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Form 990-PF

## Return of Private Foundation

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

2009

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

For calendar year 2009, or tax year beginning 01-01-2009, and ending 12-31-2009

**G** Check all that apply  Initial return  Initial return of a former public charity  Final return  
 Amended return  Address change  Name change

<b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b>	Name of foundation GEORGE W NEILSON FOUNDATION	<b>A Employer identification number</b> 41-6022186	
	Number and street (or P O box number if mail is not delivered to street address) PO BOX 692	Room/ suite	<b>B Telephone number (see page 10 of the instructions)</b> (218) 444-4963
	City or town, state, and ZIP code BEMIDJI, MN 566190692		

<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <input checked="" type="checkbox"/> <b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 24,432,552	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))</i>		<b>(a)</b> Revenue and expenses per books	<b>(b)</b> Net investment income	<b>(c)</b> Adjusted net income	<b>(d)</b> Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,078	2,078		
	4 Dividends and interest from securities. . . . .	905,403	905,403		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-624,087			
	b Gross sales price for all assets on line 6a 10,508,817				
	7 Capital gain net income (from Part IV, line 2) . . . . .		0		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	17,129	17,129		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	300,523	924,610		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	50,000	0	50,000	
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	4,660	0	4,660	
	c Other professional fees (attach schedule) . . . . .	77,480	69,732	7,748	
	17 Interest . . . . .	33	0	33	
	18 Taxes (attach schedule) (see page 14 of the instructions)	12,757	5,857	0	
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .	1,200	0	1,200	
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	25,246	0	24,123	
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	171,376	75,589	87,764	
	<b>25 Contributions, gifts, grants paid.</b> . . . . .	1,175,642		1,175,642	
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,347,018	75,589	1,263,406	
	<b>27 Subtract line 26 from line 12</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	-1,046,495			
	<b>b Net investment income</b> (if negative, enter -0-) . . . . .		849,021		
	<b>c Adjusted net income</b> (if negative, enter -0-) . . . . .				

<b>Part II</b> <b>Balance Sheets</b>	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
<b>1</b>	Cash—non-interest-bearing . . . . .	9,762	-19,337	-19,337
<b>2</b>	Savings and temporary cash investments . . . . .	1,703,922	954,022	954,022
<b>3</b>	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
<b>4</b>	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
<b>5</b>	Grants receivable . . . . .			
<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
<b>7</b>	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
<b>8</b>	Inventories for sale or use . . . . .			
<b>9</b>	Prepaid expenses and deferred charges . . . . .			
<b>10a</b>	Investments—U S and state government obligations (attach schedule)	3,562,525	1,268,482	1,344,953
<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	12,162,597	13,042,520	15,824,827
<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .	4,487,298	6,000,853	6,205,477
<b>11</b>	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
<b>12</b>	Investments—mortgage loans . . . . .			
<b>13</b>	Investments—other (attach schedule) . . . . .	454,579	96,476	122,610
<b>14</b>	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
<b>15</b>	Other assets (describe ►) . . . . .			
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	22,380,683	21,343,016	24,432,552
<b>17</b>	Accounts payable and accrued expenses . . . . .			
<b>18</b>	Grants payable . . . . .			
<b>19</b>	Deferred revenue . . . . .			
<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
<b>22</b>	Other liabilities (describe ►) . . . . .			
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
	<b>Foundations that follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
<b>24</b>	Unrestricted . . . . .	22,380,683	21,343,016	
<b>25</b>	Temporarily restricted . . . . .			
<b>26</b>	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ►</b> <input type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
<b>28</b>	Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
<b>30</b>	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	22,380,683	21,343,016	
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	22,380,683	21,343,016	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	22,380,683
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-1,046,495
<b>3</b>	Other increases not included in line 2 (itemize) ►	<b>3</b>	8,828
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	21,343,016
<b>5</b>	Decreases not included in line 2 (itemize) ►	<b>5</b>	0
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	21,343,016

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
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1a See Additional Data Table

b

c

d

e

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table

b

c

d

e

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

<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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a See Additional Data Table

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	-624,087
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

 Yes  No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2008	1,273,011	25,427,835	0 050064
2007	1,414,167	29,195,585	0 048438
2006	1,246,434	26,634,990	0 046797
2005	1,198,389	25,213,075	0 047530
2004	1,075,906	24,595,542	0 043744

2 Total of line 1, column (d).	2	0 236573
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 047315
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	22,171,968
5 Multiply line 4 by line 3.	5	1,049,067
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	8,490
7 Add lines 5 and 6.	7	1,057,557
8 Enter qualifying distributions from Part XII, line 4.	8	1,263,406

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1		1	8,490	
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>				
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 . . . . .				
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2		0	
3	Add lines 1 and 2. . . . .	3		8,490	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		0	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5		8,490	
6	<b>Credits/Payments</b>				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,800		
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		8,800	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		6	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9			
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		304	
11	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input checked="" type="checkbox"/>	304	<b>Refunded</b> <input checked="" type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		<b>Yes</b>	<b>No</b>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		<b>Yes</b>	<b>No</b>
	<i>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.</i>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		<b>Yes</b>	<b>No</b>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input checked="" type="checkbox"/> \$ _____ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		<b>Yes</b>	<b>No</b>
	<i>If "Yes," attach a detailed description of the activities.</i>			
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 . . . . .		<b>Yes</b>	<b>No</b>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		<b>Yes</b>	<b>No</b>
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		<b>Yes</b>	<b>No</b>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		<b>Yes</b>	<b>No</b>
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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, col (c), and Part XV		<b>Yes</b>	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> MN			
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 .		<b>Yes</b>	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		<b>Yes</b>	<b>No</b>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>Yes</b>	<b>No</b>

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions). . . . .	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	Yes	
	Website address ► WWW.GWNF.ORG			
14	The books are in care of ► MILLER MCDONALD INC Located at ► 513 BELTRAMI AVENUE BEMIDJI MN	Telephone no ► (218) 751-6300 ZIP+4 ► 56601		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here . . . . . ► and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► 15			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . (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)? . . . . . (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 page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ►		
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? . . . . .		No
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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
2b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions) . . . . .		
3a	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____ Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ► Yes <input checked="" type="checkbox"/> No		
3b	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). . . . .		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
4b	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? . . . . .		No

**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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. . . . .	<input checked="" type="checkbox"/>	5b	
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
<b>Total number of other employees paid over \$50,000.</b>			<input checked="" type="checkbox"/>	0

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"**

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

## **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.

1	
2	
3	
4	

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

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

Describe the two largest program-related investments made by the foundation during the year, see lines 1 and 2		Amount
<b>1</b>		
<b>2</b>		
<b>All other program-related investments</b> See page 24 of the instructions		
<b>3</b>		
<b>Total</b> Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	22,279,760
b	Average of monthly cash balances. . . . .	1b	229,852
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	22,509,612
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	22,509,612
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	337,644
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,171,968
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	1,108,598

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	1,108,598
2a	Tax on investment income for 2009 from Part VI, line 5. . . . .	2a	8,490
b	Income tax for 2009 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	8,490
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	1,100,108
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	1,100,108
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	1,100,108

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	1,263,406
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required). . . . .	3b	
b	Cash distribution test (attach the required schedule). . . . .	4	1,263,406
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	8,490
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . .	6	1,254,916
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .		

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see page 26 of the instructions)

	<b>(a)</b> Corpus	<b>(b)</b> Years prior to 2008	<b>(c)</b> 2008	<b>(d)</b> 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				1,100,108
<b>2</b> Undistributed income, if any, as of the end of 2008				
<b>a</b> Enter amount for 2008 only. . . . .			1,246,109	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004. . . . .				
<b>b</b> From 2005. . . . .				
<b>c</b> From 2006. . . . .				
<b>d</b> From 2007. . . . .				
<b>e</b> From 2008. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ► \$ _____ 1,263,406			1,246,109	
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . .	0			
<b>d</b> Applied to 2009 distributable amount. . . . .			17,297	
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . . . .		0		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				1,082,811
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	0			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005. . . . .				
<b>b</b> Excess from 2006. . . . .				
<b>c</b> Excess from 2007. . . . .				
<b>d</b> Excess from 2008. . . . .				
<b>e</b> Excess from 2009. . . . .				

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 page 27 of the instructions.)****1 Information Regarding Foundation Managers:**

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

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

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

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

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

SUZANNE LIAPIS  
PO BOX 692  
BEMIDJI, MN 56619  
(218) 444-4963

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

GENERAL OUTLINE OF PROPOSAL

c Any submission deadlines

NONE

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

QUALIFIED CHARITABLE ORGANIZATIONS

**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)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	1,175,642
<b>b Approved for future payment</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3b	2,511,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments.</b>					
<b>3 Interest on savings and temporary cash investments</b>			14	2,078	
<b>4 Dividends and interest from securities.</b>			14	905,403	
<b>5 Net rental income or (loss) from real estate</b>					
a Debt-financed property.					
b Not debt-financed property.					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income.</b>			14	17,129	
<b>8 Gain or (loss) from sales of assets other than inventory</b>			18	-624,087	
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory.</b>					
<b>11 Other revenue a</b>					
b					
c					
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e).</b>		0		300,523	0
<b>13 Total Add line 12, columns (b), (d), and (e).</b>			13		300,523
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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



**Additional Data**

**Software ID:** 09000028  
**Software Version:** 2009.03051  
**EIN:** 41-6022186  
**Name:** GEORGE W NEILSON FOUNDATION

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
BB & T CORP	P	2008-03-05	2009-01-12
bB & T CORP	P	2008-10-28	2009-01-12
BB & T CORP	P	2008-03-05	2009-01-15
BB & T CORP	P	2008-03-05	2009-01-16
BANK OF AMERICA	P	2008-10-22	2009-01-16
BB & T CORP	P	2008-03-05	2009-01-22
BB & T CORP	P	2008-07-16	2009-01-22
BB & T CORP	P	2008-07-16	2009-01-26
CA INC	P	2008-04-08	2009-02-26
CA INC	P	2008-04-08	2009-02-26
ECOLAB INC	P	2009-02-12	2009-02-26
NORFOLK SOUTHN CORP	P	2009-02-26	2009-03-05
HEWLETT PACKARD CO	P	2008-10-22	2009-03-12
HEWLETT PACKARD CO	P	2008-10-28	2009-03-12
HEWLETT PACKARD CO	P	2009-02-27	2009-03-12
BARCLAYS PLC ADR	P	2008-07-16	2009-03-17
BARCLAYS PLC ADR	P	2008-10-22	2009-03-17
BARCLAYS PLC ADR	P	2008-10-28	2009-03-17
BARCLAYS PLC ADR	P	2009-02-27	2009-03-17
FAIRPOINT COMMUNICATIONS	P	2008-03-31	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2008-04-01	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2008-03-31	2009-03-20
NEWELL RUBBERMAID INC	P	2009-03-12	2009-03-24
NEWELL RUBBERMAID INC	P	2009-03-12	2009-03-24
NEWELL RUBBERMAID INC	P	2009-03-13	2009-03-24
TRAVELERS COS INC	P	2008-10-13	2009-03-26
TRAVELERS COS INC	P	2008-10-22	2009-03-26
tRAVELERS COS INC	P	2008-10-28	2009-03-26
INTERSIL CORP	P	2008-10-31	2009-03-26
TRAVELERS COS INC	P	2009-02-27	2009-03-26

