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# INTERNAL REVENUE SERVICE

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

**2009**

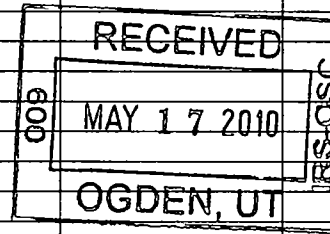
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>RALPH L. SMITH FOUNDATION (50-16-101-0482372 / 0482380 / 0482398)</b>		A Employer identification number <b>44-6008508</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) <b>(800) 357-7094</b>
	City or town, state, and ZIP code <b>DALLAS, TX 75283-1041</b>		C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 11,881,648.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>			
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )				
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	344,802.	344,802.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-73,921.			
b Gross sales price for all assets on line 6a	4,164,947.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total Add lines 1 through 11	270,881.	344,802.		
13 Compensation of officers, directors, trustees, etc.	35,475.	14,190.		21,285.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	3,600.	NONE	NONE	3,600.
c Other professional fees (attach schedule) STMT 4	43,833.	43,833.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	5,218.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	15,920.			15,920.
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	2,590.			2,590.
24 Total operating and administrative expenses. Add lines 13 through 23	106,636.	58,023.	NONE	43,395.
25 Contributions, gifts, grants paid	2,013,200.			2,013,200.
26 Total expenses and disbursements Add lines 24 and 25	2,119,836.	58,023.	NONE	2,056,595.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-1,848,955.			
b Net investment income (if negative, enter -0-)		286,779.		
c Adjusted net income (if negative, enter -0-)				



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

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SCANNED MAY 19 2010 Revenue Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	-8,082.		
	2	Savings and temporary cash investments . . . . .	384,557.	509,175.	509,175.
	3	Accounts receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .	5,294,264.	2,271,293.	2,373,058.
	b	Investments - corporate stock (attach schedule) . . . . .	5,415,135.	6,202,145.	8,697,747.
	c	Investments - corporate bonds (attach schedule) . . . . .		250,863.	251,668.
	11	Investments - land, buildings, and equipment basis (attach schedule) . . . . .			
	Less accumulated depreciation ▶ . . . . .				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . . STMT 7.	50,000.	50,000.	50,000.	
14	Land, buildings, and equipment basis (attach schedule) . . . . .				
	Less accumulated depreciation ▶ . . . . .				
15	Other assets (describe ▶ . . . . .)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	11,135,874.	9,283,476.	11,881,648.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . .)			
23	Total liabilities (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	11,135,874.	9,283,476.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	11,135,874.	9,283,476.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	11,135,874.	9,283,476.	

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

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	11,135,874.
2	Enter amount from Part I, line 27a . . . . .	2	-1,848,955.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8 . . . . .	3	412.
4	Add lines 1, 2, and 3 . . . . .	4	9,287,331.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9 . . . . .	5	3,855.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	9,283,476.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>			<b>(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss) . . . . .</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	<b>-73,921.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> 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. . . . .			<b>3</b>		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	5,430,075.	14,295,238.	0.37985201785
2007	1,219,829.	20,398,053.	0.05980124672
2006	1,107,951.	19,785,152.	0.05599911489
2005	1,177,811.	20,381,230.	0.05778900488
2004	1,169,458.	21,188,001.	0.05519435269
<b>2 Total of line 1, column (d) . . . . .</b>			<b>2</b> <b>0.60863573703</b>
<b>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 . . . . .</b>			<b>3</b> <b>0.12172714741</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .</b>			<b>4</b> <b>11,356,577.</b>
<b>5 Multiply line 4 by line 3 . . . . .</b>			<b>5</b> <b>1,382,404.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .</b>			<b>6</b> <b>2,868.</b>
<b>7 Add lines 5 and 6 . . . . .</b>			<b>7</b> <b>1,385,272.</b>
<b>8 Enter qualifying distributions from Part XII, line 4 . . . . .</b> 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.			<b>8</b> <b>2,056,595.</b>

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,868.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	2,868.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	2,868.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	8,360.	
b Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d . . . . .	7	8,360.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	5,492.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 2,868. Refunded <input checked="" type="checkbox"/> . . . . .	11	2,624.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
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"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV . . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> STMT 10		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>NONE</u>				
14	The books are in care of <u>BANK OF AMERICA, N.A.</u> Telephone no <u>(816) 292-4342</u>			
	Located at <u>1200 MAIN ST, 14TH FL, KANSAS CITY, MO</u> ZIP + 4 <u>64105-2100</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	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
<b>1a</b> During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
<b>2</b> 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))		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b> If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ ☒

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		35,475.	-0-	-0-

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

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

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

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

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

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

Expenses

1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2 NONE	
All other program-related investments See page 24 of the instructions	
3 NONE	

**Total.** Add lines 1 through 3 . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	11,529,855.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	-335.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	11,529,520.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	11,529,520.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	172,943.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	11,356,577.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	567,829.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	567,829.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	2,868.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,868.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	564,961.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	564,961.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	564,961.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,056,595.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,056,595.
<b>5</b>	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)	<b>5</b>	2,868.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	2,053,727.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				564,961.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			NONE	
b Total for prior years: 20 07, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . . 163,971.				
b From 2005 . . . . . 176,615.				
c From 2006 . . . . . 160,085.				
d From 2007 . . . . . 232,838.				
e From 2008 . . . . . 4,717,029.				
f Total of lines 3a through e . . . . .	5,450,538.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 2,056,595.				
a Applied to 2008, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .				564,961.
e Remaining amount distributed out of corpus . . . . .	1,491,634.			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,942,172.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 . . . . .				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	163,971.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	6,778,201.			
10 Analysis of line 9				
a Excess from 2005 . . . . . 176,615.				
b Excess from 2006 . . . . . 160,085.				
c Excess from 2007 . . . . . 232,838.				
d Excess from 2008 . . . . . 4,717,029.				
e Excess from 2009 . . . . . 1,491,634.				

