Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

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: WILLIAM H & MATTIE W HARRIS FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address): 6655 WEST SAHARA — Room/suite: B-118

City or town, state, and ZIP code: LAS VEGAS NV 89146

A Employer identification number 26-2841027

B Telephone number (see instructions) (702)253-1317

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 5,792,165

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), & (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temp. cash investments				
	4 Dividends and interest from securities	192,657	192,657		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-2,705			
	b Gross sales price for all assets on line 6a 301,837				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications			0	
	10a Gross sales less rtns. & allowances 0				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) #1	12,670	12,670		
	12 **Total.** Add lines 1 through 11	202,622	205,327	0	
OPERATING & ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	49,000	24,500		24,500
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) #2	647	324		323
	b Accounting fees (attach schedule) #3	8,464	8,464		
	c Other professional fees (attach schedule) #4	17,578	17,578		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) #5	9,316	7,206		2,110
	19 Depreciation (attach sch) and depletion #6	1,571	786		
	20 Occupancy	22,852	11,426		11,426
	21 Travel, conferences, and meetings	14,618			14,618
	22 Printing and publications				
	23 Other expenses (attach schedule) #7	24,362	8,104		16,258
	24 **Total operating and administrative expenses.** Add lines 13 through 23	148,408	78,388	0	69,235
	25 Contributions, gifts, grants paid	280,320			280,320
	26 Total exp. & disbursements. Add lines 24 and 25	428,728	78,388	0	349,555
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-226,106			
	b **Net investment income** (if neg., enter -0-)		126,939		
	c **Adjusted net income** (if neg., enter -0-)			0	

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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 inst.)

	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash -- non-interest-bearing	328,773	90,192	90,192
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 11,415			
		Less: allowance for doubtful accts. ▶		11,415	11,415
	4	Pledges receivable ▶			
		Less: allowance for doubtful accts. ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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	10,758	6,856	6,856
	10a	Investments -- U.S. and state govt. obligations (attach sch#8	410,828	207,313	230,623
	b	Investments -- corporate stock (attach schedule) #9	3,359,066	3,446,699	4,943,329
	c	Investments -- corporate bonds (attach schedule) #10		96,500	101,640
	11	Investments -- land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments -- mortgage loans			
	13	Investments -- other (attach schedule) #11	140,835	165,333	376,054
	14	Land, buildings, and equipment basis ▶ 82,540	#12		
		Less accumulated depreciation (attach schedule) ▶ 75,752	8,359	6,788	6,788
	15	Other assets (describe ▶ See attachment #13)	27,866	25,268	25,268
	16	**Total assets** (to be completed by all filers -- see the instructions. Also, see page 1, item I)	4,286,485	4,056,364	5,792,165
LIABILITIES	17	Accounts payable and accrued expenses	1,530	1,601	
	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)	1,530	1,601	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ck. here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,284,955	4,054,763	
	30	**Total net assets or fund balances** (see the instructions)	4,284,955	4,054,763	
	31	**Total liabilities and net assets/fund balances** (see the inst.)	4,286,485	4,056,364	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
1	Total net assets or fund balances at beginning of year -- Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,284,955
2	Enter amount from Part I, line 27a	2	-226,106
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,058,849
5	Decreases not included in line 2 (itemize) ▶ See attachment #14	5	4,086
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30	6	4,054,763

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 attachment #15			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	-2,705
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 the instructions) ... If (loss), enter -0- in Part I, line 8 ...	3	0

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	360,913	6,730,358	0.053625
2007	382,859	7,705,273	0.049688
2006	313,715	7,122,339	0.044047
2005	309,473	6,973,098	0.044381
2004	259,706	6,761,097	0.038412

2	**Total** of line 1, column (d)	2	0.230153
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	0.046031
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,159,633
5	Multiply line 4 by line 3	5	237,503
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,269
7	Add lines 5 and 6	7	238,772
8	Enter qualifying distributions from Part XII, line 4	8	349,555

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 -- see 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 ruling 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			1	1,269
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	1,269
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,269
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,995		
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	4,995
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,726
11	Enter amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,269 **Refunded** ▶			11	2,457

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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	2		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	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the yr.? If "Yes," complete Part II, col. (c), & Part XV.	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ NV			
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	8b	N/A	
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)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ harrisfoundation@lvcm.com

14 The books are in care of ▶ See attachment #16 Telephone no. ▶

Located at ▶ ZIP+4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** -- Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 the instructions)?		**5b**		X
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? N/A	☐ 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**		X
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**		X

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 the instructions).