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
8,785		12,344	-3,559
3,778		5,487	-1,709
24,633		35,965	-11,332
2,568		3,706	-1,138
1,555		4,942	-3,387
17,257		25,380	-8,123
4,613		4,732	-119
46,888		51,682	-4,794
34,199		47,227	-13,028
20,100		27,967	-7,867
26,915		26,606	309
38,745		46,859	-8,114
3,308		3,955	-647
4,157		4,423	-266
1,991		1,994	-3
8,830		37,435	-28,605
242		696	-454
304		645	-341
144		152	-8
181		3,093	-2,912
84		1,463	-1,379
237		4,090	-3,853
33,436		26,955	6,481
9,196		7,361	1,835
1,716		1,433	283
30,844		26,764	4,080
3,860		3,688	172
4,816		4,472	344
41,491		48,642	-7,151
2,308		2,116	192

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,559
			-1,709
			-11,332
			-1,138
			-3,387
			-8,123
			-119
			-4,794
			-13,028
			-7,867
			309
			-8,114
			-647
			-266
			-3
			-28,605
			-454
			-341
			-8
			-2,912
			-1,379
			-3,853
			6,481
			1,835
			283
			4,080
			172
			344
			-7,151
			192

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
FAIRPOINT COMMUNICATIONS	P	2008-03-31	2009-03-27
FAIRPOINT COMMUNICATIONS	P	2008-10-22	2009-03-27
FAIRPOINT COMMUNICATIONS	P	2008-10-28	2009-03-27
INTERSIL CORP	P	2008-10-31	2009-03-27
FAIRPOINT COMMUNICATIONS	P	2009-02-27	2009-03-27
KRAFT FOODS	P	2008-10-22	2009-03-31
KRAFT FOODS	P	2008-10-28	2009-03-31
KRAFT FOODS	P	2009-03-26	2009-03-31
HARLEY DAVIDSON INC	P	2009-02-23	2009-04-13
HARLEY DAVIDSON INC	P	2009-03-26	2009-04-13
HARLEY DAVIDSON INC	P	2009-02-23	2009-04-22
HARLEY DAVIDSON INC	P	2009-02-24	2009-04-22
HARLEY DAVIDSON INC	P	2009-02-27	2009-04-22
HARLEY DAVIDSON INC	P	2009-02-24	2009-04-28
HARLEY DAVIDSON INC	P	2009-02-24	2009-04-29
TIME WARNER CABLE	P	2008-10-28	2009-04-30
HARLEY DAVIDSON INC	P	2009-02-24	2009-04-30
HARLEY DAVIDSON INC	P	2009-02-24	2009-04-30
TIME WARNER CABLE	P	2009-02-27	2009-04-30
TIME WARNER CABLE	P	2009-03-26	2009-04-30
JCPENNEY CO	P	2009-03-12	2009-05-04
JCPENNEY CO	P	2009-03-12	2009-05-04
JCPENNEY CO	P	2009-03-26	2009-05-04
JCPENNEY CO	P	2009-04-27	2009-05-04
PRUDENTIAL FINANCIAL	P	2008-10-13	2009-05-12
PRUDENTIAL FINANCIAL	P	2008-10-15	2009-05-12
PRUDENTIAL FINANCIAL	P	2008-10-22	2009-05-12
PRUDENTIAL FINANCIAL	P	2008-10-28	2009-05-12
DEERE & CO	P	2009-02-26	2009-05-12

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
541		8,705	-8,164
300		2,861	-2,561
374		2,695	-2,321
12,037		14,054	-2,017
181		719	-538
2,233		2,833	-600
2,814		3,344	-530
3,953		4,065	-112
48,861		28,275	20,586
7,518		6,308	1,210
34,797		18,749	16,048
23,043		11,982	11,061
5,371		2,789	2,582
2,730		1,437	1,293
4,100		2,064	2,036
26,077		13,039	13,038
521		419	102
11,715		5,296	6,419
21,689		9,797	11,892
252		180	72
746		600	146
54,395		27,939	26,456
8,776		4,533	4,243
8,502		5,369	3,133
5,346		4,554	792
21,271		22,358	-1,087
8,175		9,437	-1,262
794		707	87
992		795	197
32,388		20,709	11,679

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-8,164
			-2,561
			-2,321
			-2,017
			-538
			-600
			-530
			-112
			20,586
			1,210
			16,048
			11,061
			2,582
			1,293
			2,036
			13,038
			102
			6,419
			11,892
			72
			146
			26,456
			4,243
			3,133
			792
			-1,087
			-1,262
			87
			197
			11,679

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
DEERE & CO	P	2009-02-26	2009-05-12
DEERE & CO	P	2009-02-27	2009-05-12
PRUDENTIAL FINANCIAL	P	2009-02-27	2009-05-12
DEERE & CO	P	2009-03-26	2009-05-12
PRUDENTIAL FINANCIAL	P	2009-03-26	2009-05-12
DEERE & CO	P	2009-04-27	2009-05-12
PRUDENTIAL FINANCIAL	P	2009-04-27	2009-05-12
TCF FINL CORP	P	2008-05-19	2009-05-13
TCF FINL CORP	P	2008-05-20	2009-05-13
TCF FINL CORP	P	2008-05-21	2009-05-13
TCF FINL CORP	P	2008-05-21	2009-05-14
TCF FINL CORP	P	2008-05-21	2009-05-14
TCF FINL CORP	P	2008-05-21	2009-05-14
TCF FINL CORP	P	2008-10-22	2009-05-14
NORFOLK SOUTHN CORP	P	2009-02-26	2009-05-14
NORFOLK SOUTHN CORP	P	2009-03-26	2009-05-14
NORFOLK SOUTHN CORP	P	2009-04-27	2009-05-14
NORFOLK SOUTHN CORP	P	2009-02-26	2009-05-15
NORFOLK SOUTHN CORP	P	2009-02-27	2009-05-15
CA INC	P	2008-07-02	2009-05-20
CA INC	P	2008-07-03	2009-05-20
CA INC	P	2008-07-07	2009-05-20
CA INC	P	2008-10-22	2009-05-20
CA INC	P	2008-10-28	2009-05-20
CA INC	P	2009-03-26	2009-05-20
WILLIAMS COS INC	P	2008-08-20	2009-05-22
AFLAC INC	P	2008-10-13	2009-05-22
INTERSIL CORP	P	2008-10-31	2009-05-22
JCPENNEY CO	P	2009-03-12	2009-05-22
HOME DEPOT INC	P	2009-04-27	2009-05-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
30,288		19,467	10,821
2,418		1,566	852
476		207	269
7,168		5,941	1,227
1,429		777	652
4,491		4,083	408
913		624	289
673		800	-127
29,211		34,681	-5,470
7,593		8,924	-1,331
10,831		12,622	-1,791
11,418		13,436	-2,018
4,736		5,542	-806
4,665		5,436	-771
41,103		38,886	2,217
2,591		2,629	-38
1,623		1,681	-58
14,488		13,528	960
1,645		1,512	133
60,000		76,605	-16,605
16,758		20,958	-4,200
3,362		4,196	-834
5,538		4,663	875
6,922		5,625	1,297
7,048		6,875	173
1,482		2,815	-1,333
1,245		1,534	-289
631		740	-109
1,111		744	367
2,357		2,696	-339

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10,821
			852
			269
			1,227
			652
			408
			289
			-127
			-5,470
			-1,331
			-1,791
			-2,018
			-806
			-771
			2,217
			-38
			-58
			960
			133
			-16,605
			-4,200
			-834
			875
			1,297
			173
			-1,333
			-289
			-109
			367
			-339

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
JP MORGAN CHASE CO	P	2009-04-27	2009-05-22
TRAVELERS COS INC	P	2009-04-27	2009-05-22
TCF FINL CORP	P	2008-05-27	2009-05-26
TCF FINL CORP	P	2008-05-28	2009-05-26
INTERSIL CORP	P	2008-10-31	2009-05-26
INTERSIL CORP	P	2008-10-03	2009-05-26
DEERE & CO	P	2009-02-26	2009-05-26
INTERSIL CORP	P	2009-02-27	2009-05-26
INTERSIL CORP	P	2009-03-26	2009-05-26
TCF FINL CORP	P	2008-05-28	2009-05-27
TCF FINL CORP	P	2008-07-16	2009-05-27
TCF FINL CORP	P	2008-10-28	2009-05-27
TCF FINL CORP	P	2009-02-27	2009-05-27
TCF FINL CORP	P	2009-03-26	2009-05-27
TCF FINL CORP	P	2009-04-27	2009-05-27
TCF FINL CORP	P	2008-07-16	2009-05-29
TCF FINL CORP	P	2008-07-16	2009-06-01
TRAVELERS COS INC	P	2008-10-13	2009-06-04
BLACKROCK INC	P	2008-10-22	2009-06-04
GENERAL MILLS INC	P	2008-10-22	2009-06-04
BLACKROCK INC	P	2008-10-28	2009-06-04
GENERAL MILLS INC	P	2008-10-28	2009-06-04
BLACKROCK INC	P	2009-02-27	2009-06-04
GENERAL MILLS INC	P	2009-02-27	2009-06-04
BLACKROCK INC	P	2009-03-26	2009-06-04
GENERAL MILLS INC	P	2009-03-26	2009-06-04
ACE LTD	P	2009-03-26	2009-06-04
ACE LTD	P	2009-03-26	2009-06-04
BLACKROCK INC	P	2009-04-27	2009-06-04
GENERAL MILLS INC	P	2009-04-27	2009-06-04

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
2,747		2,656	91
1,316		1,352	-36
4,660		5,262	-602
12,808		14,238	-1,430
16,574		18,808	-2,234
31,446		35,371	-3,925
90,550		58,400	32,150
1,630		1,367	263
4,829		4,775	54
1,797		2,002	-205
4,620		3,669	951
5,818		6,155	-337
2,809		2,457	352
8,313		7,683	630
5,233		5,116	117
10,751		8,560	2,191
16,958		13,406	3,552
118,957		94,590	24,367
3,103		2,234	869
4,786		6,029	-1,243
3,757		2,544	1,213
6,034		7,272	-1,238
1,797		1,089	708
2,913		2,973	-60
5,554		4,560	994
8,583		8,017	566
92,903		80,184	12,719
34,601		29,965	4,636
3,430		3,159	271
5,410		5,129	281

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			91
			-36
			-602
			-1,430
			-2,234
			-3,925
			32,150
			263
			54
			-205
			951
			-337
			352
			630
			117
			2,191
			3,552
			24,367
			869
			-1,243
			1,213
			-1,238
			708
			-60
			994
			566
			12,719
			4,636
			271
			281