4942(j)(5)

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**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b>  SEE STATEMENT 29				
<b>Total . . . . .</b>			<b>3a</b>	2,013,200.
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>			<b>3b</b>	

<b>Part XVI-A</b>	<b>Analysis of Income-Producing Activities</b>
-------------------	--

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	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities . . . . .			14	344,802.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
6	Net rental income or (loss) from personal property .					
7	Other investment income . . . . .					
8	Gain or (loss) from sales of assets other than inventory			18	-73,921.	
9	Net income or (loss) from special events . . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue: a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e) . . . .				270,881.	
13	Total. Add line 12, columns (b), (d), and (e) . . . . .					270,881.

Part XVI-B	Relationship of Activities to the Accomplishment of Exempt Purposes
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[illegible]

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of.			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			


[illegible]

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

**b. If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	 Signature of officer or trustee		BANK OF AMERICA, N.A.	Date 4-26-10	Title TRUSTEE
	Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions)
		Firm's name (or yours if self-employed), address, and ZIP code			
					Phone no

Form **990-PF** (2009)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,008.	
16,468.00		200. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 15,490.00				P	07/05/2005	01/14/2009
							978.00	
24,701.00		300. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 15,758.00				P	04/07/2006	01/14/2009
							8,943.00	
8,234.00		100. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 7,745.00				P	07/05/2005	01/14/2009
							489.00	
32,935.00		400. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 30,412.00				P	07/06/2005	01/14/2009
							2,523.00	
8,305.00		100. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 5,253.00				P	04/07/2006	01/29/2009
							3,052.00	
8,305.00		100. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 7,603.00				P	07/06/2005	01/29/2009
							702.00	
8,305.00		100. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 920.00				P	12/30/1999	01/29/2009
							7,385.00	
24,915.00		300. APOLLO GROUP INC CL A COM PROPERTY TYPE: SECURITIES 15,758.00				P	04/07/2006	01/29/2009
							9,157.00	
8,038.00		200. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 8,534.00				P	10/20/2006	10/28/2009
							-496.00	
16,076.00		400. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 15,978.00				P	06/13/2006	10/28/2009
							98.00	

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
8,038.00		200. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 2,955.00				P 08/10/1995 5,083.00	10/28/2009
12,057.00		300. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 11,954.00				P 05/05/2006 103.00	10/28/2009
4,019.00		100. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 472.00				P 08/23/1989 3,547.00	10/28/2009
12,057.00		300. AUTOMATIC DATA PROCESSING INC COM PROPERTY TYPE: SECURITIES 11,420.00				P 06/22/2005 637.00	10/28/2009
5,972.00		200. CARDINAL HEALTH INC COM PROPERTY TYPE: SECURITIES 13,013.00				P 10/20/2006 -7,041.00	06/09/2009
44,789.00		1500. CARDINAL HEALTH INC COM PROPERTY TYPE: SECURITIES 95,676.00				P 07/13/2006 -50,887.00	06/09/2009
29,859.00		1000. CARDINAL HEALTH INC COM PROPERTY TYPE: SECURITIES 63,784.00				P 07/13/2006 -33,925.00	06/09/2009
3,436.00		166. CINTAS CORP COM PROPERTY TYPE: SECURITIES 6,668.00				P 09/19/2001 -3,232.00	02/25/2009
8,268.00		400. CINTAS CORP COM PROPERTY TYPE: SECURITIES 16,108.00				P 06/19/2006 -7,840.00	02/25/2009
4,140.00		200. CINTAS CORP COM PROPERTY TYPE: SECURITIES 6,539.00				P 03/04/2003 -2,399.00	02/25/2009
3,452.00		167. CINTAS CORP COM PROPERTY TYPE: SECURITIES 6,708.00				P 09/19/2001 -3,256.00	02/25/2009



