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

2009

Department of the Treasury
Internal Revenue Service

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

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.

STILLWELL FOUNDATION
C/O KENT SCHNACK
510 VERNON ST
QUINCY, IL 62301

A Employer identification number

37-6026362

B Telephone number (see the instructions)

217-224-4000

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) J Accounting method: Cash Accrual
 Other (specify) -----
► \$ 965, 992. (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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	24,701.	24,701.	24,701.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-97,761.			
	b Gross sales price for all assets on line 6a	270,941.			
	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				
A D M I N I S T R A T I V E O P E R A T I N G E X P E N S E S	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	73,060.	24,701.	24,701.	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	3,000.	1,500.	1,500.	1,500.
	b Accounting fees (attach sch) SEE ST 3	925.	462.	463.	463.
	c Other prof fees (attach sch) SEE ST 4	6,282.	3,141.	3,141.	3,141.
	17 Interest				
	18 Taxes (attach schedule) SEE STM 5	719.	359.	360.	360.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	59.	29.	30.	30.
	24 Total operating and administrative expenses. Add lines 13 through 23	10,985.	5,491.	5,494.	5,494.
	25 Contributions, gifts, grants paid PART XV	50,450.			50,450.
	26 Total expenses and disbursements. Add lines 24 and 25	61,435.	5,491.	5,494.	55,944.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-134,495.			
	b Net investment income (if negative, enter -0)		19,210.		
	c Adjusted net income (if negative, enter -0)			19,207.	

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	9,862.	3,839.	3,839.	
	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 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)	82,394.	49,637.	49,637.	
	b Investments – corporate stock (attach schedule)	545,375.	444,001.	534,934.	
	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)	357,135.	362,794.	377,582.		
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 instructions Also, see page 1, item I)	994,766.	860,271.	965,992.		
LIABILITIES	17 Accounts payable and accrued expenses				
	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)	0.	0.		
NET FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		<input type="checkbox"/>		
	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	994,766.	860,271.		
	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)	994,766.	860,271.		
	31 Total liabilities and net assets/fund balances (see the instructions)	994,766.	860,271.		

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	994,766.
2	Enter amount from Part I, line 27a	2	-134,495.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	860,271.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	860,271.

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)
1 a N/A					
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) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2		
3 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		

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	59,508.	1,041,976.	0.057111
2007	56,683.	1,148,323.	0.049362
2006	38,380.	1,108,194.	0.034633
2005	48,761.	1,075,103.	0.045355
2004	47,248.	1,029,391.	0.045899

- 2 Total of line 1, column (d) 2 0.232360
- 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 0.046472
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 889,510.
- 5 Multiply line 4 by line 3 5 41,337.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 192.
- 7 Add lines 5 and 6 7 41,529.
- 8 Enter qualifying distributions from Part XII, line 4 8 55,944.

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 ► <input type="checkbox"/> and enter 'N/A' on line 1.	1 192.
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)	2 0.
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	3 192.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	4 0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5 192.
3 Add lines 1 and 2	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6 Credits/Payments	
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 680.
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	7 680.
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 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	► 10 488.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► 488. Refunded ► 11 0.	

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	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?	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?	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	X
4 a 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.	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	
• By language in the governing instrument, or	
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►	
IL	
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	
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	X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	X

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 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? Website address ► <u>N/A</u>	13	X
14	The books are in care of ► <u>KENT SCHNACK</u> Located at ► <u>510 VERNON ST QUINCY IL</u>	Telephone no. ► <u>217-224-4000</u> ZIP + 4 ► <u>62301</u>	
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	N/A ► <u>15</u>	N/A 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?	<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
1b	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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		N/A
1c	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?		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 ► <u>20__ , 20__ , 20__ , 20__</u>		
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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u>20__ , 20__ , 20__ , 20__</u>		
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			N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 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)?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?

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

N/A Yes No

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?

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
JOHN STILLWELL	VICE PRESIDE 0	0.	0.	0.
AUSTIN, TX 78704-3540				
CHARLES STILLWELL	PRESIDENT 0	0.	0.	0.
RICHMOND, VA 23226				
LOREN E. SCHNACK	ASST SEC & T 0	0.	0.	0.
QUINCY, IL 62301				
R. NEWCOMB STILLWELL	SEC & TREAS 0	0.	0.	0.
BOSTON, MA 02110-2624				

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.

