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

OMB No 1545-0052

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

JESSIE BARKER MCKELLAR CHARITABLE  
FOUNDATION, C/O GLENVIEW TRUST COMPANY

Number and street (or P O box number if mail is not delivered to street address)

4969 U.S. HIGHWAY 42, SUITE 2000

Room/suite

City or town, state, and ZIP code

LOUISVILLE, KY 40222

A Employer identification number

62-6323409

B Telephone number

502.212.7814

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,  
check here and attach computation ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 6,783,819. (Part I, column (d) must be on cash basis.)

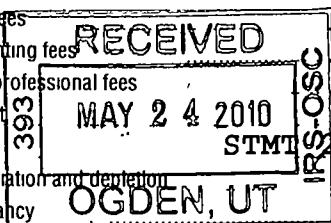
J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)**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).)

(a) Revenue and  
expenses per books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable purposes  
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" 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	214,568.	209,818.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<146,963.>			
	b Gross sales price for all assets on line 6a	1,041,413.			
	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)					
11 Other income					
12 Total. Add lines 1 through 11	67,605.	209,818.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	34,541.	33,778.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	3,370.	1,114.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	12.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	37,923.	34,892.		0.
	25 Contributions, gifts, grants paid	356,875.			356,875.
26 Total expenses and disbursements. Add lines 24 and 25	394,798.	34,892.		356,875.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<327,193.>				
b Net investment income (if negative, enter -0-)		174,926.			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	<1.>			
	2 Savings and temporary cash investments	769,202.	194,331.	194,331.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 5	5,988,697.	6,226,230.	6,589,488.	
	14 Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	6,757,898.	6,420,561.	6,783,819.	
	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					
22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)		0.	0.		
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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	5,267,236.	5,267,236.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,490,662.	1,153,325.		
30 Total net assets or fund balances	6,757,898.	6,420,561.			
31 Total liabilities and net assets/fund balances	6,757,898.	6,420,561.			

**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	6,757,898.
2 Enter amount from Part I, line 27a	2	<327,193.>
3 Other increases not included in line 2 (itemize) ▶ NON TAXABLE DIVIDENDS (2009 ROC)	3	23,770.
4 Add lines 1, 2, and 3	4	6,454,475.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 4	5	33,914.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,420,561.

**JESSIE BARKER MCKELLAR CHARITABLE  
FOUNDATION, C/O GLENVIEW TRUST COMPANY**

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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 THE GLENVIEW TRUST COMPANY-SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b THE GLENVIEW TRUST COMPANY-SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c CAPITAL GAINS DIVIDENDS</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> 91,907.		76,439.	15,468.
<b>b</b> 945,294.		1,111,937.	<166,643.>
<b>c</b> 4,212.			4,212.
<b>d</b>			
<b>e</b>			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			15,468.
<b>b</b>			<166,643.>
<b>c</b>			4,212.
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	2	<146,963.>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <span style="float:right;">{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }</span>	3	N/A

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

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

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

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

☒ Yes ☐ No

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

**1** Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008			
2007			
2006			
2005			
2004			

- |   |   |  |
|---|---|--|
| <b>2</b> Total of line 1, column (d)  | 2 |  |
| <b>3</b> 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 |  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5   | 4 |  |
| <b>5</b> Multiply line 4 by line 3  | 5 |  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)   | 6 |  |
| <b>7</b> Add lines 5 and 6  | 7 |  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4   | 8 |  |
- If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,499.
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	3,499.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,499.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,840.	
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	3,840.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	341.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**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 instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>KY</u>		
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)? 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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **N/A**

14 The books are in care of ► **THE GLENVIEW TRUST COMPANY** Telephone no. ► **502.212.7800**  
 Located at ► **4969 US HIGHWAY 42, SUITE 2000, LOUISVILLE, KY** ZIP+4 ► **40222**

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** **N/A**

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b> <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

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

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A** ☐ **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? **N/A** ☐ Yes ☐ No

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

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

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

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

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No **N/A**

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

**1 List all officers, directors, trustees, foundation managers and their compensation.**

(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
THE GLENVIEW TRUST COMPANY	TRUSTEE			
4969 US HIGHWAY 42, SUITE 2000				
LOUISVILLE, KY 40222	1.00	34,541.	0.	0.