(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
See attachment #17				

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and avg. 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 the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
See attachment #18		

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See the instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	5,210,096
b	Average of monthly cash balances	1b	-14,910
c	Fair market value of all other assets (see the instructions)	1c	43,020
d	**Total** (add lines 1a, b, and c)	1d	5,238,206
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	5,238,206
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	78,573
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,159,633
6	**Minimum investment return.** Enter 5% of line 5	6	257,982

Part XI **Distributable Amount** (see 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	257,982
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,269		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,269
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	256,713
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	256,713
6	Deduction from distributable amount (see the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	256,713

Part XII **Qualifying Distributions** (see 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	349,555
b	Program-related investments -- total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	349,555
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 the instructions)	5	1,269
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	348,286

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 the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					256,713
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005					
c From 2006					
d From 2007					
e From 2008	173,257				
f Total of lines 3a through e		173,257			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 349,555					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required -- see the instructions)					
c Treated as distributions out of corpus (Election required -- see the instructions)					
d Applied to 2009 distributable amount					256,713
e Remaining amount distributed out of corpus		92,842			
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		266,099			
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 the instructions					
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount -- see the instructions					
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see the instructions)					
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		266,099			
10 Analysis of line 9:					
a Excess from 2005					
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	173,257				
e Excess from 2009	92,842				

Part XIV Private Operating Foundations (see 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 . . . . ▶ N/A

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	Prior 3 years			(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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct exempt act.					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test -- enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test -- enter 2/3 of min investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test -- enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year -- see 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).)

See attachment # 19

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.

See attachment # 20

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 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:

See attachment 21

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

See attachment 21

c Any submission deadlines:

See attachment 21

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

See attachment 21

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See attachment #22				
Total ▶ 3a				280,320
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	Related or exempt function income (See the instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	192,657	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	12,670	
8 Gain or (loss) from sales of assets other than inventory			14	-2,705	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		202,622	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 202,622

(See worksheet in line 13 instructions 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 the instructions.)

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a 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

SIGN HERE

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

[signature] Signature of officer or trustee — Date: 5/11/10 — Title: President

Paid Preparer's Use Only

Preparer's signature [signature]	Date 04-26-10	Check if self-employed ☒	Preparer's identifying number (see Signature in the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	TERRY PRICE & WUNDERLI, LLC 4460 S HIGHLAND DR STE 330 Salt Lake City, UT 84124-3564	EIN ▶ Phone no (801)272-8990	

SCHEDULE OF OTHER INCOME

Attachment 1: page 1 - 990-PF Page 1, Part I, Line 11

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Other Income	Revenue and Expenses	Net Investment Income	Adjusted Net Income
Income from partnershi K-1's	12,670	12,670	
Totals	12,670	12,670	

SCHEDULE OF LEGAL FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16a

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Legal Description	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Legal fees	647	324		323
Total	647	324		323

SCHEDULE OF ACCOUNTING FEES

Attachment 3: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .
Name of Organization WILLIAM H & MATTIE W HARRIS FOUNDATION	**Employer Identification Number** 26-2841027

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Audit & tax preparation	8,464	8,464		
Total	8,464	8,464		

SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 4: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .
Name of Organization WILLIAM H & MATTIE W HARRIS FOUNDATION	**Employer Identification Number** 26-2841027

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Whittier Trust fees	17,578	17,578		
Total	17,578	17,578		

SCHEDULE OF TAXES PAID

Attachment 5: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection | For calendar year 2009, or tax period beginning , and ending .

Name of Organization: WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number: 26-2841027

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Payroll taxes	3,827	1,913		1,914
Personal property taxes	392	196		196
Foreign taxes withheld	3,828	3,828		
Excise taxes for 2009	1,269	1,269		
Total	9,316	7,206		2,110

SCHEDULE OF DEPRECIATION

Attachment 6: page 1 - 990-PF Page 1, Part I, Line 19

Open to Public Inspection

For Calendar year 2009, or tax year period beginning and ending

Name of Organization
WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number
26-2841027

Description of Property	Date Acquired	Cost or Other Basis	Prior Year Depreciation	Method of Computation	Rate
see schedule attached					
Total					

Life Years	Depreciation This Year	Net Investment Income	Acquired Net Income	Cost of Goods Sold
0	1,571	786		785
Total	1,571	786		785

OTHER EXPENSES SCHEDULE

Attachment 7: page 2 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Dues and memberships	500	500		
Insurance	1,338	669		669
Maintenance and repairs	1,074	537		537
Meals expense	6,062			6,062
Miscellaneous	17	9		8
Office supplies	1,029	514		515
Postage	1,115	558		557
Bank charges	237	119		118
Storage	1,280	640		640
Telephone expense	6,299	3,150		3,149
Internet cost	634	317		317
Utilities	1,016	508		508
Publications	89	45		44
Security	1,076	538		538
Amortization	2,596			2,596
Total	24,362	8,104		16,258

AMORTIZATION SCHEDULE

Attachment 7: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection | **For Calendar year 2009, or tax year period beginning** | **and ending** .

