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Form 990-PF

Return of Private Foundation

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

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 01-01-2009, and ending 12-31-2009

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 Robert and Martha Trussell Family Foundation	
	Number and street (or P O box number if mail is not delivered to street address) c/o Foundation Source 501 Silversid	
	City or town, state, and ZIP code Wilmington, DE 198091377	

A Employer identification number

20-3992488

B Telephone number (see page 10 of the instructions)
(800) 839-1754

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 foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 4,895,492** **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses <i>(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))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	73	73		
4	Dividends and interest from securities.	72,199	72,199		
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	259,319			
b	Gross sales price for all assets on line 6a 2,228,881				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	188,870	174,672		
12	Total. Add lines 1 through 11	1,823	246,944		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)	34,773	34,773		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	1,451	1,051		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	85,428	58,333	27,095	
24	Total operating and administrative expenses.				
	Add lines 13 through 23	121,652	94,157	27,095	
25	Contributions, gifts, grants paid	618,500		618,500	
26	Total expenses and disbursements. Add lines 24 and 25	740,152	94,157	645,595	
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-738,329			
b	Net investment income (if negative, enter -0-)		152,787		
c	Adjusted net income (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets						
1	Cash—non-interest-bearing					
2	Savings and temporary cash investments		144,690	252,789	252,789	
3	Accounts receivable ►					
	Less allowance for doubtful accounts ►		183			
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 15 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					
10a	Investments—U S and state government obligations (attach schedule)		118,691	74,540	74,494	
b	Investments—corporate stock (attach schedule)		3,034,671	2,152,697	2,187,766	
c	Investments—corporate bonds (attach schedule)		97,000			
11	Investments—land, buildings, and equipment basis ►					
	Less accumulated depreciation (attach schedule) ►					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		2,198,308	2,375,188	2,380,443	
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)		5,593,543	4,855,214	4,895,492	
Liabilities						
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)			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					
28	Paid-in or capital surplus, or land, bldg , and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds		5,593,543	4,855,214		
30	Total net assets or fund balances (see page 17 of the instructions)		5,593,543	4,855,214		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		5,593,543	4,855,214		

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	5,593,543
2	Enter amount from Part I, line 27a	2	-738,329
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	4,855,214
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	4,855,214

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.)	
1 a	Publicly-traded Securities				
b	Passthrough K1 Capital Gain				
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	2,168,468		2,488,200	-319,732	
b	60,413			60,413	
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) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				-319,732	
b				60,413	
c					
d					
e					
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-259,319
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	516,138	6,487,486	000 079559
2007	609,196	7,347,727	000 082909
2006		82,529	
2005			
2004			
2	Total of line 1, column (d).		2 000 162468
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		3 000 040617
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.		4 4,792,715
5	Multiply line 4 by line 3.		5 194,666
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,528
7	Add lines 5 and 6.		7 196,194
8	Enter qualifying distributions from Part XII, line 4.		8 645,595

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

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 <input checked="" type="checkbox"/> and enter "N/A" on line 1	1	1,528
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	1,528
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	1,528
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,900
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	1,900
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached <input checked="" type="checkbox"/>	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	372
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 372 Refunded <input checked="" type="checkbox"/> 11	372	Refunded <input checked="" type="checkbox"/> 11

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	Yes	No
	<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>		
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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>	Yes	No
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>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
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>	Yes	No
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?	Yes	No
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>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> DE		
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>	Yes	No
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>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	No

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).	<input type="checkbox"/> 11		<input type="checkbox"/> No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12		<input type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> Yes	
14	The books are in care of ►Foundation Source Located at ►501 Silverside Road Suite 123 Wilmington DE	Telephone no ►(800) 839-1754 ZIP +4 ►198091377		
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. ►	<input type="checkbox"/> 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.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	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. ►	<input type="checkbox"/> 1b	
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?	<input type="checkbox"/> 1c	<input type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> 3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input type="checkbox"/> No
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?	<input type="checkbox"/> 4b	<input type="checkbox"/> No

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. 	<input type="checkbox"/> Yes	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i> 	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)

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
Martha O Trussell c/o Foundation Source 501 Silversid Wilmington, DE 19809	Director / Secretary 001 00	0		
Robert B Trussell c/o Foundation Source 501 Silversid Wilmington, DE 19809	President / Director / Treasurer 001 00	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:				

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

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"

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.