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

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

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

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

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

[illegible]

**Total number of others receiving over \$50,000 for professional services**

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
------------------	--

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	N/A	
2		
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

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

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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>	6,039,365.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	405,440.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	6,444,805.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	6,444,805.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	96,672.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	6,348,133.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	317,407.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	317,407.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	3,499.
<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>	3,499.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	313,908.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	313,908.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	313,908.

**Part XII** Qualifying Distributions (see 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>	356,875.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<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>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	356,875.
<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	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	356,875.

**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.

Form 990-PF (2009)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				313,908.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			325,712.	
<b>b</b> Total for prior years:		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</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 356,875.				
<b>a</b> Applied to 2008, but not more than line 2a			325,712.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				31,163.
<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 instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				282,745.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	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				

**JESSIE BARKER MCKELLAR CHARITABLE  
FOUNDATION, C/O GLENVIEW TRUST COMPANY**

Form 990-PF (2009)

62-6323409 Page 10

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

DOUGLAS H MCKELLAR JR, 408-626-2770  
1322 PAVIA PLACE, PACIFIC PALISADES, CA 90272

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

WRITTEN APPLICATION WITH SUPPORTING DOCUMENTATION

**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:

NONE



Enter gross amounts unless otherwise indicated.

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

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

[illegible]

☐ Yes ☒ No

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

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

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

By [Signature]  
Sherry Feldpausch, Principal

5/10/2010  
Date

Trusts  
Title

**Sign Here**

Preparer's Debra

Date \_\_\_\_\_

Title

Preparer's  
signature

Firm's name (or yours if self-employed), address, and ZIP code

DEMING MALONE LIVESAY & OSTROFF PSC  
9300 SHELBYVILLE RD STE 1100  
LOUISVILLE, KY 40222-5187

Date \_\_\_\_\_

Date 5/6/10

Check if self- employed	
-------------------------------	--

Preparer's identifying number

**EIN ▶**

Phone no. (502) 426-9660

Form **990-PF** (2009)

ACCT 978U 450001011  
FROM 01/01/2009  
TO 12/31/2009

THE GLENVIEW TRUST COMPANY  
STATEMENT OF CAPITAL GAINS AND LOSSES  
JESSIE BARKER MCKELLAR CHARITABLE FOUNDATION  
DATED 5/28/1997  
TRUST YEAR ENDING 12/31/2009

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TAX PREPARER: DML  
TRUST ADMINISTRATOR: SMF  
INVESTMENT OFFICER: JBM

