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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**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 , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

CARL ROCKWOOD SCHOLARSHIP FUND

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

Room/suite

Wells Fargo Bank, N A P.O Box 63954, MAC A0330-011

City or town, state, and ZIP code

SAN FRANCISCO

CA

94163

A Employer identification number

20-0673220

B Telephone number (see page 10 of the instructions)

(800)352-3705

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end
of year (from Part II, col. (c),
line 16) ▶ \$ 430,819J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see 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)	370,186			
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	10,182	9,860		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-426,094			
b Gross sales price for all assets on line 6a	508,418			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	-45,726	9,860	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	925	0	0	925
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	2,096	56	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	3,986	3,003	0	983
24 Total operating and administrative expenses. Add lines 13 through 23	7,007	3,059	0	1,908
25 Contributions, gifts, grants paid	48,792			48,792
26 Total expenses and disbursements. Add lines 24 and 25	55,799	3,059	0	50,700
27 Subtract line 26 from line 12	-101,525			
a Excess of revenue over expenses and disbursements		6,801		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

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Form 990-PF (2009) CARL ROCKWOOD SCHOLARSHIP FUND

20-0673220 Page 2

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			0	
	2	Savings and temporary cash investments		20,067	20,067	
	3	Accounts receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0	
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use		0		
	9	Prepaid expenses and deferred charges		0		
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0	
	b	Investments—corporate stock (attach schedule)	568,235	159,015	220,825	
	c	Investments—corporate bonds (attach schedule)	0	101,851	107,951	
	11	Investments—land, buildings, and equipment basis ▶	0			
	Less: accumulated depreciation (attach schedule) ▶	0	0	0		
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	0	64,179	81,976		
14	Land, buildings, and equipment basis ▶	0				
	Less: accumulated depreciation (attach schedule) ▶	0	0	0		
15	Other assets (describe ▶)	0	0	0		
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	568,235	345,112	430,819		
Liabilities	17	Accounts payable and accrued expenses		0		
	18	Grants payable				
	19	Deferred revenue		0		
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0		
	21	Mortgages and other notes payable (attach schedule)	0	0		
	22	Other liabilities (describe ▶)	0	0		
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	568,235	345,112		
	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)	568,235	345,112			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	568,235	345,112			

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	568,235
2	Enter amount from Part I, line 27a	2	-101,525
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,303
4	Add lines 1, 2, and 3	4	469,013
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	123,901
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	345,112

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 Attached Statement				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-376,606
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	6,450	460,554	0.014005
2007	12,356	241,048	0.051260
2006	304	0	0.000000
2005			0.000000
2004			0.000000
2 Total of line 1, column (d)			2 0.065265
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 0.021755
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 366,781
5 Multiply line 4 by line 3			5 7,979
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 68
7 Add lines 5 and 6			7 8,047
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 50,700

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	68
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	0
3 Add lines 1 and 2		3	68
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	68
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	680	
b Exempt foreign organizations—tax withheld at source	6b		
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	680	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	612	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 68 Refunded ☐	11	544	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(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 **► Wells Fargo Bank, N A** Telephone no **► (800)352-3705**
 Located at **► P.O. Box 63954, MAC A0330-011 SAN FRANCISCO CA** ZIP+4 **► 94163**

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 ► 20 , 20 , 20 , 20		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
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	N/A
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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. P O Box 63954, MAC A0330-011 SAN FRANCISCO	TRUSTEE 4.00	3,894	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

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

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

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
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services

**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 24 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	0
Total. Add lines 1 through 3	0

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	349,363
b	Average of monthly cash balances	1b	23,003
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	372,366
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	
3	Subtract line 2 from line 1d	3	372,366
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	5,585
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	366,781
6	Minimum investment return. Enter 5% of line 5	6	18,339

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	18,339
2a	Tax on investment income for 2009 from Part VI, line 5	2a	68
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	68
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,271
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	18,271
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	18,271

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	50,700
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	50,700
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	68
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	50,632

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				18,271
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			14,586	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 50,700				
a Applied to 2008, but not more than line 2a			14,586	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				18,271
e Remaining amount distributed out of corpus	17,843			
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	17,843			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
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)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	17,843			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	17,843			

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

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))

NONE

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

NONE

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

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

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

WELLS FARGO BANK N.A. P.O. BOX 63954, MAC A0330-011 SAN FRANCISCO CA 94163 (800)352-3705

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

N/A

- c** Any submission deadlines

N/A

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

GRADUATES OF ALBURNETT, IOWA HIGH SCHOOL

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3a	48,792
b Approved for future payment NONE				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3b	0

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			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
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	10,182	
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	-426,094	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		-415,912	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-415,912

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

[illegible]

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	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

John A. Sulentic

5/10/2010

VP & TRUST OFFICER

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's

[Signature]

Date _____

5/10/2010

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)
P00364310

Firm's name (or yours if self-employed), address, and ZIP code

PRICewaterhouseCOOPERS, LLP

600 GRANT STREET, PITTSBURGH 15219-2777

EIN ► 13-4008324

Phone no 412-355-6000

Account Statement For:
ROCKWOOD, CARL SCHOLARSHIP FDN

Period Covered January 1, 2009 - December 31, 2009

Account Number 73311200

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
CASH							
INCOME			\$1,031.11	\$1,031.11	\$0.00		
Total Cash			\$1,031.11	\$1,031.11	\$0.00		
MONEY MARKET							
FIDELITY INSTITUTIONAL MONEY MARKET GOVERNMENT PORTFOLIO CLASS I#57	6,268.970		\$6,268.97	\$6,268.97	\$0.00	\$0.63	0.01%
<i>Asset held in Invested Income Portfolio</i>							
FIDELITY INSTITUTIONAL MONEY MARKET GOVERNMENT PORTFOLIO CLASS I#57	12,766.920		12,766.92	12,766.92	0.00	1.28	0.01
Total Money Market			\$19,035.89	\$19,035.89	\$0.00	\$1.91	0.01%
Total Cash & Equivalents			\$20,067.00	\$20,067.00	\$0.00	\$1.91	0.01%