1	
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

1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total Add lines 1 through 3	

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 2,333,667
b	Average of monthly cash balances.	1b 151,590
c	Fair market value of all other assets (see page 24 of the instructions).	1c 2,380,443
d	Total (add lines 1a, b, and c).	1d 4,865,700
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 4,865,700
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) <input checked="" type="checkbox"/>	4 72,986
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 4,792,715
6	Minimum investment return. Enter 5% of line 5.	6 239,636

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.	1 239,636
2a	Tax on investment income for 2009 from Part VI, line 5.	2a 1,528
b	Income tax for 2009 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 1,528
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 238,108
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 238,108
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.	7 238,108

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 <input checked="" type="checkbox"/>	1a 645,595
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 645,595
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 1,528
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 644,067

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				238,108
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004.				
b From 2005.				
c From 2006.				
d From 2007.	376,710			
e From 2008.	194,568			
f Total of lines 3a through e.	571,278			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ _____ 645,595				
a Applied to 2008, but not more than line 2a				
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.				238,108
e Remaining amount distributed out of corpus	407,487			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	978,765			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.				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)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	978,765			
10 Analysis of line 9				
a Excess from 2005.				
b Excess from 2006.				
c Excess from 2007.	376,710			
d Excess from 2008.	194,568			
e Excess from 2009.	407,487			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

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

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

c Any submission deadlines

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

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

Recipient	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 Additional Data Table				
Total			► 3a	618,500
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

12 Subtotal Add columns (b), (d), and (e).

13. Total: Add line 12, columns (b), (d), and (e).

13 **Total:** Add line 12, columns (b), (d), and (e).
(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Additional Data

Software ID: 09000123
Software Version:
EIN: 20-3992488
Name: Robert and Martha Trussell Family Foundation

Part VI Line 7 - Tax Paid Original Return: 1900

Form 990PF Part XV Line 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				
AMERICAN CHESTERTON SOCIETY 4117 PEBBLEBRK CIR BLOOMINGTON, MN 55437	N/A	509(a)(1)	General Unrestricted	1,000
APOSTOLATE FOR FAMILY CONSECRATION 3375 COUNTY RD 36 BLOOMINGDALE, OH 43910	N/A	509(a)(1)	General Unrestricted	2,000
ARCHDIOCESE FOR THE MILITARY SERVIC 1025 MICHIGAN AVE NE WASHINGTON, DC 20017	N/A	509(a)(1)	General Unrestricted	1,000
AVE MARIA UNIVERSITY INC 5050 AVE MARIA BLVD AVE MARIA, FL 34142	N/A	509(a)(1)	General Unrestricted	2,000
BENEDICTINES OF MARY QUEEN OF APOST 1400 NE 42ND TER KANSAS CITY, MO 64116	N/A	509(a)(1)	General Unrestricted	500
BLUEGRASS INST PUBLIC POLICY SOLUTPO BOX 11706 LEXINGTON, KY 40577	N/A	509(a)(1)	General Unrestricted	7,500
CAMALDOLESE HERMITS OF AMERICA INC 62475 COAST HWY 1 BIG SUR, CA 93920	N/A	509(a)(1)	General Unrestricted	1,000
CATHEDRAL OF CHRIST THE KING 299 COLONY BLVD LEXINGTON, KY 40502	N/A	509(a)(1)	Sunday Collections	30,000
CATHOLIC ANSWERS INC PO BOX 199000 SAN DIEGO, CA 92159	N/A	509(a)(1)	This Rock - Recent Mailer Campaign	5,000
CATHOLIC CHURCH EXTENSION SOCIETY O 150 S WACKER DR CHICAGO, IL 60606	N/A	509(a)(1)	General Unrestricted	2,500
CATHOLIC FAMILY HUMAN RIGHTS INST 866 UN PLZ STE 427 NEW YORK, NY 10017	N/A	509(a)(1)	General Unrestricted	1,000
CATHOLIC RELIEF SERVICES INC 228 W LEXINGTON ST BALTIMORE, MD 21201	N/A	509(a)(1)	General Unrestricted	5,000
CATHOLIC SOCIAL SERVICE BUREAU 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	General Unrestricted	5,000
CATHOLIC SOCIAL SERVICE BUREAU 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	Charitable Event	5,000
CATHOLICS UNITED FOR THE FAITH 827 N 4TH ST STEUBENVILLE, OH 43952	N/A	509(a)(1)	General Unrestricted	2,500
Total			► 3a	618,500