Name of Organization
WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number
26-2841027

Description of Expenses	Date Acquired	Amount Amortized	Prior Year Deduction	Amortization Period
Family history manuscript	01-15-20	30,700	9,475	15.00000
Organization costs	01-14-20	7,114	474	15.00000
Total		37814	9949	

	Current Year Expenses	Net Investment Income	Adjusted Net Income	Total Amortization Amount
Family history manuscript	2,122			11,597
Organization costs	474			948
Total	2,596			12,545

SCHEDULE OF INVESTMENTS - GOVERNMENT OBLIGATIONS

Attachment 8: page 1 - 990-PF Page 2, Part II, line 10a

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description	Cost	FMV at end of year	Book Value	Fair Market Value
U.S. Government Obligations			207,313	230,623
State and Municipal Government Obligations				
Total U.S. and State Government Obligations			207,313	230,623

SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 9: page 1 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
Stock portfolio-schedule attached	X		3,446,699	4,943,329
		Total	3,446,699	4,943,329

SCHEDULE OF INVESTMENTS - CORPORATE BONDS

Attachment 10: page 1 - 990-PF Page 2, Part II, Line 10c

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
Toyota Motors	X		96,500	101,640
		Total	96,500	101,640

SCHEDULE OF INVESTMENTS - OTHERS

Attachment 11: page 1 - 990-PF Page 2, Part II, Line 13

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description	Cost	FMV at Year End	Book Value	Fair Market Value
Partnership investments	X		165,333	376,054
		Total	165,333	376,054

SCHEDULE OF LAND, BUILDING & EQUIPMENT

Attachment 12: page 1 - 990-PF Page 2, Part II, Line 14

Open to Public Inspection | For Calendar year 2009, or tax year period beginning | and ending

Name of Organization
WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number
26-2841027

Category or Description of Property	Cost or Other Basis	Accumulated Depreciation	End of Year Book Value	Ending FML (990-PF Only)
Furn & fixtures-schedule attached	82,540	75,752	6,788	6,788
Total	82,540	75,752	6,788	6,788

SCHEDULE OF OTHER ASSETS

Attachment 13: page 1 - 990-PF Page 2, Part II, Line 15

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Other Assets	Beginning of Year	End of Year	EOY FMV (990-PF Only)
Family manuscript	21,226	19,104	19,104
Organization costs	6,640	6,165	6,165
Totals	27,866	25,269	25,269

SCHEDULE OF OTHER DECREASES

Attachment 14: page 1 - 990- PF Page 2, Part III, Line 5

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Description of Decrease	Total Amount
Partnership capital adjustments & non-deductible expenses	4,086
Total	4,086

PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 15: page 1 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2009 or tax period beginning	, and ending

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo., day, yr.)
1	Chunghwa Telecom Co Ltd 5,557 shrs	P	01-26-2007	11-17-2009
2	Federal Home Loan Bank, 100,000 par, 6.05%	P	10-24-2007	08-14-2009
3	Federal Farm Credit Banks, 100,000 par, 5.12	P	01-16-2008	07-16-2009
4	31 shs GNMA Pool #11344	P	02-20-1990	06-30-2009
5	AIG Class action litig settlement proceeds	P	03-21-2005	10-30-2009
6	Sec. 1231 loss from Teppco Partners K-1	P	01-17-1992	09-30-2009
7	Sec. 1231 loss from Enterprise Partners K-1	P	01-17-1992	12-31-2009

	(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)
1	100,278		99,824	454
2	100,000		101,644	-1,644
3	100,000		100,762	-762
4	31		31	
5	1,528			1,528
6			2,172	-2,172
7			109	-109

	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) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess if col. (i) over col (j), if any	
1				454
2				-1,644
3				-762
4				
5				1,528
6				-2,172
7				-109

BOOKS ARE IN CARE OF

Attachment 16 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Part VII-A - Line 14

Individual Name .... Karen Winnefeld
or
Business Name:

Street Address .... 6655 West Sahara, B-118

U.S. Address:

Zip code 89146 City Las Vegas State NV
or
Foreign Address

City ....