BAA

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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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

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.

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
(for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

1a	894,562.
1b	8,494.
1c	
1d	903,056.
2	0.
3	903,056.
4	13,546.
5	889,510.
6	44,476.

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 | 44,476.

2a Tax on investment income for 2009 from Part VI, line 5

2a | 192.

b Income tax for 2009 (This does not include the tax from Part VI.)

2b |

c Add lines 2a and 2b

2c | 192.

3 Distributable amount before adjustments Subtract line 2c from line 1

3 | 44,284.

4 Recoveries of amounts treated as qualifying distributions

4 |

5 Add lines 3 and 4.

5 | 44,284.

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 | 44,284.

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 | 55,944.

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 | 55,944.

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 | 192.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 | 55,752.

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				44,284.
2 Undistributed income, if any, as of the end of 2009:			0.	
a Enter amount for 2008 only		0.		
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	8,767.			
f Total of lines 3a through e	8,767.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 55,944.				
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				44,284.
e Remaining amount distributed out of corpus	11,660.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4d. Subtract line 5	20,427.			
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)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.	20,427.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	8,767.			
e Excess from 2009	11,660.			

BAA

Form 990-PF (2009)

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)				
<i>a Paid during the year</i> SEE STATEMENT 8				
Total				► 3a 50,450.
<i>b Approved for future payment</i>				
Total				► 3b
BAA		TEEA0501L 07/06/09		Form 990-PF (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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					
4 Dividends and interest from securities					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS INCOME					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				9,730.	-82,790.
13 Total. Add line 12, columns (b), (d), and (e)				13	-73,060

(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

- 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
 - (2) Other assets

- Other transactions

 - (1) Sales of assets to a noncharitable exempt organization . . .
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)	X	
1a (2)	X	
1b (1)	X	
1b (2)	X	
1b (3)	X	
1b (4)	X	
1b (5)	X	
1b (6)	X	
1c	X	

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

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

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.

► <u>Loren E. Schneck - LOREN E. SCHNECK 3/19/10</u>		► <u>Trustee + Trustee</u>			
Signature of officer or trustee		Date			
		Title			
► Paid Preparer's Use Only	Preparer's signature	► <u>JEFFREY A. MCPHERSON, C.P.A.</u>	Date	Check if self-employed <input type="checkbox"/> N/A	Preparer's Identifying number (See Signature in the instrs)
	Firm's name (or yours if self-employed), address, and ZIP code	► <u>GRAY HUNTER STENN LLP</u> ► <u>500 MAINE STREET</u> ► <u>QUINCY, IL 62301</u>	EIN	► N/A	
			Phone no	► (217) 222-0304	

BAA

2009

FEDERAL STATEMENTS

PAGE 1

CLIENT 08828

STILLWELL FOUNDATION
C/O KENT SCHNACK

37-6026362

3/19/10

08 37AM

STATEMENT 1

FORM 990-PF, PART I, LINE 6A

NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	SEE ATTACHED		
DATE ACQUIRED:	1/22/2009		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	7/17/2009		
TO WHOM SOLD:			
GROSS SALES PRICE:	82,860.		
COST OR OTHER BASIS:	97,831.		
BASIS METHOD:	COST		
		GAIN (LOSS)	-14,971.
DESCRIPTION:	SEE ATTACHED		
DATE ACQUIRED:	7/21/2008		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	11/20/2009		
TO WHOM SOLD:			
GROSS SALES PRICE:	188,081.		
COST OR OTHER BASIS:	270,871.		
BASIS METHOD:	COST		
		GAIN (LOSS)	-82,790.
			<u>TOTAL \$ -97,761.</u>

STATEMENT 2

FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 3,000.	\$ 1,500.	\$ 1,500.	\$ 1,500.
	<u>\$ 3,000.</u>	<u>\$ 1,500.</u>	<u>\$ 1,500.</u>	<u>\$ 1,500.</u>

STATEMENT 3

FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 925.	\$ 462.	\$ 463.	\$ 463.
	<u>\$ 925.</u>	<u>\$ 462.</u>	<u>\$ 463.</u>	<u>\$ 463.</u>