Form 990PF Part XV Line 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				
CHRISTIAN APPALACHIAN PROJECT INC322 CRAB ORCHARD RD LANCASTER, KY 40444	N/A	509(a)(2)	General Unrestricted	5,000
CHRYSALIS HOUSE INC1589 HILL RISE DR LEXINGTON, KY 40504	N/A	509(a)(1)	General Unrestricted	2,000
DAUGHTERS OF CHARITY OF ST VINCENT ST JOSEPHS PROVINCIAL HOUSE EMMITSBURG, MD 21727	N/A	509(a)(1)	General Unrestricted	500
DOMINICAN FRIARS PROVINCE OF ST JOS141 E 65TH ST NEW YORK, NY 10065	N/A	509(a)(1)	General Unrestricted	500
DOMINICAN HIGH SCHOOL120 E SILVER SPRING DR WHITEFISH BAY, WI 53217	N/A	509(a)(1)	Annual Fund	30,000
DOMINICAN SISTERS OF MARY MOTHER OF4597 WARREN RD ANN ARBOR, MI 48105	N/A	509(a)(1)	General Unrestricted	1,000
FEED THE CHILDREN INC333 N MERIDIAN AVE OKLAHOMA CITY, OK 73107	N/A	509(a)(1)	General Unrestricted	2,000
FELLOWSHIP OF CATHOLIC UNIVERSITY S11990 GRANT ST STE 520 DENVER, CO 80233	N/A	509(a)(1)	General Unrestricted	25,000
FOOD FOR THE POOR INC6401 LYONS RD COCONUT CREEK, FL 33097	N/A	509(a)(1)	General Unrestricted	5,000
HOMEBASE YOUTH SERVICES931 E DEVONSHIRE AVE PHOENIX, AZ 85014	N/A	509(a)(1)	General Unrestricted	2,500
IHR EDUCATIONAL BROADCASTING - IMMA7956 CALIFORNIA AVE FAIR OAKS, CA 95628	N/A	509(a)(1)	Phoenix Catholic Radio Initiative	100,000
INNOVATIVE MEDIA INCPO BOX 467603 ATLANTA, GA 31146	N/A	509(a)(1)	General Unrestricted	5,000
LEGION OF CHRIST COLLEGE OF HUMANITDEVELOPMENT OFC 33 ROSSOTTO DR HAMDEN, CT 06514	N/A	509(a)(1)	General Unrestricted	75,000
LIFE LEGAL DEFENSE FOUNDATION PO BOX 2105 NAPA, CA 94558	N/A	509(a)(1)	General Unrestricted	2,000
MAGGIES PLACE INCPO BOX 1102 PHOENIX, AZ 85001	N/A	509(a)(1)	General Unrestricted	5,000
Total			► 3a	618,500