Province or State ....

Country ....

Postal code ....

Phone Number .... (702)253-1317

Fax Number .... (702)253-0548

CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 17: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (If not paid, enter 0)	(D) Cont to Employee Ben. Plans & Def. Comp	(E) Expense Account & Other Allowances
James Hite Incline Village, NV	Director 0.00	0	0	0
Daryl Lewis Simpsonville, KY	Director 0.00	0	0	0
Cassidy Harrison Los Angeles, CA 90028	President 2.00	0	0	0
William Rohrbach Santa Fe, NM	Co-Exec. Vice Pres. 1.00	0	0	0
Marilyn Hite ,	Treasurer 1.00	0	0	0
Ruth Anne Anderson Kingston, GA,	Co-Exec. Vice Pres. 1.00	0	0	0
Haydn Hite ,	Financial Controller 1.00	0	0	0

COMPENSATION OF THE FIVE HIGHEST PAID INDEPENDENT CONTRACTORS FOR PROFESSIONAL SERVICES

Attachment 18: page 1 990-PF Page 6, Part VIII, Line 2

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Part VIII Compensation of the Five Highest Paid Independent Contractors for Professional Services

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
		0

INFORMATION REGARDING FOUNDATION MANAGERS

Attachment 19: page 1 - 990-PF Page 10, Part XV, line 1a

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Contributing Manager

None

INFORMATION REGARDING FOUNDATION MANAGERS

Attachment 20: page 1 - 990-PF Page 10, Part XV, line 1b

Open to Public Inspection	For calendar year 2009, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
WILLIAM H & MATTIE W HARRIS FOUNDATION	26-2841027

Shareholder Manager

None

APPLICATION SUBMISSION INFORMATION

Attachment 21: page 1 990-PF Page 10, Part XV, Line 2

Open to Public

For Calendar year 2009, or tax year period beginning and ending

Name of Organization
WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number
26-2841027

Name	Phone Number	Info and Materials Included	Submission Deadlines	Restrictions on Awards
Karen Winnefeld 6655 West Sahara Suite B-118 Las Vegas, NV 89146	702-253-1317	Four copies of foundation forms, narrative with purpose, program, other funding sources, and institution report.	semi-annual: February 1 and August 1	Generally none, although grants are not awarded to individuals.

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 22: page 1 990-PF Page 11, Part XV Line 3a

Open to Pu
Inspection For calendar year 2009, or tax period beginning , and ending .

Name of Organization
WILLIAM H & MATTIE W HARRIS FOUNDATION

Employer Identification Number
26-2841027

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
See list attached				280,320
				280,320

THE WILLIAM H. AND MATTIE WATTIS HARRIS FOUNDATION
(A Private Foundation)
December 31, 2009