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
TRAVELERS COS INC	P	2009-04-27	2009-06-04
ACE LTD	P	2009-04-27	2009-06-04
XCEL ENERGY INC	P	2009-02-27	2009-06-24
XCEL ENERGY INC	P	2009-03-26	2009-06-24
XCEL ENERGY INC	P	2009-04-27	2009-06-24
XCEL ENERGY INC	P	2009-06-16	2009-06-24
XCEL ENERGY INC	P	2008-10-22	2009-07-02
XCEL ENERGY INC	P	2008-10-28	2009-07-02
XCEL ENERGY INC	P	2009-02-27	2009-07-02
ECOLAB INC	P	2008-11-12	2009-07-09
ECOLAB INC	P	2009-02-12	2009-07-09
ECOLAB INC	P	2009-03-26	2009-07-09
ECOLAB INC	P	2009-06-16	2009-07-09
ECOLAB INC	P	2008-11-12	2009-07-10
ECOLAB INC	P	2008-11-12	2009-07-13
INVESCO LTD	P	2009-05-20	2009-07-20
INVESCO LTD	P	2009-06-16	2009-07-20
MACK CALI REALTY CORP	P	2008-11-28	2009-07-27
MACK CALI REALTY CORP	P	2008-12-01	2009-07-27
MACK CALI REALTY CORP	P	2009-02-27	2009-07-27
ICICI BANK LIMITED ADR	P	2009-03-26	2009-07-27
MACK CALI REALTY CORP	P	2009-03-26	2009-07-27
ICICI BANK LIMITED ADR	P	2009-04-27	2009-07-27
MACK CALI REALTY CORP	P	2009-04-27	2009-07-27
ICICI BANK LIMITED ADR	P	2009-06-16	2009-07-27
MACK CALI REALTY CORP	P	2009-06-16	2009-07-27
MACK CALI REALTY CORP	P	2009-06-16	2009-07-27
PROCTOR AND GAMBLE CO	P	2008-10-22	2009-07-28
PROCTOR AND GAMBLE CO	P	2008-10-28	2009-07-28
MACK CALI REALTY CORP	P	2008-12-01	2009-07-28

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,824		1,721	103
3,492		3,427	65
2,331		2,303	28
7,427		7,418	9
4,680		4,815	-135
3,162		3,139	23
4,218		3,831	387
5,281		4,679	602
183		179	4
20,904		17,080	3,824
2,090		1,791	299
5,002		4,675	327
2,314		2,355	-41
52,079		42,578	9,501
34,827		28,182	6,645
15,324		11,816	3,508
327		319	8
19,970		14,010	5,960
28,305		18,120	10,185
1,245		804	441
4,665		2,174	2,491
3,734		2,737	997
6,168		3,688	2,480
2,362		2,224	138
4,665		4,646	19
1,164		976	188
625		522	103
4,557		4,920	-363
5,057		5,232	-175
11,679		7,484	4,195

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			103
			65
			28
			9
			-135
			23
			387
			602
			4
			3,824
			299
			327
			-41
			9,501
			6,645
			3,508
			8
			5,960
			10,185
			441
			2,491
			997
			2,480
			138
			19
			188
			103
			-363
			-175
			4,195

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
PROCTOR AND GAMBLE CO	P	2008-10-28	2009-07-29
MACK CALI REALTY CORP	P	2008-12-01	2009-07-29
PROCTOR AND GAMBLE CO	P	2009-02-27	2009-07-29
pROCTOR AND GAMBLE CO	P	2009-03-26	2009-07-29
pROCTOR AND GAMBLE CO	P	2009-04-27	2009-07-29
pROCTOR AND GAMBLE CO	P	2009-06-16	2009-07-29
mACK CALI REALTY CORP	P	2008-12-01	2009-07-30
mACK CALI REALTY CORP	P	2008-12-01	2009-07-30
iCICI BANK LIMITED ADR	P	2008-10-22	2009-08-20
ICICI BANK LIMITED ADR	P	2008-11-26	2009-08-20
ICICI BANK LIMITED ADR	P	2009-03-26	2009-08-20
ICICI BANK LIMITED ADR	P	2008-11-26	2009-08-21
MASTERCARD INC	P	2008-10-08	2009-08-25
ICICI BANK LIMITED ADR	P	2008-11-26	2009-08-25
ICICI BANK LIMITED ADR	P	2008-11-26	2009-08-25
ICICI BANK LIMITED ADR	P	2009-03-26	2009-08-25
MASTERCARD INC	P	2009-05-01	2009-08-25
MASTERCARD INC	P	2009-05-01	2009-08-25
MASTERCARD INC	P	2009-05-01	2009-08-25
VULCAN MATERIALS CO	P	2009-05-19	2009-08-25
VULCAN MATERIALS CO	P	2009-06-16	2009-08-25
VULCAN MATERIALS CO	P	2009-05-19	2009-08-26
iCICI BANK LIMITED ADR	P	2008-11-26	2009-08-27
ALLIANCEBERENSTEIN HLDG LP	P	2008-10-22	2009-08-28
ALLIANCEBERENSTEIN HLDG LP	P	2008-10-28	2009-08-28
ALLIANCEBERENSTEIN HLDG LP	P	2008-10-28	2009-08-28
ICICI BANK LIMITED ADR	P	2008-10-28	2009-08-28
iCICI BANK LIMITED ADR	P	2008-11-26	2009-08-28
iCICI BANK LIMITED ADR	P	2009-02-27	2009-08-28
aLLIANCEBERENSTEIN HLDG LP	P	2009-03-26	2009-08-28
ALLIANCEBERENSTEIN HLDG LP	P	2009-04-27	2009-08-28

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
673		690	-17
352		225	127
2,522		2,188	334
7,567		6,457	1,110
4,765		4,237	528
3,588		3,265	323
1,146		727	419
19,371		12,300	7,071
1,841		889	952
7,516		3,330	4,186
4,950		2,392	2,558
26,557		11,610	14,947
36,254		29,396	6,858
2,012		856	1,156
47,587		20,250	27,337
4,380		3,589	791
11,316		9,186	2,130
15,645		12,759	2,886
29,012		25,914	3,098
1,419		1,341	78
39,928		35,571	4,357
14,705		6,337	8,368
4,222		4,037	185
1,088		878	210
4,177		3,350	827
2,358		997	1,361
37,548		16,176	21,372
3,258		1,330	1,928
7,305		5,261	2,044
4,596		3,270	1,326

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-17
			127
			334
			1,110
			528
			323
			419
			7,071
			952
			4,186
			2,558
			14,947
			6,858
			1,156
			27,337
			791
			2,130
			2,886
			3,098
			78
			4,357
			8,368
			185
			210
			827
			1,361
			21,372
			1,928
			2,044
			1,326

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
EATON CORP	P	2009-05-26	2009-08-28
EATON CORP	P	2009-06-16	2009-08-28
EATON CORP	P	2009-05-26	2009-08-31
IBM CORP	P	2008-10-22	2009-10-14
MEDTRONIC INC	P	2008-10-22	2009-10-14
WAL-MART STORES	P	2008-10-22	2009-10-14
IBM CORP	P	2008-10-28	2009-10-14
MEDTRONIC INC	P	2008-10-28	2009-10-14
WAL-MART STORES	P	2008-10-28	2009-10-14
IBM CORP	P	2009-02-27	2009-10-14
MEDTRONIC INC	P	2009-02-27	2009-10-14
IBM CORP	P	2009-03-26	2009-10-14
MEDTRONIC INC	P	2009-03-26	2009-10-14
WAL-MART STORES	P	2009-03-26	2009-10-14
IBM CORP	P	2009-04-27	2009-10-14
MEDTRONIC INC	P	2009-04-27	2009-10-14
WAL-MART STORES	P	2009-04-27	2009-10-14
BANK OF NEW YORK MELLON CORP	P	2009-06-04	2009-10-14
BANK OF NEW YORK MELLON CORP	P	2009-06-16	2009-10-14
IBM CORP	P	2009-06-16	2009-10-14
MEDTRONIC INC	P	2009-06-16	2009-10-14
WAL-MART STORES	P	2009-06-16	2009-10-14
BB & T CORP	P	2009-05-12	2009-10-19
MCKESSON CORP	P	2009-05-12	2009-10-19
BB & T CORP	P	2009-06-16	2009-10-19
MCKESSON CORP	P	2009-06-16	2009-10-19
VISA INC CLASS A	P	2009-07-17	2009-10-19
VISA INC CLASS A	P	2009-07-20	2009-10-19
BB & T CORP	P	2009-07-27	2009-10-19
MASTERCARD INC	P	2009-01-15	2009-11-05

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
76,955		64,336	12,619
2,905		2,499	406
65,127		55,630	9,497
7,032		4,637	2,395
3,171		3,497	-326
10,082		10,542	-460
8,822		5,497	3,325
3,982		4,000	-18
12,590		12,819	-229
4,219		3,026	1,193
1,917		1,559	358
12,530		9,660	2,870
5,679		4,383	1,296
10,935		11,475	-540
7,927		6,216	1,711
3,577		2,907	670
6,872		6,640	232
60,296		62,395	-2,099
1,228		1,268	-40
5,881		5,006	875
2,692		2,389	303
3,862		3,738	124
51,824		38,600	13,224
31,380		20,923	10,457
1,047		871	176
3,677		2,540	1,137
12,907		11,171	1,736
44,765		39,171	5,594
30,638		24,627	6,011
17,197		9,851	7,346

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			12,619
			406
			9,497
			2,395
			-326
			-460
			3,325
			-18
			-229
			1,193
			358
			2,870
			1,296
			-540
			1,711
			670
			232
			-2,099
			-40
			875
			303
			124
			13,224
			10,457
			176
			1,137
			1,736
			5,594
			6,011
			7,346

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
MASTERCARD INC	P	2009-02-27	2009-11-05
JCPENNEY CO	P	2009-03-12	2009-11-05
JCPENNEY CO	P	2009-03-12	2009-11-05
MASTERCARD INC	P	2009-04-27	2009-11-05
MASTERCARD INC	P	2009-06-16	2009-11-05
MASTERCARD INC	P	2009-10-21	2009-11-05
JCPENNEY CO	P	2009-10-21	2009-11-05
DUKE ENERGY CORP	P	2009-02-27	2009-11-17
DUKE ENERGY CORP	P	2009-03-26	2009-11-17
DUKE ENERGY CORP	P	2009-04-27	2009-11-17
DUKE ENERGY CORP	P	2009-06-16	2009-11-17
DUKE ENERGY CORP	P	2009-10-21	2009-11-17
ENERPLUS RESOURCES FUND	P	2009-06-16	2009-11-27
ENERPLUS RESOURCES FUND	P	2009-07-09	2009-11-27
ENERPLUS RESOURCES FUND	P	2009-10-21	2009-11-27
ENERPLUS RESOURCES FUND	P	2009-04-27	2009-11-30
ENERPLUS RESOURCES FUND	P	2009-07-09	2009-11-30
ENERPLUS RESOURCES FUND	P	2009-07-10	2009-11-30
ENERPLUS RESOURCES FUND	P	2009-02-27	2009-12-01
ENERPLUS RESOURCES FUND	P	2009-03-26	2009-12-01
ENERPLUS RESOURCES FUND	P	2009-07-10	2009-12-01
ENERPLUS RESOURCES FUND	P	2009-07-13	2009-12-01
MCKESSON CORP	P	2009-05-12	2009-12-02
MCKESSON CORP	P	2009-05-12	2009-12-02
MCKESSON CORP	P	2009-05-12	2009-12-02
AOL INC	P	2009-02-27	2009-12-10
AOL INC	P	2009-03-26	2009-12-10
AOL INC	P	2009-04-27	2009-12-10
AOL INC	P	2009-06-16	2009-12-10
AOL INC	P	2009-10-21	2009-12-10