2009

FEDERAL STATEMENTS

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CLIENT 08828

STILLWELL FOUNDATION
C/O KENT SCHNACK

37-6026362

3/19/10

08.37AM

STATEMENT 4
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
INVESTMENT ADVISORY	\$ 6,282.	\$ 3,141.	\$ 3,141.	\$ 3,141.
TOTAL	<u>\$ 6,282.</u>	<u>\$ 3,141.</u>	<u>\$ 3,141.</u>	<u>\$ 3,141.</u>

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	\$ 719.	\$ 359.	\$ 360.	\$ 360.
TOTAL	<u>\$ 719.</u>	<u>\$ 359.</u>	<u>\$ 360.</u>	<u>\$ 360.</u>

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PUBLICATION FEES	\$ 59.	\$ 29.	\$ 30.	\$ 30.
TOTAL	<u>\$ 59.</u>	<u>\$ 29.</u>	<u>\$ 30.</u>	<u>\$ 30.</u>

STATEMENT 7
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME: KENT SCHNACK

CARE OF:

STREET ADDRESS: 510 VERNONT STREET

CITY, STATE, ZIP CODE: QUINCY, IL 62301

TELEPHONE:

FORM AND CONTENT: LETTER - NO FORMAL APPLICATION PROCEDURES ESTABLISHED

NONE

SUBMISSION DEADLINES: GRANTS ARE AWARDED ONLY TO QUALIFIED CHARITABLE, CIVIC, OR
RESTRICTIONS ON AWARDS: EDUCATIONAL ORGANIZATIONS. NO AWARDS ARE MADE TO
INDIVIDUALS.

2009

FEDERAL STATEMENTS

PAGE 3

CLIENT 08828

STILLWELL FOUNDATION
C/O KENT SCHNACK

37-6026362

3/19/10

08 37AM

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHEERFUL HOME QUINCY, IL 62301			OUTREACH PROGRAM	\$ 2,500.
QUINCY SOCIETY OF FINE ARTS QUINCY, IL 62301			EDUCATIONAL	3,500.
CAMP CALLAHAN LIMA, IL 62348			GENERAL	2,450.
BIG BROTHER BIG SISTER OF ADAMS COUNT QUINCY, IL 62301			GENERAL	1,500.
JACKSON LINCOLN SWIMMING COMPLEX INC QUINCY, IL 62301			GENERAL	3,500.
TRANSITIONS OF WESTERN ILLINOIS QUINCY, IL 62301			GENERAL	2,000.
QUINCY UNIVERSITY QUINCY, IL 62301			PUBLIC RADIO STATION	500.
ST JOHNS EPISCOPAL CHURCH QUINCY, IL 62301			CHURCH	8,500.
QUINCY MUSEUM OF NATURAL HISTORY & ART QUINCY, IL 62301			BUILDING RENOVATION	26,000.
TOTAL				\$ 50,450.



0002209 04 MB 1 235 ..AUTO T3 0 1601 62301 290210 200 02209
Loren E. Schnack
510 Vermont Street
Quincy, IL 62301-2902



Your account number 110010479014
December 1, 2009 to December 31, 2009

Account Statement

STILLWELL FOUNDATION INVESTMENT ADVISORY ACCOUNT

Statement Prepared by
Your Account Administrator
Your Portfolio Manager

Harris N A
T PLIS
J R KNECHT

It is important for you to review the data reported in this statement and contact your
Account Administrator or Portfolio Manager if you have any questions.

Income summary	3
Change in the value of your account	3
Realized gain and loss summary	3
Summary of your assets	4
Summary of sectors	5
Details of assets in your account	6
Your account activity	11



STILL A
WELL-EDUCATED
GUESS

Harris Private Bank is a trade name used by various financial service providers in the Harris Financial Corp. Banking products and services offered by Harris Private Bank are provided by Harris N.A., The Harris Bank N.A. and their bank affiliates. Member FDIC.

Harris myCFO[™] is the brand used by Harris myCFO, Inc., providing family office services, Harris myCFO Investment Advisory Services LLC, an SEC-registered investment adviser, and certain divisions of Harris N.A. and its affiliates that are national banks with trust powers.

Not all products and services are offered in every state and/or location.



