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Form **990-PF**

**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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>WEBSTER FOUNDATION, INC</b>		A Employer identification number <b>74-3053295</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>8001 RADKE ROAD</b>	Room/suite	B Telephone number (see page 10 of the instructions) <b>920-748-5498</b>
	City or town, state, and ZIP code <b>RIPON WI 54971</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"/> 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"/>
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>\$ 358,432</b>		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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) (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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	40,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	72	72	72	
	4 Dividends and interest from securities	4,972	4,972	4,972	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 <b>STMT 1</b>	-26,875			
	b Gross sales price for all assets on line 6a <b>199,790</b>				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) <b>STMT 2</b>	352		352		
12 Total. Add lines 1 through 11	18,521	5,044	5,396		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <b>STMT 3</b>	700	700	700	
	c Other professional fees (attach schedule) <b>STMT 4</b>	4,493	4,493	4,493	
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 5</b>	3			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) <b>STMT 6</b>	37			
	24 Total operating and administrative expenses. Add lines 13 through 23	5,233	5,193	5,193	0
25 Contributions, gifts, grants paid	47,872			47,872	
26 Total expenses and disbursements. Add lines 24 and 25	53,105	5,193	5,193	47,872	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-34,584				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			203		

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash—non-interest-bearing	54,480	26,413	26,413
	2	Savings and temporary cash investments		8,149	8,149
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) <b>SEE STMT 7</b>	306,087	291,421	323,870
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	360,567	325,983	358,432	
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted	360,567	325,983	
	25	Temporarily restricted			
	26	Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	360,567	325,983	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	360,567	325,983		

**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	360,567
2	Enter amount from Part I, line 27a	2	-34,584
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	325,983
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	325,983

**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</b>	<b>N/A</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>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> Capital gain net income or (net capital loss)	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		<b>2</b>	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	[ ]		<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.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	<b>42,519</b>	<b>402,549</b>	<b>0.105624</b>
2007	<b>35,886</b>	<b>469,344</b>	<b>0.076460</b>
2006	<b>27,430</b>	<b>433,300</b>	<b>0.063305</b>
2005	<b>32,000</b>	<b>428,050</b>	<b>0.074758</b>
2004	<b>24,000</b>	<b>362,573</b>	<b>0.066194</b>
<b>2</b> Total of line 1, column (d)			<b>0.386341</b>
<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			<b>0.077268</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			<b>305,120</b>
<b>5</b> Multiply line 4 by line 3			<b>23,576</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			
<b>7</b> Add lines 5 and 6			<b>23,576</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 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>47,872</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 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	
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	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		<b>X</b>
1b		<b>X</b>
1c		<b>X</b>
2		<b>X</b>
3		<b>X</b>
4a		<b>X</b>
4b		
5		<b>X</b>
6	<b>X</b>	
7	<b>X</b>	
8a		
8b	<b>X</b>	
9	<b>X</b>	
10		<b>X</b>

N/A

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

<p><b>11</b> 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)</p>	11		<b>X</b>
<p><b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?</p>	12		<b>X</b>
<p><b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <b>N/A</b></p>	13	<b>X</b>	

**14** The books are in care of ▶ **STEPHANIE SAUERBREI** Telephone no. ▶ **920-748-5498**  
**1188 W. FOND DU LAC STREET**  
 Located at ▶ **RIPON, WI** ZIP+4 ▶ **54971**

**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
<p><b>1a</b> During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
<p><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)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b> ▶ <input type="checkbox"/></p>	1b		
<p><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? <b>N/A</b></p>	1c		
<p><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))</p> <p><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 ▶ 20 , 20 , 20 , 20</p> <p><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 ) <b>N/A</b></p> <p><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 ▶ 20 , 20 , 20 , 20</p>	2b		
<p><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</p> <p><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 ) <b>N/A</b></p>	3b		
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <b>X</b></p>	4a		<b>X</b>
<p><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? <b>X</b></p>	4b		<b>X</b>