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,584		1,113	471
42,242		23,043	19,199
71,454		39,254	32,200
2,942		2,168	774
2,942		2,169	773
2,263		2,304	-41
3,613		4,339	-726
2,415		2,044	371
7,165		6,336	829
4,508		3,870	638
3,381		3,009	372
5,410		5,413	-3
501		510	-9
228		192	36
2,415		2,527	-112
639		536	103
11,434		9,617	1,817
2,145		1,791	354
346		261	85
1,039		807	232
22,705		18,734	3,971
14,991		12,350	2,641
49,460		32,407	17,053
10,103		6,661	3,442
17,541		11,443	6,098
66		35	31
193		119	74
120		80	40
91		72	19
145		142	3

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			471
			19,199
			32,200
			774
			773
			-41
			-726
			371
			829
			638
			372
			-3
			-9
			36
			-112
			103
			1,817
			354
			85
			232
			3,971
			2,641
			17,053
			3,442
			6,098
			31
			74
			40
			19
			3

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
BANK OF AMERICA	P	2008-10-28	2009-01-16
BANK OF AMERICA	P	2003-07-01	2009-01-16
BANK OF AMERICA	P	2003-08-22	2009-01-16
BANK OF AMERICA	P	2003-09-17	2009-01-16
BANK OF AMERICA	P	2007-10-09	2009-01-16
BANK OF AMERICA	P	2007-11-30	2009-01-16
BANK OF AMERICA	P	2007-12-20	2009-01-16
ABBOTT LABORATORIES	P	2006-02-03	2009-02-23
ABBOTT LABORATORIES	P	2007-11-30	2009-02-23
ABBOTT LABORATORIES	P	2007-12-20	2009-02-23
ABBOTT LABORATORIES	P	2006-02-03	2009-02-24
JOHNSON & JOHNSON	P	2003-08-22	2009-02-26
JOHNSON & JOHNSON	P	2003-10-10	2009-02-26
JOHNSON & JOHNSON	P	2003-10-23	2009-02-26
JOHNSON & JOHNSON	P	2003-11-14	2009-02-26
WAL-MART STORES	P	2005-11-09	2009-02-26
WAL-MART STORES	P	2005-11-09	2009-02-26
WAL-MART STORES	P	2007-06-22	2009-02-26
JOHNSON & JOHNSON	P	2007-10-09	2009-02-26
JOHNSON & JOHNSON	P	2007-11-30	2009-02-26
JOHNSON & JOHNSON	P	2007-12-20	2009-02-26
FAIRPOINT COMMUNICATIONS	P	2007-03-07	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-03-08	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-03-13	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-03-14	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-04-05	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-04-05	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-06-22	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-07-06	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-07-12	2009-03-09

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,947		5,511	-3,564
26,746		149,901	-123,155
1,854		10,288	-8,434
14,407		78,701	-64,294
3,866		28,455	-24,589
2,183		14,086	-11,903
7,189		41,452	-34,263
17,026		13,457	3,569
10,216		10,827	-611
19,675		20,914	-1,239
46,560		36,782	9,778
4,792		4,469	323
1,278		1,183	95
4,792		4,498	294
37,432		36,715	717
11,582		11,399	183
10,159		9,945	214
6,183		6,068	115
13,631		16,950	-3,319
7,667		9,737	-2,070
25,399		32,157	-6,758
183		9,729	-9,546
72		3,845	-3,773
291		15,725	-15,434
91		4,927	-4,836
42		2,262	-2,220
174		9,335	-9,161
32		1,632	-1,600
48		2,353	-2,305
6		294	-288

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			- 3,564
			- 123,155
			- 8,434
			- 64,294
			- 24,589
			- 11,903
			- 34,263
			3,569
			- 611
			- 1,239
			9,778
			323
			95
			294
			717
			183
			214
			115
			- 3,319
			- 2,070
			- 6,758
			- 9,546
			- 3,773
			- 15,434
			- 4,836
			- 2,220
			- 9,161
			- 1,600
			- 2,305
			- 288

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
FAIRPOINT COMMUNICATIONS	P	2007-07-16	2009-03-09
FAIRPOINT COMMUNICATIONS	P	2007-07-09	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-10	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-11	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-13	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-16	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-16	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-17	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2009-07-18	2009-03-10
FAIRPOINT COMMUNICATIONS	P	2007-07-10	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-07-11	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-07-18	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-07-18	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-08-02	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-11-30	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2007-12-20	2009-03-11
FAIRPOINT COMMUNICATIONS	P	2008-01-17	2009-03-11
HEWLETT PACKARD CO	P	2005-08-29	2009-03-12
HEWLETT PACKARD CO	P	2005-08-29	2009-03-12
HEWLETT PACKARD CO	P	2007-10-09	2009-03-12
HEWLETT PACKARD CO	P	2007-11-30	2009-03-12
FAIRPOINT COMMUNICATIONS	P	2008-01-11	2009-03-12
FAIRPOINT COMMUNICATIONS	P	2008-01-14	2009-03-12
FAIRPOINT COMMUNICATIONS	P	2008-01-16	2009-03-12
FAIRPOINT COMMUNICATIONS	P	2008-01-17	2009-03-12
FAIRPOINT COMMUNICATIONS	P	2008-01-18	2009-03-12
MICROSOFT CORP	P	2007-06-15	2009-03-17
QUALCOMM INC	P	2007-06-15	2009-03-17
MICROSOFT CORP	P	2007-11-30	2009-03-17
MICROSOFT CORP	P	2007-12-20	2009-03-17

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
11		548	-537
580		25,942	-25,362
629		27,909	-27,280
201		8,910	-8,709
37		1,658	-1,621
47		2,131	-2,084
184		8,247	-8,063
109		4,895	-4,786
87		3,861	-3,774
71		3,332	-3,261
33		1,566	-1,533
154		7,251	-7,097
308		14,467	-14,159
130		5,541	-5,411
96		3,986	-3,890
318		13,443	-13,125
24		872	-848
27,584		25,474	2,110
74,828		68,684	6,144
11,174		20,135	-8,961
6,314		11,093	-4,779
18		551	-533
291		8,851	-8,560
555		16,924	-16,369
249		7,605	-7,356
1,037		31,577	-30,540
20,084		36,983	-16,899
17,764		20,683	-2,919
6,745		13,589	-6,844
22,227		47,228	-25,001

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-537
			-25,362
			-27,280
			-8,709
			-1,621
			-2,084
			-8,063
			-4,786
			-3,774
			-3,261
			-1,533
			-7,097
			-14,159
			-5,411
			-3,890
			-13,125
			-848
			2,110
			6,144
			-8,961
			-4,779
			-533
			-8,560
			-16,369
			-7,356
			-30,540
			-16,899
			-2,919
			-6,844
			-25,001

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
FAIRPOINT COMMUNICATIONS	P	2008-01-10	2009-03-17
FAIRPOINT COMMUNICATIONS	P	2008-01-10	2009-03-18
FAIRPOINT COMMUNICATIONS	P	2008-01-15	2009-03-18
FAIRPOINT COMMUNICATIONS	P	2005-11-14	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2005-11-17	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2005-12-23	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2005-12-27	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-03-26	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-06-22	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-08-02	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-10-09	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-11-30	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2007-12-20	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2008-01-11	2009-03-19
FAIRPOINT COMMUNICATIONS	P	2008-01-15	2009-03-19
KRAFT FOODS	P	2003-07-01	2009-03-31
KRAFT FOODS	P	2003-08-22	2009-03-31
KRAFT FOODS	P	2003-10-23	2009-03-31
KRAFT FOODS	P	2005-06-17	2009-03-31
KRAFT FOODS	P	2007-12-20	2009-03-31
TIME WARNER CABLE	P	2007-10-09	2009-04-02
TIME WARNER CABLE	P	2005-08-24	2009-04-30
TIME WARNER CABLE	P	2005-08-30	2009-04-30
TIME WARNER CABLE	P	2006-03-01	2009-04-30
TIME WARNER CABLE	P	2006-06-21	2009-04-30
TIME WARNER CABLE	P	2007-10-09	2009-04-30
TIME WARNER CABLE	P	2007-11-30	2009-04-30
TIME WARNER CABLE	P	2007-12-20	2009-04-30
XCEL ENERGY INC	P	2007-10-09	2009-05-12
XCEL ENERGY INC	P	2007-11-30	2009-05-12

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
44		1,214	-1,170
43		1,191	-1,148
571		15,539	-14,968
1		20	-19
56		863	-807
10		155	-145
8		124	-116
1		14	-13
2		33	-31
3		59	-56
4		86	-82
2		46	-44
7		153	-146
620		16,651	-16,031
200		5,403	-5,203
69,238		51,749	17,489
2,782		1,782	1,000
1,855		1,356	499
3,085		3,342	-257
4,489		6,597	-2,108
10		21	-11
4,434		7,149	-2,715
4,827		7,738	-2,911
735		1,155	-420
965		1,509	-544
1,317		2,302	-985
748		1,183	-435
2,470		3,701	-1,231
2,437		2,956	-519
3,419		4,330	-911

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,170
			-1,148
			-14,968
			-19
			-807
			-145
			-116
			-13
			-31
			-56
			-82
			-44
			-146
			-16,031
			-5,203
			17,489
			1,000
			499
			-257
			-2,108
			-11
			-2,715
			-2,911
			-420
			-544
			-985
			-435
			-1,231
			-519
			-911