STILLWELL FDTN

Account 110010479014 / Page 3 of 18
December 1, 2009 to December 31, 2009

- *Change in the value of your account*

	DEC 01, 2009	JAN 01, 2009
	TO DEC 31, 2009	TO DEC 31, 2009
Beginning market value	\$969,169.96	\$881,766.23
Deposits		
Assets	10,754.63	19,887.38
Distributions		
Cash	-6,049.69	-4,9,129.65
Assets	-10,754.63	-19,887.38
Bank fees	-557.52	-6,282.18
Other disbursements	.784	-86.58
Change in portfolio value		
Income	3,322.27	24,788.00
Market change	-3,724.02	111,097.34
Ending market value	\$962,153.16	\$962,153.16

- *Realized gain and loss summary*

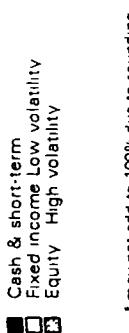
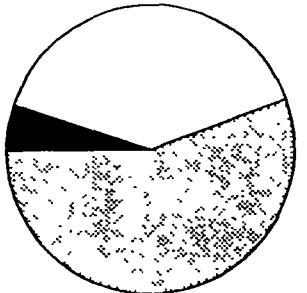
	DEC 01, 2009	JAN 01, 2009
	TO DEC 31, 2009	TO DEC 31, 2009
Realized capital gain/loss	\$0.00	-\$98,543.69

- *Income summary*

	DEC 01, 2009	JAN 01, 2009
	TO DEC 31, 2009	TO DEC 31, 2009
Dividends		
Mutual fund short term capital gains dividends	1,886.90	9,157.39
Interest	40.76	40.76
U.S. government	0.00	699.72
Other taxable	1,394.61	14,192.08
Other income	0.00	698.05
Total income	\$3,322.27	\$24,788.00
Estimated annual income	\$25,731.82	

• **Summary of your assets**

	MARKET VALUE ON DEC 31, 2009	% OF YOUR ACCOUNT FOR CURRENT PERIOD
Short-term	49,636.97	5.16
Total cash & short-term	\$49,636.97	5.16 %
Corporate and other taxable	377,581.77	39.24
Total fixed income/low volatility	\$377,581.77	39.24 %
Total cash, short-term & fixed income/low volatility	\$427,218.74	44.40 %
U.S. equity	450,869.00	46.86
International	84,065.42	8.74
Total equity/high volatility	\$534,934.42	55.60 %
YOUR TOTAL ASSETS	\$962,153.16	100.00 %





Account 110010479014 / Page 5 of 18
December 1, 2009 to December 31, 2009

STILLWELL FDTN

- **Summary of sectors**

	MARKET VALUE ON DEC 31, 2009	% OF TOTAL COMMON STOCKS
Common stocks		
Consumer discretionary	44,037.35	9.77
Consumer staples	51,265.78	11.37
Energy	57,016.17	12.65
Financials	51,447.75	11.41
Health care	66,395.45	14.73
Industrials	42,730.05	9.48
Information technology	93,663.55	20.77
Materials	16,495.00	3.66
Telecommunication services	14,014.00	3.11
Utilities	13,803.90	3.06
Total common stocks	\$450,869.00	100.00 %
Equity funds		
International	62,572.92	
Total equity funds	\$62,572.92	

Details of assets in your account

DESCRIPTION OF ASSET	QUANTITY	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS =	ESTIMATED ANNUAL INCOME	YIELD
CASH & SHORT-TERM							
IRUTUS INSIGHT MONEY MARKET FUND I	49,636.970	1 0000	49,636.97	49,636.97	0 00	69.09	0 14%
TOTAL CASH & SHORT-TERM			\$49,636.97	\$49,636.97	0 00	\$69.09	14%
FIXED INCOME/LOW VOLATILITY							
Corporate and other taxable							
ANGUARD INTERMEDIATE TERM BOND INDEX FUND	35,222.180	10 7200	377,581.77	362,794.42	14,787.35	17,117.98	4 53%
Total Corporate and other taxable			\$377,581.77	\$362,794.42	\$14,787.35	\$17,117.98	4 53%
TOTAL FIXED INCOME/LOW VOLATILITY							
Quity/high volatility							
J.S. equity							
ABBOTT LABS	ABT	270 000	53 9900	14,577.30	12,091.08	2,486.22	432.00
Health care							
ACM	280 000	27 5000	7,700.00	7,450.13	249.87	0.00	0.00%
AECON TECHNOLOGY CORP							
Industrials							
AMGEN INC	AMGN	180 000	56 5700	10,182.60	9,128.99	1,053.61	0.00
Health care							
APPLE INC	AAPL	75 000	210 7320	15,804.90	9,007.98	6,796.92	0.00
Information technology							
BECKMAN COULTER INC	BEC	210 000	€5,4400	13,742.40	12,990.44	751.96	151.20
Health care							
BJS	BJ	185 000	£2 7100	6,051.35	7,390.10	-1,338.75	0.00
Consumer staples							
CHARLES SCHWAB CORP	SCHW	425 000	18 8200	7,998.50	7,029.75	968.75	102.00
Financials							