Form 990PF Part XV Line 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				
MATER ECCLESIAE FUND FOR VOCATIONSPO BOX 7433 FALLS CHURCH, VA 22040	N/A	509(a)(1)	General Unrestricted	1,500
MATTHEW KELLY FOUNDATION 2330 KEMPER LN CINCINNATI, OH 45206	N/A	509(a)(1)	General Unrestricted	5,000
MISSIONARY OBLATES OF MARY IMMACULATA 327 OBLATE DR SAN ANTONIO, TX 78216	N/A	509(a)(1)	General Unrestricted	1,000
MONKS OF THE MOST BLESSED VIRGIN MAPO BOX 728 CODY, WY 82414	N/A	509(a)(1)	General Unrestricted	7,000
NATIONAL CHRISTIAN CHARITABLE FOUNDATION 11625 RAINWATER DR STE 500 ALPHARETTA, GA 30009	N/A	509(a)(1)	Sanctity of Life Fund No 13412	50,000
NATIVITY JESUIT MIDDLE SCHOOL INC 1515 S 29TH ST MILWAUKEE, WI 53215	N/A	509(a)(1)	General Unrestricted	5,000
PROVINCE OF ST AUGUSTINE OF THE CAP 220 37TH ST PITTSBURGH, PA 15201	N/A	509(a)(1)	General Unrestricted	1,000
RACE TRACK CHAPLAINCY OF AMERICA INC 1050 S PRAIRIE AVE LOS ANGELES, CA 90301	N/A	509(a)(1)	General Unrestricted	2,500
RENEWAL MINISTRIES INC 230 COLLINGWOOD ST STE 240 ANN ARBOR, MI 48103	N/A	509(a)(1)	General Unrestricted	2,500
ROMAN CATHOLIC DIOCESE OF LEXINGTON 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	Catholic Way Bible Study Program	5,000
ROMAN CATHOLIC DIOCESE OF LEXINGTON 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	Charitable Event	3,000
ROMAN CATHOLIC DIOCESE OF LEXINGTON 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	Diocesan Annual Appeal Campaign	25,000
ROMAN CATHOLIC DIOCESE OF LEXINGTON 1310 W MAIN ST LEXINGTON, KY 40508	N/A	509(a)(1)	St Peter and Paul School Building Campaign	50,000
SHEPHERDS HOUSE INC 230 LEXINGTON GREEN CIR STE 600 LEXINGTON, KY 40503	N/A	509(a)(2)	General Unrestricted	1,000
STARBOARD MEDIA FOUNDATION INC 1496 BELLEVUE ST STE 202 GREEN BAY, WI 54311	N/A	509(a)(1)	General Unrestricted	7,500
Total			► 3a	618,500

Form 990PF Part XV Line 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				
THE RIGHT TO LIFE EDUCATIONAL FOUND134 BRECKENRIDGE LN LOUISVILLE, KY 40207	N/A	509(a)(1)	General Unrestricted	5,000
THY KINGDOM COME NETWORK INC195 MOORE DR LEXINGTON, KY 40503	N/A	PF	Expenditure Responsibility Grant	100,000
THY WILL BE DONE INC195 MOORE DR LEXINGTON, KY 40503	N/A	PF	General Unrestricted	10,000
TRIPLE CROWN ACADEMY INC9104 WESTPORT RD LOUISVILLE, KY 40242	N/A	509(a)(1)	General Unrestricted	5,000
Total			► 3a	618,500

TY 2009 Investments Corporate Stock Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Software ID: 09000123

