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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 (77)

OMB No 1545-0052

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 _____, and ending _____

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 DPR Foundation		A Employer identification number 26-1609927
	Number and street (or P O box number if mail is not delivered to street address) 1450 Veterans Boulevard		Room/suite
	City or town, state, and ZIP code Redwood City CA 94063		C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization <input checked="" 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		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"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 3,267,371		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

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)	1,908,000			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	61,722	61,722		
4 Dividends and interest from securities				
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-3,232			
b Gross sales price for all assets on line 6a 200,000				
7 Capital gain net income (from Part IV, line 2)	0			
8 Net short-term capital gain				
9 Income modifications				
10 a 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	1,966,490	61,722		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	13,377	13,377		
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule and depletion)				
20 Occupancy	4,374		4,374	
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	10,499	435	10,064	
24 Total operating and administrative expenses.				
Add lines 13 through 23	28,250	13,812	14,438	
25 Contributions, gifts, grants paid	305,000		305,000	
26 Total expenses and disbursements. Add lines 24 and 25	333,250	13,812	319,438	
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	1,633,240			
b Net investment income (if negative, enter -0-)		47,910		
c Adjusted net income (if negative, enter -0-)				

4

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	310,391	1,405,510	1,405,510
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►	3,777		
	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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,013,467	1,013,467	862,235
	c Investments—corporate bonds (attach schedule)	468,216	1,010,114	999,626
Liabilities	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 ►)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,795,851	3,429,091	3,267,371
Net Assets or Fund Balances	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
	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	1,795,851	3,429,091	
	30 Total net assets or fund balances (see page 17 of the instructions)	1,795,851	3,429,091	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,795,851	3,429,091	

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	1,795,851
2 Enter amount from Part I, line 27a	2	1,633,240
3 Other increases not included in line 2 (itemize) ►	3	0
4 Add lines 1, 2, and 3	4	3,429,091
5 Decreases not included in line 2 (itemize) ►	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,429,091

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 Publicly-traded Securities		P	Various	Various
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 200,000		203,232	-3,232	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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				
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	-3,232
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	129,773	1,660,507	0.078153
2007	0	492,500	0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 Total of line 1, column (d)	2	0.078153
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.039077
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,015,557
5 Multiply line 4 by line 3	5	117,839
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	479
7 Add lines 5 and 6	7	118,318
8 Enter qualifying distributions from Part XII, line 4	8	319,438

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on Investment Income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2009 estimated tax payments and 2008 overpayment credited to 2009

6a 421

b Exempt foreign organizations—tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 0

d Backup withholding erroneously withheld

6d

7 Total credits and payments Add lines 6a through 6d

7 421

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

8 0

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9 58

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 0

11 Enter the amount of line 10 to be Credited to 2010 estimated tax ►

11 Refunded ► 0

11 0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1b X

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

1c X

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 ► \$ _____ (2) On foundation managers ► \$ _____

2 X

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

3 X

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

4a X

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4b N/A

4 a 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 X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8b X

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► CA

9 X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

10 X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)?

If "Yes," complete Part XIV

11 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 checked="" type="checkbox"/> X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
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"/> X
14	The books are in care of ► c/o Foundation Source Located at ► 501 Silverside Road, Suite 123, Wilmington, DE	Telephone no ► (800) 839-1754 ZIP+4 ► 19809-1377	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(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	<input type="checkbox"/> N/A
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	<input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<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	<input type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	3b	<input type="checkbox"/> N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/> X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	<input checked="" type="checkbox"/> X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<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"/>		5b	N/A
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 type="checkbox"/> Yes <input checked="" 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 checked="" 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>		6b	X
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?		7b	N/A

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 ATTACHMENT				

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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


Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 NONE	
2	

All other program-related investments. See page 24 of the instructions

3	

Total. Add lines 1 through 3

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,666,363
b	Average of monthly cash balances	1b	1,395,116
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	3,061,479
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	3,061,479
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	45,922
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,015,557
6	Minimum investment return. Enter 5% of line 5	6	150,778

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	150,778
2a	Tax on investment income for 2009 from Part VI, line 5	2a	479
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	479
3	Distributable amount before adjustments Subtract line 2c from line 1	3	150,299
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	150,299
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	150,299

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	319,438
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
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	319,438
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	479
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	318,959

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 . . .				150,299
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only . . .			0	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . .				
b From 2005 . . .				
c From 2006 . . .				
d From 2007 . . .				
e From 2008 . . .	46,696			
f Total of lines 3a through e . . .	46,696			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 319,438				
a Applied to 2008, but not more than line 2a . . .			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) . . .		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions) . . .				
d Applied to 2009 distributable amount . . .				150,299
e Remaining amount distributed out of corpus . . .	169,139			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:	215,835			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . .			0	
b Prior years' undistributed income Subtract line 4b from line 2b . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . .				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . .				0
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . .	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . .	215,835			
10 Analysis of line 9				
a Excess from 2005 . . .	0			
b Excess from 2006 . . .	0			
c Excess from 2007 . . .	0			
d Excess from 2008 . . .	46,696			
e Excess from 2009 . . .	169,139			

