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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

OMB No 1545-0052

2009

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

For calendar year **2009**, or tax year beginning , **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 GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION NORTH SIDE BANK & TRUST COMPANY 002328		A Employer identification number 31-1487336
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (513) 853-4842
	4125 HAMILTON AVENUE		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
	City or town, state, and ZIP code CINCINNATI, OH 45223		

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) ▶ \$ **806,354.**

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), 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)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		12,457.	12,457.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-71,625.			
b Gross sales price for all assets on line 6a		499,169.			
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		919.			STMT 3
12 Total. Add lines 1 through 11		-58,249.	12,457.		
13 Compensation of officers, directors, trustees, etc.		2,088.	1,671.		418.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 4		600.	480.	NONE	120.
c Other professional fees (attach schedule) STMT 5		6,809.	5,447.		1,362.
17 Interest					
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6		1,380.	336.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications		200.	160.		40.
23 Other expenses (attach schedule) STMT 7		122.			122.
24 Total operating and administrative expenses. Add lines 13 through 23		11,199.	8,094.	NONE	2,062.
25 Contributions, gifts, grants paid		42,032.			42,032.
26 Total expenses and disbursements. Add lines 24 and 25		53,231.	8,094.	NONE	44,094.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-111,480.			
b Net investment income (if negative, enter -0-)			4,363.		
c Adjusted net income (if negative, enter -0-)					

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

JSA

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SCANNED MAY 11 2010

Revenue

Operating and Administrative Expenses

2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash --non-interest-bearing			
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	796,690.	685,573.	806,354.
	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)	796,690.	685,573.	806,354.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,191,176.	685,573.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-394,486.		
	30 Total net assets or fund balances (see page 17 of the instructions)	796,690.	685,573.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	796,690.	685,573.		

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	796,690.
2 Enter amount from Part I, line 27a	2	-111,480.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	1,237.
4 Add lines 1, 2, and 3	4	686,447.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	874.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	685,573.

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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 PART IV DETAIL					
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	-71,625.	
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	54,821.	917,262.	0.05976591203
2007	51,954.	1,070,201.	0.04854602079
2006	49,946.	1,025,577.	0.04870039012
2005	51,229.	1,020,647.	0.05019267190
2004	54,807.	1,060,752.	0.05166806190
2 Total of line 1, column (d)			2 0.25887305674
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 0.05177461135
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 730,285.
5 Multiply line 4 by line 3			5 37,810.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 44.
7 Add lines 5 and 6			7 37,854.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 44,094.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	44.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	44.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	44.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,085.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,085.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,041.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 11. Refunded <input checked="" type="checkbox"/>	11	1,030.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 10		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ NORTH SIDE BANK & TRUST COMPANY Telephone no. ▶ (513) 853-4841			
	Located at ▶ 4125 HAMILTON AVENUE, CINCINNATI, OH ZIP + 4 ▶ 45223-0128			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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	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. ▶		
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	
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		2,088.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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
SEE STATEMENT 14		NONE

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 <u>N/A</u>	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 <u>N/A</u>	
2	
All other program-related investments. See page 24 of the instructions.	
3 <u>NONE</u>	
Total. Add lines 1 through 3	

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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	741,406.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	741,406.
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	NONE
3	Subtract line 2 from line 1d	3	741,406.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	11,121.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	730,285.
6	Minimum investment return. Enter 5% of line 5	6	36,514.

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	36,514.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 44.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	44.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	36,470.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	36,470.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	36,470.

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	44,094.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	44,094.
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	44.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	44,050.

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				36,470.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			42,031.	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 44,094.				
a Applied to 2008, but not more than line 2a			42,031.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				2,063.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				34,407.
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	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 of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 15

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

N/A

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 STATEMENT 18				
Total			▶ 3a	42,032.
b Approved for future payment				
Total			▶ 3b	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	12,457.	
		18	-71,625.	
		14	919.	
			-58,249.	

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

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 29 of the instructions.)

