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 ,

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.

Fites Family Charitable Trust
602 E. High Point
Peoria, IL 61614

A Employer identification number: 37-1375732

B Telephone number (see the instructions): 309-675-4245

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, column (c), line 16)* ► $ 10,939,133.

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 the instructions))*	**(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 (att sch)	372,813.			
2 Ck ► ☐ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	40,786.	40,786.	40,786.	
4 Dividends and interest from securities	251,587.	251,587.	251,587.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-127,739.			
b Gross sales price for all assets on line 6a 667,296.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	537,447.	292,373.	292,373.	
OPERATING AND ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch) See St 1	24,056.	18,856.		5,200.
17 Interest				
18 Taxes (attach schedule)(see instr) See Stm 2	239.	239.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 **Total operating and administrative expenses.** Add lines 13 through 23	24,295.	19,095.		5,200.
25 Contributions, gifts, grants paid Part XV	407,525.			407,525.
26 **Total expenses and disbursements.** Add lines 24 and 25	431,820.	19,095.	0.	412,725.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	105,627.			
b **Net investment income** (if negative, enter -0-)		273,278.		
c **Adjusted net income** (if negative, enter -0-)			292,373.	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS 1 Cash — non-interest-bearing			
2 Savings and temporary cash investments	846,137.	511,818.	511,818.
3 Accounts receivable ►			
Less allowance for doubtful accounts ►	750.		
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 the instructions)			
7 Other notes and loans receivable (attach sch) ►			
Less allowance for doubtful accounts ►			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments – U S and state government obligations (attach schedule) Statement 3	240,664.	183,818.	195,095.
b Investments — corporate stock (attach schedule) Statement 4	5,184,973.	7,308,704.	9,314,058.
c Investments — corporate bonds (attach schedule) Statement 5	598,184.	549,315.	586,661.
11 Investments – land, buildings, and equipment: basis ►			
Less. accumulated depreciation (attach schedule) ►			
12 Investments – mortgage loans			
13 Investments – other (attach schedule) Statement 6	1,918,886.	332,740.	331,501.
14 Land, buildings, and equipment basis ►			
Less accumulated depreciation (attach schedule) ►			
15 Other assets (describe ► See Statement 7)		2.	
16 **Total assets** (to be completed by all filers — see instructions Also, see page 1, item I)	8,789,594.	8,886,397.	10,939,133.
LIABILITIES 17 Accounts payable and accrued expenses	15.		
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, & other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ►)			
23 **Total liabilities** (add lines 17 through 22)	15.	0.	
NET ASSETS OR FUND BALANCES **Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted	8,789,579.	8,886,397.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see the instructions)	8,789,579.	8,886,397.	
31 **Total liabilities and net assets/fund balances** (see the instructions)	8,789,594.	8,886,397.	

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	8,789,579.
2	Enter amount from Part I, line 27a	2	105,627.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	8,895,206.
5	Decreases not included in line 2 (itemize) ► See Statement 8	5	8,809.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	8,886,397.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day year)	(d) Date sold (month, day, year)
1a	See Statement 9			
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (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	-127,739.
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	-5,629.

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 beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	1,021,348.	3,417,674.	0.298843
2007	1,009,318.	13,621,076.	0.074100
2006	1,070,082.	11,766,942.	0.090940
2005	525,086.	11,019,818.	0.047649
2004	534,789.	8,857,768.	0.060375

2	**Total** of line 1, column (d)	2	0.571907
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	0.114381
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,401,784.
5	Multiply line 4 by line 3	5	961,004.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,733.
7	Add lines 5 and 6	7	963,737.
8	Enter qualifying distributions from Part XII, line 4	8	412,725.

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 letter if necessary - see instr.)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		1	5,466.
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	5,466.
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	5,466.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 8,029.		
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	8,029.
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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	2,563.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ► 2,563.	**Refunded** ►	11	0.

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?	2		X
If 'Yes,' attach a detailed description of the activities.			
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
4a 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?	5		X
If 'Yes,' attach the statement required by General Instruction T			
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 year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► N/A			
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	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)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses* See Statement 10	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 ► N/A

14 The books are in care of ► Donald V. Fites Telephone no ► (309) 675-4245

Located at ► 100 N.E. Adams Street Peoria IL ZIP + 4 ► 61629

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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	N/A	
	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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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	N/A	
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 instructions)? **5b** N/A

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 (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** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
Donald V. Fites 602 E. High Point Peoria, IL 60614	Trustee 1.00	0.	0.	0.
Linda F. Reed 275 Thurston Blvd W Dayton, OH 45419	Dir./Trustee 2.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	7,774,862.
b	Average of monthly cash balances		1b	754,868.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	8,529,730.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	8,529,730.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	127,946.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	8,401,784.
6	**Minimum investment return.** Enter 5% of line 5		6	420,089.