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
XCEL ENERGY INC	P	2007-12-20	2009-05-12
BP PCL SPONS ADR	P	2003-07-01	2009-05-13
BP PCL SPONS ADR	P	2005-01-11	2009-05-13
BP PCL SPONS ADR	P	2005-01-12	2009-05-13
bp PCL SPONS ADR	P	2007-12-20	2009-05-13
TCF FINL CORP	P	2008-04-23	2009-05-13
TCF FINL CORP	P	2008-04-23	2009-05-13
TCF FINL CORP	P	2008-04-24	2009-05-13
TCF FINL CORP	P	2008-04-24	2009-05-13
CA INC	P	2008-04-08	2009-05-19
CA INC	P	2008-04-08	2009-05-20
JOHNSON & JOHNSON	P	2003-10-10	2009-05-22
PFIZER INC	P	2003-11-14	2009-05-22
WAL-MART STORES	P	2005-11-09	2009-05-22
ABBOTT LABORATORIES	P	2006-02-03	2009-05-22
BLACKROCK INC	P	2007-05-11	2009-05-22
PROCTOR AND GAMBLE CO	P	2007-05-21	2009-05-22
MICROSOFT CORP	P	2007-06-15	2009-05-22
QUALCOMM INC	P	2007-06-15	2009-05-22
ALLIANCEBERENSTEIN HLDG LP	P	2007-10-09	2009-05-22
CHEVRON CORP	P	2007-10-09	2009-05-22
CONOCOPHILLIPS	P	2007-10-09	2009-05-22
DUPONT	P	2007-10-09	2009-05-22
GENERAL ELECTRIC	P	2007-10-09	2009-05-22
GOLDMAN SACHS GROUP	P	2007-10-09	2009-05-22
MAXIM INTEGRATED PRODS	P	2007-10-09	2009-05-22
3M CO	P	2007-10-09	2009-05-22
TIME WARNER CABLE	P	2007-10-09	2009-05-22
VERIZON COMMUNICATIONS	P	2007-10-09	2009-05-22
WINDSTREAM CORP	P	2007-10-09	2009-05-22

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
11,293		14,255	-2,962
5,748		5,171	577
103,376		127,466	-24,090
14,278		17,716	-3,438
23,039		36,073	-13,034
2,489		2,915	-426
4,728		5,597	-869
659		783	-124
5,254		6,142	-888
47,534		60,773	-13,239
13,917		17,831	-3,914
2,522		2,268	254
1,643		3,842	-2,199
2,952		2,883	69
2,666		2,606	60
1,458		1,492	-34
2,018		2,405	-387
3,236		5,078	-1,842
3,356		3,469	-113
1,684		8,282	-6,598
4,800		6,871	-2,071
3,839		7,399	-3,560
2,928		5,291	-2,363
1,950		6,301	-4,351
2,314		4,054	-1,740
1,734		3,441	-1,707
1,911		3,239	-1,328
595		1,122	-527
2,701		4,273	-1,572
1,485		2,559	-1,074

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,962
			577
			-24,090
			-3,438
			-13,034
			-426
			-869
			-124
			-888
			-13,239
			-3,914
			254
			-2,199
			69
			60
			-34
			-387
			-1,842
			-113
			-6,598
			-2,071
			-3,560
			-2,363
			-4,351
			-1,740
			-1,707
			-1,328
			-527
			-1,572
			-1,074

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
XCEL ENERGY INC	P	2007-10-09	2009-05-22
EMERSON ELECTRIC	P	2007-11-30	2009-05-22
GENERAL DYNAMICS CORP	P	2007-11-13	2009-05-22
GENERAL MILLS INC	P	2007-11-13	2009-05-22
INTEL CORP	P	2007-11-30	2009-05-22
UNITED PARCEL SERVICE INC	P	2007-11-30	2009-05-22
YUM BRANDS	P	2007-11-30	2009-05-22
AT & T INC	P	2007-12-20	2009-05-22
ALTRIA GROUP INC	P	2007-12-20	2009-05-22
DUKE ENERGY CORP	P	2007-12-20	2009-05-22
EXXON MOBIL CORP	P	2007-12-20	2009-05-22
IBM CORP	P	2007-12-20	2009-05-22
MCDONALDS CORP	P	2007-12-20	2009-05-22
PHILIP MORRIS INTL	P	2007-12-20	2009-05-22
PRAXAIR INC	P	2007-12-20	2009-05-22
TEXAS INSTRUMENTS INC	P	2007-12-20	2009-05-22
YUM BRANDS	P	2007-12-20	2009-05-22
BRISTOL-MYERS SQUIBB CO	P	2008-02-26	2009-05-22
TCF FINL CORP	P	2008-05-21	2009-05-22
MEDTRONIC INC	P	2008-05-22	2009-05-22
GOLDMAN SACHS GROUP	P	2005-07-06	2009-05-26
QUALCOMM INC	P	2005-09-19	2009-05-26
WAL-MART STORES	P	2005-11-09	2009-05-26
QUALCOMM INC	P	2007-03-26	2009-05-26
QUALCOMM INC	P	2007-06-15	2009-05-26
QUALCOMM INC	P	2007-08-02	2009-05-26
ALLIANCEBERENSTEIN HLDG LP	P	2007-10-09	2009-05-26
GOLDMAN SACHS GROUP	P	2007-10-09	2009-05-26
QUALCOMM INC	P	2007-10-09	2009-05-26
ALLIANCEBERENSTEIN HLDG LP	P	2007-11-30	2009-05-26

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,730		2,250	-520
3,030		5,450	-2,420
2,164		3,461	-1,297
2,415		2,760	-345
2,193		3,780	-1,587
2,139		3,243	-1,104
2,563		2,882	-319
2,966		5,087	-2,121
1,291		1,837	-546
1,659		2,492	-833
5,990		7,951	-1,961
2,857		3,040	-183
4,331		4,505	-174
3,320		4,186	-866
4,165		5,147	-982
1,385		2,558	-1,173
499		558	-59
2,893		3,355	-462
1,263		1,551	-288
1,377		2,183	-806
22,561		16,628	5,933
4,541		4,482	59
62,495		59,673	2,822
1,687		1,644	43
17,429		17,257	172
4,022		3,862	160
1,581		7,736	-6,155
4,794		8,109	-3,315
11,115		10,957	158
2,380		10,499	-8,119

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-520
			-2,420
			-1,297
			-345
			-1,587
			-1,104
			-319
			-2,121
			-546
			-833
			-1,961
			-183
			-174
			-866
			-982
			-1,173
			-59
			-462
			-288
			-806
			5,933
			59
			2,822
			43
			172
			160
			-6,155
			-3,315
			158
			-8,119

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
GOLDMAN SACHS GROUP	P	2007-11-30	2009-05-26
ALLIANCEBERENSTEIN HLDG LP	P	2007-12-20	2009-05-26
TCF FINL CORP	P	2008-05-21	2009-05-26
TCF FINL CORP	P	2008-05-22	2009-05-26
TCF FINL CORP	P	2008-05-23	2009-05-26
ALLIANCEBERENSTEIN HLDG LP	P	2007-12-20	2009-05-27
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-29	2009-05-27
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-29	2009-05-28
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-30	2009-05-28
EXXON MOBIL CORP	P	1967-02-15	2009-06-02
EXXON MOBIL CORP	P	2007-11-30	2009-06-02
EXXON MOBIL CORP	P	2007-12-20	2009-06-02
MCDONALDS CORP	P	2007-12-20	2009-06-02
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-28	2009-06-02
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-30	2009-06-02
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-30	2009-06-02
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-06-03
ALLIANCEBERENSTEIN HLDG LP	P	2008-01-28	2009-06-03
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-06-04
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-06-04
GENERAL MILLS INC	P	2003-07-01	2009-06-04
PRAXAIR INC	P	2003-07-01	2009-06-04
GENERAL MILLS INC	P	2003-08-22	2009-06-04
GENERAL MILLS INC	P	2003-10-23	2009-06-04
PRAXAIR INC	P	2005-06-17	2009-06-04
GENERAL MILLS INC	P	2005-09-19	2009-06-04
PRAXAIR INC	P	2005-09-19	2009-06-04
AT & T INC	P	2005-11-17	2009-06-04
VERIZON COMMUNICATIONS	P	2005-11-17	2009-06-04
BLACKROCK INC	P	2007-05-11	2009-06-04

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
4,089		6,615	-2,526
3,589		14,726	-11,137
14,109		16,456	-2,347
5,661		6,570	-909
18,641		21,270	-2,629
4,242		17,473	-13,231
12,651		46,253	-33,602
5,004		18,217	-13,213
2,604		9,409	-6,805
11,310		311	10,999
6,452		7,882	-1,430
44,151		55,655	-11,504
9,821		9,537	284
426		1,390	-964
3,001		9,813	-6,812
16,066		53,230	-37,164
6,033		11,211	-5,178
6,760		22,762	-16,002
2,736		5,003	-2,267
12,301		22,313	-10,012
121,467		111,750	9,717
109,739		43,428	66,311
7,803		6,984	819
5,202		4,450	752
17,163		10,880	6,283
7,283		6,427	856
19,745		12,478	7,267
12,452		12,371	81
75,021		76,776	-1,755
3,267		2,984	283

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,526
			-11,137
			-2,347
			-909
			-2,629
			-13,231
			-33,602
			-13,213
			-6,805
			10,999
			-1,430
			-11,504
			284
			-964
			-6,812
			-37,164
			-5,178
			-16,002
			-2,267
			-10,012
			9,717
			66,311
			819
			752
			6,283
			856
			7,267
			81
			-1,755
			283

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
BLACKROCK INC	P	2007-05-14	2009-06-04
BLACKROCK INC	P	2007-05-14	2009-06-04
GENERAL MILLS INC	P	2007-10-09	2009-06-04
PRAXAIR INC	P	2007-10-09	2009-06-04
VERIZON COMMUNICATIONS	P	2007-10-09	2009-06-04
AT & T INC	P	2007-11-30	2009-06-04
GENERAL MILLS INC	P	2007-11-30	2009-06-04
PRAXAIR INC	P	2007-11-30	2009-06-04
VERIZON COMMUNICATIONS	P	2007-11-30	2009-06-04
AT & T INC	P	2007-12-20	2009-06-04
GENERAL MILLS INC	P	2007-12-20	2009-06-04
PRAXAIR INC	P	2007-12-20	2009-06-04
VERIZON COMMUNICATIONS	P	2007-12-20	2009-06-04
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-06-05
XCEL ENERGY INC	P	2004-04-06	2009-06-23
XCEL ENERGY INC	P	2004-04-07	2009-06-23
XCEL ENERGY INC	P	2007-10-09	2009-06-23
XCEL ENERGY INC	P	2004-04-06	2009-06-24
PHILIP MORRIS INTL	P	2003-07-01	2009-07-09
PHILIP MORRIS INTL	P	2005-06-17	2009-07-09
PHILIP MORRIS INTL	P	2007-10-09	2009-07-09
PHILIP MORRIS INTL	P	2007-11-30	2009-07-09
PHILIP MORRIS INTL	P	2007-12-20	2009-07-09
ICICI BANK LIMITED ADR	P	2008-03-17	2009-07-17
PRAXAIR INC	P	2003-07-01	2009-07-20
ICICI BANK LIMITED ADR	P	2006-06-20	2009-07-20
ICICI BANK LIMITED ADR	P	2008-03-17	2009-07-20
QUALCOMM INC	P	2004-03-19	2009-07-27
QUALCOMM INC	P	2005-06-17	2009-07-27
ICICI BANK LIMITED ADR	P	2006-06-20	2009-07-27