**STILLWILL FDTN**

Account 110010479014 / Page 7 of 18
December 1, 2009 to December 31, 2009

Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	CURRENT X UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
HUBB CORP Financials	CB 175 000	43 1800	8,606 50	7,738 93	867 57	245 00	2 85%
ISCO SYSTEMS INC Information technology	CSCO 460 000	21 9400	11,012 40	12,867 91	-1,855 51	0 00	0 00%
OLGATE PALMOLIVE CO Consumer staples	CL 125 000	81 1500	10,268 75	9,725 00	543 75	220 00	2 14%
ONOCOPHILLIPS Energy	COP 191 000	5 0700	9,754 37	8,018 74	1,735 63	382 00	3 92%
ISNEY WALT CO NEW Consumer discretionary	DIS 225 000	31 2500	7,256 25	7,927 69	-671 44	78 75	1 08%
NSCO INTERNATIONAL SPONSORED AMERICAN DEPOSITORY RECEIPT Energy	ESV 255 000	35 9400	10,184 70	13,024 62	-2,839 92	0 00	0 00%
XXON MOBIL CORPORATION Energy	XOM 125 000	68 1900	8,523 75	2,189 37	6,334 38	210 00	2 46%
INANCIAL SELECT SPDR HS BEN INT-FINANCIAL Financials	XLF 620 000	14 4000	8,928 00	9,207 00	-279 00	129 58	1 45%
ENERAL ELECTRIC CORP Industrials	GE 595 000	15 1300	9,002 35	13,027 95	-4,025 60	238 00	2 64%
OLDMAN SACHS GROUP INC Financials	GS 50 000	168 8400	8,442 00	8,556 40	-114 40	70 00	0 83%
OGLE INC-CL A OMMON STOCK CL A Information technology	GOOG 20 000	619 9800	12,399 60	7,408 00	4,991 60	0 00	0 00%
EWITT ASSOCIATES INC-CL A Information technology	HEW 275 000	42 2600	11,621 50	10,180 39	1,441 11	0 00	0.00%

Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	CURRENT X UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED = GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
LEWLETT PACKARD CO Information technology	HPQ 255 000	5100	13,135.05	8,331.97	4,803.08	81.60	0.62%
HOME DEPOT INC Consumer discretionary	HD 330 000	26.9300	9,546.90	9,118.40	428.50	297.00	3.11%
INTERNATIONAL BUSINESS MACHINES CORP Capital stock Information technology	IBM 120 000	130.9000	15,708.00	12,495.54	3,212.46	264.00	1.68%
SHARES DOW JONES U S ELECOMMUNICATIONS SECTOR INDEX UND Telecommunication services	IYZ 700 000	20.0200	14,014.00	18,765.45	-4,751.45	525.70	3.75%
OHNSON & JOHNSON Health care	JNJ 215 000	64.4100	13,848.15	12,457.72	1,390.43	421.40	3.04%
P MORGAN CHASE & CO Financials	JPM 225 000	41.6700	9,375.75	9,239.45	136.30	45.00	0.48%
MATERIALS SELECT SPDR SECTOR VDEX FUND Materials	XLB 500 000	32.9900	16,495.00	12,851.75	3,643.25	354.00	2.15%
INCIDENTAL PETE CORP Energy	OXY 100 000	81.3500	8,135.00	8,714.11	-579.11	132.00	1.62%
ORACLE CORPORATION Information technology	ORCL 570 000	24.5300	13,982.10	11,897.54	2,084.56	114.00	0.81%
PROCTER & GAMBLE CO Consumer staples	PG 236 000	66.6300	14,308.68	8,768.43	5,540.25	415.36	2.90%
PUBLIC SERVICES INC COMMON STOCK CL-A Industrials	RSG 300.000	28.3100	8,493.00	4,058.00	4,435.00	228.00	2.68%