Part XI Distributable Amount (see 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	420,089.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 5,466.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	5,466.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	414,623.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	414,623.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	414,623.

Part XII Qualifying Distributions (see 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	412,725.
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	412,725.
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 instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	412,725.

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 instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					414,623.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years. 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2009					
a From 2004	534,789.				
b From 2005	525,086.				
c From 2006	488,076.				
d From 2007	373,266.				
e From 2008	854,478.				
f **Total** of lines 3a through e		2,775,695.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 412,725.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2009 distributable amount					412,725.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*		1,898.			1,898.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		2,773,797.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
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			0.		
d Subtract line 6c from line 6b Taxable amount – see instructions			0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)		532,891.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		2,240,906.			
10 Analysis of line 9.					
a Excess from 2005	525,086.				
b Excess from 2006	488,076.				
c Excess from 2007	373,266.				
d Excess from 2008	854,478.				
e Excess from 2009					

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

Donald V. Fites

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 ► [X] 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 11				
Total			► **3a**	407,525.
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	40,786.	
4 Dividends and interest from securities			14	251,587.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-127,739.	
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)				164,634.	

13 Total. Add line 12, columns (b), (d), and (e) 13 164,634.

(See worksheet in the instructions for line 13 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)
N/A	

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions.			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

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

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] | 8-15-10 | ► Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only	Preparer's signature ► Melissa A. Walsh	Date 8/10/10	Check if self-employed ► ☐	Preparer's Identifying number (See **Signature** in the instrs) N/A
	Firm's name (or yours if self-employed), address, and ZIP code ► JMG Financial Group, Ltd. 2301 W 22nd St Ste 300 Oak Brook, IL 60523-1264		EIN ► N/A	Phone no ► (630) 571-5252

TEEA0503L 07/06/09

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	Employer identification number
Fites Family Charitable Trust	37-1375732

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	[ ] 501(c)(_____) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[X] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

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

General Rule –

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

Special Rules –

[ ] For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year. ► $__________

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

Name of organization	Employer identification number
Fites Family Charitable Trust	37-1375732

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Donald V. Fites 602 E. High Point Peoria, IL 61614	$ 372,813.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
Fites Family Charitable Trust	37-1375732

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	6,250 shs Caterpillar Stock	$ 372,813.	12/01/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: Fites Family Charitable Trust

Employer identification number: 37-1375732

Part III *Exclusively* **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once — see instructions) . ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Statement 1
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory Fees JMG	$ 2,877.	$ 2,877.		
JMG Tax Prep	5,200.			$ 5,200.
Misc Fee	36.	36.		
Northern Trust	15,873.	15,873.		
Northern Trust	70.	70.		
Total	$ 24,056.	$ 18,856.	$ 0.	$ 5,200.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2008 Tax Liability	$ 1,131.	$ 1,131.		
Foreign Tax Paid	126.	126.		
Foreign Tax Paid	986.	986.		
Tax Refund	-2,004.	-2,004.		
Total	$ 239.	$ 239.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
US Treasury Inflation Index 2%	Cost	$ 105,211.	$ 115,015.
US Treasury Inflation Index 2.125%	Cost	78,607.	80,080.
		$ 183,818.	$ 195,095.
Total		$ 183,818.	$ 195,095.

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
1742 Caterpillar shares from 12/10/01	Cost	$ 44,007.	$ 99,277.
3918 Caterpillar shares from 12/28/01	Cost	103,406.	223,287.
72 Caterpillar shares from 8/31/99	Cost	2,277.	4,103.
40000 Caterpillar shares from 6/17/03	Cost	1,155,200.	2,279,600.
4428 Caterpillar Shares from 7/24/03	Cost	144,796.	252,352.
9470 Caterpillar shares from 10/6/03	Cost	350,106.	539,695.

Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
8000 Caterpillar shares from 11/3/03	Cost	$ 303,920.	$ 455,920.
12000 Caterpillar shares from 12/11/06	Cost	757,920.	683,880.
12000 Caterpillar shares from 11/3/03	Cost	455,880.	683,880.
368 Caterpillar shares from 12/8/04	Cost	16,659.	20,972.
5235 Exxon Mobil shares from 12/31/05	Cost	307,242.	356,975.
5235 Exxon Mobil shares from 12/13/07	Cost	480,887.	356,975.
7500 Exxon Mobil shares from 11/21/08	Cost	545,063.	511,425.
5000 AK Steel shares from 12/13/07	Cost	233,150.	106,750.
6000 Oshkosh shares from 12/13/07	Cost	284,460.	222,180.
Abbott Labs	Cost	16,317.	16,197.
ABB	Cost	10,661.	9,550.
Accenture	Cost	12,802.	24,900.
Adobe	Cost	22,965.	18,390.
Amazon	Cost	12,231.	20,178.
Apache	Cost	5,360.	20,634.
Apple	Cost	19,701.	31,629.
Berkshire	Cost	9,353.	9,858.
BHP Billiton	Cost	15,941.	22,974.
Charles Schwab	Cost	27,652.	22,584.
Chevron	Cost	28,622.	26,947.
Cisco	Cost	16,383.	23,940.
Cummings Inc.	Cost	14,061.	13,758.
Danaher	Cost	13,476.	22,560.
Disney	Cost	14,729.	16,125.
Emerson	Cost	12,734.	15,975.
FPL	Cost	12,458.	14,526.
Goldman Sachs	Cost	15,406.	25,326.
Google	Cost	13,084.	18,599.
IBM	Cost	12,308.	19,635.
Intel	Cost	23,831.	20,400.
iShares Biotech	Cost	16,346.	16,350.
ITT Corp	Cost	16,489.	16,166.
Johnson & Johnson	Cost	16,938.	19,323.
Johnson Controls	Cost	13,553.	13,620.
JP Morgan	Cost	21,266.	29,169.
Kellog	Cost	13,050.	13,300.
McDonald's	Cost	14,822.	15,610.
Medco	Cost	18,310.	25,564.
Medtronic	Cost	19,766.	17,592.
MFB Northern Small Cap	Cost	78,024.	67,168.
MFB Northern International	Cost	192,690.	169,164.
MFB Northern Large Value	Cost	106,004.	84,627.
MFB Northern Small Cap Index	Cost	93,355.	82,599.
MFB Northern Multi-Manager Emerging	Cost	171,403.	212,427.
MFC iShares EAFE	Cost	149,141.	181,108.
MFC Midcap SPDR	Cost	115,045.	131,760.
Microchip	Cost	15,496.	14,530.
Microsoft	Cost	26,773.	30,490.
Mosaic	Cost	12,131.	17,919.
National Oilwell Varco	Cost	14,781.	17,636.
Pepsico	Cost	16,979.	21,280.
Praxair	Cost	6,410.	20,078.
Proctor & Gamble	Cost	18,126.	24,252.
Schlumberger	Cost	12,901.	19,527.
Spectra	Cost	15,350.	20,510.

Statement 4 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Staples	Cost	$ 8,065.	$ 15,984.
Suncor	Cost	5,654.	21,186.
Teva	Cost	7,466.	22,472.
Transocean	Cost	12,972.	20,700.
Travelers	Cost	15,819.	14,958.
United Tech	Cost	11,526.	20,823.
Walgreens	Cost	19,921.	22,032.
Walmart	Cost	22,247.	21,380.
Wells Fargo	Cost	15,034.	16,194.
MFB Northern Global Real Estate	Cost	25,968.	35,479.
MFC SPDR Gold Trust	Cost	20,192.	24,145.
MFO PIMCO Commodity	Cost	60,830.	70,303.
2781 Caterpillar Shares 12/1/09	Cost	165,887.	158,489.
3469 Caterpillar Shares 12/1/09	Cost	206,926.	356,188.
	Total	$ 7,308,704.	$ 9,314,058.

Statement 5
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
US Treasury Bond 5.5%	Cost	$ 0.	$ 25,691.
General Electric Corp 4.25%	Cost	50,086.	51,622.
Bell South Corp NT 6%	Cost	24,624.	27,033.
Coca Cola Co. 5.75%	Cost	24,989.	26,504.
Federal Home Ln Mtg 5.75%	Cost	24,511.	27,216.
Lilly Eli & Co. NT 6%	Cost	25,035.	27,306.
Goldman Sach Group 5.25%	Cost	25,131.	26,447.
Wells Fargo Bank Nat'l 5.75%	Cost	49,477.	51,834.
United Tech Corp 5.375%	Cost	49,798.	53,282.
Archer Daniels Midland 5.45%	Cost	50,537.	53,256.
MFN Northerh Bond Index	Cost	75,117.	76,456.
MFB Northern Multi High Yield	Cost	25,011.	25,586.
MFB Northern High Yield	Cost	124,999.	114,428.
	Total	$ 549,315.	$ 586,661.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
Other Publicly Traded Securities			
Artisan Small Cap Value	Cost	$ 2,900.	$ 3,552.
Dodge & Cox Stock Fund	Cost	20,232.	18,758.
Masters Select International Fund	Cost	29,463.	27,135.
Metropolitan West High Yield Bond	Cost	9,000.	10,613.