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
20,254		18,486	1,768
87,714		79,362	8,352
9,572		10,694	-1,122
13,214		14,751	-1,537
9,311		14,318	-5,007
9,904		15,581	-5,677
3,017		3,480	-463
7,442		8,381	-939
6,828		9,920	-3,092
29,517		48,711	-19,194
17,791		19,831	-2,040
20,049		23,032	-2,983
22,465		32,955	-10,490
20,566		36,299	-15,733
82,730		83,441	-711
1,237		1,248	-11
1,731		2,162	-431
43,856		43,244	612
78,262		44,665	33,597
7,015		5,804	1,211
9,719		11,192	-1,473
5,494		6,943	-1,449
14,790		18,785	-3,995
11,156		12,817	-1,661
55,350		23,352	31,998
2,717		2,020	697
45,330		48,901	-3,571
24,061		16,878	7,183
8,329		6,309	2,020
12,085		9,395	2,690

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,768
			8,352
			-1,122
			-1,537
			-5,007
			-5,677
			-463
			-939
			-3,092
			-19,194
			-2,040
			-2,983
			-10,490
			-15,733
			-711
			-11
			-431
			612
			33,597
			1,211
			-1,473
			-1,449
			-3,995
			-1,661
			31,998
			697
			-3,571
			7,183
			2,020
			2,690

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
PROCTOR AND GAMBLE CO	P	2007-05-21	2009-07-27
PROCTOR AND GAMBLE CO	P	2007-05-22	2009-07-27
QUALCOMM INC	P	2007-08-02	2009-07-27
QUALCOMM INC	P	2007-11-30	2009-07-27
QUALCOMM INC	P	2007-12-20	2009-07-27
PROCTOR AND GAMBLE CO	P	2007-05-22	2009-07-28
PROCTOR AND GAMBLE CO	P	2007-06-22	2009-07-28
PROCTOR AND GAMBLE CO	P	2007-08-02	2009-07-28
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-08-18
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-08-19
ALLIANCEBERENSTEIN HLDG LP	P	2003-07-01	2009-08-20
ALLIANCEBERENSTEIN HLDG LP	P	2003-08-22	2009-08-20
ALLIANCEBERENSTEIN HLDG LP	P	2003-08-22	2009-08-28
WILLIAMS COS INC	P	2008-08-20	2009-09-30
WILLIAMS COS INC	P	2008-08-20	2009-09-30
WILLIAMS COS INC	P	2008-09-02	2009-09-30
WAL-MART STORES	P	2005-11-09	2009-10-14
WAL-MART STORES	P	2006-03-13	2009-10-14
WAL-MART STORES	P	2007-03-26	2009-10-14
IBM CORP	P	2007-05-21	2009-10-14
IBM CORP	P	2007-05-22	2009-10-14
IBM CORP	P	2007-06-22	2009-10-14
WAL-MART STORES	P	2007-10-09	2009-10-14
IBM CORP	P	2007-11-30	2009-10-14
WAL-MART STORES	P	2007-11-30	2009-10-14
IBM CORP	P	2007-12-20	2009-10-14
WAL-MART STORES	P	2007-12-20	2009-10-14
MEDTRONIC INC	P	2008-05-22	2009-10-14
MEDTRONIC INC	P	2008-05-23	2009-10-14
AT & T INC	P	2005-11-17	2009-10-19

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
10,733		12,216	-1,483
13,069		14,819	-1,750
4,396		3,945	451
6,709		5,931	778
22,117		18,514	3,603
105,967		120,251	-14,284
7,279		8,058	-779
12,669		14,366	-1,697
13,960		24,577	-10,617
4,445		7,888	-3,443
10,871		19,209	-8,338
2,273		4,011	-1,738
1,787		2,917	-1,130
11,437		18,947	-7,510
23,519		39,286	-15,767
38,540		63,029	-24,489
87,832		84,128	3,704
9,882		8,936	946
3,060		2,905	155
43,855		36,797	7,058
178,105		148,756	29,349
8,694		7,153	1,541
14,647		13,169	1,478
5,754		4,726	1,028
8,277		7,919	358
15,471		13,136	2,335
27,237		25,932	1,305
49,300		67,886	-18,586
64,418		87,823	-23,405
13,019		12,082	937

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,483
			-1,750
			451
			778
			3,603
			-14,284
			-779
			-1,697
			-10,617
			-3,443
			-8,338
			-1,738
			-1,130
			-7,510
			-15,767
			-24,489
			3,704
			946
			155
			7,058
			29,349
			1,541
			1,478
			1,028
			358
			2,335
			1,305
			-18,586
			-23,405
			937

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
VERIZON COMMUNICATIONS	P	2005-11-17	2009-10-19
MCDONALDS CORP	P	2003-07-01	2009-11-05
GENERAL ELECTRIC	P	2005-09-19	2009-11-05
GENERAL ELECTRIC	P	2005-11-14	2009-11-05
GENERAL ELECTRIC	P	2006-04-13	2009-11-05
GENERAL ELECTRIC	P	2006-06-21	2009-11-05
GENERAL ELECTRIC	P	2007-11-09	2009-11-05
MCDONALDS CORP	P	2007-10-09	2009-11-05
GENERAL ELECTRIC	P	2007-11-30	2009-11-05
MCDONALDS CORP	P	2007-11-30	2009-11-05
GENERAL ELECTRIC	P	2007-12-20	2009-11-05
MCDONALDS CORP	P	2007-12-20	2009-11-05
MASTERCARD INC	P	2008-10-08	2009-11-05
MASTERCARD INC	P	2008-10-22	2009-11-05
MCDONALDS CORP	P	2008-10-22	2009-11-05
MASTERCARD INC	P	2008-10-28	2009-11-05
MCDONALDS CORP	P	2008-10-28	2009-11-05
DUKE ENERGY CORP	P	2003-07-01	2009-11-17
DUKE ENERGY CORP	P	2003-08-22	2009-11-17
DUKE ENERGY CORP	P	2003-10-23	2009-11-17
DUKE ENERGY CORP	P	2007-11-09	2009-11-17
DUKE ENERGY CORP	P	2007-11-30	2009-11-17
DUKE ENERGY CORP	P	2007-12-20	2009-11-17
DUKE ENERGY CORP	P	2008-10-22	2009-11-17
DUKE ENERGY CORP	P	2008-10-28	2009-11-17
ENERPLUS RESOURCES FUND	P	2008-09-09	2009-11-27
ENERPLUS RESOURCES FUND	P	2008-10-22	2009-11-27
ENERPLUS RESOURCES FUND	P	2008-10-28	2009-11-27
AOL INC	P	2005-08-24	2009-12-10
AOL INC	P	2005-08-30	2009-12-10

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
19,820		20,722	-902
81,762		29,366	52,396
7,745		18,396	-10,651
229		552	-323
31,094		73,583	-42,489
4,776		11,272	-6,496
8,204		24,028	-15,824
13,841		12,954	887
5,852		15,485	-9,633
7,778		7,427	351
19,248		48,766	-29,518
11,024		10,532	492
44,124		33,134	10,990
2,263		1,415	848
9,493		8,529	964
2,715		1,513	1,202
11,882		10,171	1,711
115,684		97,641	18,043
5,023		3,900	1,123
3,265		2,722	543
6,231		7,464	-1,233
3,510		4,327	-817
9,596		12,075	-2,479
4,009		3,865	144
5,023		4,873	150
21,165		33,823	-12,658
570		565	5
729		662	67
1,144		1,423	-279
1,246		1,541	-295

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-902
			52,396
			-10,651
			-323
			-42,489
			-6,496
			-15,824
			887
			-9,633
			351
			-29,518
			492
			10,990
			848
			964
			1,202
			1,711
			18,043
			1,123
			543
			-1,233
			-817
			-2,479
			144
			150
			-12,658
			5
			67
			-279
			-295

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
AOL INC	P	2006-03-13	2009-12-10
AOL INC	P	2006-06-21	2009-12-10
AOL INC	P	2007-10-09	2009-12-10
AOL INC	P	2007-11-30	2009-12-10
AOL INC	P	2007-12-20	2009-12-10
AOL INC	P	2008-10-28	2009-12-10
AOL INC	P	2007-10-09	2009-12-15
WESTAR ENERGY INC	P	2008-05-29	2009-12-22
WESTAR ENERGY INC	P	2008-05-29	2009-12-22
WESTAR ENERGY INC	P	2008-06-03	2009-12-22
WESTAR ENERGY INC	P	2008-06-03	2009-12-23
WESTAR ENERGY INC	P	2008-07-31	2009-12-23
US TREASURY NOTE	P	2008-10-28	2009-01-09
NISSAN AUTO LEASE	P	2008-08-29	2009-01-15
NISSAN AUTO LEASE	P	2008-08-29	2009-02-15
NISSAN AUTO LEASE	P	2008-08-29	2009-03-15
NISSAN AUTO LEASE	P	2008-08-29	2009-04-15
US TREASURY NOTE	P	2008-11-25	2009-04-16
US TREASURY NOTE	P	2009-04-16	2009-05-06
US TREASURY NOTE	P	2008-07-30	2009-05-13
US TREASURY NOTE	P	2008-10-28	2009-05-13
NISSAN AUTO LEASE	P	2008-08-29	2009-05-15
NISSAN AUTO LEASE	P	2008-08-29	2009-06-15
US TREASURY NOTE	P	2009-05-06	2009-07-15
US TREASURY NOTE	P	2009-05-13	2009-07-15
US TREASURY NOTE	P	2008-11-25	2009-08-05
FHLMC MTN	P	2008-09-15	2009-08-07
US TREASURY NOTE	P	2008-10-15	2009-08-25
US TREASURY NOTE	P	2009-08-25	2009-10-13
US TREASURY NOTE	P	2009-08-25	2009-11-10

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
190		230	-40
249		300	-51
282		380	-98
194		236	-42
638		737	-99
135		83	52
7		8	-1
9,552		10,586	-1,034
5,555		6,192	-637
24,658		26,939	-2,281
24,813		27,106	-2,293
8,628		8,770	-142
25,877		25,557	320
8,779		8,788	-9
10,605		10,615	-10
11,075		11,085	-10
11,790		11,801	-11
107,914		105,313	2,601
99,879		100,024	-145
25,657		25,034	623
76,971		76,670	301
10,708		10,718	-10
1,703		1,704	-1
93,136		96,469	-3,333
96,109		100,235	-4,126
75,000		78,985	-3,985
211,445		206,752	4,693
103,875		99,461	4,414
50,199		49,971	228
100,566		99,942	624

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-40
			-51
			-98
			-42
			-99
			52
			-1
			-1,034
			-637
			-2,281
			-2,293
			-142
			320
			-9
			-10
			-10
			-11
			2,601
			-145
			623
			301
			-10
			-1
			-3,333
			-4,126
			-3,985
			4,693
			4,414
			228
			624