LEGEND: F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1000.0000 AFLAC INC COM - 001055102 - MINOR = 430						
SOLD		03/13/2009	13938.70			
ACQ	1000.0000	03/06/2007	13938.70	46434.71	-32496.01	LT15
700.0000 AT&T INC NEW - 00206R102 - MINOR = 410						
SOLD		04/15/2009	17835.54			
ACQ	500.0000	04/18/2007	12739.67	19565.00	-6825.33	LT15
	200.0000	08/29/2006	5095.87	6206.00	-1110.13	LT15
300.0000 AT&T INC NEW - 00206R102 - MINOR = 410						
SOLD		11/09/2009	7781.82			
ACQ	300.0000	08/29/2006	7781.82	9309.00	-1527.18	LT15
75000.0000 BEAR STEARNS CO INC NOTES 3.25% DUE 03/25/09 - 073902CF3 - MINOR = 200						
SOLD		03/25/2009	75000.00			
ACQ	75000.0000	03/30/2004	75000.00	74280.75	719.25	LT15
300.0000 BHP BILLITON LIMITED ADR - 088606108 - MINOR = 400						
SOLD		11/09/2009	21422.71			
ACQ	300.0000	03/27/2006	21422.71	11388.00	10034.71	LT15
400.0000 CISCO SYS INC COM - 17275R102 - MINOR = 440						
SOLD		11/09/2009	9468.11			
ACQ	400.0000	03/18/1998	9468.11	4287.50	5180.61	LT15
7208.2760 COLUMBIA ACORN SELECT FUND CLASS Z #495 - 197199854 - MINOR = 574						
SOLD		02/19/2009	91617.19			
ACQ	7024.2250	04/04/2007	89277.90	204440.80	-115162.90	LT15
	184.0510	06/12/2008	2339.29	4875.51	-2536.22	ST
200.0000 DU PONT E I DE NEMOURS & CO COM - 263534109 - MINOR = 400						
SOLD		11/09/2009	6818.00			
ACQ	200.0000	03/24/2005	6818.00	10278.00	-3460.00	LT15
300.0000 EXXON MOBIL CORP - 30231G102 - MINOR = 425						
SOLD		04/15/2009	20345.47			
ACQ	300.0000	02/01/2000	20345.47	12366.75	7978.72	LT15
200.0000 EXXON MOBIL CORP - 30231G102 - MINOR = 425						
SOLD		11/09/2009	14561.80			
ACQ	188.0000	02/01/2000	13688.09	7749.83	5938.26	LT15
	12.0000	07/22/1999	873.71	465.86	407.85	LT15
68.9000 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		01/15/2009	68.90			
ACQ	68.9000	08/27/1998	68.90	68.86	0.04	LT15
59.0100 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		02/15/2009	59.01			
ACQ	59.0100	08/27/1998	59.01	58.97	0.04	LT15
63.3300 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		03/15/2009	63.33			
ACQ	63.3300	08/27/1998	63.33	63.29	0.04	LT15
70.5300 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		04/15/2009	70.53			
ACQ	70.5300	08/27/1998	70.53	70.49	0.04	LT15
66.5500 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		05/15/2009	66.55			
ACQ	66.5500	08/27/1998	66.55	66.55	0.00	LT15
61.1900 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		06/15/2009	61.19			
ACQ	61.1900	08/27/1998	61.19	61.15	0.04	LT15
52.2700 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		07/15/2009	52.27			
ACQ	52.2700	08/27/1998	52.27	52.24	0.03	LT15
64.2400 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		08/15/2009	64.24			
ACQ	64.2400	08/27/1998	64.24	64.20	0.04	LT15
63.2600 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		09/15/2009	63.26			
ACQ	63.2600	08/27/1998	63.26	63.22	0.04	LT15
53.4000 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		10/15/2009	53.40			
ACQ	53.4000	08/27/1998	53.40	53.36	0.04	LT15
46.1100 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		11/15/2009	46.11			
ACQ	46.1100	08/27/1998	46.11	46.08	0.03	LT15
52.5200 FEDERAL HOME LOAN MTG CORP GOLD GROUP #E00540 6.00% - 31294JS58 - MINOR = 053						
SOLD		12/15/2009	52.52			
ACQ	52.5200	08/27/1998	52.52	52.49	0.03	LT15
55000.0000 INT TO 05/27/09 ON 55,000 FULL CALL FEDERAL FARM CREDIT BANK - 31331VZW9 - MINOR = 050						
SOLD		05/27/2009	55000.00			
ACQ	55000.0000	08/29/2006	55000.00	55275.00	-275.00	LT15
6537.5240 GMO INTERNATIONAL EQUITY ALLOCATION FD CLASS III - 362007213 - MINOR = 572						
SOLD		11/09/2009	63000.00			
ACQ	6537.5240	01/09/2004	63000.00	90173.59	-27173.59	LT15
14508.5380 GMO INTERNATIONAL EQUITY ALLOCATION FD CLASS III - 362007213 - MINOR = 572						
SOLD		11/09/2009	140000.00			
ACQ	14508.5380	02/02/2004	140000.00	196418.64	-56418.64	LT15
2346.2660 GMO TAX-MANAGED INTERNATIONAL EQUITIES FUND - III - 362008666 - MINOR = 572						
SOLD		11/09/2009	33293.51			
ACQ	2321.5070	03/28/2005	32942.18	37298.91	-4356.73	LT15
	24.7590	12/19/2008	351.33	279.28	72.05	ST
1.0500 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		01/15/2009	1.05			
ACQ	1.0500	11/29/1998	1.05	1.06	-0.01	LT15

ACCT 978U 450001011  
FROM 01/01/2009  
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THE GLENVIEW TRUST COMPANY  
STATEMENT OF CAPITAL GAINS AND LOSSES  
JESSIE BARKER MCKELLAR CHARITABLE FOUNDATION  
DATED 5/28/1997  
TRUST YEAR ENDING 12/31/2009

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TAX PREPARER: DML  
TRUST ADMINISTRATOR: SMF  
INVESTMENT OFFICER: JBM