Account Statement For:
ROCKWOOD, CARL SCHOLARSHIP FDN

Period Covered January 1, 2009 - December 31, 2009

Account Number 73311200

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income

MUTUAL FUNDS

DODGE & COX INCOME FD COM
CUSIP: 256210105

ISHARES BARCLAYS AGGREGATE BOND FUND
CUSIP: 464287226

ISHARES IBOX \$ INVESTMENT GRADE
CORPORATE BOND FUND
CUSIP: 464287242

RIDGEWORTH SEIX HIGH YIELD BOND FUND
CLASS I #855

CUSIP: 76628T645

T ROWE PRICE SHORT TERM BOND FUND
#55

CUSIP: 77957P105

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

CUSIP: 880208400

Total Mutual Funds

Total Fixed Income

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	1,286,522	\$12.960	\$16,673.33	\$15,640.35	\$1,032.98	\$870.98	5.22%
	385,000	103.190	39,728.15	39,141.31	586.84	1,543.85	3.89
	72,000	104.150	7,498.80	6,843.27	655.53	412.20	5.50
	1,876,720	9.280	17,415.96	15,297.92	2,118.04	1,422.55	8.17
	1,804,634	4.830	8,716.38	8,537.94	178.44	308.59	3.54
	1,412,000	12.690	17,918.28	16,390.11	1,528.17	803.43	4.48
			\$107,950.90	\$101,850.90	\$6,100.00	\$5,361.60	4.97%
			\$107,950.90	\$101,850.90	\$6,100.00	\$5,361.60	

Account Statement For:
ROCKWOOD, CARL SCHOLARSHIP FDN

Period Covered January 1, 2009 - December 31, 2009

Account Number 73311200

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities							
MUTUAL FUNDS							
ARTISAN INTERNATIONAL FUND #661 SYMBOL: ARTIX CUSIP: 04314H204	2,801.951	\$20.660	\$57,888.31	\$39,115.23	\$18,773.08	\$689.28	1.19%
HARBOR CAP APPREC FD#2012 SYMBOL: HACAX CUSIP: 411511504	1,080.492	32.970	35,623.82	25,834.74	9,789.08	94.00	0.26
ISHARES S & P 500 INDEX FUND SYMBOL: IVV CUSIP: 464287200	279.000	111.810	31,194.99	23,030.24	8,164.75	667.37	2.14
ISHARES TR S & P MIDCAP 400 INDEX FD SYMBOL: IJH CUSIP: 464287507	351.000	72.410	25,415.91	17,159.55	8,256.36	472.45	1.86
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL: KSCIX CUSIP: 487300808	1,235.571	19.880	24,563.15	18,921.18	5,641.97	0.00	0.00
MAINSTAY EPOCH U.S. EQUITY FUND CLASS INS #1204 SYMBOL: EPLCX CUSIP: 56063J302	2,567.584	12.700	32,608.32	26,842.81	5,765.51	313.25	0.96
VANGUARD EMERGING MARKETS ETF SYMBOL: VWO CUSIP: 922042858	330.000	41.000	13,530.00	8,111.40	5,418.60	179.85	1.33
Total Mutual Funds			\$220,824.50	\$159,015.15	\$61,809.35	\$2,416.20	1.09%
Total Equities			\$220,824.50	\$159,015.15	\$61,809.35	\$2,416.20	1.09%

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Alternative Investments

OTHER

HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL: HSGFX CUSIP: 448108100	1,608.884	\$12.780	\$20,561.54	\$20,740.09	- \$178.55	\$40.22	0.20%
POWERSHARES DB COMMODITY INDEX SYMBOL: DBC CUSIP: 739355105	816.000	24.620	20,089.92	17,876.19	2,213.73	0.00	0.00
Total Other			\$40,651.46	\$38,616.28	\$2,035.18	\$40.22	0.10%
Total Alternative Investments			\$40,651.46	\$38,616.28	\$2,035.18	\$40.22	0.10%

ASSET DESCRIPTION

Real Estate & Specialty Assets

REAL ESTATE FUNDS

SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL: RWX CUSIP: 78463X863	324.000	\$34.890	\$11,304.36	\$7,722.57	\$3,581.79	\$762.37	6.74%
VANGUARD REIT VIPER SYMBOL: VNQ CUSIP: 922908553	671.000	44.740	30,020.54	17,840.55	12,179.99	1,567.46	5.22
Total Real Estate Funds			\$41,324.90	\$25,563.12	\$15,761.78	\$2,329.83	5.64%
Total Real Estate & Specialty Assets			\$41,324.90	\$25,563.12	\$15,761.78	\$2,329.83	5.64%

TOTAL ASSETS

ACCOUNT VALUE AS OF 12/31/09	\$430,818.76	COST BASIS	\$345,112.45	UNREALIZED GAIN/LOSS	\$85,706.31	ESTIMATED ANNUAL INCOME	\$10,149.76
---	---------------------	-------------------	---------------------	---------------------------------	--------------------	------------------------------------	--------------------