Statement 6 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

Other Publicly Traded Securities	Valuation Method	Book Value	Fair Market Value
Morgan Stanley Inst. Int'l Real Estate	Cost	$ 20,000.	$ 17,584.
Morgan Stanley Inst. US Real Estate	Cost	20,268.	15,906.
PIMCO Commodity Real Return	Cost	23,225.	25,443.
PIMCO Foreign Bond Hedged	Cost	7,921.	8,304.
PIMCO Foreign Bond Unhedged	Cost	8,600.	9,089.
PIMCO High Yield	Cost	12,578.	13,318.
PIMCO Real Return	Cost	17,797.	17,768.
PIMCO Total Return	Cost	22,713.	23,686.
Rainier Large Cap Core	Cost	20,125.	18,043.
Vanguard Inflation Protected Securities	Cost	12,300.	12,774.
SPDR Trust Unit Series 1	Cost	29,871.	27,525.
Vanguard Emerging Markets	Cost	26,643.	29,674.
Vanguard FTSE All-World Ex US Index	Cost	28,528.	27,112.
iShares Russell Midcap Growth	Cost	10,266.	12,469.
iShares Russell Midcap Value	Cost	10,310.	12,748.
	Total	$ 332,740.	$ 331,501.

Statement 7
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Rounding	$ 2.	
Total	$ 2.	$ 0.

Statement 8
Form 990-PF, Part III, Line 5
Other Decreases

Prior period adjustment for books	$ 8,809.
Total	$ 8,809.

Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	100 Schlumberger LTD	Purchased	12/30/2008	6/08/2009
2	100 Transocean LTD	Purchased	12/30/2008	6/08/2009
3	75 First Solar Inc.	Purchased	6/08/2009	8/21/2009
4	400 Jacobs Engr Group Inc.	Purchased	12/30/2008	9/04/2009