Federal Identification Number 26-2841027 Schedule I

Schedule of Investment Securities

Stock	# Shares	Cost	Ending Market Value	Unrealized Gain (Loss)
Abbott Labs	1,000	53,380	53,990	610
Air Prods & Chems Inc	500	32,154	40,530	8,376
AT & T	2,000	28,114	56,060	27,946
BAC Cap Trust II (BAC-PV)	2,000	50,000	44,500	(5,500)
Berkshire Hathaway Inc. B shrs	200	394,650	657,200	262,550
BP Amoco PLC	2,000	121,919	115,940	(5,979)
Bristol Myers Squibb Co	1,000	20,823	25,250	4,427
Canadian Natl Railway	2,000	61,092	217,440	156,348
Community Bancorp New Mexico	3,720	59,520	59,520	0
Companhia Energetica de Mina SP ADR	3,825	47,572	69,080	21,507
Diageo PLC ADR	1,000	76,334	69,410	(6,924)
Dominion Res Inc VA	6,000	147,022	233,520	86,498
Du Pont E I De Nemours & Co	2,000	85,400	67,340	(18,060)
Edison Intl Com	3,000	70,855	104,340	33,485
Exxon Mobil Corp	2,000	79,580	136,380	56,800
Gamesa Corp Techn SA (GCTAF.PK)	1,000	44,933	16,899	(28,034)
General Electric	30,000	222,767	453,900	231,133
GlaxoSmithKline PLC ADR (GSK)	2,000	102,869	84,500	(18,369)
Johnson & Johnson	2,000	16,798	128,820	112,022
J P Morgan Chase Alerian ETN (AMJ)	2,000	55,840	57,160	1,320
Kraft Foods Inc	2,000	53,320	54,360	1,040
Market Vectors ETF Glbl Alter Energ	1,000	50,329	25,000	(25,329)
Medtronic	3,000	68,149	131,940	63,791
Microsoft Corp	4,000	112,393	121,920	9,527
Montgomery Str Inc (MTS)	3,000	59,265	44,040	(15,225)
Nisource Inc	4,000	50,472	61,520	11,048
Nokia Corp sponsored ADR	2,000	57,440	25,700	(31,740)
Novartis AG Sponsrd ADR	2,000	102,346	108,860	6,514
Proctor & Gamble Co	4,000	175,498	242,520	67,022
Progress Energy	2,000	56,243	82,020	25,777
Royal Bank Cda Montreal	4,000	40,800	214,200	173,400
Sabmiller PLC ADR	2,000	40,920	58,974	18,054
Singapore Telec ADR (SGAPY.PK)	3,000	53,552	66,456	12,905
Southern Co	3,000	53,235	99,960	46,725
Teco Energy	4,000	47,709	64,880	17,171
Chevron Texaco Corp	3,000	81,492	230,970	149,478
United Technologies Corp	2,000	64,703	138,820	74,117
Veolia Environm Spon ADR	1,000	59,245	32,880	(26,365)
Verizon Communications	3,000	92,639	99,390	6,751
Vodafone Group PLC	3,000	82,440	69,270	(13,170)
Westpac Bkg Corp Spnsrd ADR	1,000	99,280	113,020	13,740
Windstream Corp	15,000	173,608	164,850	(8,758)
Total investment in stocks		3,446,698	4,943,329	1,496,629

THE WILLIAM H. AND MATTIE WATTIS HARRIS FOUNDATION
(A Private Foundation)
December 31, 2009

Federal Identification Number 26-2841027

Schedule I, Continued

Investment Securities, continued

	# Shares	Cost	Market Value	Unrealized Gain (Loss)
Partnerships				
Compulaw, LLP	1,652	130,906	93,364	-37,542
Enterprise Products Partners	9,000	34,427	282,690	248,263
Total investment in partnerships		165,333	376,054	210,721
Total stocks & partnership investments		3,612,031	5,319,383	1,707,350
Debt Obligations				
Corporate debt obligations		96,501	101,640	5,140
Total corporate debt obligations		96,501	101,640	5,140
U.S. Government Debt Obligations				
GNMA GTD Pool #11344 due February 20, 2020, 9.0%		417	615	199
Federal Home Loan Bank due Dec. 8, 2017, 5.00%		104,746	106,219	1,473
$100,000 U.S. Treasury Bonds due May 15, 2016, 7.25%		102,150	123,789	21,639
Total U.S. Government debt obligations		207,312	230,623	23,311
Total investment in debt obligations		303,813	332,263	28,451
Total of all Investment Securities		3,915,845	5,651,646	1,735,801

Attachment to Form 990-PF

HARRIS FOUNDATION

FEIN 26-2841027
DEPRECIATION SCHEDULE
12/31/09

FURNITURE	PURCHASE DATE	LIFE	MTD	COST	ACCUM DEPR 31-Dec-08	DEPR EXP 31-Dec-09	ACCUM DEPR 31-Dec-09
3 CHAIRS	11/5/92	7 YRS	S/L	1,936 70	1,936 70	0 00	1,936 70
7 CHAIRS-CONFERENCE RM	12/4/92	7 YRS	S/L	4,014 64	4,014 64	0 00	4,014 64
BATHROOM CABINET	7/30/92	7 YRS	S/L	715 00	715 00	0 00	715 00
3 FILE CABINETS	5/12/92	7 YRS	S/L	4,072 37	4,072 37	0 00	4,072 37
4 SHELF UNITS	5/8/92	7 YRS	S/L	1,360 00	1,360 00	0 00	1,360 00
BOOKSHELF	7/9/92	7 YRS	S/L	890 00	890 00	0 00	890 00
SOFA-CONFERENCE ROOM	2/17/93	7 YRS	S/L	1,739 71	1,739 71	0 00	1,739 71
TABLE-CONFERENCE ROOM	3/31/93	7 YRS	S/L	2,961 14	2,961.14	0 00	2,961 14
TV & VCR CABINET	10/29/96	7 YRS	S/L	7,855 28	7,855 28	0 00	7,855 28
TELEPHONE TABLE STAND	7/30/97	7 YRS	S/L	268 25	268 25	0 00	268 25
TOTAL				25,813 09	25,813 09	0 00	25,813 09