Software Version: 2009.0.12

Name of Stock	End of Year Book Value	End of Year Fair Market Value
152 shares of ACE LTD ACE	7,968	7,660
165 shares of ACTIVISION BLIZZARD INC ATVI	2,100	1,832
746 shares of ADVANCED SEMICONDUCT ASX	2,643	3,304
247 shares of Aflac Inc. AFL	11,010	11,424
31 shares of Air Prods Chem Inc. APD	1,948	2,513
167 shares of Allergan Inc. AGN	8,826	10,523
391 shares of American Electric Power Inc. AEP	17,262	13,603
141 shares of American Tower Corp CI A AMT	5,111	6,093
214 shares of AMGEN INC AMGN	12,391	12,106
196 shares of AMPHENOL CORPA APH	5,101	9,051
36 shares of AOL INC COMMON STOCK AOL	792	838
86 shares of APPLE INC. AAPL	8,353	18,123
73 shares of Arcelor Mittal MT	5,782	3,340
185 shares of ARTIO GLOBAL INVEST ART	4,867	4,716
307 shares of ASML HOLDING NV NY REG SHS ASML	5,435	10,466
385 shares of Associated British Foods PLC ASBFY.PK	5,298	5,110
597 shares of ATT CORP COM NEW T	18,519	16,734
1602 shares of ATMEL CORPORATION ATML	6,241	7,385
450 shares of AUTODESK, INC. ADSK	11,069	11,435
284 shares of Avon Products AVP	7,298	8,946
308 shares of BAKER HUGHES INTL BHI	10,792	12,468
345 shares of BANCO BILBAO ARG SA BBVA	6,113	6,224
361 shares of BANK NEW YORK MELLON CORP COM BK	11,770	10,097
1098 shares of BANK OF AMERICA CORP BAC	18,663	16,536
537 shares of BANK OF EAST ASIA LTD ADR BKEAY.PK	1,337	2,105
314 shares of BARCLAYS PLC ADR BCS	7,427	5,526
102 shares of Bard C R Inc. BCR	7,776	7,946
93 shares of Bayer A G Sponsored Adr BAYRY.PK	4,767	7,421
182 shares of BIOMARIN PHARMACEUTICAL INC. BMRN	2,989	3,423
195 shares of BNP PARIBAS SPONS ADR BNPQY.PK	6,954	7,831

Name of Stock	End of Year Book Value	End of Year Fair Market Value
344 shares of Broadcom Corporation BRCM	7,079	10,826
116 shares of BUCYRUS INTERNATIONAL INC BUCY	4,420	6,539
101 shares of Burlington Northern Santa Fe BNI	8,556	9,961
95 shares of Canon Inc. CAJ	4,364	4,020
521 shares of CAPITALAND LTD S/ADR CLLDY.PK	1,864	3,136
402 shares of Carnival Corp CCL	17,375	12,739
352 shares of CARREFOUR S A CRERY.PK	3,356	3,337
91 shares of CENOVUS ENERGY INC CVE	1,956	2,293
252 shares of CENTRAL EUROPEAN DISTRIBUTION CORPORATION - COMMON CEDC	6,718	7,159
221 shares of ChevronTexaco Corp CVX	16,385	17,015
75 shares of China Construct Unspn ADR CICHY.PK	3,345	3,200
9 shares of CME GROUP, INC CME	2,789	3,024
254 shares of COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS CTSH	6,862	11,514
1056 shares of Comcast Corp Cl A CMCSA	18,261	17,804
143 shares of CONCUR TECHNOLOGIES CNQR	3,976	6,113
221 shares of CONTINENTAL RESOURCES INC CLR	5,939	9,479
503 shares of COVIDIEN LTD COV	21,660	24,089
106 shares of Credit Suisse Group ADR CS	4,301	5,211
138 shares of CRH PLC - AMERICAN DEPOSITORY SHARES CRH	4,096	3,772
97 shares of DAIMLERCHRYSLER AG DDAIF.PK	7,278	5,170
119 shares of DAVITA INC COMMON DVA	6,405	6,990
106 shares of DBS GROUP HLDGS SPON ADR DBSDY.PK	2,653	4,664
63 shares of Delhaize Group Spd Adr DEG	4,784	4,833
146 shares of DICKS SPORTING GDS DKS	2,625	3,631
68 shares of DIGITAL RLTY TR INC DLR	2,259	3,419
190 shares of E.ON AG SPON ADR REP 1/3 ORD NPV EONGY.PK	7,457	7,933
129 shares of Ecolab Inc ECL	4,133	5,751
91 shares of ENCANA CORP ECA	2,303	2,947
555 shares of ENERGYSOLUTIONS INC ES	6,874	4,712
110 shares of EOG RESOURCES INC EOG	9,584	10,703