NOT APPLICABLE

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
40,458.00		1820. PROSHARES TRUST ULTRA S&P PROPERTY TYPE: SECURITIES 47,324.00					11/26/2008 -6,866.00	01/15/2009
12,679.00		530. AFLAC INC PROPERTY TYPE: SECURITIES 22,088.00					10/13/2008 -9,409.00	01/22/2009
13,596.00		900. PFIZER INC COM PROPERTY TYPE: SECURITIES 13,303.00					11/21/2008 293.00	01/28/2009
9,341.00		370. STATE STREET CORP. PROPERTY TYPE: SECURITIES 18,470.00					09/18/2008 -9,129.00	02/05/2009
18,489.00		1000. PETROHAWK ENERGY CORP. PROPERTY TYPE: SECURITIES 19,677.00					10/03/2008 -1,188.00	02/25/2009
1,479.00		80. PETROHAWK ENERGY CORP. PROPERTY TYPE: SECURITIES 941.00					10/13/2008 538.00	02/25/2009
1,546.00		460. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES 16,536.00					03/14/2008 -14,990.00	03/02/2009
10,088.00		180. BURLINGTON NORTHN SANTA FE C COM PROPERTY TYPE: SECURITIES 15,113.00					10/07/2008 -5,025.00	03/02/2009
14,283.00		500. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 19,939.00					12/08/2006 -5,656.00	03/02/2009
2,975.00		90. PHILIP MORRIS INTERNATIONAL INC PROPERTY TYPE: SECURITIES 389.00					09/28/2006 2,586.00	03/02/2009
6,942.00		210. PHILIP MORRIS INTERNATIONAL INC PROPERTY TYPE: SECURITIES 11,263.00					04/02/2007 -4,321.00	03/02/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
13,979.00		840. PROSHARES TRUST ULTRA S&P PROPERTY TYPE: SECURITIES 21,842.00					11/26/2008 -7,863.00	03/02/2009
18,639.00		480. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 22,859.00					08/17/2006 -4,220.00	03/02/2009
10,880.00		700. TOLL BROTHERS INC. PROPERTY TYPE: SECURITIES 14,839.00					01/09/2009 -3,959.00	03/02/2009
25,000.00		25000. FIRST STATE BANK CD 4% DUE 3-16-0 PROPERTY TYPE: SECURITIES 24,485.00					03/24/2005 515.00	03/17/2009
1,615.00		76. PROSHARES TRUST ULTRASHORT REAL ESTA PROPERTY TYPE: SECURITIES 6,154.00					12/08/2008 -4,539.00	06/25/2009
6,246.00		294. PROSHARES TRUST ULTRASHORT REAL EST PROPERTY TYPE: SECURITIES 15,045.00					03/24/2009 -8,799.00	06/25/2009
6,287.00		120. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES 6,452.00					08/06/2007 -165.00	06/26/2009
16,199.00		180. POTASH CORP PROPERTY TYPE: SECURITIES 15,134.00					10/15/2008 1,065.00	07/16/2009
14,024.00		930. SYMANTEC CORP PROPERTY TYPE: SECURITIES 14,877.00					10/07/2008 -853.00	08/03/2009
6,032.00		400. SYMANTEC CORP PROPERTY TYPE: SECURITIES 6,344.00					06/01/2009 -312.00	08/03/2009
13,509.00		90. PRICELINE.COM PROPERTY TYPE: SECURITIES 10,313.00					06/01/2009 3,196.00	08/10/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
22,825.00		1050. PETROHAWK ENERGY CORP. PROPERTY TYPE: SECURITIES 12,355.00					10/13/2008 10,470.00	08/18/2009
25,000.00		25000. MONTICELLO BK JACKSONVILLE FL CD PROPERTY TYPE: SECURITIES 24,325.00					07/14/2005 675.00	08/26/2009
17,453.00		490. ISHARES MSCI EMERGING MKTS INDEX FD PROPERTY TYPE: SECURITIES 10,525.00					11/25/2008 6,928.00	08/27/2009
14,028.00		530. AARON'S INC PROPERTY TYPE: SECURITIES 16,063.00					07/15/2009 -2,035.00	09/11/2009
18,747.00		850. ORACLE CORP COM PROPERTY TYPE: SECURITIES 18,688.00					09/21/2007 59.00	09/16/2009
4,632.00		210. ORACLE CORP COM PROPERTY TYPE: SECURITIES 4,272.00					11/13/2007 360.00	09/16/2009
9,646.00		260. OWENS-ILLINOIS INC. PROPERTY TYPE: SECURITIES 7,612.00					06/01/2009 2,034.00	09/28/2009
