARKWAY HUDSON, NY 12534	TREASURER	0.	0.	0.
KATHLEEN MCDONOUGH, PHD. ALBANY, NY 12201	VICE PRESIDENT	0.	0.	0.
GRAND TOTALS		0.	0.	0.

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

C/O SIDNEY RICHTER
PO BOX 1015
HUDSON, NY 12534

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS GIVEN TO LUNG, T.B., BLOOD-OXYGEN RESEARCH AND/OR EQUIPMENT ONLY.

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARTNERS IN HEALTH CAMBRIDGE, MA	NONE	BUILDING CAPACITY IN SOUTHERN AFRICA TO COMBAT MULTI-DRUG RESISTANT TB IN LESOTHO	15,000
JOHNS HOPKINS UNIVERSITY SCHOOL OF PUBLIC HEALTH BALTIMORE, MD	NONE	INVESTIGATING THE REGULATORY ROLE OF CYCLIC DIGUANYLATE IN MYCOTB PHYSIOLOGY AND PATHOGENESIS	20,000
UNIVERSITY OF TEXAS @ TYLER CENTER FOR PULMONARY AND INFECTIOUS DISEASE TYLER, TX	NONE	MECHANISMS BY WHICH ESAT-6 INHIBITS T-CELL PRODUCTION OF INTERFERON- γ	15,000
ALBERT EINSTEIN COLLEGE OF MEDICINE BRONX, NY	NONE	IDENTIFICATION OF M TB COMPONENTS THAT REGULATE MACROPHAGE PRODUCTION OF TUMOR NECROSIS FACTOR	15,000.
UNIVERSITY OF TEXAS HEALTH CENTER @ TYLER TYLER, TX	NONE	DECIPHERING THE REGULATION ON THE SECRETION OF VIRULENCE PROTEIN IN MYCO TB	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WEILL MEDICAL COLLEGE NEW YORK, NY CAMEROON	NONE	SENESCENT AND REJUVENATED MYCO TB SUBSETS ON EXIT FROM LATENCY	40,000
UNIVERSITY OF MEDICINE AND DENTISTRY OF NEW JERSEY STRATFORD, NJ	NONE	SUPPORT OF 2010 WORLD TB DAY FUNCTIONS	12,400
UNIVERSITY OF ILLINOIS AT CHICAGO CHICAGO, IL	NONE	"SEARCHING THE EARTH" DISCOVERY OF NOVEL ANTI-TB AGENTS	20,000
TOTAL CONTRIBUTIONS PAID			152,400

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust

POTTS MEMORIAL FOUNDATION

Employer identification number

14-1347714

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -55,453.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back					5 -55,453.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9 15,424.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back					12 15,424.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-55,453.
14 Net long-term gain or (loss):			
a Total for year	14a		15,424.
b Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		-40,029.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	(3,000.)
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,300	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)		30
31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31
32 Add lines 30 and 31		32
33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34

Schedule D (Form 1041) 2009

FEDERAL FOOTNOTES

2A. SIDNEY RICHTER, HUDSON, NY 518-828-6983 2B. GRANT REQUESTS SHOULD
BE WRITTEN AND CONTAIN PURPOSE OF GRANT 2D. GRANTS GIVEN TO LUNG,
T.B., BLOOD-OXYGEN RESEARCH AND/OR EQUIPMENT ONLY.