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ALBURNETT HIGH SCHOOL

☐ Person ☒ Business

Street

131 ROOSEVELT STREET

City

ALBURNETT

State
IAZip code
52202

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

Scholarship

Amount

48,792

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improvements	Net Gain or Loss
								Gross Sales		Cost, Other Basis and Expenses			
								Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)			
										Cost	Donated Value		
Securities								557,906	934,512	-376,606			0
Other sales								0	0	0			0
		Amount											
		Long Term CG Distributions		0									
		Short Term CG Distributions		0									
1	X	ARTISAN INTERNATIONAL FU	04314H204			3/23/2009		7/21/2009	2,848	2,275		Depreciation	
2	X	ARTISAN INTERNATIONAL FU	04314H204			3/23/2009		10/15/2009	1,062	712			
3	X	DODGE & COX INCOME FD C	256210105			3/23/2009		5/5/2009	10,144	9,900			
4	X	DODGE & COX INCOME FD C	256210105			3/23/2009		6/17/2009	449	425			
5	X	ARTISAN INTERNATIONAL FU	04314H204			5/7/2009		6/17/2009	2,804	2,745			
6	X	ARTISAN INTERNATIONAL FU	04314H204			3/23/2009		6/17/2009	1,571	1,373			
7	X	HARBOR CAP APPREC FD #1	411511504			5/7/2009		6/17/2009	2,354	2,290			
8	X	HARBOR CAP APPREC FD #1	411511504			5/7/2009		7/21/2009	553	509			
9	X	HARBOR CAP APPREC FD #1	411511504			3/23/2009		7/21/2009	18,578	15,649			
10	X	ISHARES S & P 500 INDEX FU	464287200			3/23/2009		6/17/2009	1,289	1,143			
11	X	ISHARES S & P 500 INDEX FU	464287200			3/23/2009		7/21/2009	671	572			
12	X	ISHARES BARCLAYS AGGRE	464287226			5/5/2009		6/17/2009	711	710			
13	X	ISHARES BARCLAYS AGGRE	464287226			5/5/2009		7/21/2009	4,612	4,567			
14	X	ISHARES TR S & P MIDCAP 40	464287507			3/23/2009		5/5/2009	1,041	880			
15	X	ISHARES TR S & P MIDCAP 40	464287507			3/23/2009		6/17/2009	861	733			
16	X	ISHARES TR S & P MIDCAP 40	464287507			3/23/2009		7/21/2009	1,010	831			
17	X	ISHARES TR SMALLCAP 600	464287804			3/23/2009		4/16/2009	14,532	13,138			
18	X	KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		5/5/2009	1,430	1,241			
19	X	KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		6/17/2009	614	542			
20	X	POWERSHARES DB COMMOD	73935S105			3/23/2009		6/17/2009	1,591	1,452			
21	X	STI CLASSIC SEIX HIGH YIELD	76628T645			5/7/2009		6/17/2009	492	485			
22	X	T ROWE PRICE SHORT TERM	77957P105			3/23/2009		5/5/2009	5,085	5,020			
23	X	RUSSELL U S VALUE S # 115	782478762			10/21/2005		3/23/2009	2,317	5,400			
24	X	RUSSELL U S VALUE S # 115	782478762			10/6/2005		3/23/2009	18	43			
25	X	RUSSELL U S VALUE S # 115	782478762			9/19/2005		3/23/2009	2,202	5,400			
26	X	RUSSELL U S VALUE S # 115	782478762			12/13/2005		3/23/2009	54	128			
27	X	RUSSELL U S VALUE S # 115	782478762			12/13/2005		3/23/2009	537	1,268			
28	X	RUSSELL U S VALUE S # 115	782478762			1/19/2006		3/23/2009	2,223	5,400			
29	X	RUSSELL U S VALUE S # 115	782478762			12/18/2007		3/23/2009	902	1,884			
30	X	RUSSELL U S VALUE S # 115	782478762			12/18/2007		3/23/2009	4,031	8,417			
31	X	RUSSELL U S VALUE S # 115	782478762			7/26/2005		3/23/2009	2,219	5,400			
32	X	RUSSELL U S VALUE S # 115	782478762			4/4/2008		3/23/2009	644	944			
33	X	RUSSELL U S VALUE S # 115	782478762			12/13/2005		3/23/2009	32,246	75,635			
34	X	RUSSELL U S VALUE S # 115	782478762			10/4/2007		3/23/2009	65	179			
35	X	RUSSELL U S VALUE S # 115	782478762			7/7/2006		3/23/2009	65	160			
36	X	RUSSELL U S VALUE S # 115	782478762			12/15/2006		3/23/2009	1,166	3,012			
37	X	RUSSELL U S VALUE S # 115	782478762			4/6/2006		3/23/2009	24	61			
38	X	RUSSELL U S VALUE S # 115	782478762			12/15/2006		3/23/2009	90	233			
39	X	RUSSELL U S VALUE S # 115	782478762			11/18/2005		3/23/2009	2,184	5,400			
40	X	RUSSELL U S VALUE S # 115	782478762			3/22/2006		3/23/2009	2,160	5,400			
41	X	RUSSELL U S VALUE S # 115	782478762			7/7/2005		3/23/2009	7	17			
42	X	RUSSELL U S VALUE S # 115	782478762			8/22/2005		3/23/2009	2,225	5,400			
43	X	RUSSELL U S VALUE S # 115	782478762			12/13/2005		3/23/2009	242	573			
44	X	RUSSELL U S VALUE S # 115	782478762			12/19/2005		3/23/2009	2,288	5,400			
45	X	RUSSELL U S VALUE S # 115	782478762			4/5/2007		3/23/2009	29	76			
46	X	RUSSELL U S VALUE S # 115	782478762			6/22/2005		3/23/2009	2,505	6,000			
47	X	RUSSELL U S VALUE S # 115	782478762			12/18/2007		3/23/2009	122	255			
48	X	RUSSELL U S VALUE S # 115	782478762			12/15/2006		3/23/2009	355	658			
49	X	RUSSELL U S VALUE S # 115	782478762			10/3/2006		3/23/2009	72	183			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improve-ments	Net Gain or Loss
								Gross Sales		Cost, Other Basis and Expenses			
								Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)			
										Cost	Donated Value		
		Long Term CG Distributions	Amount										
		Short Term CG Distributions											
50	X	RUSSELL U S VALUE S # 115	782478762			2/22/2006		3/23/2009	2,191	557,906	934,512	5,400	-376,606
51	X	RUSSELL U S VALUE S # 115	782478762			10/6/2008		3/23/2009	157	0	0		
52	X	RUSSELL U S VALUE S # 115	782478762			1/22/2008		3/23/2009	1,974			228	
53	X	RUSSELL U S VALUE S # 115	782478762			7/7/2008		3/23/2009	143			3,667	
54	X	RUSSELL U S VALUE S # 115	782478762			12/23/2008		3/23/2009	230			247	
55	X	RUSSELL U S VALUE S # 115	782478762			4/4/2008		3/23/2009	114			247	
56	X	RUSSELL U S VALUE S # 115	782478762			7/6/2007		3/23/2009	77			222	
57	X	RUSSEL REAL ESTATE SEC S	782483761			12/19/2005		3/23/2009	1,876			220	
58	X	RUSSEL REAL ESTATE SEC S	782483761			10/6/2005		3/23/2009	36			4,500	
59	X	RUSSELL EMERGING MARKE	782493746			12/18/2007		3/23/2009	601			93	
60	X	RUSSELL EMERGING MARKE	782493746			12/20/2005		3/23/2009	116			1,321	
61	X	RUSSELL EMERGING MARKE	782493746			12/20/2005		3/23/2009	116			210	
62	X	RUSSELL EMERGING MARKE	782493746			12/19/2005		3/23/2009	744			210	
63	X	RUSSELL EMERGING MARKE	782493746			11/18/2005		3/23/2009	222			1,350	
64	X	RUSSELL EMERGING MARKE	782493746			2/22/2006		3/23/2009	656			402	
65	X	RUSSELL EMERGING MARKE	782493746			1/19/2006		3/23/2009	678			1,350	
66	X	RUSSELL EMERGING MARKE	782493746			12/23/2008		3/23/2009	350			1,350	
67	X	RUSSELL EMERGING MARKE	782493746			12/18/2007		3/23/2009	311			347	
68	X	RUSSELL EMERGING MARKE	782493746			12/15/2006		3/23/2009	183			684	
69	X	RUSSELL EMERGING MARKE	782493746			12/18/2007		3/23/2009	1,579			362	
70	X	RUSSELL EMERGING MARKE	782493746			12/23/2008		3/23/2009	350			3,472	
71	X	RUSSELL EMERGING MARKE	782493746			11/18/2005		3/23/2009	7,065			347	
72	X	RUSSELL EMERGING MARKE	782493746			12/15/2006		3/23/2009	289			14,435	
73	X	RUSSELL EMERGING MARKE	782493746			12/16/2006		3/23/2009	909			573	
74	X	RUSSELL EMERGING MARKE	782493746			3/22/2006		3/23/2009	661			1,801	
75	X	RUSSEL REAL ESTATE SEC S	782493761			10/3/2007		2/23/2009	77			1,350	
76	X	RUSSEL REAL ESTATE SEC S	782493761			4/5/2007		3/23/2009	141			225	
77	X	RUSSEL REAL ESTATE SEC S	782493761			12/15/2006		3/23/2009	21			437	
78	X	RUSSEL REAL ESTATE SEC S	782493761			12/15/2006		3/23/2009	393			63	
79	X	RUSSEL REAL ESTATE SEC S	782493761			12/15/2006		3/23/2009	1,292			1,169	
80	X	RUSSEL REAL ESTATE SEC S	782493761			10/3/2006		3/23/2009	70			3,843	
81	X	RUSSEL REAL ESTATE SEC S	782493761			7/7/2006		3/23/2009	60			207	
82	X	RUSSEL REAL ESTATE SEC S	782493761			4/6/2006		3/23/2009	135			165	
83	X	RUSSEL REAL ESTATE SEC S	782493761			3/22/2006		3/23/2009	1,646			361	
84	X	RUSSEL REAL ESTATE SEC S	782493761			2/22/2006		3/23/2009	1,700			4,500	
85	X	RUSSEL REAL ESTATE SEC S	782493761			1/19/2006		3/23/2009	1,775			4,500	
86	X	RUSSEL REAL ESTATE SEC S	782493761			12/13/2005		3/23/2009	12			29	
87	X	RUSSEL REAL ESTATE SEC S	782493761			12/13/2005		3/23/2009	295			714	
88	X	RUSSEL REAL ESTATE SEC S	782493761			12/13/2005		3/23/2009	898			2,173	
89	X	RUSSEL REAL ESTATE SEC S	782493761			11/18/2005		3/23/2009	1,705			4,500	
90	X	RUSSEL REAL ESTATE SEC S	782493761			10/21/2005		3/23/2009	1,813			4,500	
91	X	RUSSEL REAL ESTATE SEC S	782493761			9/19/2005		3/23/2009	1,726			4,500	
92	X	RUSSEL REAL ESTATE SEC S	782493761			7/6/2007		3/23/2009	64			181	
93	X	RUSSEL REAL ESTATE SEC S	782493761			8/22/2005		3/23/2009	1,753			4,500	
94	X	RUSSEL REAL ESTATE SEC S	782493761			7/26/2005		3/23/2009	1,679			4,500	
95	X	RUSSEL REAL ESTATE SEC S	782493761			7/7/2005		3/23/2009	5			14	
96	X	RUSSEL REAL ESTATE SEC S	782493761			6/22/2005		3/23/2009	1,974			5,000	
97	X	RUSSEL REAL ESTATE SEC S	782493761			12/23/2008		3/23/2009	156			200	
98	X	RUSSEL REAL ESTATE SEC S	782493761			10/6/2008		3/23/2009	154			298	