LEASEHOLD IMPROVEMENTS							
VERTICAL BLINDS	7/20/92	7 YRS	S/L	1,175.00	1,175 00	0 00	1,175 00
DEADBOLT LOCKS	6/30/92	7 YRS	S/L	212 59	212 59	0 00	212 59
ALARM SYSTEM	6/10/92	7 YRS	S/L	1,270 00	1,270 00	0 00	1,270 00
BLINDS	5/6/92	7 YRS	S/L	1,000 00	1,000 00	0 00	1,000 00
CARPETING	5/13/92	7 YRS	S/L	930 00	930 00	0 00	930 00
OFFICE IMPROVEMENTS	6/29/92	31 5 YRS	S/L	10,300 24	5,409 13	326.99	5,736 12
TOTAL				14,887 83	9,996 72	326 99	10,323 71

EQUIPMENT							
IBM TYPEWRITER	6/10/92	5 YRS	S/L	1,508 70	1,508 70	0 00	1,508 70
VACUUM CLEANER	6/10/92	7 YRS	S/L	524.25	524 25	0.00	524 25
RERIGERATOR	5/27/92	7 YRS	S/L	2,490 00	2,490 00	0 00	2,490 00
STEREO SYSTEM	5/13/92	7 YRS	S/L	3,120.09	3,120 09	0 00	3,120 09
SHREDDER	7/30/92	5 YRS	S/L	2,352 93	2,352 93	0 00	2,352 93
TV	5/26/94	5 YRS	S/L	438 80	438 80	0 00	438.80
SOFTWARE	2/7/94	5 YRS	S/L	3,300 00	3,300 00	0 00	3,300 00
TELEPHONE SYSTEM	3/29/96	5 YRS	S/L	2,537 15	2,537 15	0 00	2,537 15
VCR	3/14/97	5 YRS	S/L	663 29	663 29	0.00	663 29
COMP USA COMPUTER SYS	1/14/98	5 YRS	S/L	12,933 15	12,933 15	0 00	12,933 15
SHREDDER	1/15/99	5 YRS	S/L	1,706 65	1,706 65	0 00	1,706 65
COMPUTER	5/11/01	5 YRS	S/L	3,244 32	3,244.32	0 00	3,244 32
SOFTWARE UPGRADE	2/16/01	3 YRS	S/L	800 00	800 00	0 00	800 00
2 MONITORS & DELL COMPUTE	2/22/05	5 YRS	S/L	2,000 58	1,400 41	400 12	1,800 52
Dell Laptop Computer	4/4/07	5 YRS	S/L	1,719 19	601 72	343 84	945 55
Toshiba E-250 Copy Machine	7/6/07	5 YRS	S/L	2,500 00	750 00	500 00	1,250 00
TOTAL				41,839 10	38,371 45	1,243 95	39,615.41

GRAND TOTAL				82,540 02	74,181 26	1,570 95	75,752 21

THE WILLIAM H. AND MATTIE WATTIS HARRIS FOUNDATION
26-2841027

CONTRIBUTIONS 12/31/2009

Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
African Wildlife Foundation 1400 Sixteenth Street, NW Suite 120 Washington, DC 20036	NO	Discretionary Grant	1,000.00
Almost Home Adoptions 7713 West 92nd Avenue Westminister, CA 80021	NO	Spay & Neuter Program	3,000.00
American Lung Assoc. Of the Southwest 3552 West Cheyenne Avenue, Suite 130 North Las Vegas, NV 89032	NO	Camp Super Kids	3,500.00
American Sanctuaries & Shelters Association 2308 Chatfield Drive Las Vegas, NV 89128	NO	Animal Rescue Fund	3,000.00
Amicus 15 South 5th Street, Suite 1100 Minneapolis, MN 55402	NO	Reconnect Program	6,000.00
Aspen Center for Environmental Studies 2001 Hook Spur Road Basalt, CO 81621	NO	Discretionary Grant	2,500.00
Aspen Santa Fe Ballet 0245 Sage Way Aspen, CO 81611	NO	Discretionary. Aspen Campus.	2,500.00