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,949.00		384. CINTAS CORP COM PROPERTY TYPE: SECURITIES 9,152.00				P	09/05/1997	02/25/2009
							-1,203.00	
8,950.00		433. CINTAS CORP COM PROPERTY TYPE: SECURITIES 16,865.00				P	06/22/2005	02/25/2009
							-7,915.00	
5,251.00		283. CINTAS CORP COM PROPERTY TYPE: SECURITIES 6,745.00				P	09/05/1997	03/05/2009
							-1,494.00	
1,243.00		67. CINTAS CORP COM PROPERTY TYPE: SECURITIES 2,610.00				P	06/22/2005	03/05/2009
							-1,367.00	
9,277.00		500. CINTAS CORP COM PROPERTY TYPE: SECURITIES 11,542.00				P	06/25/1997	03/05/2009
							-2,265.00	
7,421.00		400. CINTAS CORP COM PROPERTY TYPE: SECURITIES 13,078.00				P	03/04/2003	03/05/2009
							-5,657.00	
16,698.00		900. CINTAS CORP COM PROPERTY TYPE: SECURITIES 16,800.00				P	02/10/1997	03/05/2009
							-102.00	
12,375.00		667. CINTAS CORP COM PROPERTY TYPE: SECURITIES 15,897.00				P	09/05/1997	03/05/2009
							-3,522.00	
9,277.00		500. CINTAS CORP COM PROPERTY TYPE: SECURITIES 9,115.00				P	03/12/1997	03/05/2009
							162.00	
9,277.00		500. CINTAS CORP COM PROPERTY TYPE: SECURITIES 11,542.00				P	06/25/1997	03/05/2009
							-2,265.00	
16,698.00		900. CINTAS CORP COM PROPERTY TYPE: SECURITIES 16,800.00				P	02/10/1997	03/05/2009
							-102.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,277.00		500. CINTAS CORP COM PROPERTY TYPE: SECURITIES 9,115.00				P	03/12/1997	03/05/2009
							162.00	
108,000.00		100000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 102,588.00				P	07/23/2008	04/29/2009
							5,412.00	
108,000.00		100000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 102,588.00				P	07/23/2008	04/29/2009
							5,412.00	
150,000.00		150000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 150,609.00				P	03/06/2007	02/23/2009
							-609.00	
161,936.00		150000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 150,144.00				P	10/16/2007	12/22/2009
							11,792.00	
107,957.00		100000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 100,096.00				P	10/16/2007	12/22/2009
							7,861.00	
101,500.00		100000. FEDERAL HOME LN BKS CONS BD CALL PROPERTY TYPE: SECURITIES 99,448.00				P	04/13/2005	01/22/2009
							2,052.00	
101,742.00		100000. FEDERAL HOME LN BKS CONS BD CALL PROPERTY TYPE: SECURITIES 99,564.00				P	04/13/2005	03/26/2009
							2,178.00	
261,800.00		250000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 254,483.00				P	09/01/2005	01/09/2009
							7,317.00	
104,500.00		100000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 99,243.00				P	02/22/2006	01/22/2009
							5,257.00	
108,085.00		100000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 100,901.00				P	01/13/2006	05/08/2009
							7,184.00	

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**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
162,128.00		150000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 151,352.00				P	01/13/2006	05/08/2009
							10,776.00	
5,789.00		117. FISERV INC COM PROPERTY TYPE: SECURITIES 3,706.00				P	10/25/2000	10/26/2009
							2,083.00	
12,370.00		250. FISERV INC COM PROPERTY TYPE: SECURITIES 7,368.00				P	06/26/2000	10/26/2009
							5,002.00	
4,948.00		100. FISERV INC COM PROPERTY TYPE: SECURITIES 4,329.00				P	06/22/2005	10/26/2009
							619.00	
6,581.00		133. FISERV INC COM PROPERTY TYPE: SECURITIES 3,739.00				P	10/02/2002	10/26/2009
							2,842.00	
14,844.00		300. FISERV INC COM PROPERTY TYPE: SECURITIES 12,738.00				P	10/21/2005	10/26/2009
							2,106.00	
12,370.00		250. FISERV INC COM PROPERTY TYPE: SECURITIES 9,185.00				P	08/07/2001	10/26/2009
							3,185.00	
12,370.00		250. FISERV INC COM PROPERTY TYPE: SECURITIES 9,088.00				P	08/13/2001	10/26/2009
							3,282.00	
4,948.00		100. FISERV INC COM PROPERTY TYPE: SECURITIES 3,452.00				P	09/19/2001	10/26/2009
							1,496.00	
929.00		929.44 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 949.00				P	05/20/2008	01/15/2009
							-20.00	
929.00		929.44 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 949.00				P	05/20/2008	01/15/2009
							-20.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
934.00		933.7 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 954.00				P	05/20/2008	01/31/2009 -20.00
934.00		933.7 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 954.00				P	05/20/2008	01/31/2009 -20.00
938.00		937.98 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 958.00				P	05/20/2008	02/28/2009 -20.00
938.00		937.98 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 958.00				P	05/20/2008	02/28/2009 -20.00
942.00		942.28 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 962.00				P	05/20/2008	03/31/2009 -20.00
942.00		942.28 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 962.00				P	05/20/2008	03/31/2009 -20.00
947.00		946.6 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 967.00				P	05/20/2008	04/30/2009 -20.00
947.00		946.6 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 967.00				P	05/20/2008	04/30/2009 -20.00
951.00		950.94 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 971.00				P	05/20/2008	05/31/2009 -20.00
951.00		950.94 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 971.00				P	05/20/2008	05/31/2009 -20.00
955.00		955.3 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 976.00				P	05/20/2008	06/30/2009 -21.00