25,000.00		25000. TREASURY BANK 4% DUE 10-15-09 PROPERTY TYPE: SECURITIES 24,431.00					09/30/2005 569.00	10/16/2009
10,288.00		140. FREEPORT-MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 8,307.00					06/01/2009 1,981.00	10/28/2009
3,752.00		70. GOODRICH CORP. COM PROPERTY TYPE: SECURITIES 3,622.00					06/01/2009 130.00	10/28/2009
10,701.00		320. OWENS-ILLINOIS INC. PROPERTY TYPE: SECURITIES 9,369.00					06/01/2009 1,332.00	10/28/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,721.00		100. MONSANTO CO NEW PROPERTY TYPE: SECURITIES 6,654.00					07/05/2007 67.00	10/30/2009
8,065.00		120. MONSANTO CO NEW PROPERTY TYPE: SECURITIES 8,137.00					08/08/2007 -72.00	10/30/2009
9,384.00		160. RESEARCH IN MOTION PROPERTY TYPE: SECURITIES 13,161.00					06/01/2009 -3,777.00	10/30/2009
8,093.00		1400. ADVANTAGE OIL & GAS PROPERTY TYPE: SECURITIES 19,485.00					07/19/2007 -11,392.00	12/03/2009
11,752.00		630. BARCLAYS PLC ADR PROPERTY TYPE: SECURITIES 13,929.00					08/03/2009 -2,177.00	12/08/2009
5,410.00		290. BARCLAYS PLC ADR PROPERTY TYPE: SECURITIES 6,661.00					08/18/2009 -1,251.00	12/08/2009
23,386.00		1640. FINANCIAL SEL SEC SP PROPERTY TYPE: SECURITIES 19,811.00					07/16/2009 3,575.00	12/08/2009
TOTAL GAIN(LOSS)					----- -71,625. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AARON'S INC	9.	9.
ADVANTAGE ENERGY INCOME FUND	221.	221.
ALTRIA GROUP INCORPORATED	1,313.	1,313.
APACHE CORP COM	108.	108.
BP PRUDOE BAY	2,163.	2,163.
BARCLAYS PLC ADR	60.	60.
BAXTER INTL INC COM	359.	359.
BUCYRUS INTL INC	17.	17.
CANADIAN PACIFIC LTD	77.	77.
FIRST STATE BANK CD 4% DUE 3-16-09	514.	514.
GENL DYNAMICS CORP	228.	228.
GOLDMAN SACHS GROUP	233.	233.
GOODRICH CORP. COM	85.	85.
HSBC HLDGS PLS SPONSORED ADR NEW	152.	152.
AUSTRALIA INDEX MSCI	621.	621.
ISHARES MSCI SOUTH KOREA INDEX FUND	54.	54.
ISHARES MSCI EMERGING MKTS INDEX FD	538.	538.
ISHARES TR RUSSELL 2000 INDEX	220.	220.
MGA ASSET INCOME CASH	10.	10.
MGA ASSET PRINCIPAL CASH	252.	252.
MICROSOFT CORP COM	73.	73.
MONSANTO CO NEW	228.	228.
MONTICELLO BK JACKSONVILLE FL CD 3.9% DU	780.	780.
OCCIDENTAL PETROLEUM	260.	260.
ORACLE CORP COM	106.	106.
POTASH CORP	54.	54.
PRAXAIR INC COM	264.	264.
PROVIDENT ENERGY TRUST	1,051.	1,051.
QUALCOMM INC COM	99.	99.
RAYTHEON CO COM NEW	134.	134.
ROSS STORES	88.	88.
FINANCIAL SEL SEC SP	77.	77.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UTILITIES SPDR / SECTOR	244.	244.
STATE STREET CORP.	89.	89.
STRYKER CORPORATION	180.	180.
TREASURY BANK 4% DUE 10-15-09	833.	833.
FEDERATED US TREAS OBLIG #59	3.	3.
UNILEVER N V NEW YORK SHS NE W	296.	296.
FRONTLINE LTD	364.	364.
-----	-----	-----
TOTAL	12,457.	12,457.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
TOTALS	919.
	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	600.	480.		120.
TOTALS	600.	480.	NONE	120.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT MGMT FEES-SUBJECT T	6,809.	5,447.	1,362.
TOTALS	6,809.	5,447.	1,362.
	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	63.	63.
FEDERAL ESTIMATES - PRINCIPAL	1,044.	
FOREIGN TAXES ON QUALIFIED FOR	263.	263.
FOREIGN TAXES ON NONQUALIFIED	10.	10.
	-----	-----
TOTALS	1,380.	336.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	122.	122.
TOTALS	122.	122.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
2008 TRANS POSTED IN 2009	1,237.