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
US TREASURY NOTE	P	2009-10-15	2009-11-23
US TREASURY NOTE	P	2009-10-15	2009-12-09
FORD CREDIT AUTO	P	2007-02-08	2009-01-15
NISSAN AUTO LEASE	P	2007-11-19	2009-01-15
CITIBANK CRD CARD	P	2007-08-29	2009-02-10
FORD CREDIT AUTO	P	2007-02-08	2009-02-15
NISSAN AUTO LEASE	P	2007-11-19	2009-02-15
MERRILL LYNCH & CO	P	2006-10-17	2009-02-24
ROYAL BANK SCOTLAND	P	2004-12-20	2009-02-27
M & I MARSHALL	P	2007-01-12	2009-02-27
CITIGROUP INC	P	2005-06-08	2009-03-12
FORD CREDIT AUTO	P	2007-02-08	2009-03-15
NISSAN AUTO LEASE	P	2007-11-19	2009-03-15
PRUDENTIAL FINANCIAL	P	2005-02-10	2009-03-31
PRUDENTIAL FINANCIAL	P	2005-02-10	2009-04-15
NISSAN AUTO LEASE	P	2007-11-19	2009-04-15
NISSAN AUTO LEASE	P	2007-11-19	2009-05-15
NISSAN AUTO LEASE	P	2007-11-19	2009-06-15
US TREASURY NOTE	P	2008-06-05	2009-07-28
US TREASURY NOTE	P	2008-07-22	2009-07-28
US TREASURY NOTE	P	2008-07-30	2009-08-05
US TREASURY NOTE	P	2008-01-09	2009-08-07
US TREASURY NOTE	P	2008-07-22	2009-08-07
WAL-MART STORES	P	2000-06-09	2009-08-10
US TREASURY NOTE	P	2008-08-20	2009-08-25
NATL RURAL UTIL	P	2006-10-17	2009-08-28
IBM CORP	P	2003-08-04	2009-09-15
VERIZON GLOBAL FDG	P	2003-07-30	2009-10-01
US TREASURY NOTE	P	2008-07-22	2009-10-13
US TREASURY NOTE	P	2008-10-15	2009-10-15

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
15,086		15,016	70
60,387		60,066	321
4,884		4,870	14
8,779		8,786	-7
150,000		149,299	701
4,664		4,650	14
10,605		10,613	-8
74,375		128,253	-53,878
65,250		101,851	-36,601
77,500		124,391	-46,891
53,500		102,912	-49,412
1,503		1,499	4
11,075		11,083	-8
14,600		20,518	-5,918
39,875		56,425	-16,550
11,790		11,799	-9
10,708		10,716	-8
1,703		1,704	-1
52,562		50,402	2,160
52,312		49,828	2,484
86,846		85,117	1,729
53,373		52,898	475
207,585		199,313	8,272
100,000		97,152	2,848
51,937		50,828	1,109
125,000		126,806	-1,806
100,000		101,069	-1,069
105,622		93,710	11,912
52,955		49,828	3,127
78,427		74,596	3,831

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			70
			321
			14
			-7
			701
			14
			-8
			-53,878
			-36,601
			-46,891
			-49,412
			4
			-8
			-5,918
			-16,550
			-9
			-8
			-1
			2,160
			2,484
			1,729
			475
			8,272
			2,848
			1,109
			-1,806
			-1,069
			11,912
			3,127
			3,831

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
US TREASURY NOTE	P	2008-07-30	2009-12-09
US TREASURY NOTE	P	2008-01-28	2009-12-22
FHLB DEB	P	2008-08-20	2009-12-22
FHLMC MTN	P	2008-09-15	2009-12-22
FHLB DEB	P	1911-11-11	2009-03-26
FIDELITY ADV DIVERSIFIED INTL	P		2009-12-07
PRUDENTIAL FINANCIAL	P	2005-02-10	2009-03-23
ST CAPITAL LOSS FROM K-1	P		2009-12-31
LT CAPITAL LOSS FROM K-1	P		2009-12-31
LT CAPITAL LOSS FROM K-1	P		2009-12-31
GAIN ADJUSTMENT FROM K-1	P		2009-12-31
FNMA MTN	P		2009-04-15
FHLB	P		2009-01-17

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
60,979		60,082	897
53,285		51,906	1,379
160,320		150,325	9,995
106,916		103,376	3,540
250,000		247,770	2,230
393			393
18,406		25,648	-7,242
		680	-680
		36	-36
		526	-526
38,337			38,337
250,000		250,000	0
200,000		200,000	0

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	
			897
			1,379
			9,995
			3,540
			2,230
			393
			-7,242
			-680
			-36
			-526
			38,337
			0
			0

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

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
MARCUS WIECHMANN  8944 N GRACE LAKE RD SE BEMIDJI, MN 56601	TRUSTEE 0 25	10,000	0	0
SUZANNE LIAPIS  1122 MINNESOTA AVE NW BEMIDJI, MN 56601	TRUSTEE 0 25	10,000	0	0
LOWELL GILLETT  3005 SILVER BIRCH CT BEMIDJI, MN 56601	TRUSTEE 0 25	10,000	0	0
PAUL WELLE  3121 BIRCHMONT DR BEMIDJI, MN 56601	TRUSTEE 0 25	10,000	0	0
JAMES NAYLOR  4925 OAKDALE LANE NW BEMIDJI, MN 56601	TRUSTEE 0 25	10,000	0	0

**Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
BEMIDJI STATE UNIVERSITY FOUNDATION 1500 BIRCHMONT DR NE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	FUND 25 SCHOLARSHIPS	25,000
BEMIDJI YOUTH HOCKEY PO BOX 1141 BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	HOCKEY ARENA	100,000
BOYS & GIRLS CLUB OF THE BEMIDJI AREA 1600 MINNESOTA AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PROGRAMMING	85,000
WELLS ACADEMY 4885 WINDSOR CT NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PROGRAM EXPANSION	30,000
AMERICAN LEGION VFW HONOR GUARD 217 MINNESOTA AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	HONOR GUARD UNIFORMS/RIFLES	19,000
ISD#313300 GILLETT DR NW BEMIDJI, MN 56601	NONE	PUBLIC SCHOOL	AUDITORIUM DIGITAL SOUND BOARD	20,154
BEMIDJI SCULPTURE WALK 785 BALD EAGLE DR SE CASS LAKE, MN 56633	NONE	PUBLIC CHARITY	PROGRAMMING	12,000
BEMIDJI AREA CROSS-COUNTRY SKI CLUB INC 524 PAUL BUNYAN DR SE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	GROOMING EQUIPMENT	62,000
BEMIDJI COMMUNITY THEATER 2024 BIRCHMONT DR NE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	CHILDREN'S PLAY	3,500
OURS TO SERVE HOUSE OF HOSPITALITY 416 IRVINE AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PROGRAMMING	100,000
BELTRAMI COUNTY HISTORICAL SOCIETY 130 MINNESOTA AVE SW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	CAN YOU DIG IT PROJECT	9,750
BEMIDJI COMMUNITY BIOMES 3217 BEMIDJI AVE N BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	BIORETENTION BASIN	9,597
HEADWATERS SCIENCE CENTER 413 BELTRAMI AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	ROCKS/MINERALS WORKSHOP	4,400
NEILSON SPEARHEAD CENTER 48851 COUNTY 29 BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	REPAIRS/SIGNAGE	17,500
SALVATION ARMY 2445 PRIOR AVENUE ROSEVILLE, MN 55113	NONE	PUBLIC CHARITY	EMERGENCY ASSISTANCE	2,500
<b>Total . . . . .</b>				1,175,642
			► 3a	

**Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
HEADWATERS SCIENCE CENTER 413 BELTRAMI AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	GIFTED STUDENT PROGRAM	50,000
NORTH COUNTRY HEALTH SERVICE 1300 ANNE ST NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	EXPERT GBS EQUIPMENT	60,000
NORTH COUNTRY HEALTH SERVICE 1300 ANNE ST NW BEMIDJI, MN 56601	nONE	PUBLIC CHARITY	CN HEALING GARDEN	50,000
ST MARY'S MISSION 15272 ST MARYS MISSION RD RED LAKE, MN 56671	NONE	PUBLIC CHARITY	PLAYGROUND REMODEL	27,500
MASK & ROSE WOMEN'S THEATER COLLECTIVE 501 BEMIDJI AVE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	2 YEAR TENT RENTAL	1,500
BEMIDJI GYMNASTICS CLUB 928 WASHINGTON AVE S BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	EQUIPMENT	25,000
BEMIDJI COMMUNITY FOOD SHELF 310 4TH ST BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	EQUIPMENT RENT/SUPPLIES	2,600
NEILSON SPEARHEAD CENTER 48851 COUNTY 29 BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	LEGAL ASSISTANCE	1,655
BEMIDJI SHOW CHOIRS 2900 DIVISION ST W BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	COSTUMING & EQUIPMENT	20,000
FIRST NATIONAL BANK BEMIDJI FOUNDATION 502 MINNESOTA AVE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	DONATION	2,500
BEMIDJI AREA PREVENTION COLLABORATIVE 201 3RD ST BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	DRUG/ALCOHOL PREVENTION PROGRAM	12,500
BEMIDJI YOUTH LEAGUE BASEBALL 2221 MIDDLE SCHOOL DR NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	SUMMER PROGRAM	2,000
BEMIDJI HIGH SCHOOL 2900 DIVISION ST W BEMIDJI, MN 56601	NONE	PUBLIC SCHOOL	SPEECH TEAM EASELS	330
BEMIDJI FIRE DEPARTMENT 316 5TH ST NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	EQUIPMENT	4,765
ISD#313300 GILLETT DR NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	BMS STEM LAB EQUIPMENT	55,903
<b>Total . . . . .</b>			<b>► 3a</b>	<b>1,175,642</b>

## Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
NORTHWOODS INTERFAITH CAREGIVERS ARE ESSENTIAL 616 AMERICA AVE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	EXPAND VOLUNTEER PROGRAM	9,053
BELTRAMI HUMANE SOCIETY 1612 CARR LAKE RD SE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PAY OFF MORTGAGE	19,000
CITY OF BEMIDJI 317 4TH ST NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	BEMIDJI EVENTS CENTER	200,000
BOYS & GIRLS CLUB OF THE BEMIDJI AREA 1600 MINNESOTA AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PROGRAMMING	100,000
HEADWATERS SCHOOL OF MUSIC 519 MINNESOTA AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	SUMMER BROCHURE	1,935
HRDC SHARED VISION PO BOX 906 BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	RACE RELATIONS	10,000
ISD #313300 GILLETT DR NW BEMIDJI, MN 56601	NONE	PUBLIC SCHOOL	SENIOR & ACADEMIC PROGRAM	1,500
JEDC ECON DEV TRAINING PROGRAM 300 BEMIDJI AVE N BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	ECON DEV TRAINING PROGRAM	17,500
<b>Total</b>			► 3a	1,175,642