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
955.00		955.3 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 976.00				05/20/2008 -21.00	06/30/2009
960.00		959.68 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 980.00				05/20/2008 -20.00	07/31/2009
960.00		959.68 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 980.00				05/20/2008 -20.00	07/31/2009
964.00		964.07 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 985.00				05/20/2008 -21.00	08/31/2009
964.00		964.07 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 985.00				05/20/2008 -21.00	08/31/2009
23,739.00		23738.58 GOVERNMENT NATL MTG ASSN POOL # PROPERTY TYPE: SECURITIES 24,243.00				05/20/2008 -504.00	09/30/2009
23,739.00		23738.58 GOVERNMENT NATL MTG ASSN POOL # PROPERTY TYPE: SECURITIES 24,243.00				05/20/2008 -504.00	09/30/2009
874.00		873.89 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 892.00				05/20/2008 -18.00	10/31/2009
874.00		873.89 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 892.00				05/20/2008 -18.00	10/31/2009
881.00		881.09 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 900.00				05/20/2008 -19.00	11/30/2009
881.00		881.09 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 900.00				05/20/2008 -19.00	11/30/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,577.00		168. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 5,165.00				P	07/25/2002	10/16/2009
							2,412.00	
14,973.00		332. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 11,741.00				P	05/23/2002	10/16/2009
							3,232.00	
5,953.00		132. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 1,287.00				P	09/23/1993	10/16/2009
							4,666.00	
3,067.00		68. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 2,091.00				P	07/25/2002	10/16/2009
							976.00	
107,351.00		1000. ISHARES BARCLAYS MBS BD FUND PROPERTY TYPE: SECURITIES 102,950.00				P	09/10/2008	12/17/2009
							4,401.00	
52,939.00		500. ISHARES BARCLAYS MBS BD FUND PROPERTY TYPE: SECURITIES 51,475.00				P	09/10/2008	12/31/2009
							1,464.00	
12,111.00		200. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 13,306.00				P	06/22/2005	10/16/2009
							-1,195.00	
67.00		3. MACROVISION SOLUTIONS CORP COM PROPERTY TYPE: SECURITIES 50.00				P	12/20/2006	06/09/2009
							17.00	
67.00		3. MACROVISION SOLUTIONS CORP COM PROPERTY TYPE: SECURITIES 50.00				P	12/20/2006	06/09/2009
							17.00	
67.00		3. MACROVISION SOLUTIONS CORP COM PROPERTY TYPE: SECURITIES 50.00				P	12/20/2006	06/09/2009
							17.00	
7,272.00		200. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 5,796.00				P	09/29/1998	10/27/2009
							1,476.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
19,998.00		550. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 12,251.00				P	07/31/1997	10/27/2009
							7,747.00	
10,908.00		300. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 15,273.00				P	06/13/2006	10/27/2009
							-4,365.00	
10,908.00		300. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 11,244.00				P	07/25/2002	10/27/2009
							-336.00	
14,544.00		400. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES 11,780.00				P	08/05/1998	10/27/2009
							2,764.00	
3,863.00		134. MICROSOFT CORP PROPERTY TYPE: SECURITIES 3,798.00				P	10/20/2006	10/26/2009
							65.00	
9,629.00		334. MICROSOFT CORP PROPERTY TYPE: SECURITIES 9,302.00				P	11/20/2002	10/26/2009
							327.00	
923.00		32. MICROSOFT CORP PROPERTY TYPE: SECURITIES 871.00				P	04/25/2006	10/26/2009
							52.00	
9,571.00		332. MICROSOFT CORP PROPERTY TYPE: SECURITIES 10,583.00				P	11/28/2001	10/26/2009
							-1,012.00	
11,532.00		400. MICROSOFT CORP PROPERTY TYPE: SECURITIES 12,266.00				P	10/29/2001	10/26/2009
							-734.00	
7,726.00		268. MICROSOFT CORP PROPERTY TYPE: SECURITIES 7,651.00				P	06/29/2004	10/26/2009
							75.00	
5,001.00		300. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 10,104.00				P	09/27/2006	03/05/2009
							-5,103.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,335.00		500. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 16,359.00				P	11/20/2006	03/05/2009
							-8,024.00	
2,234.00		134. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 2,713.00				P	02/27/2002	03/05/2009
							-479.00	
10,002.00		600. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 25,634.00				P	07/06/2005	03/05/2009
							-15,632.00	
8,868.00		532. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 10,736.00				P	01/18/2002	03/05/2009
							-1,868.00	
16,670.00		1000. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 33,751.00				P	10/10/2006	03/05/2009
							-17,081.00	
5,568.00		334. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 6,693.00				P	12/04/2002	03/05/2009
							-1,125.00	
5,568.00		334. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 6,762.00				P	02/27/2002	03/05/2009
							-1,194.00	
3,334.00		200. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 3,916.00				P	11/29/2001	03/05/2009
							-582.00	
1,100.00		66. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 1,332.00				P	01/18/2002	03/05/2009
							-232.00	
9,346.00		468. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 9,444.00				P	01/18/2002	04/27/2009
							-98.00	
6,630.00		332. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 6,653.00				P	12/04/2002	04/27/2009
							-23.00	



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
33,270.00		1666. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 32,621.00				P	11/29/2001	04/27/2009
					649.00			
7,410.00		351. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 8,252.00				P	09/12/2002	03/05/2009
					-842.00			
21,110.00		1000. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 33,639.00				P	08/26/2005	03/05/2009
					-12,529.00			
7,916.00		375. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 8,473.00				P	12/30/1998	03/05/2009
					-557.00			
5,784.00		274. PAYCHEX INC COM PROPERTY TYPE: SECURITIES 5,640.00				P	06/30/1999	03/05/2009
					144.00			
156,341.00		150000. PRIVATE EXPT FDG CORP SECD NT SE PROPERTY TYPE: SECURITIES 149,567.00				P	11/15/2007	06/02/2009
					6,774.00			
260,568.00		250000. PRIVATE EXPT FDG CORP SECD NT SE PROPERTY TYPE: SECURITIES 249,278.00				P	11/15/2007	06/02/2009
					11,290.00			
25,159.00		500. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 29,542.00				P	03/17/2006	06/16/2009
					-4,383.00			
25,159.00		500. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 29,542.00				P	03/17/2006	06/16/2009
					-4,383.00			
21,911.00		800. SYSCO CORP COM PROPERTY TYPE: SECURITIES 3,924.00				P	10/03/1991	10/27/2009
					17,987.00			
5,478.00		200. SYSCO CORP COM PROPERTY TYPE: SECURITIES 980.00				P	04/19/1991	10/27/2009
					4,498.00			