**STILLWILL FDTN**

Account 110010479014 / Page 9 of 18
 December 1, 2009 to December 31, 2009

Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS =	ESTIMATED ANNUAL INCOME	YIELD
CHUMBERGER LTD Energy	SLB 160 000	64.0900	10,414.40	9,471.15	943.25	134.40	1.29%
ARGET CORP Consumer discretionary	TGT 310 000	48.3700	14,994.70	11,310.78	3,683.92	210.80	1.41%
IVA PHARMACEUTICAL IND'S LTD AMERICAN DEPOSITORY RECEIPT Health care	TEVA 250 000	56.1800	14,045.00	10,582.16	3,462.84	120.50	0.86%
VITED TECHNOLOGIES CORP Industrials	UTX 150 000	64.4100	10,411.50	2,079.15	8,332.35	231.00	2.22%
RS CORP NEW COM Industrials	URS 160 000	44.5200	7,123.20	5,728.05	1,395.15	0.00	0.00%
ILITIES SELECT SECTOR SPDR HS BEN INT-UTILITIES Utilities	XLU 445 000	31.0200	13,803.90	16,599.50	-2,795.60	656.82	4.76%
AL MART STORES INC Consumer staples	WMT 180 000	53.4500	9,621.00	9,075.35	545.65	196.20	2.04%
ALGREEN CO Consumer staples	WAG 300 000	36.7200	11,016.00	11,186.96	-170.96	165.00	1.50%
ELLS FARGO & CO Financials	WFC 300 000	26.9900	8,097.00	6,894.00	1,203.00	60.00	0.74%
TO ENERGY INC Energy	XTO 215 000	46.5300	10,003.95	3,719.98	6,283.97	107.50	1.07%
UM BRANDS INC Consumer discretionary	YUM 350 000	34.9700	12,239.50	6,367.04	5,872.46	294.00	2.40%
Total U.S. equity International			\$450,869.00	\$384,672.95	\$66,196.05	\$7,312.81	1.62%



STILLWELL FDTN

Account #11010479014
Report of
December 31, 2009
Period of
December 31, 2009

Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
CCENTURE PLC CL A Information technology	ACN	275 000	41.5000	11,412.50	9,760.19	1,652.31	206.25	1.81%
CE LIMITED Financials	ACE	200 000	50.4000	10,080.00	8,800.06	1,279.94	248.00	2.46%
IDEITY DIVERSIFIED INTERNATIONAL UND	FDIVX	2,234.747	28.0000	62,572.92	40,768.21	21,804.71	777.69	1.24%
Developed large cap Total International				\$84,065.42	\$59,328.46	\$24,736.96	\$1,231.94	1.47%
OTAL EQUITY/HIGH VOLATILITY				\$534,934.42	\$444,001.41	\$90,933.01	\$8,544.75	1.60%
OTAL ASSETS IN YOUR ACCOUNT				\$962,153.16	\$856,432.80	\$105,720.36	\$25,731.82	2.67%

STILLWELL FDTN 110010479014
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
400. AES CORPORATION COMMON STOCK	01/22/2009	07/17/2009	4,750.28	3,324.72	1,425.56
680. AES CORPORATION COMMON STOCK	04/17/2009	08/24/2009	9,754.69	5,100.41	4,654.28
200. BANK OF NEW YORK MELLON	04/18/2008	02/24/2009	4,779.77	8,655.96	-3,876.19
80. ENSCO INTERNATIONAL INC	04/17/2009	12/24/2009	3,374.00	2,591.56	782.44
50. GOLDMAN SACHS GROUP INC	02/07/2008	01/22/2009	3,644.26	9,470.50	-5,826.24
80. LIFE TECHNOLOGIES CORP	08/26/2008	04/17/2009	2,629.59	3,352.90	-723.31
220. LIFE TECHNOLOGIES CORP	08/26/2008	05/27/2009	8,437.64	9,220.49	-782.85
300. NOKIA CORPORATION SPONSORED ADR	04/18/2008	01/22/2009	3,687.28	8,709.57	-5,022.29
350. PERRIGO CO COMMON STOCK	08/26/2008	06/18/2009	9,371.36	12,295.01	-2,923.65
5176.941 TEMPLETON FDS INC FOREIGN FD ADVISOR CL	12/19/2008	02/24/2009	19,258.22	22,778.54	-3,520.32
310. UNILEVER N V SPONSORED ADR	04/17/2009	05/27/2009	7,535.78	6,420.76	1,115.02
80. WATSON PHARMACEUTICAL INC COMMON STOCK	04/18/2008	04/17/2009	2,395.13	2,392.36	2.77
100. YUM BRANDS INC COMMON	07/21/2008	04/17/2009	3,241.80	3,518.07	-276.27
Totals					
					82,860.00
					97,831.00
					-14,971.00