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Securities										557,906		934,512		-376,606	
Other sales										0		0		0	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improve-ments	Depreciation		
										Cost	Donated Value				
99	X	RUSSEL REAL ESTATE SEC S	782493761			4/4/2008		3/23/2009	209	478					
100	X	RUSSELL REAL ESTATE SEC	782493761			4/4/2008		3/23/2009	646	1,229					
101	X	RUSSELL REAL ESTATE SEC	782493761			6/22/2005		3/23/2009	26,051	65,408					
102	X	RUSSEL REAL ESTATE SEC S	782493761			1/22/2008		3/23/2009	1,736	3,440					
103	X	RUSSEL REAL ESTATE SEC S	782493761			12/18/2007		3/23/2009	81	174					
104	X	RUSSEL REAL ESTATE SEC S	782493761			12/18/2007		3/23/2009	454	973					
105	X	RUSSEL REAL ESTATE SEC S	782493761			12/18/2007		3/23/2009	2,635	5,648					
106	X	RUSSEL REAL ESTATE SEC S	782493761			7/7/2008		3/23/2009	126	253					
107	X	RUSSELL INTERN DEV MARK	782494488			8/22/2008		3/23/2009	31,769	63,449					
108	X	RUSSELL INTERN DEV MARK	782494488			8/28/2008		3/23/2009	712	1,150					
109	X	RUSSELL US SM MID CAP FD	782494520			1/1/1950		3/23/2009	20,132	1					
110	X	RUSSELL U S QUANTIT EQ C	782494553			7/6/2005		3/23/2009	122	250					
111	X	RUSSELL U S QUANTIT EQ C	782494553			3/22/2006		3/23/2009	6,742	12,600					
112	X	RUSSELL U S QUANTIT EQ C	782494553			11/18/2005		3/23/2009	6,790	12,600					
113	X	RUSSELL U S QUANTIT EQ C	782494553			4/5/2007		3/23/2009	145	282					
114	X	RUSSELL U S QUANTIT EQ C	782494553			12/13/2005		3/23/2009	140	251					
115	X	RUSSELL U S QUANTIT EQ C	782494553			10/21/2005		3/23/2009	7,212	12,600					
116	X	RUSSELL U S QUANTIT EQ C	782494553			10/6/2005		3/23/2009	53	97					
117	X	RUSSELL U S QUANTIT EQ C	782494553			9/19/2005		3/23/2009	6,875	12,600					
118	X	RUSSELL U S QUANTIT EQ C	782494553			8/22/2005		3/23/2009	6,984	12,600					
119	X	RUSSELL U S QUANTIT EQ C	782494553			7/26/2005		3/23/2009	6,935	12,600					
120	X	RUSSELL U S QUANTIT EQ C	782494553			7/7/2005		3/23/2009	15	27					
121	X	RUSSELL U S QUANTIT EQ C	782494553			6/22/2005		3/23/2009	2,484	4,450					
122	X	RUSSELL U S QUANTIT EQ C	782494553			10/6/2008		3/23/2009	66	89					
123	X	RUSSELL U S QUANTIT EQ C	782494553			12/15/2006		3/23/2009	642	1,222					
124	X	RUSSELL U S QUANTIT EQ C	782494553			2/22/2006		3/23/2009	6,792	12,600					
125	X	RUSSELL U S QUANTIT EQ C	782494553			9/11/2008		3/23/2009	23	34					
126	X	RUSSELL U S QUANTIT EQ C	782494553			7/7/2008		3/23/2009	204	317					
127	X	RUSSELL U S QUANTIT EQ C	782494553			12/15/2006		3/23/2009	3,103	5,908					
128	X	RUSSELL U S QUANTIT EQ C	782494553			4/4/2008		3/23/2009	122	202					
129	X	RUSSELL U S QUANTIT EQ C	782494553			1/22/2008		3/23/2009	5,441	8,716					
130	X	RUSSELL U S QUANTIT EQ C	782494553			10/3/2006		3/23/2009	156	297					
131	X	RUSSELL U S QUANTIT EQ C	782494553			1/9/2006		3/23/2009	6,845	12,600					
132	X	RUSSELL U S QUANTIT EQ C	782494553			12/18/2007		3/23/2009	253	456					
133	X	RUSSELL U S QUANTIT EQ C	782494553			7/7/2006		3/23/2009	155	281					
134	X	RUSSELL U S QUANTIT EQ C	782494553			12/18/2007		3/23/2009	1,012	1,823					
135	X	RUSSELL U S QUANTIT EQ C	782494553			12/19/2005		3/23/2009	7,022	12,600					
136	X	RUSSELL U S QUANTIT EQ C	782494553			12/18/2007		3/23/2009	4,833	8,701					
137	X	RUSSELL U S QUANTIT EQ C	782494553			4/4/2008		3/23/2009	835	1,101					
138	X	RUSSELL U S QUANTIT EQ C	782494553			6/22/2005		3/23/2009	83,085	150,420					
139	X	RUSSELL U S QUANTIT EQ C	782494553			12/15/2006		3/23/2009	258	491					
140	X	RUSSELL U S QUANTIT EQ C	782494553			12/23/2008		3/23/2009	422	460					
141	X	RUSSELL U S QUANTIT EQ C	782494553			4/6/2006		3/23/2009	123	230					
142	X	RUSSELL U S QUANTIT EQ C	782494553			10/4/2007		3/23/2009	130	264					
143	X	RUSSELL U S QUANTIT EQ C	782494553			12/13/2005		3/23/2009	1,824	3,276					
144	X	RUSSELL US CORE EQUITY C	782494587			6/22/2005		3/23/2009	84,265	146,631					
145	X	RUSSELL US CORE EQUITY C	782494587			4/4/2008		3/23/2009	1,044	1,442					
146	X	SPDR DJ WILSHIRE INTERNA	78463X863			3/23/2009		5/5/2009	129	111					
147	X	SPDR DJ WILSHIRE INTERNA	78463X863			3/23/2009		6/17/2009	1,138	888					