TOTAL	1,237.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
2009TRANS POSTED IN 2010	873.
ROUNDING	1.

TOTAL	874.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

OH

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

NORTH SIDE BANK & TRUST

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 2,088.

OFFICER NAME:

MICHAEL ELKUS, C/O NO SIDE BANK & TR

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

HELENE ELKUS, C/O NO SIDE BANK & TR

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

TRACY LUREY, C/O NORTH SIDE BK & TR

ADDRESS:

4125 HAMILTON AVENUE
CINCINNATI, OH 45223

TITLE:

CO-TUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

ADAM ELKUS, C/O NO SIDE BANK & TR

ADDRESS:

4125 HAMILTON AVENUE

CINCINNATI, OH 45223

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

2,088.

=====

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE

GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

31-1487336

RECIPIENT NAME:

NORTH SIDE BANK & TRUST CO, ATTN MARY WEIGEL

ADDRESS:

4125 HAMILTON AVENUE

CINCINNATI, OH 45223

RECIPIENT'S PHONE NUMBER: 513-853-4842

FORM, INFORMATION AND MATERIALS:

LETTER

SUBMISSION DEADLINES:

NONE

NONE

STATEMENT 15

RECIPIENT NAME:
MAKE A WISH FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
UNK
AMOUNT OF GRANT PAID 508.

RECIPIENT NAME:
UAB COMPREHENSIVE DIABETES CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
DENVER RESCUE MISSION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 508.

RECIPIENT NAME:
UNITED STATES HOLOCAUST MEMORIAL
CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NATIONAL MULTIPLE SCLEROSIS SOC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MEMORIAL SLOAN-KETTERING
CANCER CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LIGHTHOUSE YOUTH SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
JEWISH FEDERATION OF CINCINNATI
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
ISAAC M WISE TEMPLE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HEBREW UNION COLLEGE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ROBERT E REED GI ONCOLOGY
RESEARCH FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,016.

RECIPIENT NAME:
AMERICAN JEWISH COMMITTEE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
AMOUNT OF GRANT PAID 1,500.