Name of Stock	End of Year Book Value	End of Year Fair Market Value
251 shares of EXELON CORPORATION EXC	16,581	12,266
130 shares of Express Scripts Inc. ESRX	7,163	11,235
40 shares of F5 NETWORKS, INC. FFIV	982	2,119
190 shares of Fedex Corporation Common Stock FDX	16,057	15,856
231 shares of First Energy Corp FE	10,490	10,730
104 shares of FLOWERS FOODS INC FLO	2,303	2,471
216 shares of Fortune Brands Inc. FO	15,631	9,331
59 shares of FRESENIUS MED CAR AG FMS	2,622	3,128
164 shares of GAMESTOP CORP GME	3,886	3,598
297 shares of GEN DYNAMICS CP GD	16,302	20,246
217 shares of Glaxosmithkline PLC GSK	7,968	9,168
48 shares of HEIDELBERGCEMENT HLBZF.PK	3,284	3,300
138 shares of HENKEL KGAA PFD SHS ADR HENOV.PK	6,776	7,148
63 shares of Henry Schein Inc HSIC	3,304	3,314
159 shares of HESS CORP HES	8,576	9,620
340 shares of HEWLETT PACKARD CO HPQ	12,728	17,513
263 shares of HOME RETAIL GRP UNSP/ADR HMRLY.PK	4,049	4,799
339 shares of Illinois Tool Works ITW	16,482	16,269
207 shares of IMMUCOR INC BLUD	4,441	4,190
109 shares of IMPERIAL TOBACCO GRO ITYBY.PK	5,525	6,908
57 shares of INDITEX IDEXF.PK	2,119	3,549
562 shares of ING GROUP N V SPONSORED ADR ING	3,648	5,513
63 shares of INTERCNTNTLEXCHANGE ICE	5,483	7,075
159 shares of International Game Technology IGT	2,699	2,984
1145 shares of Interpublic Group of Cos IPG	9,513	8,450
2275 shares of ISHARES RUSSELL 2000 IWM	167,613	142,051
1420 shares of ISHARES RUSSELL MIDCAP G IN FD IWP	68,707	64,383
1762 shares of ISHARES TRUST MSCI EAFE INDEX FUND EFA	107,732	97,403
103 shares of JAMES HARDIE IND ADR JHX	2,966	3,935
46 shares of Joy Global Inc. JOYG	1,685	2,372

Name of Stock	End of Year Book Value	End of Year Fair Market Value
520 shares of JP MORGAN CHASE CO JPM	17,795	21,668
210 shares of KAO CORP ADR KCRPY.PK	5,309	4,906
498 shares of KROGER CO KR	11,123	10,224
192 shares of LKQ CORPORATION - LKQ CORPORATION COMMON STOCK LKQX	4,126	3,761
289 shares of LVMH MOET HENN UNSP LVMUY.PK	3,569	6,488
839 shares of Man Group Plc Unspon Adr MNGPY.PK	3,993	4,180
359 shares of MARATHON OIL CORP COM MRO	18,491	11,208
528 shares of Marvell Tech Group MRVL	6,135	10,956
121 shares of Medco Health Solutions Inc. MHS	5,603	7,733
442 shares of Medtronic Inc MDT	16,497	19,439
380 shares of Merck Co Inc. MRK	11,975	13,885
90 shares of MICROS SYSTEMS, INC MCRS	2,898	2,793
905 shares of MICROSOFT CORPORATION MSFT	26,081	27,584
224 shares of MITSUBISHI CORP SPON MSBHY.PK	9,157	11,146
123 shares of MONSANTO CO MON	9,921	10,055
358 shares of MONSTER WORLDWIDE, INC MWW	5,388	6,229
317 shares of Morgan Stanley MS	6,231	9,383
172 shares of MSC INDUSTRIAL DRCT MSM	5,671	8,084
111 shares of MSCI INC MSCI	2,385	3,530
70 shares of Naspers LTD N Spons ADR NPSNY.PK	2,188	2,856
159 shares of National Australia Bk Ltd NABZY.PK	3,550	3,883
52 shares of NATL OILWELL VARCO NOV	1,930	2,293
254 shares of NetApp, Inc. NTAP	5,394	8,727
30 shares of NETFLIX INC NFLX	1,614	1,653
1105 shares of NEW WORLD DEV LTD S/ADR NDVLY.PK	2,756	4,420
135 shares of Newfield Exploration Co NFX	4,001	6,511
458 shares of NIPPON YUSEN KBSHKI S/ADR NPNYY.PK	4,022	2,835
482 shares of Nissan Motor Ltd ASR NSANY.PK	5,679	8,498
296 shares of NOBEL BIOCARE HOLDINGS AG ADR NBHGY.PK	2,990	4,928
207 shares of NOBLE CORPORATION NE	6,128	8,425

