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

Department of the Treasury
 Internal Revenue Service

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

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation FOOTHOLD	A Employer identification number 20-8968356
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 712320	B Telephone number (see page 10 of the instructions) 801-944-7722
	City or town, state, and ZIP code SALT LAKE CITY, UTAH 84171-2320	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,423,502	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
	1 Contributions, gifts, grants, etc., received (attach schedule)	933			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	21,871	21,871	21,871	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	346,403			
	b Gross sales price for all assets on line 6a 1,850,399				
	7 Capital gain net income (from Part IV, line 2)		346,403		
	8 Net short-term capital gain			346,403	
	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)				
	12 Total. Add lines 1 through 11	369,207	368,274	368,274	
Operating and Administrative Expenses	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)	14,430	14,430		14,430
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	746	746	746	746
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,014	1,014	714	1,014
24 Total operating and administrative expenses. Add lines 13 through 23	16,190	16,190	1,460	16,190	
25 Contributions, gifts, grants paid	87,789			87,789	
26 Total expenses and disbursements. Add lines 24 and 25	103,979	16,190	1,460	103,979	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	265,228				
b Net investment income (if negative, enter -0-)		352,084			
c Adjusted net income (if negative, enter -0-)			366,813		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	1,987,083	27,823	27,823
	2	Savings and temporary cash investments	56,650	3,620	3,620
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)		452,519	584,384
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ <u>Real Estate</u>)		1,807,749	1,807,749	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,043,733	2,291,711	2,423,502	
Liabilities	17	Accounts payable and accrued expenses	30,000	12,750	
	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)	30,000	12,750	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> 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	2,013,733	2,278,961		
30	Total net assets or fund balances (see page 17 of the instructions)	2,013,733	2,278,961		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,043,733	2,291,711		

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 2,013,733
2	Enter amount from Part I, line 27a	2 265,228
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 2,278,961
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 2,278,961

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 SCHEDULE "L"				
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 1,850,399		1,503,996	346,403	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			346,403	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	346,403
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		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	94,326	2,025,973	4.65584%
2007	5,263	1,989,079	0.26462%
2006			
2005			
2004			

2 Total of line 1, column (d)	2	4.92046%
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	2.46023%
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,180,941
5 Multiply line 4 by line 3	5	53,656
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,521
7 Add lines 5 and 6	7	57,177
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	104,694

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 type="checkbox"/> and enter "N/A" on line 1. 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	1	3,521	
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	3,521	
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	3,521	
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
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	0	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	23	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,544	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0</u> (2) On foundation managers. ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
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>		✓
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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		✓
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?	✓	
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>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>Utah</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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>	✓	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13		✓
14	The books are in care of ▶ Richard Beckstrand Telephone no. ▶ 801-944-7722 Located at ▶ 6322 South 3000 East, Salt Lake City, Utah ZIP+4 ▶ 84121			
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			<input type="checkbox"/>

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

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

	Yes	No
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)? . . . 1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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		✓
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.) 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>) 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		✓
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		✓

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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE "N"				

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE ATTACHED SCHEDULE "O"	
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	
3 All other program-related investments. See page 24 of the instructions NONE	
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	1,344,374
b	Average of monthly cash balances	1b	869,779
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,214,153
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,214,153
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	33,212
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,180,941
6	Minimum investment return. Enter 5% of line 5	6	109,047

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	109,047
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,521
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,521
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	105,526
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	105,526
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	105,526

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	103,979
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	714
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	104,694
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	3,521
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	101,173

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				105,526
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			98,917	
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				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 104,694				
a Applied to 2008, but not more than line 2a			98,917	
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				5,777
e Remaining amount distributed out of corpus				
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:				
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				99,750
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				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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 ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	109,047	69,966	99,454		278,467
b 85% of line 2a	92,690	59,471	84,536		236,697
c Qualifying distributions from Part XII, line 4 for each year listed	104,694	95,026	5,236		204,956
d Amounts included in line 2c not used directly for active conduct of exempt activities	746	916	802		2,464
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	103,948	94,110	4,434		202,492
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets	2,423,502	2,043,773	2,038,740		6,505,975
(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	72,698	67,532	66,303		206,533
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)	933				933
(3) Largest amount of support from an exempt organization					
(4) Gross investment income	368,274	70,018	43,132		481,424

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).)

Richard N. Beckstrand

- 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:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE ATTACHED SCHEDULE "P"</p>				
Total ▶				3a 87,789
<p>b <i>Approved for future payment</i></p>				
Total ▶				3b

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule A - Part I, Line 1(a), Contributions, gifts received.

<u>Date</u>	<u>Description</u>	<u>FMV</u>
7/15/2009	Contribution from Thomas L Hannum	933

933

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule C - Form 990-PF, Part I, line 16a, Other Professional fees:

Consulting fees

14,430

14,430

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule D - Form 990-PF, Part I, line 18, Taxes:

Income Taxes
Foreign taxes

746

746

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule F - Form 990-PF, Part I, line 23, Other Expenses:

Office Supplies	
Misc expenses	284
Bank fees	714
Penalties	16
	<hr/>
	1,014
	<hr/>

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule G - Form 990-PF, Part II, line 10(b), Investments - Corporate Stocks:

<u>Shares</u>	<u>Name</u>	<u>Basis</u>	<u>FMV</u> <u>31-Dec-09</u>
3,000	Bank Amer Corp	33,451	45,180
1,000	Boston Properties Inc	47,133	67,070
1,000	Caterpillar Inc	38,007	56,990
2,000	Chesapeake Energy Corp	40,263	51,760
500	Conocophillips	21,929	25,535
2,500	Cisco Systems	49,127	59,850
1,500	Energy Transfer Partners Un	64,468	67,455
1,000	Microsoft Corp	21,702	30,480
6,000	Prologis Tr Sh Ben Int	48,207	82,140
1,000	Xto Energy Inc	43,007	46,530
4,000	Zions Bancorp	45,225	51,320
		<u>452,519</u>	<u>584,310</u>

Schedule L - Form 990-PF, Part IV, line 1, Capital Gains and Losses for tax investment income

a	b	c	d	e	f	g	h	i	j	k	l	
Description	UNITS	How Acquired	Date Acq	Date Sold	Sales Price	Depr	Cost/Basis	Gain/(loss)	FMV 12/31/09	Adj Basis 12/31/09	Excess of col j over l	Gains Col h-k
Extra Space Storage Inc - EXR	2,200	Purchased	5/27/2009	11/9/2009	\$23,627.39		\$15,994.00	\$7,633.39				\$7,633.39
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,074.97		\$727.00	\$347.97				\$347.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,076.97		\$727.00	\$349.97				\$349.97
Extra Space Storage Inc - EXR	1,500	Purchased	5/27/2009	11/9/2009	\$16,109.58		\$10,905.00	\$5,204.58				\$5,204.58
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,074.97		\$727.00	\$347.97				\$347.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,076.97		\$727.00	\$349.97				\$349.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,076.97		\$727.00	\$349.97				\$349.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,076.97		\$727.00	\$349.97				\$349.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,076.97		\$727.00	\$349.97				\$349.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
Extra Space Storage Inc - EXR	100	Purchased	5/27/2009	11/9/2009	\$1,075.97		\$727.00	\$348.97				\$348.97
General Electric Co - GE	500	Purchased	6/2/2009	11/9/2009	\$7,939.84		\$6,865.70	\$1,074.14				\$1,074.14
General Electric Co - GE	500	Purchased	6/2/2009	11/9/2009	\$7,939.84		\$6,865.70	\$1,074.14				\$1,074.14
General Electric Co - GE	91	Purchased	6/2/2009	11/9/2009	\$1,438.05		\$1,249.56	\$188.49				\$188.49
General Electric Co - GE	500	Purchased	6/2/2009	11/9/2009	\$7,939.84		\$6,865.70	\$1,074.14				\$1,074.14
General Electric Co - GE	500	Purchased	6/2/2009	11/9/2009	\$7,939.84		\$6,865.70	\$1,074.14				\$1,074.14
General Electric Co - GE	2,409	Purchased	6/2/2009	11/9/2009	\$38,254.42		\$33,078.94	\$5,175.48				\$5,175.48
General Electric Co - GE	500	Purchased	6/2/2009	11/9/2009	\$7,939.84		\$6,865.70	\$1,074.14				\$1,074.14
General Electric Co - GE	740	Purchased	7/20/2009	11/9/2009	\$11,751.04		\$8,658.00	\$3,093.04				\$3,093.04
General Electric Co - GE	260	Purchased	7/20/2009	11/9/2009	\$4,128.74		\$3,042.00	\$1,086.74				\$1,086.74
General Electric Co - GE	860	Purchased	7/20/2009	11/9/2009	\$13,656.62		\$10,069.00	\$3,587.62				\$3,587.62
General Electric Co - GE	140	Purchased	7/20/2009	11/9/2009	\$2,223.17		\$1,638.00	\$585.17				\$585.17
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	2,500	Purchased	6/8/2009	11/9/2009	\$37,049.29		\$28,700.00	\$8,349.29				\$8,349.29
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	200	Purchased	6/8/2009	11/9/2009	\$2,963.94		\$2,296.00	\$667.94				\$667.94
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	400	Purchased	6/8/2009	11/9/2009	\$5,927.88		\$4,592.00	\$1,335.88				\$1,335.88
Graftech Intl Ltd - GTI	200	Purchased	6/8/2009	11/9/2009	\$2,963.94		\$2,296.00	\$667.94				\$667.94
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.97		\$1,148.00	\$333.97				\$333.97
Graftech Intl Ltd - GTI	500	Purchased	6/8/2009	11/9/2009	\$7,409.85		\$5,740.00	\$1,669.85				\$1,669.85
Graftech Intl Ltd - GTI	100	Purchased	6/8/2009	11/9/2009	\$1,481.21		\$1,155.00	\$326.21				\$326.21
Graftech Intl Ltd - GTI	300	Purchased	6/8/2009	11/9/2009	\$4,443.63		\$3,444.00	\$999.63				\$999.63
Ishares Ftse Xinhua China 25 Beo - F	700	Purchased	6/12/2009	11/9/2009	\$31,925.90		\$27,580.00	\$4,345.90				\$4,345.90
Ishares Ftse Xinhua China 25 Beo - F	100	Purchased	6/12/2009	11/9/2009	\$4,560.84		\$3,940.00	\$620.84				\$620.84
Ishares Ftse Xinhua China 25 Beo - F	50	Purchased	6/12/2009	11/9/2009	\$2,280.42		\$1,970.00	\$310.42				\$310.42
Ishares Ftse Xinhua China 25 Beo - F	1,000	Purchased	6/12/2009	11/9/2009	\$45,608.43		\$39,507.00	\$6,101.43				\$6,101.43
Ishares Ftse Xinhua China 25 Beo - F	150	Purchased	6/12/2009	11/9/2009	\$6,841.26		\$5,917.00	\$924.26				\$924.26
Ishares Ftse Xinhua China 25 Beo - F	1,000	Purchased	6/12/2009	11/9/2009	\$45,608.43		\$39,585.00	\$6,023.43				\$6,023.43
Ishares Ftse Xinhua China 25 Beo - F	1,000	Purchased	6/16/2009	11/9/2009	\$45,608.43		\$38,127.00	\$7,481.43				\$7,481.43
Ishares Ftse Xinhua China 25 Beo - F	1,000	Purchased	6/16/2009	11/9/2009	\$45,608.42		\$37,907.00	\$7,701.42				\$7,701.42
Microsoft Corp - MSFT	500	Purchased	6/8/2009	11/9/2009	\$14,489.62		\$10,850.82	\$3,638.80				\$3,638.80
Microsoft Corp - MSFT	47	Purchased	6/8/2009	11/9/2009	\$1,355.02		\$1,019.98	\$335.04				\$335.04
Microsoft Corp - MSFT	2,000	Purchased	6/8/2009	11/9/2009	\$57,932.91		\$43,403.30	\$14,529.61				\$14,529.61
Microsoft Corp - MSFT	400	Purchased	6/8/2009	11/9/2009	\$11,591.70		\$8,680.66	\$2,911.04				\$2,911.04
Microsoft Corp - MSFT	53	Purchased	6/8/2009	11/9/2009	\$1,535.90		\$1,150.19	\$385.71				\$385.71
Overstock Com Inc Del - OSTK	100	Purchased	6/3/2009	11/9/2009	\$1,602.96		\$1,201.40	\$401.56				\$401.56
Overstock Com Inc Del - OSTK	100	Purchased	6/3/2009	11/9/2009	\$1,602.96		\$1,201.40	\$401.56				\$401.56
Overstock Com Inc Del - OSTK	100	Purchased	6/3/2009	11/9/2009	\$1,602.96		\$1,201.40	\$401.56				\$401.56
Overstock Com Inc Del - OSTK	100	Purchased	6/3/2009	11/9/2009	\$1,595.96		\$1,201.40	\$394.56				\$394.56
Overstock Com Inc Del - OSTK	100	Purchased	6/3/2009	11/9/2009	\$1,602.96		\$1,201.40	\$401.56				\$401.56
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,599.95		\$1,190.18	\$409.77				\$409.77
Overstock Com Inc Del - OSTK	2,335	Purchased	6/9/2009	11/9/2009	\$37,265.63		\$27,786.50	\$9,479.13				\$9,479.13
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,599.95		\$1,190.18	\$409.77				\$409.77
Overstock Com Inc Del - OSTK	59	Purchased	6/9/2009	11/9/2009	\$944.56		\$702.21	\$242.35				\$242.35
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$48.05		\$35.71	\$12.34				\$12.34
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$48.05		\$35.71	\$12.34				\$12.34
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,599.95		\$1,190.18	\$409.77				\$409.77
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$48.05		\$35.71	\$12.34				\$12.34
Overstock Com Inc Del - OSTK	235	Purchased	6/9/2009	11/9/2009	\$3,752.85		\$2,796.91	\$955.94				\$955.94
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,596.95		\$1,190.18	\$406.77				\$406.77
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,598.95		\$1,190.18	\$408.77				\$408.77
Overstock Com Inc Del - OSTK	300	Purchased	6/9/2009	11/9/2009	\$4,796.87		\$3,570.53	\$1,226.34				\$1,226.34
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$48.05		\$35.71	\$12.34				\$12.34
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,601.95		\$1,190.18	\$411.77				\$411.77
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,602.96		\$1,190.18	\$412.78				\$412.78
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,602.96		\$1,190.18	\$412.78				\$412.78
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,596.95		\$1,190.18	\$406.77				\$406.77
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,598.95		\$1,190.18	\$408.77				\$408.77
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,598.95		\$1,190.18	\$408.77				\$408.77
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$47.96		\$35.71	\$12.25				\$12.25
Overstock Com Inc Del - OSTK	1	Purchased	6/9/2009	11/9/2009	\$16.00		\$11.90	\$4.10				\$4.10
Overstock Com Inc Del - OSTK	100	Purchased	6/9/2009	11/9/2009	\$1,601.85		\$1,190.18	\$411.67				\$411.67
Overstock Com Inc Del - OSTK	204	Purchased	6/9/2009	11/9/2009	\$3,257.79		\$2,427.96	\$829.83				\$829.83
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$47.98		\$35.71	\$12.25				\$12.25
Overstock Com Inc Del - OSTK	200	Purchased	6/9/2009	11/9/2009	\$3,199.91		\$2,380.36	\$819.55				\$819.55
Overstock Com Inc Del - OSTK	300	Purchased	6/9/2009	11/9/2009	\$4,799.87		\$3,570.53	\$1,229.34				\$1,229.34
Overstock Com Inc Del - OSTK	3	Purchased	6/9/2009	11/9/2009	\$48.05		\$35.71	\$12.34				\$12.34
Overstock Com Inc Del - OSTK	3											

Schedule L - Form 990-PF, Part IV, line 1, Capital Gains and Losses for tax Investment Income

a	b	c	d	e	f	g	h	i	j	k	l	
Description	UNITS	How Acquired	Date Acq	Date Sold	Sales Price	Depr	Cost/Basis	Gain/(loss)	FMV 12/31/09	Adj Basis 12/31/09	Excess of col i over j	Gains Col h-k
Prologis Tr Sh Ben Int - PLD	200	Purchased	5/26/2009	11/9/2009	\$2,473 94		\$1,629 98	\$843 96				\$843 96
Prologis Tr Sh Ben Int - PLD	100	Purchased	5/26/2009	11/9/2009	\$1,236 97		\$814 99	\$421 98				\$421 98
Prologis Tr Sh Ben Int - PLD	200	Purchased	5/26/2009	11/9/2009	\$2,479 98		\$1,630 50	\$849 48				\$849 48
Prologis Tr Sh Ben Int - PLD	318	Purchased	5/26/2009	11/9/2009	\$3,936 73		\$2,592 49	\$1,344 24				\$1,344 24
Prologis Tr Sh Ben Int - PLD	91	Purchased	5/26/2009	11/9/2009	\$1,126 55		\$741 64	\$384 91				\$384 91
Prologis Tr Sh Ben Int - PLD	300	Purchased	5/26/2009	11/9/2009	\$3,710 90		\$2,444 97	\$1,265 93				\$1,265 93
Prologis Tr Sh Ben Int - PLD	100	Purchased	5/26/2009	11/9/2009	\$1,236 97		\$814 99	\$421 98				\$421 98
Prologis Tr Sh Ben Int - PLD	2,900	Purchased	5/26/2009	11/9/2009	\$35,937 57		\$22,131 06	\$13,806 51				\$13,806 51
Prologis Tr Sh Ben Int - PLD	200	Purchased	5/26/2009	11/9/2009	\$2,473 93		\$1,629 98	\$843 95				\$843 95
Prologis Tr Sh Ben Int - PLD	200	Purchased	5/26/2009	11/9/2009	\$2,475 93		\$1,629 98	\$845 95				\$845 95
Prologis Tr Sh Ben Int - PLD	100	Purchased	5/26/2009	11/9/2009	\$1,237 97		\$814 99	\$422 98				\$422 98
Prologis Tr Sh Ben Int - PLD	1,800	Purchased	5/26/2009	11/9/2009	\$22,319 78		\$14,674 50	\$7,645 28				\$7,645 28
Prologis Tr Sh Ben Int - PLD	100	Purchased	5/26/2009	11/9/2009	\$1,236 97		\$814 99	\$421 98				\$421 98
Prologis Tr Sh Ben Int - PLD	1,400	Purchased	5/27/2009	11/9/2009	\$17,317 56		\$11,480 00	\$5,837 56				\$5,837 56
Prologis Tr Sh Ben Int - PLD	1,000	Purchased	5/27/2009	11/9/2009	\$12,369 68		\$8,200 00	\$4,169 68				\$4,169 68
Prologis Tr Sh Ben Int - PLD	100	Purchased	5/27/2009	11/9/2009	\$1,236 97		\$820 87	\$416 10				\$416 10
Prologis Tr Sh Ben Int - PLD	700	Purchased	5/27/2009	11/9/2009	\$8,658 77		\$5,746 12	\$2,912 65				\$2,912 65
Prologis Tr Sh Ben Int - PLD	300	Purchased	5/27/2009	11/9/2009	\$3,710 90		\$2,460 00	\$1,250 90				\$1,250 90
Prologis Tr Sh Ben Int - PLD	500	Purchased	5/27/2009	11/9/2009	\$6,184 84		\$4,100 00	\$2,084 84				\$2,084 84
Prologis Tr Sh Ben Int - PLD	4,875	Purchased	6/8/2009	11/9/2009	\$47,579 08		\$43,257 00	\$4,322 08				\$4,322 08
Putte Corp - PHM	100	Purchased	6/8/2009	11/9/2009	\$1,827 05		\$1,750 00	\$77 05				\$77 05
Toll Brothers Inc - TOL	1,441	Purchased	6/8/2009	11/9/2009	\$26,327 83		\$25,217 50	\$1,110 33				\$1,110 33
Toll Brothers Inc - TOL	59	Purchased	6/8/2009	11/9/2009	\$1,077 96		\$1,032 50	\$45 46				\$45 46
Toll Brothers Inc - TOL	96	Purchased	6/8/2009	11/9/2009	\$1,753 03		\$1,687 00	\$66 03				\$66 03
Toll Brothers Inc - TOL	404	Purchased	6/8/2009	11/9/2009	\$7,377 36		\$7,070 00	\$307 36				\$307 36
Toll Brothers Inc - TOL	300	Purchased	6/8/2009	11/9/2009	\$5,478 23		\$5,250 00	\$228 23				\$228 23
Toll Brothers Inc - TOL	100	Purchased	6/8/2009	11/9/2009	\$1,827 05		\$1,750 00	\$77 05				\$77 05
Toll Brothers Inc - TOL	1,000	Purchased	6/8/2009	11/9/2009	\$18,270 54		\$17,500 00	\$770 54				\$770 54
Toll Brothers Inc - TOL	100	Purchased	6/8/2009	11/9/2009	\$1,827 02		\$1,750 00	\$77 02				\$77 02
Toll Brothers Inc - TOL	1,300	Purchased	6/8/2009	11/9/2009	\$23,751 68		\$22,750 00	\$1,001 68				\$1,001 68
Toll Brothers Inc - TOL	100	Purchased	6/8/2009	11/9/2009	\$1,827 05		\$1,750 00	\$77 05				\$77 05
Xto Energy Inc - XTO	500	Purchased	5/26/2009	11/9/2009	\$22,341 83		\$19,767 00	\$2,574 83				\$2,574 83
Xto Energy Inc - XTO	500	Purchased	5/26/2009	11/9/2009	\$22,341 82		\$19,991 10	\$2,350 72				\$2,350 72
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	77	Purchased	6/4/2009	11/9/2009	\$1,096 45		\$1,078 00	\$18 45				\$18 45
Zions Bancorp - ZION	4	Purchased	6/4/2009	11/9/2009	\$56 96		\$56 00	\$0 96				\$0 96
Zions Bancorp - ZION	27	Purchased	6/4/2009	11/9/2009	\$384 47		\$379 49	\$4 98				\$4 98
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	23	Purchased	6/4/2009	11/9/2009	\$327 51		\$322 00	\$5 51				\$5 51
Zions Bancorp - ZION	77	Purchased	6/4/2009	11/9/2009	\$1,096 45		\$1,078 00	\$18 45				\$18 45
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	23	Purchased	6/4/2009	11/9/2009	\$327 51		\$322 00	\$5 51				\$5 51
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	73	Purchased	6/4/2009	11/9/2009	\$1,039 49		\$1,022 00	\$17 49				\$17 49
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,416 96		\$1,405 51	\$11 45				\$11 45
Zions Bancorp - ZION	2,423	Purchased	6/4/2009	11/9/2009	\$34,479 62		\$33,922 00	\$557 62				\$557 62
Zions Bancorp - ZION	1,000	Purchased	6/4/2009	11/9/2009	\$14,230 13		\$14,000 00	\$230 13				\$230 13
Zions Bancorp - ZION	177	Purchased	6/4/2009	11/9/2009	\$2,518 73		\$2,478 00	\$40 73				\$40 73
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	73	Purchased	6/4/2009	11/9/2009	\$1,039 49		\$1,022 00	\$17 49				\$17 49
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	100	Purchased	6/4/2009	11/9/2009	\$1,423 96		\$1,400 00	\$23 96				\$23 96
Zions Bancorp - ZION	123	Purchased	6/4/2009	11/9/2009	\$1,751 48		\$1,722 00	\$29 48				\$29 48
					1,850,399	-	1,503,996	346,403				346,403