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
21,911.00		800. SYSCO CORP COM PROPERTY TYPE: SECURITIES 24,800.00				P 01/11/2006 -2,889.00	10/27/2009
9,148.00		334. SYSCO CORP COM PROPERTY TYPE: SECURITIES 8,069.00				P 07/25/2002 1,079.00	10/27/2009
9,120.00		333. SYSCO CORP COM PROPERTY TYPE: SECURITIES 1,700.00				P 11/19/1991 7,420.00	10/27/2009
904.00		33. SYSCO CORP COM PROPERTY TYPE: SECURITIES 162.00				P 10/03/1991 742.00	10/27/2009
27,556.00		1000. SYSCO CORP COM PROPERTY TYPE: SECURITIES 4,898.00				P 04/19/1991 22,658.00	10/28/2009
35,823.00		1300. SYSCO CORP COM PROPERTY TYPE: SECURITIES 6,377.00				P 10/03/1991 29,446.00	10/28/2009
19,289.00		700. SYSCO CORP COM PROPERTY TYPE: SECURITIES 3,429.00				P 04/19/1991 15,860.00	10/28/2009
993,953.00		1000000. UNITED STATES TREAS BILL DTD 09 PROPERTY TYPE: SECURITIES 993,953.00				P 03/26/2009	
991.00		100. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 3,257.00				P 04/25/2006 -2,266.00	02/20/2009
3,964.00		400. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 13,046.00				P 04/25/2006 -9,082.00	02/20/2009
23,784.00		2400. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 76,493.00				P 12/15/2005 -52,709.00	02/20/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
29,730.00		3000. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES 96,045.00				P	12/14/2005  -66,315.00	02/20/2009
TOTAL GAIN(LOSS) .....							----- -73,921. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC COM	5,040.	5,040.
ALBERTO-CULVER CO NEW COM	1,800.	1,800.
AMETEK AEROSPACE PRODS INC COM	600.	600.
AUTOMATIC DATA PROCESSING INC COM	9,812.	9,812.
C H ROBINSON WORLDWIDE INC COM	1,020.	1,020.
CARDINAL HEALTH INC COM	756.	756.
CINTAS CORP COM	3,274.	3,274.
COLUMBIA TREASURY RESERVES TRUST CLASS	256.	256.
DANAHER CORP COM	450.	450.
ECOLAB INC COM	2,800.	2,800.
EXPEDITORS INTL WASH INC	1,425.	1,425.
FEDERAL FARM CR BKS CONS BD	6,529.	6,529.
FEDERAL FARM CR BKS CONS BD	8,978.	8,978.
FEDERAL FARM CR BKS CONS BD	3,750.	3,750.
FEDERAL FARM CR BKS CONS BD	14,460.	14,460.
FEDERAL HOME LN BKS CONS BD CALL 11/17/0	6,842.	6,842.
FEDERAL HOME LOAN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	10,594.	10,594.
FEDERAL HOME LN BKS CONS BD	10,107.	10,107.
FEDERAL HOME LN BKS CONS BD	4,977.	4,977.
FEDERAL HOME LN BKS CONS BD	5,000.	5,000.
GOVERNMENT NATL MTG ASSN POOL #686884	23,408.	23,408.
GENERAL ELEC CO	6,587.	6,587.
ILLINOIS TOOL WORKS INC COM	7,316.	7,316.
ISHARES IBOX INV GR CORP BD FUND	19,449.	19,449.
ISHARES BARCLAYS MBS BD FUND	5,362.	5,362.
ISHARES BARCLAYS 1-3 YR CR BD FUND	1,038.	1,038.
JOHNSON & JOHNSON COM	8,907.	8,907.
KIMBERLY CLARK CORP	41,412.	41,412.
MARSHALL & ILSLEY CORP NEW COM	300.	300.
MEDTRONIC INC COM	5,600.	5,600.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MICROSOFT CORP	4,970.	4,970.
NORTHERN TR CORP COM	2,893.	2,893.
OMNICOM GROUP INC COM	3,420.	3,420.
ORACLE CORPORATION COM	500.	500.
PAYCHEX INC COM	8,649.	8,649.
PEPSICO INC COM	1,125.	1,125.
PRIVATE EXPT FDG CORP SECD NT SER I	14,400.	14,400.
PRIVATE EXPT FDG CORP SECD NT SER R	19,896.	19,896.
PRIVATE EXPT FDG CORP SECD NT SER T	10,061.	10,061.
PRIVATE EXPT FDG CORP SECD NT SER V	9,800.	9,800.
PROCTER & GAMBLE CO COM	6,344.	6,344.
PRIVATEBANCORP INC COM	300.	300.
QUALCOMM INC	595.	595.
SCHLUMBERGER LTD COM	1,050.	1,050.
STRYKER CORP COM	1,325.	1,325.
SYSCO CORP COM	8,576.	8,576.
TARGET CORP	2,871.	2,871.
UNITED STATES TREAS BILL DTD 09/25/08 DU	6,048.	6,048.
WALGREEN CO COM	2,487.	2,487.
WELLS FARGO & CO FDIC GTD NT	1,637.	1,637.
WELLS FARGO COMPANY	2,006.	2,006.
	-----	-----
TOTAL	344,802.	344,802.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	3,600.			3,600.
TOTALS	3,600.	NONE	NONE	3,600.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES		
CAPITAL INVESTMENT	43,833.	43,833.
SERVICES OF AMERICA	-----	-----
TOTALS	43,833. =====	43,833. =====

## FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES - INCOME	5,218.
	-----
TOTALS	5,218.
	=====



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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
DUES-COUNCIL ON FOUNDATIONS	2,590.	2,590.
TOTALS	2,590.	2,590.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV		BEGINNING BOOK VALUE -----
	C	OR F	
ALBINA COMMUNITY BANCORP -	C		
1995 PROGRAM-RELATED	C		
INVESTMNT (PRI)	C		50,000.
			-----
TOTALS			50,000.
			=====

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

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT - 2008	412.
	-----
TOTAL	412.
	=====

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

NET ROUNDING DIFFERENCE	2.
MUTUAL FUND ADJUSTMENT - 2009	2,389.
Y/E SALES ADJUSTMENT-2009	1,464.
	-----
TOTAL	3,855.
	=====

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

MO

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

=====

## OFFICER NAME:

BANK OF AMERICA, N.A.