LEGEND: F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1.0500 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		02/17/2009	1.05			
ACQ	1.0500	11/29/1998	1.05	1.06	-0.01	LT15
1.0600 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		03/16/2009	1.06			
ACQ	1.0600	11/29/1998	1.06	1.07	-0.01	LT15
1.0600 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		04/15/2009	1.06			
ACQ	1.0600	11/29/1998	1.06	1.07	-0.01	LT15
1.0700 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		05/15/2009	1.07			
ACQ	1.0700	11/29/1998	1.07	1.08	-0.01	LT15
1.0800 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		06/15/2009	1.08			
ACQ	1.0800	11/29/1998	1.08	1.09	-0.01	LT15
1.0800 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		07/15/2009	1.08			
ACQ	1.0800	11/29/1998	1.08	1.09	-0.01	LT15
1.0900 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		08/17/2009	1.09			
ACQ	1.0900	11/29/1998	1.09	1.10	-0.01	LT15
1.1000 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		09/15/2009	1.10			
ACQ	1.1000	11/29/1998	1.10	1.11	-0.01	LT15
1.1000 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		10/15/2009	1.10			
ACQ	1.1000	11/29/1998	1.10	1.11	-0.01	LT15
1.1100 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		11/16/2009	1.11			
ACQ	1.1100	11/29/1998	1.11	1.12	-0.01	LT15
1.1100 GOV'T NAT'L MTG ASSN #446789 6.50% DUE 11/15/28 - 36208CKA4 - MINOR = 061						
SOLD		12/15/2009	1.11			
ACQ	1.1100	11/29/1998	1.11	1.12	-0.01	LT15
400.0000 GENERAL ELEC CO COM - 369604103 - MINOR = 405						
SOLD		11/09/2009	6320.19			
ACQ	200.0000	12/01/2000	3160.10	9092.17	-5932.08	LT15
	200.0000	06/04/1997	3160.10	4030.33	-870.24	LT15
55000.0000 GOLDMAN SACHS GROUP INC 6.65% DUE 05/15/09 - 38141GAA2 - MINOR = 200						
SOLD		05/15/2009	55000.00			
ACQ	55000.0000	05/26/1999	55000.00	54525.90	474.10	LT15
100.0000 ITT CORP - 450911102 - MINOR = 405						
SOLD		11/09/2009	5253.04			
ACQ	100.0000	08/29/2006	5253.04	4880.67	372.37	LT15
100.0000 INT'L BUSINESS MACHINES COM - 459200101 - MINOR = 440						
SOLD		11/09/2009	12481.85			
ACQ	100.0000	11/20/2001	12481.85	11597.00	884.85	LT15
200.0000 JOHNSON & JOHNSON - 478160104 - MINOR = 435						
SOLD		04/15/2009	10347.73			
ACQ	200.0000	04/18/2007	10347.73	12912.00	-2564.27	LT15
800.0000 KOHLS CORP - COM - 500255104 - MINOR = 415						
SOLD		09/23/2009	43846.47			
ACQ	300.0000	04/15/2009	16442.43	12999.00	3443.43	ST
	500.0000	12/10/2008	27404.04	18074.15	9329.89	ST
400.0000 LILLY ELI & CO - COM - 532457108 - MINOR = 435						
SOLD		11/09/2009	13979.99			
ACQ	400.0000	09/23/2009	13979.99	13120.68	859.31	ST
200.0000 MEDTRONIC INC - 585055106 - MINOR = 435						
SOLD		11/09/2009	7741.98			
ACQ	200.0000	03/24/2005	7741.98	10262.00	-2520.02	LT15
300.0000 MICROSOFT CORP - 594918104 - MINOR = 440						
SOLD		11/09/2009	8585.77			
ACQ	300.0000	11/20/2001	8585.77	9880.50	-1294.73	LT15
200.0000 PEPSICO INC - 713448108 - MINOR = 420						
SOLD		04/15/2009	10355.73			
ACQ	200.0000	03/13/2002	10355.73	9952.00	403.73	LT15
400.0000 PROCTER & GAMBLE CO - 742718109 - MINOR = 420						
SOLD		04/15/2009	19299.50			
ACQ	400.0000	03/24/2005	19299.50	21216.00	-1916.50	LT15
100.0000 PROCTER & GAMBLE CO - 742718109 - MINOR = 420						
SOLD		11/09/2009	6124.93			
ACQ	100.0000	06/04/1997	6124.93	3325.75	2799.18	LT15
900.0000 SPDR S&P BIOTECH ETF - 78464A870 - MINOR = 435						
SOLD		12/21/2009	47084.99			
ACQ	300.0000	12/10/2008	15695.00	14996.86	698.14	LT15
	600.0000	04/15/2009	31389.99	27090.00	4299.99	ST
2200.0000 STAPLES INC COMMON STOCK - 855030102 - MINOR = 415						
SOLD		06/01/2009	46729.87			
ACQ	2200.0000	04/09/2003	46729.87	28468.00	18261.87	LT15
200.0000 SUNCORP ENERGY INC NEW - 867224107 - MINOR = 425						
SOLD		11/09/2009	6972.00			
ACQ	200.0000	01/18/2005	6972.00	3490.00	3482.00	LT15
500.0000 SUNCOR ENERGY INC - 867229106 - MINOR = 425						
SOLD		04/15/2009	12284.68			
ACQ	500.0000	01/18/2005	12284.68	8725.00	3559.68	LT15