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
									Price	Expense of Sale and Cost of Improve-ments	Basis and Expenses		
											Cost	Donated Value	
148	X	SPDR DJ WILSHIRE INTERNA	78453X863			7/21/2009		10/15/2009	959		792		
149	X	TEMPLETON GLOBAL BOND F	880208400			5/7/2009		6/17/2009	199		202		
150	X	VANGUARD EMERGING MAR	922042858			3/23/2009		5/5/2009	1,452		1,204		
151	X	VANGUARD EMERGING MAR	922042858			3/23/2009		6/17/2009	2,334		1,844		
152	X	VANGUARD EMERGING MAR	922042858			3/23/2009		7/21/2009	6,844		4,965		
153	X	VANGUARD EMERGING MAR	922042858			3/23/2009		10/15/2009	1,063		639		
154	X	VANGUARD REIT VIPER	922908553			3/23/2009		5/5/2009	3,045		2,359		
155	X	VANGUARD REIT VIPER	922908553			3/23/2009		6/17/2009	713		583		
156	X	VANGUARD REIT VIPER	922908553			7/21/2009		10/15/2009	5,103		3,820		
157	X	EPOCH US LARGE CAP EQUI	981477482			5/7/2009		6/17/2009	2,797		2,717		
158	X	EPOCH US LARGE CAP EQUI	981477482			5/7/2009		7/21/2009	415		388		
159	X	EPOCH US LARGE CAP EQUI	981477482			3/23/2009		7/21/2009	17,546		15,094		
Totals									Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss
Long Term CG Distributions									557,906		934,512		-376,606
Short Term CG Distributions									0		0		0

Line 16b (990-PF) - Accounting Fees

		925	0	0	925
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	925			925
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		2,096	56	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	56	56		
2	PY EXCISE TAX DUE	1,360			
3	ESTIMATED EXCISE PAYMENTS	680			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		3,986	3,003	0	983
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement	0	0	0	0
2	TRUSTEE FEES	3,894	2,921		973
3	PARTNERSHIP EXPENSES	82	82		
4	STATE AG FEES	10			10
5					
6					
7					
8					
9					
10					

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE BONDS				101,851		107,951
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

				0	64,179	81,976
	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	OTHER INVESTMENTS			64,179	81,976	
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	1,039
2	FEDERAL EXCISE TAX REFUND	2	1,264
3	Total	3	2,303

Line 5 - Decreases not included in Part III, Line 2

1	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	1	121,354
2	PARTNERSHIP INCOME ADJUSTMENT	2	2,547
3	Total	3	123,901