Name of Stock	End of Year Book Value	End of Year Fair Market Value
698 shares of NOMURA HOLDINGS ADR NMR	10,263	5,165
213 shares of NTT DOCOMO ADS DCM	3,201	2,978
176 shares of O'Reilly Automotive Inc. ORLY	6,142	6,709
132 shares of OAO GAZPROM SPONS GDR OGZPY.PK	2,536	3,366
308 shares of Omnicom Group OMC	13,410	12,058
108 shares of ORIX CORP ADS IX	3,341	3,689
407 shares of PACCAR INC PCAR	17,433	14,762
257 shares of PEABODY ENERGY CORP BTU	11,776	11,619
309 shares of Pepsico Inc PEP	16,665	18,787
309 shares of PETRO GEO ADR NEW PGSVY.PK	2,234	3,538
1080 shares of PFIZER INC. PFE	14,729	19,645
398 shares of PRINCIPAL FINANCIAL GROUP PFG	9,210	9,568
412 shares of PROCTER GAMBLE CO PG	21,848	24,980
317 shares of PRUDENTIAL PLC SC PUK	4,952	6,464
2075 shares of QANTAS AIRWAYS LTD QUBSF.PK	2,918	5,478
107 shares of QIAGEN NV QGEN	2,027	2,389
252 shares of QUALCOMM INC QCOM	10,478	11,658
258 shares of Quanta Svcs Inc. PWR	7,455	5,377
271 shares of REGAL BELOITE CP RBC	12,521	14,076
78 shares of RICOH CO LTD SPN ADR RICOY.OB	5,360	5,554
39 shares of Rio Tinto PLC Sponsored Adr RTP	7,152	8,400
288 shares of ROCHE HOLDING LTD ADR RHHBY.PK	12,414	12,154
141 shares of ROYAL DUTCH SHELL PLC RDS-A	8,188	8,476
94 shares of Ryanair Holdings PLC-ADR Com RYAAY	2,838	2,520
258 shares of RYDER SYSTEM COMMON R	7,813	10,622
311 shares of SAGE GROUP PLC UNS/ADR SGPY.PK	4,623	4,491
73 shares of SALESFORCE.COM CRM	3,290	5,385
295 shares of SAMPO OYJ UNSPONSORED ADR SAXPY.PK	3,853	3,602
125 shares of SBA COMMUNICATIONS SBAC	1,940	4,270
162 shares of Scotts Co. Class A SMG	6,412	6,368