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STILLWELL FDTN 110010479014
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
190. B.J.'S WHOLESALE CLUB INC STOCK	07/21/2008	11/20/2009	6,687.83	7,669.80	-981.97
60. CHEVRON TEXACO INC COMMON STOCK	06/17/1996	04/17/2009	3,993.90	1,637.53	2,356.37
95. CHEVRON TEXACO INC COMMON STOCK	06/17/1996	07/17/2009	6,098.84	2,592.76	3,506.08
50. CHUBB CORPORATION COMMON STOCK	03/07/2007	04/17/2009	2,108.51	2,480.32	-371.81
100. DUNN & BRADSTREET CORP DEL NEW COMMON STOCK	04/28/2004	10/06/2009	7,412.68	5,349.00	2,063.68
150. EXELON CORPORATION COMMON STOCK	05/24/2005	11/20/2009	6,941.33	6,410.46	530.87
50. EXXON MOBIL CORP COMMON STOCK	05/22/1995	04/17/2009	3,386.06	875.75	2,510.31
1091.43 GNMA PL #623006 5.500% 12/15/33	12/17/2003	01/15/2009	1,091.43	1,115.17	-23.74
46.5 GNMA PL #623006 5.500% 12/15/33	12/17/2003	02/15/2009	46.50	47.51	-1.01
28363.27 GNMA PL #623006 5.500% 12/15/33	12/17/2003	02/24/2009	29,019.20	28,980.10	39.10
48.74 GNMA PL #625550 5.000% 12/15/33	12/17/2003	01/15/2009	48.74	48.14	0.60
48.39 GNMA PL #625550 5.000% 12/15/33	12/17/2003	02/15/2009	48.39	47.79	0.60
26876.31 GNMA PL #625550 5.000% 12/15/33	12/17/2003	02/24/2009	27,413.84	26,545.56	868.28
1000. GE CAPITAL CORP 5.875% PFD 50. HEWLETT PACKARD COMPANY 30. INTERNATIONAL BUSINESS MACHINES CAPITAL STOCK 125. MANPOWER INC WISCONSIN COMMON STOCK	07/17/2003 02/07/2008 04/17/2009 04/17/2008 01/22/2009 05/30/2007	02/24/2009 14,805.11 1,798.45 2,040.50 3,022.90 3,763.39 5,916.52	25,610.00 2,040.50 3,066.24 8,956.50	-10,804.89 -242.05 -43.34 -7,636.35 -3,039.98	
Totals					

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STILLWELL FDTN 110010479014
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
220. ORACLE CORPORATION COMMON STOCK	07/05/2007	04/17/2009	4,177.05	4,433.00	-255.95
200. SCHWAB CHARLES CORPORATION NEW COMMON STOCK	03/07/2007	04/17/2009	3,472.21	3,601.50	-129.29
9707.041 TEMPLETON FDS INC FOREIGN FD ADVISOR CL	12/14/2007	02/24/2009	36,110.19	105,593.17	-69,482.98
250. UNILEVER N V SPONSORED ADR	02/07/2008	05/27/2009	6,077.25	7,662.50	-1,585.25
100. VF CORPORATION COMMON STOCK	02/07/2008	07/17/2009	6,007.61	7,947.86	-1,940.25
245. WATSON PHARMACEUTICAL INC COMMON STOCK	06/23/2008	08/24/2009	8,633.11	6,760.34	1,872.77
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			188,081.00	270,871.00	-82,790.00
Totals			188,081.00	270,871.00	-82,790.00

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