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
5	400 Darden Restaurants Inc.	Purchased	5/22/2009	11/11/2009
6	50000 Bank Amer Corp SR NT 3.375% Due	Purchased	1/30/2004	2/17/2009
7	50000 Merrill Lynch Co 6% Due 2/17/09	Purchased	3/22/2002	2/17/2009
8	500 BK AMER CORP	Purchased	1/29/2004	2/20/2009
9	450 AFLAC INC	Purchased	5/11/2006	3/20/2009
10	225 MFC SPDR GOLD TR	Purchased	Various	3/31/2009
11	50 PEPSICO INC	Purchased	5/28/2002	4/03/2009
12	150 WALT DISNEY CO	Purchased	2/08/2008	4/30/2009
13	225 MFC SPDR GOLD TR	Purchased	Various	4/30/2009
14	200 STAPLES INC	Purchased	7/02/2003	4/30/2009
15	6761.04 MFB NORTHER EMERGING MKTS EQUITY FD	Purchased	4/25/2006	5/14/2009
16	25000 US TREASURY NTS DTD 5/17/66 5.5%	Purchased	4/09/2002	5/15/2009
17	350 ADR NOVARTIS AG SPONSORED ADR	Purchased	1/06/2006	5/22/2009
18	100000 UNITED STATES TREAS NTS BD INFLATION IND	Purchased	6/09/2003	5/27/2009
19	225 MFC SPDR GOLD TR	Purchased	Various	5/31/2009
20	50 CHEVRONTEXACO CORP	Purchased	1/31/2008	6/08/2009
21	50 DANAHER CORP	Purchased	1/29/2004	6/08/2009
22	50 LOCKHEED MARTIN CORP	Purchased	6/09/2003	6/08/2009
23	100 SUNCOR ENERGY INC	Purchased	6/09/2003	6/08/2009
24	225 MFC SPDR GOLD TR	Purchased	Various	6/30/2009
25	50000 CIT GROUP INC NEW 5.4% DUE 1/30/16	Purchased	2/02/2006	7/10/2009
26	1125 MFC ISHARES TR MSCI EAFE INDEX	Purchased	12/09/2004	7/10/2009
27	100 PRAXAIR INC	Purchased	2/05/2003	7/10/2009
28	1000 GENERAL ELECTRIC	Purchased	3/13/2002	7/17/2009
29	225 MFC SPDR GOLD TR	Purchased	Various	7/31/2009
30	225 MFC SPDR GOLD TR	Purchased	Various	8/31/2009
31	300 EXELON CORP	Purchased	1/28/2008	9/04/2009
32	225 MFC SPDR GOLD TR	Purchased	Various	9/30/2009
33	200 LOCKHEED MARTIN CORP	Purchased	3/12/2003	10/26/2009
34	4683.84 MFB NORTHN FDS LARGE CAP VALUE	Purchased	3/13/2002	10/26/2009
35	225 MFC SPDR GOLD TR	Purchased	Various	10/31/2009
36	100 WALT DISNEY CO	Purchased	2/08/2008	11/11/2009
37	150 MCDONALDS CORP	Purchased	12/14/2007	11/11/2009
38	150 STAPLES INC	Purchased	7/02/2003	11/11/2009
39	225 MFC SPDR GOLD TR	Purchased	Various	11/30/2009
40	300 WELLS FARGO & CO NEW	Purchased	4/24/2002	12/02/2009
41	225 MFC SPDR GOLD TR	Purchased	Various	12/31/2009
42	1068.376 Pimco Foreign Bond Fund (Hedged)	Purchased	9/22/2008	5/15/2009
43	1045.296 Pimco Foreign Bond Fund (Unhedged)	Purchased	9/22/2008	5/15/2009
44	100 iShares Russell Midcap	Purchased	9/22/2008	6/04/2009
45	56 iShares Russell Midcap	Purchased	9/22/2008	6/04/2009
46	0.5178 iShares Russell Midcap	Purchased	9/30/2008	6/04/2009
47	1.0987 iShares Russell Midcap	Purchased	12/31/2008	6/04/2009
48	0.3835 iShares Russell Midcap	Purchased	3/31/2009	6/04/2009
49	0.4204 iShares Russell Midcap	Purchased	3/31/2009	6/04/2009
50	3326.129 Pimco Total Return Fund	Purchased	9/22/2008	6/04/2009
51	85 SPDR S&P 500 ETF Trust	Purchased	9/22/2008	6/04/2009
52	Security Litigations	Purchased	Various	Various

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	5,622.		4,040.	1,582.				$ 1,582.
2	8,082.		4,625.	3,457.				3,457.
3	9,463.		12,852.	-3,389.				-3,389.
4	17,890.		17,401.	489.				489.
5	13,024.		12,997.	27.				27.
6	50,000.		50,000.	0.				0.
7	50,000.		49,608.	392.				392.
8	1,795.		20,235.	-18,440.				-18,440.
9	8,664.		22,043.	-13,379.				-13,379.
10	6.		0.	6.				6.
11	2,619.		2,553.	66.				66.
12	3,287.		4,821.	-1,534.				-1,534.
13	7.		0.	7.				7.
14	4,124.		2,482.	1,642.				1,642.
15	53,547.		70,000.	-16,453.				-16,453.
16	25,000.		25,691.	-691.				-691.
17	14,043.		19,125.	-5,082.				-5,082.
18	125,717.		124,916.	801.				801.
19	7.		0.	7.				7.
20	3,439.		4,089.	-650.				-650.
21	3,146.		2,246.	900.				900.
22	4,220.		2,316.	1,904.				1,904.
23	3,346.		945.	2,401.				2,401.
24	7.		0.	7.				7.
25	26,750.		49,430.	-22,680.				-22,680.
26	49,229.		67,007.	-17,778.				-17,778.
27	6,866.		2,707.	4,159.				4,159.
28	11,720.		34,141.	-22,421.				-22,421.
29	7.		0.	7.				7.
30	7.		0.	7.				7.
31	14,537.		22,029.	-7,492.				-7,492.
32	8.		0.	8.				8.
33	14,407.		8,570.	5,837.				5,837.
34	40,000.		56,109.	-16,109.				-16,109.
35	7.		0.	7.				7.
36	2,923.		3,214.	-291.				-291.
37	9,398.		9,288.	110.				110.
38	3,342.		1,861.	1,481.				1,481.
39	8.		0.	8.				8.
40	8,218.		7,665.	553.				553.
41	8.		0.	8.				8.
42	9,975.		10,346.	-371.				-371.
43	8,975.		10,521.	-1,546.				-1,546.
44	6,722.		8,927.	-2,205.				-2,205.
45	3,764.		4,999.	-1,235.				-1,235.
46	35.		42.	-7.				-7.
47	74.		65.	9.				9.
48	26.		21.	5.				5.
49	28.		23.	5.				5.
50	34,600.		34,741.	-141.				-141.
51	8,028.		10,344.	-2,316.				-2,316.
52	579.		0.	579.				579.
							Total	$-127,739.