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						0	0	Amount							
1	ARTISAN INTERNATIONAL FUND #661	04314H204		3/23/2009	7/21/2009			2,848	0	2,275	573			0	-376,606
2	ARTISAN INTERNATIONAL FUND #661	04314H204		3/23/2009	10/15/2009			1,062	0	712	350			0	350
3	DODGE & COX INCOME FD COM #147	256210105		3/23/2009	5/5/2009			10,144	0	9,900	244			0	244
4	DODGE & COX INCOME FD COM #147	256210105		3/23/2009	6/17/2009			449	0	425	24			0	24
5	ARTISAN INTERNATIONAL FUND #661	04314H204		5/7/2009	6/17/2009			2,904	0	2,745	59			0	59
6	ARTISAN INTERNATIONAL FUND #661	04314H204		3/23/2009	6/17/2009			1,571	0	1,373	198			0	198
7	HARBOR CAP APPREC FD #12	411511504		5/7/2009	6/17/2009			2,354	0	2,290	64			0	64
8	HARBOR CAP APPREC FD #12	411511504		5/7/2009	7/21/2009			553	0	509	44			0	44
9	HARBOR CAP APPREC FD #12	411511504		3/23/2009	7/21/2009			18,578	0	15,649	2,929			0	2,929
10	SHARES S & P 500 INDEX FUND	464287200		3/23/2009	6/17/2009			1,289	0	1,143	146			0	146
11	SHARES S & P 500 INDEX FUND	464287200		3/23/2009	7/21/2009			671	0	572	99			0	99
12	SHARES BARCLAYS AGGREGATE BON	464287226		5/5/2009	6/17/2009			711	0	710	1			0	1
13	SHARES BARCLAYS AGGREGATE BON	464287226		5/5/2009	7/21/2009			4,612	0	4,567	45			0	45
14	SHARES TR S & P MIDCAP 400 ID FD	464287507		3/23/2009	5/5/2009			1,041	0	880	161			0	161
15	SHARES TR S & P MIDCAP 400 ID FD	464287507		3/23/2009	6/17/2009			861	0	733	128			0	128
16	SHARES TR S & P MIDCAP 400 ID FD	464287507		3/23/2009	7/21/2009			1,010	0	831	179			0	179
17	SHARES TR SMALLCAP 600 INDEX FD	464287804		3/23/2009	4/16/2009			14,532	0	13,138	1,394			0	1,394
18	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	5/5/2009			1,430	0	1,241	189			0	189
19	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	6/17/2009			614	0	542	72			0	72
20	POWERSHARES DB COMMODITY INDE	73935S105		3/23/2009	6/17/2009			1,591	0	1,452	139			0	139
21	STI CLASSIC SEIX HIGH YIELD I #855	76628T645		5/7/2009	6/17/2009			492	0	485	7			0	7
22	T ROWE PRICE SHORT TERM BD FD #5	77957P105		3/23/2009	5/5/2009			5,085	0	5,020	65			0	65
23	RUSSELL U S VALUE S # 1151	782478762		10/6/2005	3/23/2009			2,317	0	5,400	-3,083			0	-3,083
24	RUSSELL U S VALUE S # 1151	782478762		10/6/2005	3/23/2009			18	0	43	-25			0	-25
25	RUSSELL U S VALUE S # 1151	782478762		9/19/2005	3/23/2009			2,202	0	5,400	-3,198			0	-3,198
26	RUSSELL U S VALUE S # 1151	782478762		12/13/2005	3/23/2009			54	0	128	-74			0	-74
27	RUSSELL U S VALUE S # 1151	782478762		12/13/2005	3/23/2009			537	0	1,268	-731			0	-731
28	RUSSELL U S VALUE S # 1151	782478762		1/19/2006	3/23/2009			2,223	0	5,400	-3,177			0	-3,177
29	RUSSELL U S VALUE S # 1151	782478762		12/18/2007	3/23/2009			902	0	1,884	-982			0	-982
30	RUSSELL U S VALUE S # 1151	782478762		12/18/2007	3/23/2009			4,031	0	8,417	-4,386			0	-4,386
31	RUSSELL U S VALUE S # 1151	782478762		7/26/2005	3/23/2009			2,219	0	5,400	-3,181			0	-3,181
32	RUSSELL U S VALUE S # 1151	782478762		4/4/2008	3/23/2009			644	0	944	-300			0	-300
33	RUSSELL U S VALUE S # 1151	782478762		12/13/2005	3/23/2009			32,246	0	75,635	-43,389			0	-43,389
34	RUSSELL U S VALUE S # 1151	782478762		10/4/2007	3/23/2009			65	0	179	-114			0	-114
35	RUSSELL U S VALUE S # 1151	782478762		7/7/2006	3/23/2009			65	0	160	-95			0	-95
36	RUSSELL U S VALUE S # 1151	782478762		12/15/2006	3/23/2009			1,166	0	3,012	-1,846			0	-1,846
37	RUSSELL U S VALUE S # 1151	782478762		4/6/2006	3/23/2009			24	0	61	-37			0	-37
38	RUSSELL U S VALUE S # 1151	782478762		12/15/2006	3/23/2009			90	0	233	-143			0	-143
39	RUSSELL U S VALUE S # 1151	782478762		11/18/2005	3/23/2009			2,184	0	5,400	-3,216			0	-3,216
40	RUSSELL U S VALUE S # 1151	782478762		3/22/2006	3/23/2009			2,160	0	5,400	-3,240			0	-3,240
41	RUSSELL U S VALUE S # 1151	782478762		7/7/2005	3/23/2009			7	0	17	-10			0	-10
42	RUSSELL U S VALUE S # 1151	782478762		8/22/2005	3/23/2009			2,225	0	5,400	-3,175			0	-3,175
43	RUSSELL U S VALUE S # 1151	782478762		12/13/2005	3/23/2009			242	0	573	-331			0	-331
44	RUSSELL U S VALUE S # 1151	782478762		12/19/2005	3/23/2009			2,288	0	5,400	-3,112			0	-3,112
45	RUSSELL U S VALUE S # 1151	782478762		4/5/2007	3/23/2009			29	0	76	-47			0	-47
46	RUSSELL U S VALUE S # 1151	782478762		6/22/2005	3/23/2009			2,505	0	6,000	-3,495			0	-3,495
47	RUSSELL U S VALUE S # 1151	782478762		12/18/2007	3/23/2009			122	0	255	-133			0	-133
48	RUSSELL U S VALUE S # 1151	782478762		12/15/2006	3/23/2009			355	0	658	-303			0	-303
49	RUSSELL U S VALUE S # 1151	782478762		10/3/2006	3/23/2009			72	0	183	-111			0	-111
50	RUSSELL U S VALUE S # 1151	782478762		2/22/2006	3/23/2009			2,191	0	5,400	-3,209			0	-3,209
51	RUSSELL U S VALUE S # 1151	782478762		10/6/2008	3/23/2009			157	0	228	-71			0	-71
52	RUSSELL U S VALUE S # 1151	782478762		1/22/2008	3/23/2009			1,974	0	3,667	-1,693			0	-1,693
53	RUSSELL U S VALUE S # 1151	782478762		7/7/2008	3/23/2009			143	0	247	-104			0	-104
54	RUSSELL U S VALUE S # 1151	782478762		12/23/2008	3/23/2009			230	0	247	-17			0	-17
55	RUSSELL U S VALUE S # 1151	782478762		4/4/2008	3/23/2009			114	0	222	-108			0	-108
56	RUSSELL U S VALUE S # 1151	782478762		7/6/2007	3/23/2009			77	0	220	-143			0	-143
57	RUSSEL REAL ESTATE SEC S #764	782483761		12/19/2005	3/23/2009			1,876	0	4,500	-2,624			0	-2,624
58	RUSSEL REAL ESTATE SEC S #764	782483761		10/6/2005	3/23/2009			36	0	93	-57			0	-57
59	RUSSEL EMERGING MARKETS S #878	782493746		12/18/2007	3/23/2009			601	0	1,321	-720			0	-720
60	RUSSELL EMERGING MARKETS S #878	782493746		12/20/2005	3/23/2009			116	0	210	-94			0	-94