TOTAL GRANTS PAID: 42,032.
=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

2009

Name of estate or trust

GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION

Employer identification number

31-1487336

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -50,630.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►					5 -50,630.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -20,995.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►					12 -20,995.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.****(1) Beneficiaries'**
(see page 5)**(2) Estate's**
or trust's**(3) Total**

13	Net short-term gain or (loss)	13			-50,630.
14	Net long-term gain or (loss):				
a	Total for year	14a			-20,995.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b			
c	28% rate gain	14c			
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15			-71,625.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	(3,000)
-----------	---	-----------	-----------

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust

GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION

Employer identification number

31-1487336

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1820. PROSHARES TRUST ULTRA S&P	11/26/2008	01/15/2009	40,458.00	47,324.00	-6,866.00
530. AFLAC INC	10/13/2008	01/22/2009	12,679.00	22,088.00	-9,409.00
900. PFIZER INC COM	11/21/2008	01/28/2009	13,596.00	13,303.00	293.00
370. STATE STREET CORP.	09/18/2008	02/05/2009	9,341.00	18,470.00	-9,129.00
1000. PETROHAWK ENERGY CORP.	10/03/2008	02/25/2009	18,489.00	19,677.00	-1,188.00
80. PETROHAWK ENERGY CORP.	10/13/2008	02/25/2009	1,479.00	941.00	538.00
460. BANK OF AMERICA CORPORATION COM	03/14/2008	03/02/2009	1,546.00	16,536.00	-14,990.00
180. BURLINGTON NORTHN SANTA FE C COM	10/07/2008	03/02/2009	10,088.00	15,113.00	-5,025.00
840. PROSHARES TRUST ULTRA S&P	11/26/2008	03/02/2009	13,979.00	21,842.00	-7,863.00
700. TOLL BROTHERS INC.	01/09/2009	03/02/2009	10,880.00	14,839.00	-3,959.00
76. PROSHARES TRUST ULTRASHORT REAL ESTATE	12/08/2008	06/25/2009	1,615.00	6,154.00	-4,539.00
294. PROSHARES TRUST ULTRASHORT REAL ESTATE	03/24/2009	06/25/2009	6,246.00	15,045.00	-8,799.00
180. POTASH CORP	10/15/2008	07/16/2009	16,199.00	15,134.00	1,065.00
930. SYMANTEC CORP	10/07/2008	08/03/2009	14,024.00	14,877.00	-853.00
400. SYMANTEC CORP	06/01/2009	08/03/2009	6,032.00	6,344.00	-312.00
90. PRICELINE.COM	06/01/2009	08/10/2009	13,509.00	10,313.00	3,196.00
1050. PETROHAWK ENERGY CORP.	10/13/2008	08/18/2009	22,825.00	12,355.00	10,470.00
490. ISHARES MSCI EMERGING MKTS INDEX FD	11/25/2008	08/27/2009	17,453.00	10,525.00	6,928.00
530. AARON'S INC	07/15/2009	09/11/2009	14,028.00	16,063.00	-2,035.00
260. OWENS-ILLINOIS INC.	06/01/2009	09/28/2009	9,646.00	7,612.00	2,034.00
140. FREEPORT-MCMORAN COPPER & GOLD	06/01/2009	10/28/2009	10,288.00	8,307.00	1,981.00
70. GOODRICH CORP. COM	06/01/2009	10/28/2009	3,752.00	3,622.00	130.00
320. OWENS-ILLINOIS INC.	06/01/2009	10/28/2009	10,701.00	9,369.00	1,332.00
160. RESEARCH IN MOTION	06/01/2009	10/30/2009	9,384.00	13,161.00	-3,777.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2009

► See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

Name of estate or trust

GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION

Employer identification number

31-1487336

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-50,630.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Employer identification number

31-1487336

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	-20,995.00
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Schedule D-1 (Form 1041) 2009