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THE GLENVIEW TRUST COMPANY  
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JESSIE BARKER MCKELLAR CHARITABLE FOUNDATION  
DATED 5/28/1997  
TRUST YEAR ENDING 12/31/2009

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TAX PREPARER: DML  
TRUST ADMINISTRATOR: SMF  
INVESTMENT OFFICER: JBM

LEGEND: F - FEDERAL S - STATE I - INHERITED  
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
100.0000 TARGET CORP - COM - 87612E106 - MINOR = 415						
SOLD		11/09/2009	4990.96			
ACQ	100.0000	09/13/2005	4990.96	5464.83	-473.87	LT15
300.0000 TEVA PHARMACEUTICAL IND - 881624209 - MINOR = 435						
SOLD		11/09/2009	15866.59			
ACQ	300.0000	03/09/2004	15866.59	9672.00	6194.59	LT15
200.0000 3M CO COM - 88579Y101 - MINOR = 405						
SOLD		04/15/2009	10711.72			
ACQ	200.0000	04/03/2007	10711.72	15448.38	-4736.66	LT15
100.0000 3M CO COM - 88579Y101 - MINOR = 405						
SOLD		11/09/2009	7654.89			
ACQ	100.0000	04/03/2007	7654.89	7724.19	-69.30	LT15
500.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 405						
SOLD		04/15/2009	23339.39			
ACQ	500.0000	04/09/2003	23339.39	15462.50	7876.89	LT15
400.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 405						
SOLD		11/09/2009	26467.67			
ACQ	400.0000	04/09/2003	26467.67	12370.00	14097.67	LT15
100.0000 WELLS FARGO & COMPANY - 949746101 - MINOR = 430						
SOLD		11/09/2009	2765.01			
ACQ	100.0000	01/29/2008	2765.01	3250.35	-485.34	LT15
1700.0000 ACCENTURE PLC CLASS A ORDINARY SHARES - G1151C101 - MINOR = 440						
SOLD		09/23/2009	62179.30			
ACQ	1700.0000	08/29/2006	62179.30	48518.00	13661.30	LT15
TOTALS			1037201.37	1188375.37		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	15468.45	0.00	-166642.45	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	4211.57			0.00
	15468.45	0.00	-162430.88	0.00	0.00	0.00
STATE						
SUBTOTAL FROM ABOVE	15468.45	0.00	-166642.45	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	4211.57			0.00
	15468.45	0.00	-162430.88	0.00	0.00	0.00

\* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
KENTUCKY	0.00	0.00

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DIV-THE GLENVIEW TRUST COMPANY	4,212.	4,212.	0.
DIVIDENDS-THE GLENVIEW TRUST COMPANY	88,433.	0.	88,433.
DIVIDENDS-THE GLENVIEW TRUST COMPANY	5,671.	0.	5,671.
INTEREST-THE GLENVIEW TRUST COMPANY	115,714.	0.	115,714.
MUNICIPAL INTEREST-THE GLENVIEW TRUST CO	4,750.	0.	4,750.
TOTAL TO FM 990-PF, PART I, LN 4	218,780.	4,212.	214,568.