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions						557,906		0	934,512	-376,606	0	0	-376,606
	Short Term CG Distributions								0					
61	RUSSELL EMERGING MARKETS S #878	782493746		12/20/2005	3/23/2009		116	0	210	-94			0	-94
62	RUSSELL EMERGING MARKETS S #878	782493746		12/19/2005	3/23/2009		744		1,350	-606			0	-606
63	RUSSELL EMERGING MARKETS S #878	782493746		11/18/2005	3/23/2009		222	0	402	-180			0	-180
64	RUSSELL EMERGING MARKETS S #878	782493746		2/22/2006	3/23/2009		656	0	1,350	-694			0	-694
65	RUSSELL EMERGING MARKETS S #878	782493746		1/19/2006	3/23/2009		678	0	1,350	-672			0	-672
66	RUSSELL EMERGING MARKETS S #878	782493746		12/23/2008	3/23/2009		350	0	347	3			0	3
67	RUSSELL EMERGING MARKETS S #878	782493746		12/18/2007	3/23/2009		311	0	684	-373			0	-373
68	RUSSELL EMERGING MARKETS S #878	782493746		12/15/2006	3/23/2009		183	0	362	-179			0	-179
69	RUSSELL EMERGING MARKETS S #878	782493746		12/18/2007	3/23/2009		1,579	0	3,472	-1,893			0	-1,893
70	RUSSELL EMERGING MARKETS S #878	782493746		12/23/2008	3/23/2009		350	0	347	3			0	3
71	RUSSELL EMERGING MARKETS S #878	782493746		11/18/2005	3/23/2009		7,065	0	14,435	-7,370			0	-7,370
72	RUSSELL EMERGING MARKETS S #878	782493746		12/15/2006	3/23/2009		289	0	573	-284			0	-284
73	RUSSELL EMERGING MARKETS S #878	782493746		12/16/2006	3/23/2009		909	0	1,801	-892			0	-892
74	RUSSELL EMERGING MARKETS S #878	782493746		3/22/2006	3/23/2009		661	0	1,350	-689			0	-689
75	RUSSELL REAL ESTATE SEC S #764	782493761		10/3/2007	2/23/2009		77	0	225	-148			0	-148
76	RUSSELL REAL ESTATE SEC S #764	782493761		4/5/2007	3/23/2009		141	0	437	-296			0	-296
77	RUSSELL REAL ESTATE SEC S #764	782493761		12/15/2006	3/23/2009		21	0	63	-42			0	-42
78	RUSSELL REAL ESTATE SEC S #764	782493761		12/15/2006	3/23/2009		393	0	1,169	-776			0	-776
79	RUSSELL REAL ESTATE SEC S #764	782493761		12/15/2006	3/23/2009		1,292	0	3,843	-2,551			0	-2,551
80	RUSSELL REAL ESTATE SEC S #764	782493761		10/3/2006	3/23/2009		70	0	207	-137			0	-137
81	RUSSELL REAL ESTATE SEC S #764	782493761		7/17/2006	3/23/2009		60	0	165	-105			0	-105
82	RUSSELL REAL ESTATE SEC S #764	782493761		4/6/2006	3/23/2009		135	0	361	-226			0	-226
83	RUSSELL REAL ESTATE SEC S #764	782493761		3/22/2006	3/23/2009		1,646	0	4,500	-2,854			0	-2,854
84	RUSSELL REAL ESTATE SEC S #764	782493761		2/22/2006	3/23/2009		1,700	0	4,500	-2,800			0	-2,800
85	RUSSELL REAL ESTATE SEC S #764	782493761		1/19/2006	3/23/2009		1,775	0	4,500	-2,725			0	-2,725
86	RUSSELL REAL ESTATE SEC S #764	782493761		12/13/2005	3/23/2009		12	0	29	-17			0	-17
87	RUSSELL REAL ESTATE SEC S #764	782493761		12/13/2005	3/23/2009		295	0	714	-419			0	-419
88	RUSSELL REAL ESTATE SEC S #764	782493761		12/13/2005	3/23/2009		898	0	2,173	-1,275			0	-1,275
89	RUSSELL REAL ESTATE SEC S #764	782493761		11/18/2005	3/23/2009		1,705	0	4,500	-2,795			0	-2,795
90	RUSSELL REAL ESTATE SEC S #764	782493761		10/21/2005	3/23/2009		1,813	0	4,500	-2,687			0	-2,687
91	RUSSELL REAL ESTATE SEC S #764	782493761		9/19/2005	3/23/2009		1,726	0	4,500	-2,774			0	-2,774
92	RUSSELL REAL ESTATE SEC S #764	782493761		7/6/2007	3/23/2009		64	0	181	-117			0	-117
93	RUSSELL REAL ESTATE SEC S #764	782493761		8/22/2005	3/23/2009		1,753	0	4,500	-2,747			0	-2,747
94	RUSSELL REAL ESTATE SEC S #764	782493761		7/26/2005	3/23/2009		1,679	0	4,500	-2,821			0	-2,821
95	RUSSELL REAL ESTATE SEC S #764	782493761		7/17/2005	3/23/2009		5	0	14	-9			0	-9
96	RUSSELL REAL ESTATE SEC S #764	782493761		6/22/2005	3/23/2009		1,974	0	5,000	-3,026			0	-3,026
97	RUSSELL REAL ESTATE SEC S #764	782493761		12/23/2008	3/23/2009		156	0	200	-44			0	-44
98	RUSSELL REAL ESTATE SEC S #764	782493761		10/6/2008	3/23/2009		154	0	298	-144			0	-144
99	RUSSELL REAL ESTATE SEC S #764	782493761		4/4/2008	3/23/2009		209	0	478	-269			0	-269
100	RUSSELL REAL ESTATE SEC S #764	782493761		4/4/2008	3/23/2009		646	0	1,229	-583			0	-583
101	RUSSELL REAL ESTATE SEC S #764	782493761		6/22/2005	3/23/2009		26,051	0	65,408	-39,357			0	-39,357
102	RUSSELL REAL ESTATE SEC S #764	782493761		12/2/2008	3/23/2009		1,736	0	3,440	-1,704			0	-1,704
103	RUSSELL REAL ESTATE SEC S #764	782493761		12/18/2007	3/23/2009		81	0	174	-93			0	-93
104	RUSSELL REAL ESTATE SEC S #764	782493761		12/18/2007	3/23/2009		454	0	973	-519			0	-519
105	RUSSELL REAL ESTATE SEC S #764	782493761		12/18/2007	3/23/2009		2,635	0	5,648	-3,013			0	-3,013
106	RUSSELL REAL ESTATE SEC S #764	782493761		7/17/2008	3/23/2009		126	0	253	-127			0	-127
107	RUSSELL INTERN DEV MARKET CL S #2	782494488		8/22/2008	3/23/2009		31,769	0	63,449	-31,680			0	-31,680
108	RUSSELL INTERN DEV MARKET CL S #2	782494488		8/28/2008	3/23/2009		712	0	1,150	-438			0	-438
109	RUSSELL US SM MID CAP FD CL S #267	782494520		11/19/2005	3/23/2009		20,132	0	1	20,131			0	20,131
110	RUSSELL US QUANTIT EQ CL S #2670	782494553		7/6/2005	3/23/2009		122	0	250	-128			0	-128
111	RUSSELL US QUANTIT EQ CL S #2670	782494553		3/22/2006	3/23/2009		6,742	0	12,600	-5,858			0	-5,858
112	RUSSELL US QUANTIT EQ CL S #2670	782494553		11/18/2005	3/23/2009		6,790	0	12,600	-5,810			0	-5,810
113	RUSSELL US QUANTIT EQ CL S #2670	782494553		4/5/2007	3/23/2009		145	0	282	-137			0	-137
114	RUSSELL US QUANTIT EQ CL S #2670	782494553		12/13/2005	3/23/2009		140	0	251	-111			0	-111
115	RUSSELL US QUANTIT EQ CL S #2670	782494553		10/21/2005	3/23/2009		7,212	0	12,600	-5,388			0	-5,388
116	RUSSELL US QUANTIT EQ CL S #2670	782494553		10/6/2005	3/23/2009		53	0	97	-44			0	-44
117	RUSSELL US QUANTIT EQ CL S #2670	782494553		9/19/2005	3/23/2009		6,875	0	12,600	-5,725			0	-5,725
118	RUSSELL US QUANTIT EQ CL S #2670	782494553		8/22/2005	3/23/2009		6,984	0	12,600	-5,616			0	-5,616
119	RUSSELL US QUANTIT EQ CL S #2670	782494553		7/26/2005	3/23/2009		6,935	0	12,600	-5,665			0	-5,665
120	RUSSELL US QUANTIT EQ CL S #2670	782494553		7/17/2005	3/23/2009		15	0	27	-12			0	-12