Statement 10
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

Name of Substantial Contributor	Address of Substantial Contributor
Donald V. Fites	602 E. High Point Peoria, IL 61614

Statement 11
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Valparaiso University 1700 Chapel Dr Valparaiso, IL 46383			Further its exempt purpose	$ 9,500.
St. Pauls Church 33 W Dixon Ave Dayton, OH 45419			Further its exempt purpose	4,000.
Kettering Medical Foundation 3535 Southern Blvd Kettering, OH 45429			Further its exempt purpose	2,500.
Riverside Healthcare Foundation 350 North Wall Street Kankakee, IL 60901			Further its exempt purpose	500.
Dayton Art Institute 456 Belmonte Park North Dayton, OH 45405			Further its exempt purpose	7,500.
Dayton Philharmonic 109 N. Main Street, Suite 200 Dayton, OH 45402			Further its exempt purpose	14,500.
Phi Kappa Psi Foundation 5395 Emerson Way Indianapolis, IN 46226			Further its exempt purpose	225,000.
Center for Prevention of Abuse PO Box 3855 Peoria, IL 61612			Further its exempt purpose	500.
Carnegie Endowment 1779 Massachusetts Ave NW Washington, DC 20036			Further its exempt purpose	50,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
Oakwood School Foundation 4000 MacGregor Downs Road Greenville, NC 27834			Further its exempt purpose	$ 2,500.
Notre Dame Foundation Notre Dame, IN 46556			Further its exempt purpose	5,000.
Boy Scouts of America PO Box 909 Pineville, NC 28134			Further its exempt purpose	1,000.
Methodist Medical Foundation 120 NE Glen Oak Ave Peoria, IL 61603			Further its exempt purpose	1,000.
Salvation Army 10 W. Algonquin Rd Des Plaines, IL 60016			Further its exempt purpose	32,000.
Peoria Zoo 2218 N Prospect Rd Peoria, IL 61603			Further its exempt purpose	2,500.
Alzheimer's Association 225 N. Michigan Ave, Fl 17 Chicago, IL 60601			Further its exempt purpose	1,000.
Girl Scouts of IL 650 N. Lakeview Parkway Vernon Hills, IL 60061			Further its exempt purpose	500.
First United Methodist Church 77 West Washington Street Chicago , IL 60602			Further its exempt purpose	500.
Dayton Opera Guild 138 N. Main St. Dayton, OH 45402			Further its exempt purpose	2,500.
Park Place Outreach Youth Shelter 514 E. Henry Street Savannah, GA 31401			Further its exempt purpose	1,000.
Argos United Methodist Church 540 N. Michigan St. Argos, IN 46501			Further its exempt purpose	1,000.

Statement 11 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
Junior Diabetes Research Fund 11 S La Salle St Ste 1800 Chicago , IL 60603			Further its exempt purpose	$ 1,000.
Immokalee Foundaiton 3960 Radio Road Naples, FL 34104			Further its exempt purpose	25,000.
Mayo Clinic Foundation 4500 San Pablo Road Jacksonville, FL 32224			Further its exempt purpose	1,000.
American Leadership Academy 898 West 1100 South Spanish Fork, UT 84660			Further its exempt purpose	2,500.
Avow Hospice 1095 Whippoorwill Lane Naples, FL 34145			Further its exempt purpose	5,000.
Asbury Theological Seminary 8401 Valencia College Ln Orlando, FL 32825			Further its exempt purpose	1,000.
Sun-N-Fun Community Church 7125 Fruitville Road Sarasota, FL 34240			Further its exempt purpose	500.
I.P.M.R. 6501 N. Sheridan Road Peoria, IL 61614			Further its exempt purpose	1,000.
Family House 1509 N. Knoxville Ave. Peoria, IL 61603			Further its exempt purpose	5,000.
Central City Opera 400 S. Colorado Blvd. Suite 530 Denver, CO 80246			Further its exempt purpose	1,000.
US Marine Corp Foundation 121 S. St. Asaph St. Alexandria, VA 22314			Further its exempt purpose	25.
			Total	$ 407,525.