**Form 990PF Part XV Line 3b - Grants and Contributions 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)				
<b>b Approved for future payment</b>				
BEMIDJI AREA PREVENTION COLLABORATIVE 201 3RD ST BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	DRUG/ALCOHOL PREVENTION PROGRAM	987,500
BEMIDJI STATE UNIVERSITY FOUNDATION 1500 BIRCHMONT DR NE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	FUND 25 SCHOLARSHIPS	75,000
BEMIDJI YOUTH HOCKEY PO BOX 1141 BEMIDJI, MN 56619	NONE	PUBLIC CHARITY	HOCKEY ARENA	130,000
BOYS & GIRLS CLUB OF THE BEMIDJI AREA 1600 MINNESOTA AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	PROGRAMMING	50,000
CITY OF BEMIDJI 317 4TH ST NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	BEMIDJI EVENTS CENTER	800,000
CONCORDIA LANGUAGE VILLAGE 9500 RUPPSTRASSE RD NE TURTLE RIVER, MN 56601	NONE	PUBLIC CHARITY	RUSSIAN VILLAGE PHASE II	200,000
EVERGREEN HOUSE 820 BELTRAMI AVE NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	BEMIDJI SKATE PARK	100,000
JEDC ECON DEV TRAINING PROGRAM 300 BEMIDJI AVE N BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	ECON DEV TRAINING PROGRAM	17,500
MASK & ROSE WOMEN'S THEATER COLLECTIVE 501 BEMIDJI AVE BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	2 YEAR TENT RENTAL	1,500
NORTH COUNTRY HEALTH SERVICE 1300 ANNE ST NW BEMIDJI, MN 56601	NONE	PUBLIC CHARITY	CN HEALING GARDEN	150,000
<b>Total . . . . .</b>			<b>► 3b</b>	<b>2,511,500</b>

## TY 2009 Accounting Fees Schedule

**Name:** GEORGE W NEILSON FOUNDATION

**EIN:** 41-6022186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MILLER MCDONALD, INC	4,660	0		4,660

**TY 2009 Investments Corporate  
Bonds Schedule**

**Name:** GEORGE W NEILSON FOUNDATION  
**EIN:** 41-6022186

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
MORGAN ST DN WITTR 8.000% 6/15/10	100,000	103,114
COCA COLA 4.250% 9/15/10	99,640	102,552
WELLS FARGO CORP 5.125% 9/01/12	100,424	105,143
HOUSEHOLD FIN CORP 4.750% 7/15/13	94,973	104,124
DU PONT E I DE NEMOURS & CO 5.250 12/15/2016	73,146	79,271
GENERAL DYNAMICS 5.250% 02/01/2014	202,214	217,594
GENERAL ELEC CO 5.450% 01/15/2013	178,355	186,041
UNITED PARCEL 4.500% 01/15/2013	153,678	159,480
JOHNSON & JOHNSON 5.150 07/15/2018	125,100	134,455
WELLS FARGO BANK NA 4.750% 02/09/2015	97,479	101,969
AT&T INC 4.950% 01/15/2013	176,342	186,704
CATERPILLAR FIN SERV 5.125% 10/12/11	125,862	132,674
WACHOVIA BANK NA 5.60% 3/15/16	227,071	230,148
BRANCH BANKING TR 5.625% 9/15/16	101,679	103,389
DEERE JOHN CAP 5.65% 07/25/11	125,831	133,243
EMERSON ELEC CO 5.125% 12/01/16	168,085	172,281
MCGRAW HILL INC 5.90% 11/15/17	100,747	101,716
BANK NEW YORK INC 5.50% 12/01/17	100,734	102,561
ORACLE CORP OZARK HLDG INC 5.0% 1/15/11	181,200	181,983
BELLSOUTH CORP 4.75% 11/15/12	175,250	186,867
HONEYWELL INTL 4.25% 3/1/13	178,686	183,722
MBNA CORP 5.0% 6/15/15	120,544	127,419
CISCO SYS INC 5.5% 2/22/16	126,860	137,238
IBM CORP 5.700% 09/14/2017	181,931	191,329
GLAXOSMITHKLINE CAP INC 5.650% 05/15/2018	151,989	161,789
GENERAL DYNAMICS CORP 1.8% 7/15/11	127,101	126,391
HEWLETT PACKARD CO 2.95 8/15/12	154,901	153,069
CONOCOPHILLIPS 4.75 10/15/12	156,000	160,731
EMERSON ELECTRIC 4.5 5/15/13	72,678	74,256
COLGATE PALMOLIVE CO 4.2 5/15/13	158,379	159,707
BERKSHIRE HATHAWAY FIN 5.0 8/15/13	107,204	107,530
DISNEY WALT CO 4.5 12/15/13	128,666	132,781
PEPSICO INC 3.75 3/1/14	179,520	180,845
BOEING CO 5.0 3/15/14	154,789	161,483
SOUTHERN CAL EDISON 4.15 9/15/14	105,943	109,808
MERCK CO INC 4.0 6/30/15	176,302	182,497
TARGET CORP 5.375 5/1/17	149,444	160,971
BERKSHIRE HATH 5.4 5/15/18	103,330	104,479
ONTARIO PROVINCE OF 1.875 11/19/12	99,901	99,004
BP CAPITAL MARKETS PLC 3.625 5/8/14	173,171	179,027
SHELL INTERNATIONAL FIN 3.25 9/22/15	175,684	175,149
TOTAL CAPITAL SA 3.125 10/2/15	124,749	123,455
BHP BILLITON FINANCE 5.4 3/29/17	185,271	187,488

**TY 2009 Investments Corporate  
Stock Schedule**
**Name:** GEORGE W NEILSON FOUNDATION

**EIN:** 41-6022186

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRAXAIR INC	82,664	146,646
EMERSON ELEC CO	250,606	356,349
3M CO	197,701	248,754
BP PLC SPONS ADR	110,128	151,012
CHEVRON CORPORATION	316,395	506,132
CONOCOPHILLIPS	316,755	388,132
EXXON MOBIL CORP	98,941	461,578
MCDONALD'S CORP	126,324	274,299
ALTRIA GROUP INC	91,209	135,722
ABBOTT LABS	223,658	283,069
PFIZER INC	242,470	180,990
BANK OF AMERICA CORP	321,924	321,350
GOLDMAN SACHS GROUP INC	134,375	215,609
VERIZON COMMUNICATIONS INC	103,592	116,518
INTEL CORP	211,579	264,629
MICROSOFT CORP	193,265	448,574
TEXAS INSTRUMENTS INC	165,463	176,296
QUALCOMM INC	153,161	221,169
TIME WARNER INC	76,752	65,157
FIDELITY ADV DIVERSIFIED INTL CL A	787,169	582,152
WINDSTREAM CORP	175,061	179,587
LAUDUS INTL MARKETMASTERS FD	825,083	681,554
HOME DEPOT INC	185,182	266,648
MAXIM INTEGRATED PRODS	185,373	213,299
YUM BRANDS INC	250,502	283,047
AFLAC INC	144,732	169,645
ANNALY CAP MGMT INC	148,557	159,776
AT&T INC	184,029	229,426
BRISTOL-MYERS SQUIBB CO	281,011	319,312
DU PONT E I DE NEMOURS & CO	365,692	319,865
GENERAL DYNAMICS CORP	153,397	232,323
GENERAL ELEC CO	113,256	189,882
JOHNSON & JOHNSON	104,631	262,278
PHILIP MORRIS INTL INC	116,959	197,531
PRUDENTIAL FINANCIAL INC	128,328	130,670
SUPERVALU INC	159,668	155,087
UNITED PARCEL SERVICE INC CL B	244,399	223,571
VENTAS INC	107,785	189,263
WESTAR ENERGY INC	253,366	275,127
WILLIAMS COS INC	72,535	86,976
AMERICAN ELECTRIC POWER CO INC	48,688	68,258
ANALOG DEVICES INC	191,233	211,302
APPLIED MATLS INC	192,840	196,010
ASTORIA FINL CORP	87,705	141,105
AUTOMATIC DATA PROCESSING	152,432	161,817
BAXTER INTL INC	132,364	164,011
BOEING CO	114,773	121,630
BRUNSWICK CORP	72,412	83,746
CENTURY TEL INC	177,086	201,364
CONAGRA FOODS INC	94,760	115,089
D R HORTON INC	76,351	82,590
DCT INDUSTRIAL TRUST INC	27,999	34,688
ENBRIDGE ENERGY PARTNERS LP	24,246	33,073
HASBRO INC	153,510	188,449
HORMEL FOODS CORP	120,376	143,803
HUBBELL INC CL B	66,778	95,026
J P MORGAN CHASE & CO	201,310	322,359
KEYCORP NEW	66,991	60,734
LIBERTY PPTY TR	54,310	77,080
LOCKHEED MARTIN CORP	152,682	154,995
MANPOWER INC	75,832	67,243
MCKESSON CORPORATION	48,077	74,375
MID-AMER APT CMNTYS INC	64,718	90,911
MOLEX INC	91,214	134,446
MORGAN STANLEY GROUP INC	66,351	62,634
OLD REP INTL CORP	73,471	64,316
ORACLE CORPORATION	153,214	167,982
P N M RESOURCES INC	131,136	163,919
PAYCHEX INC	73,133	74,057
QWEST COMMUNICATIONS INTL INC	152,426	158,704
REGIONS FINL CORP	68,258	66,252
SCHWAB CHARLES CORP	84,552	93,328
SYSCO CORP	159,266	191,585
UNITED TECHNOLOGIES CORP	190,702	248,349
WELLS FARGO CO	132,859	142,615
COVIDIEN PLC	174,360	233,224
LESI BFC LTD	64,222	101,327
RIO TINTO PLC ADR	120,791	133,757
THOMSON REUTERS CORP	104,715	105,038
TOTAL SA ADR	265,076	303,293
UNILEVER NV ADR	135,624	181,339

## TY 2009 Investments - Other Schedule

**Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
EXTERAN PARTNERS LP	FMV	96,476	122,610

## TY 2009 Other Expenses Schedule

**Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	9,600	0		9,600
INSURANCE	3,341	0		3,341
TELEPHONE	778	0		778
OFFICE SUPPLIES	8,133	0		8,133
DUES & SUBSCRIPTIONS	495	0		495
NONDEDUCTIBLE EXP FROM K-1	1,123	0		0
MISCELLANEOUS	391	0		391
EQUIPMENT EXPENSE	1,385	0		1,385

## TY 2009 Other Income Schedule

**Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	46,824	46,824	46,824
NET ORDINARY LOSS FROM K-1	-7,392	-7,392	-7,392
NET ORDINARY LOSS FROM K-1	-22,303	-22,303	-22,303

**TY 2009 Other Increases Schedule****Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Description	Amount
EXCISE TAX REFUND	8,828

## TY 2009 Other Professional Fees Schedule

**Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	77,480	69,732		7,748

## TY 2009 Taxes Schedule

**Name:** GEORGE W NEILSON FOUNDATION**EIN:** 41-6022186

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	6,900	0		0
FOREIGN TAXES	5,857	5,857		0