Report Date

February 02, 2010

NORTH SIDE BANK AND TRUST

Time Prepared

09:31:32 AM

Requested By

Mary Weigel

Includes

Account: 23 00 2328 3 03 GENE & NEDDIE MAE ELKUS FAMILY FOUNDATION

Account Holdings as of 12/31/2009

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
00724F101	ADOBE SYSTEMS	580 0000	16,951 37	36 78	21,332 40	12/31/2009
02209S103	ALTRIA GROUP INC	1,340 0000	20,701 16	19 63	26,304 20	12/31/2009
037411105	APACHE CORPORATION	180 0000	19,334 45	103 17	18,570 60	12/31/2009
037833100	APPLE, INC	130 0000	18,352 41	210.732	27,395 16	12/31/2009
04743P108	ATHEROS COMM	550 0000	13,653 95	34 24	18,832 00	12/31/2009
055630107	BP PRUDHOE BAY	360 0000	27,426 47	82 80	29,808 00	12/31/2009
071813109	BAXTER INTERNATIONAL	380 0000	20,431 61	58 68	22,298 40	12/31/2009
118759109	BUCYRUS INTL INC	660 0000	20,683 77	56 37	37,204 20	12/31/2009
13645T100	CANADIAN PACIFIC LTD	330 0000	13,412 47	54 00	17,820 00	12/31/2009
302182100	EXPRESS SCRIPTS	320 0000	20,554 98	86 42	27,654 40	12/31/2009
35671D857	FREEPORT-MCMORAN	200 0000	10,651 98	80 29	16,058 00	12/31/2009
369550108	GENL DYNAMICS CORP	300 0000	17,809 74	68 17	20,451 00	12/31/2009
375558103	GILEAD SCIENCES INC	500 0000	15,248 98	43 27	21,635 00	12/31/2009
38141G104	GOLDMAN SACHS GROUP	170 0000	29,717 01	168 84	28,702 80	12/31/2009
382388106	GOODRICH CORP	270 0000	13,970 90	64 25	17,347 50	12/31/2009
404280406	HSBC HLDGS PLS	380 0000	20,728 29	57 09	21,694 20	12/31/2009
464286103	AUSTRALIA INDEX	1,000 0000	16,273 25	22 84	22,840 00	12/31/2009
464286772	ISHARES S KOREA	400 0000	17,317 64	47 64	19,056 00	12/31/2009
464287234	ISHARES MSCI	600 0000	12,887 70	41 50	24,900 00	12/31/2009
464287655	ISHARES TR RUSSELL	380 0000	20,120 51	62 44	23,727 20	12/31/2009
553994195	MGA INCOME	716 5500	716 55		716 55	12/07/2009
554994194	MGA PRINCIPAL	74,105 9000	74,105 90		74,105 90	12/07/2009
594918104	MICROSOFT CORP	560 0000	16,346 40	30 48	17,068 80	12/31/2009
66987V109	NOVARTIS A G	400 0000	19,428 60	54 43	21,772 00	12/31/2009
674599105	OCCIDENTAL PETROLEUM	200 0000	17,153 38	81 35	16,270 00	12/31/2009
74005P104	PRAXAIR, INC	220 0000	16,669 25	80 31	17,668 20	12/31/2009
741503403	PRICELINE COM	70 0000	8,021 15	218 41	15,288 70	12/31/2009
74386K104	PROVIDENT ENERGY TR	1,550 0000	19,018 50	6 72	10,416 00	12/31/2009
747525103	QUALCOMM INC	290 0000	13,048 48	46 26	13,415 40	12/31/2009
778296103	ROSS STORES	400 0000	16,246 52	42 71	17,084 00	12/31/2009
78463V107	SPDR GOLD TRUST	310 0000	21,329 45	107 31	33,266 10	12/31/2009
81369Y886	UTILITIES SPDR	660 0000	20,328 00	31 02	20,473 20	12/31/2009
863667101	STRYKER CORP	360 0000	12,959 60	50 37	18,133 20	12/31/2009
871130100	SYBASE INC	420 0000	13,263 21	43 40	18,228 00	12/31/2009
904784709	UNILEVER N V NY SHS	750 0000	23,414 10	32 33	24,247 50	12/31/2009
912318102	US NAT GAS ETF	880 0000	13,410 58	10 08	8,870 40	12/31/2009
G3682E127	FRONTLINE LTD	560 0000	13,484 91	27 32	15,299 20	12/31/2009
Total Securities		91,482.4500	685,173.22		805,954.21	
Income Cash			399.30		399.30	
Principal Cash			0.00		0 00	
Account Total			685,572.52		806,353.51	