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION ..... 35,475.

## OFFICER NAME:

HARRIET H. DENISON; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

## OFFICER NAME:

PAUL N. DOUTHAT; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

## OFFICER NAME:

NEIL T. SMITH; C/O BOA

## ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

## TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

35,475.

=====

RALPH L. SMITH FOUNDATION (50-16-101-0482372  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

44-6008508

RECIPIENT NAME:

JAMES J. MUETH - BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

RECIPIENT'S PHONE NUMBER: 816-292-4342

FORM, INFORMATION AND MATERIALS:

LETTER OF NO MORE THAN 3 PAGES WITH APPROPRIATE ATTACHMENTS-  
ATTACHMENTS TO BE DETERMINED UPON INITIAL TELEPHONE CALL

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL AND  
ELEEMOSYNARY PURPOSES FOR THE BENEFIT OF THE PUBLIC

STATEMENT 12

RECIPIENT NAME:  
MCKENZIE RIVER GATHERING  
FOUNDATION  
ADDRESS:  
2705 E BURNSIDE ST, #210  
PORTLAND, OR 97214-1768  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 741,350.

RECIPIENT NAME:  
WESTERN STATES CENTER, INC.  
ADDRESS:  
P.O. BOX 40305  
PORTLAND, OR 97240  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 741,350.

RECIPIENT NAME:  
BOYS & GIRLS CLUBS OF  
GREATER KANSAS CITY  
ADDRESS:  
6301 ROCKHILL RD  
KANSAS CITY, MO 64131  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED & DREAMS TO REALITY CAMPAIGN  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 2,000.



RECIPIENT NAME:

CHILDREN'S MERCY HOSPITAL

ADDRESS:

2401 GILLHAM RD

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

DOWNEY SIDE, INC.

ADDRESS:

1 W ARMOUR BLVD, SUITE 16

KANSAS CITY, MO 64111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

DRUID HILLS PRESBYTERIAN  
CHURCH

ADDRESS:

1026 PONCE DE LEON AVE NE

ATLANTA, GA 30306

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
GEORGIA AQUARIUM, INC.  
ADDRESS:  
225 BAKER ST NW  
ATLANTA, GA 30313  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
HARVESTERS COMMUNITY  
FOOD NETWORK  
ADDRESS:  
3801 TOPPING AVE  
KANSAS CITY, MO 64129  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 7,000.

RECIPIENT NAME:  
PEMBROKE HILL SCHOOL  
ADDRESS:  
5121 STATE LINE RD  
KANSAS CITY, MO 64112  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

POWELL GARDENS, INC.

ADDRESS:

1609 NW US HIGHWAY 50  
KINGSVILLE, MO 64061-9000

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

BRIDGE-BRIDGING THE  
GAP, INC.

ADDRESS:

6033 SWOPE PKWY  
KANSAS CITY, MO 64130

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

BRIDGE HOME FOR CHILDREN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

TRUMAN MEDICAL CENTER  
CHARITABLE FOUNDATION

ADDRESS:

2310 HOLMES ST, SUITE 735  
KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 7,000.

RECIPIENT NAME:

U OF DENVER - DANIELS  
COLLEGE OF BUSINESS

ADDRESS:

2101 S UNIVERSITY BLVD  
DENVER, CO 80208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT JAMES & JEAN JOHNSTON SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

YMCA OF GREATER KANSAS  
CITY

ADDRESS:

3100 BROADWAY ST  
KANSAS CITY, MO 64111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

BIG BROTHERS OF GREATER  
LOS ANGELES

ADDRESS:

800 S FIGUEROA ST  
LOS ANGELES, CA 90017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
BOYS & GIRLS CLUBS OF  
SANTA MONICA  
ADDRESS:  
1238 LINCOLN BLVD  
SANTA MONICA, CA 90401  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
CHILDRENS HOSPITAL OF LOS  
ANGELES  
ADDRESS:  
4650 SUNSET BLVD, MS # 29  
LOS ANGELES, CA 90027  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
LOS ANGELES COUNTY HIGH  
SCHOOL FOR THE ARTS  
ADDRESS:  
515 S FIGUEROA ST STE 2050  
LOS ANGELES, CA 90071  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
CLARE FOUNDATION, INC.  
ADDRESS:  
909 PICO BLVD  
SANTA MONICA, CA 90405  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
JEFFREY FOUNDATION  
ADDRESS:  
5470 W WASHINGTON BLVD  
LOS ANGELES, CA 90016  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:  
TUCSON BOTANICAL GARDENS  
ADDRESS:  
2150 N ALVERNON WAY  
TUCSON, AZ 85712  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 7,000.