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Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Assistance League of Las Vegas 6446 West Charleston Blvd. Las Vegas, NV 89146	NO	Operation School Bell	1,000.00
Bilingual Education for Central America 104 West 119th Street New York, NY 10026	NO	Discretionary Grant	5,000.00
Billfish Foundation (The) 2161 E. Commercial Blvd., 2nd Floor Ft. Lauderdale, FL 33308	NO	Discretionary Spearfish Newsletter	2,500.00
Boys & Girls Clubs of Weber-Davis 127 24th Street, Suite 3 Ogden, UT 84401	NO	Matching Grant	6,000.00
Buckaroo Ball 3205 Mercantile Court, Suite B Santa Fe, NM 87507	NO	Special Appeal	250.00
The Buddy Program 110 East Hallam Street, Suite 125 Aspen, CO 81611	NO	Discretionary Grant Solicited Grant - Outward Bound	4,000.00 2,500.00
Canyonlands Field Institute PO Box 68 Moab, UT 84532	NO	Discretionary Grant	1,000.00
Cascades Raptor Care Center PO Box 5386 Eugene, OR 97405	NO	Rehabilitation Program	3,000.00

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Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Challenge Aspen PO Box 6639 Snowmass, CO 81615	NO	Discretionary Grant	2,500.00
Council on Foundations PO Box 0021 Washington, DC 20055	NO	Annual membership grant	320.00
Crow Canyon Archeological Center 23390 Road K Cortez, CO 81321	NO	Discretionary Grant.	500.00
Darlington School 1014 Cave Springs Road Rome, GA 30161	NO	Discretionary.	4,750.00
Desert Montessori School 1130 Calle Largo Santa Fe, NM 87501	NO	Discretionary.	12,000.00
Durango Community Access Television 1309 East Third Avenue, #27 Durango, CO 81301	NO	Instructional Videos	6,000.00
Durango Nature Studies 1309 East 3rd Avenue, Suite 34 Durango, CO 81301	NO	Discovering Nature Program	3,000.00

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Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Family Support Center of Southern Utah 102 North 200 East Cedar City, UT 84720	NO	Crisis Care Nursery	3,000.00
Fine Arts for Children & Teens (FACT) PO Box 22363 Santa Fe, NM 87502	NO	Discretionary Grant	1,000.00
The Fistula Foundation 1171 Homestead Road, Suite 265 Santa Clara, CA 95050	NO	Discretionary Grant	6,000.00
Four Corners School PO Box 1029 Monticello, UT 84535	NO	Discretionary Grant	1,000.00
Freedom Service Dogs 2000 West Union Avenue Englewood, CO 80110	NO	Client Dog Training Program	6,000.00
Growing Gardens 3198 North Broadway Boulder, CO 80304	NO	Cultiva! Youth Project	6,000.00
Guide Dogs for the Blind PO Box 151200 San Rafael, CA 94915	NO	Discretionary Grant.	2,800.00

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CONTRIBUTIONS 12/31/2009

Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Happy Factory (The) 2220 Barbers Point Place Las Vegas, NV 89134	NO	Operating Funds	6,000.00
Heart & Soul Animal Sanctuary 369 Montezuma Ave., #130 Santa Fe, NM 87501	NO	Discretionary Grant	1,500.00
Hope Communities 2543 California Street Denver, CO 80205	NO	Summer Enrichment Program	3,000.00
Independence Pass Foundation PO Box 2190 Aspen, CO 81612	NO	Discretionary Grant	4,500.00
The Innocence Project 100 Fifth Avenue, 3rd Floor New York, NY 10011	NO	Discretionary Grant	1,000.00
International Game Fish Association 300 Gulf Stream Way Dania Beach, FL 33004	NO	Discretionary. Observer Program.	1,500.00
La Costa Canyon High School Foundation One Maverick Way Carlsbad, CA 92009	NO	Discretionary Grant	2,500.00
La Familia Medical Center 1035 Alto Street Santa Fe, NM 87501	NO	Healthy Children Initiative	6,000.00

THE WILLIAM H. AND MATTIE WATTIS HARRIS FOUNDATION
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CONTRIBUTIONS 12/31/2009

Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Lakewood Symphony 14381 West Archer Avenue Golden, CO 80401	NO	Children & Family Concerts	2,000.00
Land Light Foundation PO Box 1453 Las Vegas, NM 87701	NO	Star Axis Program	3,000.00
LightHawk P.O. Box 653 Lander, WY 82520	NO	Discretionary Grant	2,000.00
Los Padres / Forest Watch PO Box 831 Santa Barbara, CA 93102	NO	Discretionary Grant	2,000.00
Magic Bullet Fund PO Box 2574 Briarcliff, NY 10510	NO	Discretionary Grant	1,000.00
Marine Mammal Center Marin Headlands 2000 Bunker Road Fort Cronkhite Sausalito, CA 94965	NO	Discretionary Grant - 500.00 Student Advisors Grant - 2,500.00	3,000.00
Meadowlake Dog Rescue 29 Holiday Drive Los Lunas, NM 87031	NO	Foster Pet Program	2,000.00