Name of Stock	End of Year Book Value	End of Year Fair Market Value
298 shares of SGS SA UNSP ADR SGSOY.PK	4,025	3,886
110 shares of SHIN-ETSU CHEMICAL C SHECY.PK	4,952	6,243
75 shares of SHIRE PHARMACEUTICALS, INC SHPGY.PK	3,899	4,403
63048 shares of SMA RELATIONSHIP TR SER T SRTTX	356,082	270,476
173 shares of SOLARWINDS INC SWI	3,354	3,981
232 shares of SOLERA HOLDINGS INC SLH	6,132	8,354
778 shares of Southwest Airlines LUV	7,467	8,893
157 shares of SOUTHWESTERN ENERGY SWN	6,180	7,567
243 shares of Spdr SP 500 ETF Trust SPY	30,429	27,080
90 shares of SPX CORP SPW	7,559	4,923
253 shares of STEC, INC. STEC	7,318	4,134
35 shares of STRAYER EDUCATION, INC STRA	5,969	7,438
1504 shares of SUMITOMO MITSUI FINCL GRP SMFJY.PK	9,047	4,286
232 shares of TALECRIS BIOTHERAPEUTICS HLDG TLCR	5,000	5,167
418 shares of TD Ameritrade Holding Corp AMTD	7,011	8,101
143 shares of TELEKOM AUSTRIA AG S/ADR TKAGY.PK	6,055	4,024
181 shares of TELENOR ASA S/ADR TELNY.PK	3,876	7,566
186 shares of TERADATA CORPORATION TDC	3,581	5,846
290 shares of TETRA TECH INC New TTEK	8,163	7,879
424 shares of TH K CO LTD THKLY.PK	2,756	3,702
99 shares of Thermo Fisher Scientific Inc TMO	4,468	4,721
364 shares of Time Warner Inc. TWX	10,713	10,607
108 shares of TNT N.V. ADS TNTTY.PK	2,719	3,326
114 shares of Transcanada Corp TRP	4,327	3,918
112 shares of TREEHOUSE FOODS INC THS	4,046	4,352
17 shares of TULLOW OIL PLC ADR UK TUWOY.PK	2,531	3,485
221 shares of ULTRA PETROLEUM CORP UPL	9,861	11,019
285 shares of UnitedHealth Group Inc. UNH	7,459	8,687
178 shares of URBAN OUTFITTERS, INC URBN	4,499	6,228
3991 shares of VANGUARD EMERGING MARKETS STOCK INDEX VIPERS VWO	129,268	163,631

Name of Stock	End of Year Book Value	End of Year Fair Market Value
390 shares of Viacom Inc. Cl B VIA-B	7,047	11,595
245 shares of VMWARE INC VMW	7,081	10,383
500 shares of Vodafone Group PLC VOD	13,106	11,545
238 shares of Wal-Mart Stores Inc. WMT	12,209	12,721
793 shares of WELLS FARGO CO. WFC	20,534	21,403
402 shares of WMS INDUSTRIES INC WMS	10,778	16,080

TY 2009 Investments Government Obligations Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Software ID: 09000123

Software Version: 2009.0.12

US Government Securities - End of

Year Book Value: 74,540

US Government Securities - End of

Year Fair Market Value: 74,494

State & Local Government

**Securities - End of Year Book
Value:**

State & Local Government

**Securities - End of Year Fair
Market Value:**

TY 2009 Investments - Other Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Software ID: 09000123

Software Version: 2009.0.12

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LEXINGTON KEYSTONE FUND LLC KEYSTONE		1,112,144	1,117,399
WAYCROSS 50/50 GROWTH FUND L.P WAYCROSS		1,263,044	1,263,044

TY 2009 Other Expenses Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Software ID: 09000123

Software Version: 2009.0.12

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	27,095			27,095
Bank Charge	289	289		
K1 passthrough LEXINGTON KEYSTONE FUND LLC	58,044	58,044		

TY 2009 Other Income Schedule

Name: Robert and Martha Trussell Family Foundation**EIN:** 20-3992488**Software ID:** 09000123**Software Version:** 2009.0.12

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Federal Tax Refund	14,198		
Foreign Tax Refund	161	161	
LEXINGTON KEYSTONE FUND LLC K-1 Pass-Through Share of Partnership Income/Loss	9,775	9,775	
WAYCROSS 50/50 GROWTH FUND L P K-1 Pass-Through Share of Partnership Income/Loss	164,736	164,736	

TY 2009 Other Professional Fees Schedule

Name: Robert and Martha Trussell Family Foundation

EIN: 20-3992488

Software ID: 09000123

Software Version: 2009.0.12

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	34,773	34,773		

TY 2009 Taxes Schedule

Name: Robert and Martha Trussell Family Foundation**EIN:** 20-3992488**Software ID:** 09000123**Software Version:** 2009.0.12

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated tax for 2009	400	0	0	0
Foreign Tax Paid	1,051	1,051	0	0