RALPH L. SMITH FOUNDATION (50-16-101-0482372 44-6008508  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
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RECIPIENT NAME:  
TUTWILER CLINIC, INC.  
ADDRESS:  
205 ALMA ST  
TUTWILER, MS 38963  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
ALS ASSOCIATION  
ADDRESS:  
6950 SQUIBB RD STE 210  
MISSION, KS 66202  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
BIOMAKER RESEARCH PROJECT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
GREATER KANSAS CITY  
COMMUNITY FOUNDATION  
ADDRESS:  
1055 BROADWAY, SUITE 130  
KANSAS CITY, MO 64105-1595  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
FOR RLS ILLUMINATION DONOR ADVISED FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 80,000.

STATEMENT 20

RECIPIENT NAME:  
ST. JOSEPH CENTER  
ADDRESS:  
204 HAMPTON DR  
VENICE, CA 90291  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
NELSON GALLERY FOUNDATION  
ADDRESS:  
4525 OAK ST  
KANSAS CITY, MO 64111  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 7,000.

RECIPIENT NAME:  
SOUTHERN OREGON UNIVERSITY  
FOUNDATION  
ADDRESS:  
1250 SISKIYOU BLVD  
ASHLAND, OR 97520  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT NATIVE AMERICA STUDIES PROGRAM  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 8,000.



RECIPIENT NAME:  
ST. MARY'S SCHOOL OF  
MEDFORD, INC.  
ADDRESS:  
816 N BLACK OAK DR  
MEDFORD, OR 97504  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT SCHOLARSHIP FUND  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT - CHURCH  
AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:  
ALZHEIMERS DISEASE &  
RELATED DISORDERS ASSN  
ADDRESS:  
225 N MICHIGAN AVE FL 17  
CHICAGO, IL 60601  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
FUND RESEARCH GRANTS  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
LITTLE BIG HORN COLLEGE  
ADDRESS:  
1 FOREST LN; P.O. BOX 370  
CROW AGENCY, MT 59022  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
RESTRICTED TO SCHOLARSHIP PROGRAM  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:

KANSAS CITY HABITAT FOR  
HUMANITY

ADDRESS:

1423 E LINWOOD BLVD  
KANSAS CITY, MO 64129

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

MARGARET LANDELL SCHOOL

ADDRESS:

9739 DENNI ST  
CYPRESS, CA 90630

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 11,000.

RECIPIENT NAME:

SIERRA CASCADE LAND TRUST COUNCIL  
COUNCIL

ADDRESS:

P.O. BOX 2101  
NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 43,000.

RECIPIENT NAME:  
TLC FOR CHILDREN &  
FAMILIES, INC.  
ADDRESS:  
480 S ROGERS RD  
OLATHE, KS 66062-1706  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
MEALS ON WHEELS OF SANTA  
MONICA - MALIBU  
ADDRESS:  
1823 A MICHIGAN AVE  
SANTA MONICA, CA 90404  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
ORME SCHOOL  
ADDRESS:  
HC 63, BOX 3040  
MAYER, AZ 86333  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
EMORY UNIVERSITY  
ADDRESS:  
1762 CLIFTON RD PLAZA 1000  
ATLANTA, GA 30322  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
ODAIKO-SONORA INC  
ADDRESS:  
5232 E 2ND ST  
TUCSON, AZ 85711  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT TAIKO DRUMMERS  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
ALS ASSOCIATION - KEITH  
WORTHINGTON CHAPTER  
ADDRESS:  
6950 SQUIBB RD  
MISSION, KS 66202  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 41,000.

RECIPIENT NAME:  
EPISCOPAL COMMUNITY  
SERVICES, INC.  
ADDRESS:  
11 E 40TH ST  
KANSAS CITY, MO 64111  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:  
BISHOP MIEGE HIGH SCHOOL  
FDN  
ADDRESS:  
5041 REINHARDT DRIVE  
SHAWNEE MISSION, KS 66205-1599  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 2,500.

RECIPIENT NAME:  
SANTA MONICA FOURSQUARE  
CHURCH  
ADDRESS:  
1220 TWENTIETH ST  
SANTA MONICA, CA 90404-1350  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
FUND LIGHTHOUSE MEDICAL MISSIONS  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT - CHURCH  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

UNIVERSITY OF ARIZONA  
FOUNDATION

ADDRESS:

1111 N. CHERRY AVE  
TUCSON, AZ 85721-0109

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

METEORITE FUND/PHYSICS BUS PROJECT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

SEVEN HILLS MIDDLE SCHOOL

ADDRESS:

700 HOOVER LN  
NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT MUSIC SCHOLARSHIP FUND

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - GOVT

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

IMAGINARIUM MUSEUM OF  
NEVADA COUNTY

ADDRESS:

112 NEVADA CITY HWY  
NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OUTDOOR SCIENCE SCULPTURE PROJECT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - GOVT

AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
CHILD ADVOCACY SERVICES  
CENTER, INC.  
ADDRESS:  
2 EAST 59TH STREET  
KANSAS CITY, MO 64113  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED FOR CHILDREN'S PLACE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
FRONT PORCH ALLIANCE  
KANSAS CITY  
ADDRESS:  
3210 MICHIGAN  
KANSAS CITY, MO 64109  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
LUNGEVITY FOUNDATION  
ADDRESS:  
5901 FONTANA STREET  
FAIRWAY, KS 66205  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
UNRESTRICTED CONTRIBUTION  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 2,000.