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions						557,906		0	934,512	-376,606	0	0	-376,606
	Short Term CG Distributions													
121	RUSSELL U S QUANTIT EQ CL S #2670	782494553		6/22/2005	3/23/2009		2,484	0	4,450	-1,966			0	-1,966
122	RUSSELL U S QUANTIT EQ CL S #2670	782494553		10/6/2008	3/23/2009		66	0	89	-23			0	-23
123	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/15/2006	3/23/2009		642	0	1,222	-580			0	-580
124	RUSSELL U S QUANTIT EQ CL S #2670	782494553		2/22/2006	3/23/2009		6,792	0	12,600	-5,808			0	-5,808
125	RUSSELL U S QUANTIT EQ CL S #2670	782494553		9/11/2008	3/23/2009		23	0	34	-11			0	-11
126	RUSSELL U S QUANTIT EQ CL S #2670	782494553		7/7/2008	3/23/2009		204	0	317	-113			0	-113
127	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/15/2006	3/23/2009		3,103	0	5,908	-2,805			0	-2,805
128	RUSSELL U S QUANTIT EQ CL S #2670	782494553		4/4/2008	3/23/2009		122	0	202	-80			0	-80
129	RUSSELL U S QUANTIT EQ CL S #2670	782494553		1/22/2008	3/23/2009		5,441	0	8,716	-3,275			0	-3,275
130	RUSSELL U S QUANTIT EQ CL S #2670	782494553		10/3/2006	3/23/2009		156	0	297	-141			0	-141
131	RUSSELL U S QUANTIT EQ CL S #2670	782494553		1/9/2006	3/23/2009		6,845	0	12,600	-5,755			0	-5,755
132	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/18/2007	3/23/2009		253	0	456	-203			0	-203
133	RUSSELL U S QUANTIT EQ CL S #2670	782494553		7/7/2006	3/23/2009		155	0	281	-126			0	-126
134	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/18/2007	3/23/2009		1,012	0	1,823	-811			0	-811
135	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/19/2005	3/23/2009		7,022	0	12,600	-5,578			0	-5,578
136	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/18/2007	3/23/2009		4,833	0	8,701	-3,868			0	-3,868
137	RUSSELL U S QUANTIT EQ CL S #2670	782494553		4/4/2008	3/23/2009		835	0	1,101	-266			0	-266
138	RUSSELL U S QUANTIT EQ CL S #2670	782494553		6/22/2005	3/23/2009		83,085	0	150,420	-67,335			0	-67,335
139	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/15/2006	3/23/2009		258	0	491	-233			0	-233
140	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/23/2008	3/23/2009		422	0	460	-38			0	-38
141	RUSSELL U S QUANTIT EQ CL S #2670	782494553		4/6/2006	3/23/2009		123	0	230	-107			0	-107
142	RUSSELL U S QUANTIT EQ CL S #2670	782494553		10/4/2007	3/23/2009		130	0	264	-134			0	-134
143	RUSSELL U S QUANTIT EQ CL S #2670	782494553		12/13/2005	3/23/2009		1,824	0	3,276	-1,452			0	-1,452
144	RUSSELL U S CORE EQUITY CLASS S #	782494587		6/22/2005	3/23/2009		84,265	0	146,631	-62,366			0	-62,366
145	RUSSELL U S CORE EQUITY CLASS S #	782494587		4/4/2008	3/23/2009		1,044	0	1,442	-398			0	-398
146	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		3/23/2009	5/5/2009		129	0	111	18			0	18
147	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		3/23/2009	6/17/2009		1,138	0	888	250			0	250
148	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		7/21/2009	10/15/2009		959	0	792	167			0	167
149	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		5/7/2009	6/17/2009		199	0	202	-3			0	-3
150	VANGUARD EMERGING MARKETS ETF	922042858		3/23/2009	5/5/2009		1,452	0	1,204	248			0	248
151	VANGUARD EMERGING MARKETS ETF	922042858		3/23/2009	6/17/2009		2,334	0	1,844	490			0	490
152	VANGUARD EMERGING MARKETS ETF	922042858		3/23/2009	7/21/2009		6,844	0	4,965	1,879			0	1,879
153	VANGUARD EMERGING MARKETS ETF	922042858		3/23/2009	10/15/2009		1,063	0	639	424			0	424
154	VANGUARD REIT VIPER	922908553		3/23/2009	5/5/2009		3,045	0	2,359	686			0	686
155	VANGUARD REIT VIPER	922908553		3/23/2009	6/17/2009		713	0	583	130			0	130
156	VANGUARD REIT VIPER	922908553		7/21/2009	10/15/2009		5,103	0	3,820	1,283			0	1,283
157	EPOCH US LARGE CAP EQUITY -INS #4	981477482		5/7/2009	6/17/2009		2,797	0	2,717	80			0	80
158	EPOCH US LARGE CAP EQUITY -INS #4	981477482		5/7/2009	7/21/2009		415	0	388	27			0	27
159	EPOCH US LARGE CAP EQUITY -INS #4	981477482		3/23/2009	7/21/2009		17,546	0	15,094	2,452			0	2,452

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	<u>14,586</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>14,586</u>

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

1 NONE
2
3
4
5
6
7
8
9
10

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE