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 ATTACHMENT				
Total				
b Approved for future payment NONE				
Total				

► 3a

305,000

► 3b

Form 990-PF (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions.)
N/A	

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
		A		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		1a(1)	X
(1)	Cash		1a(2)	X
(2)	Other assets		1b(1)	X
b	Other transactions.		1b(2)	X
(1)	Sales of assets to a noncharitable exempt organization		1b(3)	X
(2)	Purchases of assets from a noncharitable exempt organization		1b(4)	X
(3)	Rental of facilities, equipment, or other assets		1b(5)	X
(4)	Reimbursement arrangements		1b(6)	X
(5)	Loans or loan guarantees		1c	X
(6)	Performance of services or membership or fundraising solicitations			
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees			
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

135/7/10
Date

→ PRESIDENT
Title

Sign Here

Signature of officer or trustee

Date _____

Title

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

Paid
Preparer's
Use Only

Preparer's
signature

Date

04/30/2010

Check if
self-employed

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

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

FOUNDATION SOURCE

55 WALLS DRIVE, FAIRFIELD, CT 06430

EIN ►

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No. 1545-0047

2009**Name of the organization**

DPR Foundation

Employer identification number

26 1609927

Organization type (check one):**Filers of:**

Form 990 or 990-EZ

Section:

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization		Employer identification number
DPR Foundation		26 1609927

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DPR Construction c/o Mr. Gary Wohl, 1450 Veterans Blvd., Redwood City, CA 94063	\$ 1,900,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	Computer Methods International Corp. (CMiC) c/o CMiC Innovation Award, 4850 Keele Street, Toronto, ON M3J 3K1, NY 00000	\$ 8,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

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

	(a) Expenses per Books	(b) Net Investment income	(c) Adjusted Net Income	(d) Charitable Purpose
INVESTMENT MANAGEMENT SERVICES	\$13,377	\$13,377		\$0
TOTAL:	\$13,377			

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

Form 990-PF, Part I, Line 23 – Other expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ADMINISTRATIVE FEES	\$10,064	\$0		\$10,064
BANK CHARGE		\$435		\$0
TOTAL:	\$10,499	\$435		\$10,064

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (b) Fair Market Value
783	COLUMBIA ACORN FUND CLASS Z (ACRNX)	\$21,852.43	\$19,334.68
657	EUROPACIFIC GROWTH FUND, CLASS F-2 SHS (AEPFX)	\$32,431.20	\$25,183.69
685	ING REAL ESTATE FUND CLASS I (CRARX)	\$10,914.33	\$7,865.44
770	CRM MID CAP VALUE FUND (CRIMX)	\$21,800.93	\$18,684.15
1457	FIDELITY DIVERSIFIED INTERNATIONAL FUND (FDIVX)	\$53,394.08	\$40,794.38
8321	PHOENIX INSIGHT FDS TR. PHOENIX INSIGHT VALUE EQ (HEQIX)	\$106,631.86	\$80,964.42
703	COHEN & STEERS INTERN RLTY - (IRFIX)	\$10,819.10	\$7,383.68
798	ING INTERNATIONAL SMALLCAP FUND CLASS I (NAPIX)	\$35,797.52	\$25,825.08
3287	PIMCO HIGH-YIELD INSTL (PHIYX)	\$30,797.13	\$28,923.66
924	T. ROWE PRICE EMERGING MARKETS STOCK FUND (PRMSX)	\$36,041.25	\$27,812.79
11068	RAINER LARGE CAP EQUITY PTF INSTITUTIONAL (RAIEX)	\$310,737.10	\$241,289.44
878	TEMPLETON INSTL FDS INC - FOREIGN EQUITY SERIES (TFEQX)	\$22,481.19	\$16,947.85
933	MANAGERS AMG FDS TSQ MC GRW INS (TMDIX)	\$12,387.97	\$11,082.01
28931	VANGUARD INTERMEDIATE TERM BOND INDEX FUND SIGNAL (VIBSX)	\$307,380.57	\$310,144.00
	TOTAL	\$1,013,467	\$862,235

DPR Foundation
 EIN: 26-1609927
 Taxable Year Ending December 31, 2009

Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
50000	BOEING CAP CORP SR NT 7.375% 09/27/2010 MAKE WHOLE (097014AC8)	\$53,866.50	\$52,571.00
50000	CATERPILLAR INC DEL NT 6 55000% 05/01/2011 (149123BH3)	\$53,915.50	\$53,453.00
50000	CATERPILLAR FIN SERV CORP 5 050% 12/1/2010 (149121ZW0)	\$50,600.00	\$51,854.50
50000	CINGULAR WIRELESS LLC SR NT 6 500% 12/15/2011 (17248RAF3)	\$54,501.50	\$54,366.50
50000	CISCO SYSTEMS INC 5.25% 02/22/2011 (17275RAB8)	\$52,815.00	\$52,466.50
50000	CONOCO FUNDING INC - 6 350% - 10/15/2011 (20825UAB0)	\$54,865.00	\$54,573.00
50000	WALT DISNEY CO 5.700% DUE 7/15/11 (254687CC8)	\$53,822.50	\$53,292.00
50000	DOVER CORP NT 6 500% 02/15/2011 (260003AD0)	\$53,719.00	\$52,765.50
50000	FPL GROUP CAP INC NTS 5 625% 09/01/2011 (302570AV8)	\$54,095.50	\$53,186.50
50000	GENERAL DYNAMICS CORP NT 4 500% 08/15/2010 (369550AL2)	\$51,165.50	\$51,185.00
50000	HALLIBURTON CO SR NT 5 500% 10/15/2010 (406216AR2)	\$52,234.00	\$51,919.00
50000	HONEYWELL INTERNATIONAL 7 5% 3-1-2010 (438516AK2)	\$52,917.00	\$49,750.00
50000	MCDONALDS CORP MTN 6 000% 4/15/11 (58013MDM3)	\$53,777.42	\$52,982.50
50000	ORACLE CORP / OZARK HLDG INC 5 000% 01/15/2011 NT (68402LAE4)	\$52,091.50	\$52,133.50
50000	CONOCOPHILLIPS CORP UNSECURED DTD 5/25/2000 8 75% 5/25/2010 (718507BQ8)	\$53,003.00	\$51,866.00
50000	TARGET CORP NT 6 350% 1/15/11 (87612EAC0)	\$53,528.00	\$52,798.00
50000	UNITED TECHNOLOGIES 7.125% 11/15/10 (913017BC2)	\$53,228.00	\$52,774.50
50000	UNITED TECHNOLOGIES - 6 350% - 03/01/2011 (913017BD0)	\$53,782.00	\$52,893.50
50000	VERIZON GLOBAL FDG CORP NT - 7.250% - 12/01/2010 (92344GAL0)	\$52,187.50	\$52,895.00
TOTAL:		\$1,010,114	\$999,626

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

Form 990-PF, Part VIII, Line 1 - List all foundation officers, directors, trustees, foundation managers and their compensation

(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
Peter Nosler 1450 Veterans Boulevard Redwood City, CA 94063	President <1 hour(s) per week	\$0.00	\$0.00	\$0.00
Gavin Keith 1450 Veterans Boulevard Redwood City, CA 94063	Director <1 hour(s) per week	\$0.00	\$0.00	\$0.00
Jeff Veltrucci 1450 Veterans Boulevard Redwood City, CA 94063	Director <1 hour(s) per week	\$0.00	\$0.00	\$0.00
Gary S Wohl 1450 Veterans Boulevard Redwood City, CA 94063	Secretary / Treasurer <1 hour(s) per week	\$0.00	\$0.00	\$0.00

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
BOYS & GIRLS CLUBS OF METRO ATLANTA INC 100 EDGEWOOD AVE NE STE 700, ATLANTA, GA 30303	N/A	509(a)(1)	POWER HOUR PROGRAM AT THE BROOKHAVEN BRANCH	\$40,000.00
CAPITAL CITY FUND FOR EDUCATION INC 800 WEST AVE STE 202, AUSTIN, TX 78701	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$25,000.00
CHILD ABUSE PREVENTION FOUNDATION 9440 RUFFIN CT, SAN DIEGO, CA 92123	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$20,000.00
FRIENDS OUTSIDE IN SANTA CLARA COUNTY 561 STOCKTON AVE, SAN JOSE, CA 95126	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$17,000.00
KIDSPACE A PARTICIPATORY MUSEUM 480 N ARROYO BLVD, PASADENA, CA 91103	N/A	509(a)(1)	KIDSPACE OUTREACH INITIATIVE	\$20,000.00
LATIN AMERICAN YOUTH CENTER INC 1419 COLUMBIA RD NW, WASHINGTON, DC 20009	N/A	509(a)(1)	RIVERDALE FACILITY OF THE MARYLAND MULTICULTURAL YOUTH CENTER	\$35,000.00
PENINSULA BRIDGE PROGRAM PO BOX 963, MENLO PARK, CA 94026	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$40,000.00
ROBERTS FAMILY DEVELOPMENT CENTER 770 DARINA AVE, SACRAMENTO, CA 95815	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$30,000.00

DPR Foundation
EIN: 26-1609927
Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

<u>Recipient name and address (home or business)</u>	<u>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</u>	<u>Foundation status of recipient</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
SEVEN TEPEES YOUTH PROGRAM 3177 SEVENTEENTH STREET, SAN FRANCISCO, CA 94110	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$40,000.00
TEACH FOR AMERICA - PHOENIX 3030 NORTH CENTRAL AVENUE, SUITE 900, PHOENIX, AZ 85012	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$30,000.00
VWC FOUNDATION, TURNING WHEELS FOR KIDS PROGRAM 2400 MOORPARK AVENUE, SUITE 309, SAN JOSE, CA 95128	N/A	509(a)(1)	TURNING WHEELS FOR KIDS PROGRAM	\$8,000.00
			TOTAL:	\$305,000