RALPH L. SMITH FOUNDATION (50-16-101-0482372 44-6008508  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
PALISADES CHARTER HIGH  
SCHOOL  
ADDRESS:  
P O BOX 1101  
PACIFIC PALISADES, CA 90272  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
MAGGIE GILBERT AQUATIC CENTER FOR NEW POOL  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT-SCHOOL  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
TSI-AKIM COUNCIL  
MAIDU TRIBE  
ADDRESS:  
1725 EAST MAIN STREET  
GRASS VALLEY, CA 95945  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
LANGUAGE PROGRAM  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC 501(C)(3)  
AMOUNT OF GRANT PAID ..... 4,000.

TOTAL GRANTS PAID: 2,013,200.  
=====



**RALPH L. SMITH FOUNDATION**  
**44-6008508**  
**Balance Sheet**  
**12/31/2009**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
001055102	AFLAC INC	4500 000	182,713 72	208,125 00
013078100	ALBERTO-CULVER CO NEW	6000 000	145,591 90	175,740 00
031100100	AMETEK INC NEW	2500 000	99,894 00	95,600 00
03662Q105	ANSYS INC	4750 000	138,477 56	206,435 00
037604105	APOLLO GROUP INC	2158.000	32,855 82	130,731 64
053015103	AUTOMATIC DATA PROCESSING INC	5933.000	42,456.01	254,051 06
12541W209	C H ROBINSON WORLDWIDE INC	2500 000	123,200 75	146,825 00
17275R102	CISCO SYS INC	8500 000	233,785 95	203,490.00
222816100	COVANCE INC	3200 000	196,456 54	174,624 00
235851102	DANAHER CORP DEL	3750 000	200,492.00	282,000 00
278865100	ECOLAB INC	5000.000	189,571 10	222,900 00
302130109	EXPEDITORS INTL WASHINGTON INC	4750 000	157,019 05	165,157 50
31331VTX4	FEDERAL FARM CR BKS	175000 000	175,805 00	184,241 75
3133X9ZZ6	FEDERAL HOME LOAN BKS	200000 000	193,142 00	212,938 00
3133XCTG8	FEDERAL HOME LN BKS	200000.000	204,514 00	214,000 00
3133XCUR2	FEDERAL HOME LN BKS	150000 000	152,689 50	153,984 00
3133XDTA9	FEDERAL HOME LN BKS	200000 000	198,486 00	207,688 00
3133XES91	FEDERAL HOME LN BKS	100000 000	98,320 00	109,094 00
337738108	FISERV INC	5767 000	137,865.69	279,584 16
36296CCV0	GOVERNMENT NATL MTG ASSN	418079 980	426,964 20	439,861 95
369604103	GENERAL ELEC CO	8033 000	148,376 47	121,539.29
38259P508	GOOGLE INC	200.000	114,128.00	123,996 00
452308109	ILLINOIS TOOL WKS INC	5200 000	63,291.04	249,548 00
464287242	ISHARES IBOXX INV GR CORP	4000.000	394,650 00	416,600.00
464288588	ISHARES	500 000	51,475 00	52,990.00
464288646	ISHARES	2000 000	208,940 00	207,920 00
478160104	JOHNSON & JOHNSON	4466 000	277,612 64	287,655 06
494368103	KIMBERLY CLARK CORP	17400 000	22,727 91	1,108,554.00
571837103	MARSHALL & ILSLEY CORP	10000 000	116,443.00	54,500 00
585055106	MEDTRONIC INC	5384.000	96,940 48	236,788 32
594918104	MICROSOFT CORP	8432 000	143,774 47	257,007 36
665859104	NORTHERN TR CORP	2683 000	106,830 18	140,589 20
681919106	OMNICOM GROUP INC	5700.000	195,441 14	223,155 00
68389X105	ORACLE CORP	6500 000	138,315 00	159,445 00

**RALPH L. SMITH FOUNDATION**  
**44-6008508**  
**Balance Sheet**  
**12/31/2009**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
703395103	PATTERSON COS INC	1466 000	28,705 01	41,018 68
704326107	PAYCHEX INC	6475.000	128,901 39	198,394 00
713448108	PEPSICO INC	1250 000	58,940 50	76,000 00
742651CP5	PRIVATE EXPT FDG CORP	200000.000	211,686 00	200,438 00
742651CY6	PRIVATE EXPT FDG CORP	400000.000	409,322 00	436,624.00
742651DC3	PRIVATE EXPT FDG CORP	200000.000	200,364 00	214,188 00
742718109	PROCTER & GAMBLE CO	3200 000	185,329 60	194,016 00
742962103	PRIVATEBANCORP INC	7750 000	202,602 05	69,517 50
747525103	QUALCOMM INC	3500 000	155,386 00	161,910 00
761152107	RESMED INC	4200 000	179,812 99	219,534 00
806857108	SCHLUMBERGER LTD	2500 000	116,926 50	162,725 00
855244109	STARBUCKS CORP	7500 000	151,705 00	172,950 00
858912108	STERICYCLE INC	3350.000	124,368 99	184,819.50
862685104	STRATASYS INC	8500 000	159,518 05	146,540 00
863667101	STRYKER CORP	3250 000	186,908 50	163,702 50
871829107	SYSCO CORP	3433 000	16,815 64	95,918 02
87612E106	TARGET CORP	4350 000	192,295 00	210,409 50
931422109	WALGREEN CO	6317 000	199,879 64	231,960 24
941848103	WATERS CORP	2950 000	154,724 97	182,782 00
949744AD8	WELLS FARGO & CO	250000 000	250,862 50	251,667 50
990131161	ALBINA COMMUNITY BANCORP	500 000	50,000 00	50,000 00
	Cash/Cash Equivalent	509175 200	509,175.20	509,175 20
		<b>Totals</b>	<b>9,283,475.65</b>	<b>11,881,647 93</b>