Foothold

Form 990 - PF, For the period ending December 31, 2009

Schedule N - Form 990-PF, Part VIII, line 1, Information about officers, directors, trustees, foundation Managers, Highly Paid Employees, and Contractors:

<u>a</u>	<u>b</u>	<u>c</u>	<u>d</u>	<u>e</u>
Richard N Beckstrand 5156 Cottonwood Land Salt Lake City, Utah 84117	President Chairman of Board	0	0	0
Carol B Beckstrand 5156 Cottonwood Land Salt Lake City, Utah 84117	Board Member	0	0	0
Amy Marie Driggs 4760 South 2555 East Salt Lake City, Utah 84117	Board Member	0	0	0
Jonathan Beckstrand 6322 South 3000 East #110 Salt Lake City, Utah 84121	Secretary	0	0	0

Foothold

Form 990 - PF, For the period ending December 31, 2008

Schedule O - Form 990-PF, Part IX-A, Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	<u>Amount</u>
1 Education program for 12-18 year olds	50,978.67
<p>In order to encourage continuous education in children, an Education Day for older children ranging from 12-20 years old was held. The day was filled with seminars, food, and fun.</p> <p>The children were divided into groups and sent to the following "seminars" throughout the morning: Computer Technology – where the children learned about the importance of computer literacy. They were taught some hands-on basics like web-programming, flash tutorials, and database queries. College Planning – where the children were given books to guide them through the college application process, help them study for standardized tests, and show them how to compare and contrast the various local colleges. Careers Planning – several different professionals came and describe to the children what their jobs were, what they actually did, what kind of education they had to have to get the job and what kind of continuing education they need to have to keep their jobs. A jeopardy type of game with small prizes was played where the children were asked questions about these people and jobs to encourage them to pay attention and remember what they were taught.</p> <p>After the seminars, the children were treated to bagels and juice. During the snack-break, the children were informed that the MacBook Pro's that they were using – are their own – to keep. It is hoped that each child came away from this day with a new / improved outlook about their current and future educational opportunities.</p> <p>This Education Day was deemed a success to all who attended. This day was used to enlighten teens about their futures, and about how education can help people to achieve their goals.</p>	
2 School Backpack program	9,719.02
<p>In order to encourage continuous education in children, a school backpack program has been established. The program required backpacks to be purchased and filled with all of the necessary supplies for a new school student. Pencils, crayons, paper, pencil bags, notebooks and all other school-type items were purchased to give to children who cannot afford their own schooling supplies.</p> <p>A total of 96 man hours were donated and approximately 310 children benefited from the program.</p>	
3 School Reading Program	8,115.00
<p>In order to encourage continuous education in children, a school reading program was established. This program was established to provide books, book marks, book shelves, and other items that are necessary to provide a good reading environment for children in schools. The items are intended to be used and loaned to school children to benefit them in their long-term reading abilities. Over 500 children benefited from this program.</p>	
4 Bike Safety Education	4,750.00
<p>In order to encourage continuous education in children, a Bikes 4 Kids Program has been established to teach children the importance of exercise and bicycle safety. Each year, Bikes 4 Kids gathers under privileged children and provides them with bicycles. Foothold purchased helmets for each one of these children. Foothold also has provided technical support in the assembling of bicycles, the teaching of bicycle safety, and instruction for safety and proper physical fitness. Over 100 man hours were donated to this project which benefited 300 children.</p>	

FOOTHOLD

Federal ID # 20-8968356

Form 990 - PF, For the period ending December 31, 2007

Schedule P - Form 990-PF, Part XV, Supplementary Information, 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

1 Education program for 2-7 year olds 488

In order to encourage early education in children, Foothold plans to contribute books, computers, and other resources to pre-school aged children. Funding in the form of books, experts, and technology devices are still being provided to area pre-schools in 2010.

This program intends to help in the following areas:

Pre-School funding – where books, technology, and improvements are going to be made to various education based pre-schools.

Early Childhood Development – where early-childhood development professionals will be available for various seminars to parents who wish to learn more about their pre-school aged child's learning abilities.

Technology – where age appropriate computer software programs will be provided for children who can benefit from its use.

Books, computers, equipment, and physical improvements were made at Kids In Bloom a pre-school in the area. This pre-school specializes in early childhood education.

Rusty & Rosie a computer software program was provided for use at Kids in Bloom preschool – to utilize the repetitive advantages of its reading program on 4 year olds. These three areas are deemed to be useful in helping children succeed in school.

2 Education program for 12-18 year olds 50,979

In order to encourage continuous education in children, an Education Day for older children ranging from 12-20 years old was held. The day was filled with seminars, food, and fun.

The children were divided into groups and sent to the following "seminars" throughout the morning:

Computer Technology – where the children learned about the importance of computer literacy. They were taught some hands-on basics like web-programming, flash tutorials, and database queries.

College Planning – where the children were given books to guide them through the college application process, help them study for standardized tests, and show them how to compare and contrast the various local colleges.

Careers Planning – several different professionals came and describe to the children what their jobs were, what they actually did, what kind of education they had to have to get the job and what kind of continuing education they need to have to keep their jobs. A jeopardy type of game with small prizes was played where the children were asked questions about these people and jobs to encourage them to pay attention and remember what they were taught.

After the seminars, the children were treated to bagels and juice. During the snack-break, the children were informed that the MacBook Pro's that they were using – are their own – to keep. It is hoped that each child came away from this day with a new / improved outlook about their current and future educational opportunities.

This Education Day was deemed a success to all who attended. This day was used to enlighten teens about their futures, and about how education can help people to achieve their goals.

3 Education program for 8-12 year olds 4,408

In order to encourage continuous education in children ages 8-12 were specifically targeted to teach them about new technology equipment, and provide opportunities for these children to learn.

During 2009 technologically advanced equipment was provided to Olympus Junior High School for the academic benefit of the children who attend school there.

Tuition to various educational camps was also provided.