FORM 990-PF	TAXES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2009 ESTIMATED FEDERAL TAX	2,256.	0.		0.
FOREIGN TAX WITHHELD	1,114.	1,114.		0.
TO FORM 990-PF, PG 1, LN 18	3,370.	1,114.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE	12.	0.		0.
TO FORM 990-PF, PG 1, LN 23	12.	0.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	4
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DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENTS FOR 2008 ROC	33,684.
ACCRUED INTEREST PURCHASED	230.
TOTAL TO FORM 990-PF, PART III, LINE 5	33,914.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	6,226,230.	6,589,488.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,226,230.	6,589,488.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN HIMALAYAN FOUNDATION 909 MONTGOMERY STREET, SUITE 400 SAN FRANCISCO, CA 94133	SOCIAL WELFARE		13,265.
CALVARY CHRISTIAN SCHOOL 701 PALISADES DRIVE PACIFIC PALISADES, CA 90272	RELIGIOUS/EDUCATIONAL		13,500.
CHILDREN'S INSTITUTE 5000 VAN NUYS BOULEVARD, SUITE 300 SHERMAN OAKS, CA 91403	SOCIAL WELFARE, MEDICAL		140,000.
CLARE FOUNDATION 909 PICO BOULEVARD SANTA MONICA, CA 90405	SOCIAL WELFARE, MEDICAL		13,265.
THE DIADAMES OF THE CHILD CARE LEAGUE 10372 SUNSET BOULEVARD LOS ANGELES, CA 90077	MEDICAL		10,000.
SAINT MATTHEWS EPISCOPAL CHURCH 330 NORTH HUBBARDS LANE LOUISVILLE, KY 40207	RELIGIOUS		30,000.
UNIVERSITY OF SOUTHERN CALIFORNIA 1441 EAST LAKE AVENUE LOS ANGELES, CA 90089	EDUCATIONAL/MEDICAL RESEARCH		25,000.
WELLSPRING POST OFFICE BOX 1927 LOUISVILLE, KY 402011927	MEDICAL/SOCIAL WELFARE		20,000.

## JESSIE BARKER MCKELLAR CHARITABLE FOUNDA

62-6323409

YMCA 821 VIA DE LA PAZ PACIFIC PALISADES, CA 90272	SOCIAL WELFARE, EDUCATIONAL	15,000.
ALZHEIMER'S ASSOCIATION 5900 WILSHIRE BLVD, SUITE 1100 LOS ANGELES, CA 90036	MEDICAL	2,900.
BEACON HOUSE POST OFFICE BOX 301 PACIFIC GROVE, CA 93950	SOCIAL WELFARE, MEDICAL	13,265.
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	ANIMAL RIGHTS	2,000.
CHILDREN INTERNATIONAL POST OFFICE BOX 219055 KANSAS CITY, MO 64121	SOCIAL WELFARE	500.
HEAL THE BAY 1444 9TH STREET SANTA MONICA, CA 90401	ENVIRONMENTAL	1,000.
LOS ANGELES OPERA 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	ARTISTIC	500.
MAKE-A-WISH FOUNDATION 4742 NORTH 24TH STREET, SUITE 400 PHOENIX, AZ 85016	SOCIAL WELFARE	1,000.
MEALS-ON-WHEELS POST OFFICE BOX 7001 SANTA MONICA, CA 90406	SOCIAL WELFARE	1,000.
OPRAH'S ANGEL NETWORK POST OFFICE BOX 96600 CHICAGO, IL 60693	SOCIAL WELFARE	3,000.

## JESSIE BARKER MCKELLAR CHARITABLE FOUNDA

62-6323409

PALISADES CHARTER HIGH SCHOOL 15777 BOWDOIN STREET PACIFIC PALISADES, CA 90272	EDUCATIONAL	5,000.
PICO YOUTH & FAMILY CENTER 715 PICO BOULEVARD SANTA MONICA, CA 90405	SOCIAL WELFARE	13,265.
PROMISES FOUNDATION POST OFFICE BOX 662087 LOS ANGELES, CA 90066	SOCIAL WELFARE	13,265.
THE COLLEAGUES 3312 PICO BOULEVARD SANTA MONICA, CA 90405	SOCIAL WELFARE	15,150.
THE STEVENSON SCHOOL 3152 FOREST LAKE ROAD PEBBLE BEACH, CA 93953	EDUCATIONAL	5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

356,875.