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CONTRIBUTIONS 12/31/2009

Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Mel Fisher Maritime Museum 200 Greene Street Key West, FL 33040	NO	Discretionary Grant.	5,500.00
Mountain Gorilla Veterinary Project via Orvis 1876 Mansion House Drive Baltimore, MD 21217	NO	Discretionary Grant.	1,000.00
Nathan Adelson Hospice Foundation 4131 Swenson Street Las Vegas, NV 89119	NO	Camp Mariposa	6,000.00
National Dance Institute of New Mexico 1140 Alto Street Santa Fe, NM 87501	NO	Discretionary Grant	1,000.00
Nevada Wilderness Project 8550 White Fir Street Reno, NV 89523	NO	Discretionary Grant	1,000.00
New Mexico Environmental Law Center 1405 Luisa Street Santa Fe, NM 87505	NO	Discretionary Grant	3,000.00
The Orme School HC Route 63, Box 3040 Mayer, AZ 86333	NO	Discretionary	10,000.00

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ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Patagonia Creative Arts Association PO Box 1248 Patagonia, AZ 85624	NO	Club Theatre Program	6,000.00
Pfleger Institute of Environmental Research 901-B Peir View Way Oceanside, CA 92054	NO	Discretionary	2,500.00
Primarily Primates 26099 Dull Knife Trail San Antonio, TX 78255	NO	Nutrition Budget	4,000.00
Raptor Rehab of Kentucky PO Box 18002 Louisville, KY 40367	NO	Discretionary.	2,000.00
Santa Fe Children's Museum 1050 Old Pecos Trail Santa Fe, NM 87505	NO	Discretionary Grant	1,000.00
Santa Fe Mountain Center PO Box 449 Tesuque, NM 87574	NO	Discretionary Grant	250.00
Santa Fe Pro Opera PO Box 2408 Santa Fe, NM 87504	NO	Discretionary Grant	1,000.00
Save the Manatee 500 N. Maitland Ave. Maitland, FL 32751	NO	Discretionary Grant	6,800.00

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ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Sempervirens Fund Drawer BE Los Altos, CA 94023	NO	Discretionary Grant Gazos Wildlife Corridor	1,000.00 4,000.00
Shelby County Humane Society 40 North 7th Street Shelbyville, KY 40065	NO	Discretionary. General Fund.	1,500.00
Smile Train (The) 245 5th Avenue, Suite 2201 New York, NY 10016	NO	Discretionary. General Fund.	1,500.00
Taos Children's Theatre PO Box 1653 Ranchos de Taos, NM 87557	NO	Youth Summer Theatre	4,000.00
Trust for Public Land 1600 Lena Street Santa Fe, NM 87505	NO	Discretionary Grant	1,000.00
Utah's Zoological Society 2600 Sunnyside Ave Salt Lake City, UT 84108	NO	Discretionary Grant Sloth Bear Rescue Partnership	2,000.00 6,000.00
Waikiki Community Center 310 Paoakalani Avenue Honolulu, HI 96815	NO	Discretionary Grant	20,000.00
WildEarth Gaurdians 312 Montezuma Avenue Santa Fe, NM 87501	NO	Ecological Film Project	5,000.00

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Schedule 1

ORGANIZATION NAME & ADDRESS	INDIVIDUAL	PROJECT	AMOUNT
Western Colorado Congress P.O. Box 1931 Grand Junction, CO 81502	NO	Discretionary Grant	2,000.00
Wildlife Center (The), LAS AVES PO Box 246 Espanola, NM 87532	NO	Discretionary. General Fund.	2,000.00
Wilderness Workshop PO Box 1442 Carbondale, CO 81623	NO	Discretionary Grant	2,000.00
Wyly Community Arts Center 255 Gold Rivers Court, #130 Basalt, CO 81621	NO	General Operating Fund	2,000.00
YMCA of Rome-Floyd County 810 East 2nd Avenue Rome, GA 30161	NO	Discretionary. Grizzard Park Soccer Complex	18,250.00
Your Community Connection 2261 Adams Avenue Ogden, UT 84401	NO	2008 Spirit of the American Woman.	5,000.00
Zoological Society of San Diego PO Box 120551 San Diego, CA 92112	NO	Discretionary Grant's Field Trip Grant - 3,000.00 Student Advisors SP - 2,500.00	3,900.00 5,500.00