Continued next page

Continued - Schedule P - Form 990-PF, Part XV, Supplementary Information, 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

4	Bike Safety Education	4,750	In order to encourage continuous education in children, a Bikes 4 Kids Program has been established to teach children the importance of exercise and bicycle safety. Each year, Bikes 4 Kids gathers under privileged children and provides them with bicycles. Foothold purchased helmets for each one of these children. Foothold also has provided technical support in the assembling of bicycles, the teaching of bicycle safety, and instruction for safety and proper physical fitness. Over 100 man hours were donated to this project which benefited 300 children.
5	School Backpack program	9,719	In order to encourage continuous education in children, a school backpack program has been established. The program required backpacks to be purchased and filled with all of the necessary supplies for a new school student. Pencils, crayons, paper, pencil bags, notebooks and all other school-type items were purchased to give to children who cannot afford their own schooling supplies. A total of 96 man hours were donated and approximately 310 children benefited from the program.
6	School Music Program	3,810	In order to encourage continuous education in children, a school music program has been established. As part of the program thirty ukuleles were purchased to be used by many school aged children. A volunteer ukulele instructor will travel to different classes and schools to teach the fundamentals of music, ranging from basic notes, to proper handling of an instrument, to the respect for the teacher, and finally how to create and make music. The total number of children who benefited was 150.
7	Education Walk a thon	294	In order to encourage continuous education in children, a walk-a-thon program was created. It is believed that physical education can promote learning. The walk-a-thon is an event to allow children to get excited about physical fitness. The children learned how to "correctly walk" and how this can benefit them for life. A total of 5 man hours were donated and over 300 children benefited from this program.
8	Children's Theater Program	1,573	In order to encourage continuous education in children, a children's theater program was established. It is believed that extra-curricular activities are a good supplement to the education that children receive at school. Funds were used to purchase necessary equipment for this Children's Theater Program to function efficiently and properly. Computers were purchased to control lighting & music programs for the shows. The children will benefit by learning how these programs enhance their shows and by utilizing the technology during their performances. Smaller items such as special lights, light stands, and microphones were also purchased. These items benefit the quality and integrity of the performance. The children will now have the opportunity to learn "acting" the same way as it is taught in early acting classes all over the world - with the right equipment and technology. Approximately 150 children currently benefit from this program and many more in the future.
9	School Reading Program	8,115	In order to encourage continuous education in children, a school reading program was established. This program was established to provide books, book marks, book shelves, and other items that are necessary to provide a good reading environment for children in schools. The items are intended to be used and loaned to school children to benefit them in their long-term reading abilities. Over 500 children benefited from this program.
10	School Assistance Program	3,654	In order to encourage continuous education in children, a school assistance program was established. This program was established to purchase items necessary for children to have a complete education. PE equipment was purchased so that low-income children could have the opportunity to learn how to participate in group sports activities. Projection equipment was purchased so that teachers and volunteers could have an easier way of projecting items on a wall for many children to see at one time. And computer software was also purchased to help children keep track of their homework and to assist teachers and volunteers with tracking the progress of children and their homework. An estimated 250 children benefited and over 125 man hours were donated to the project.

Total Grants and Contributions paid

87,789

March 18, 2010

Here is a proof of your ad to be placed in the South Valley Journal(s) for April issue(s). Please verify that all information is correct and that the ad meets your approval. If you have any questions or concerns feel free to call me at **801-680-2582**, or email me. Please send changes/corrections or approval to:

JoDee Okerlund

jodee@valleyjournals.com or

toll-free fax 1-866-904-2941

*If we do not hear from you by **03-22-10, 3 p.m.**, we will assume that your ad is approved and will run as is.

*If you are running in several journals or consecutive months, we will assume that the ad will be the same unless you notify us of the changes to be made by the deadline of that journal.

*Please note; while we are glad to make adjustments to your ad, to get it exactly to your liking, we must limit these adjustments to 3 proofs (per ad per issue.) There will be a \$25 fee each proof over 3 (per ad, per issue.)

PUBLIC NOTICE

The annual report of the Odyssey Foundation is available for inspection by written request by any citizen who so requests within 180 days after the publication of this notice, by writing to the principal administrator, Eric O. Roberts at.

The Odyssey Foundation
P.O. Box 712320
Salt Lake City, Utah 84171-2320
Pub. South Valley Journal - 04/01/2010

PUBLIC NOTICE

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Foothold
P.O. Box 712320
Salt Lake City, Utah 84171-2320
Pub. South Valley Journal - 04/01/2010