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> <b>5b</b></p> <p><b>c</b> 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? <b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945-5(d).</p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <b>6b</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <b>7b</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>N/A</b></p>			
			<b>X</b>
			<b>X</b>

**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 8				

**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				

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

**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		

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

**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 COLLEGE SCHOLARSHIPS FOR FOUR STUDENTS	19,000
2 RIPON PUBLIC SCHOOLS. RIPON MIDDLE SCHOOL SOCIAL STUDIES PROJECT.	5,000
3 RIPON POLICE DEPARTMENT. POLICE DEPARTMENT THAT EDUCATES THE COMMUNITY ABOUT SAFETY.	2,000
4 RIPON PUBLIC SCHOOLS RIPON PUBLIC SCHOOLS HIGH SCHOOL FRESHMAN ORIENTATION.	2,000

**Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

**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>	296,535
<b>b</b>	Average of monthly cash balances	<b>1b</b>	13,232
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	309,767
<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>	309,767
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	4,647
<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>	305,120
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	15,256

**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>	
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	
<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>	
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<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>	

**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>	47,872
<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>	
<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>	<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>	47,872
<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>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	47,872

**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				
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only				
b	Total for prior years: 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2009:				
a	From 2004	5,929			
b	From 2005	10,778			
c	From 2006	6,445			
d	From 2007	14,063			
e	From 2008	22,398			
f	Total of lines 3a through e	59,613			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ <u>47,872</u>				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				
e	Remaining amount distributed out of corpus	47,872			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	107,485			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
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)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	5,929			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	101,556			
10	Analysis of line 9				
a	Excess from 2005	10,778			
b	Excess from 2006	6,445			
c	Excess from 2007	14,063			
d	Excess from 2008	22,398			
e	Excess from 2009	47,872			

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

- 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling N/A
- 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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	203	298	6,161	3,981	10,643
b 85% of line 2a	173	253	5,237	3,384	9,047
c Qualifying distributions from Part XII, line 4 for each year listed	47,872	42,522	36,708	27,770	154,872
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	47,872	42,522	36,708	27,770	154,872
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	10,171	13,425	15,652	14,443	53,691
c "Support" alternative test—enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)  
N/A
- 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  
N/A
- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d
- a The name, address, and telephone number of the person to whom applications should be addressed  
**STEPHANIE SAUERBREI**  
**1188 W. FOND DU LAC STREET RIPON WI 54971**
- b The form in which applications should be submitted and information and materials they should include  
**SCHOLARSHIP AND GRANT APPLICATIONS ENCLOSED**
- c Any submission deadlines  
**SEE STATEMENT 9**
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
**GRANTS MUST BE HUMANITARIAN OR FOR EDUCATIONAL PURPOSES.**

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year <b>SEE STATEMENT 10</b>				<b>47,872</b>
<b>Total</b>			▶ <b>3a</b>	<b>47,872</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	





**Schedule B**  
 (Form 990, 990-EZ,  
 or 990-PF)  
 Department of the Treasury  
 Internal Revenue Service

**Schedule of Contributors**  
 ► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

**WEBSTER FOUNDATION, INC**

Employer identification number

**74-3053295**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

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

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization <b>WEBSTER FOUNDATION, INC</b>	Employer identification number <b>74-3053295</b>
--	---

**Part I Contributors (see instructions)**

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<b>WEBSTER'S UNITED FOOD SERVICE, INC</b> <b>1188 W. FOND DU LAC STREET</b>  <b>RIPON WI 54971</b>	\$ 40,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

**Federal Statements**

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

Whom Sold	Description	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
SEE ATTACHED BAIRD STATEMENT	VARIOUS		VARIOUS	\$ 174,637	PURCHASE	204,462	\$	\$	-29,825
SEE ATTACHED BAIRD STATEMENT	VARIOUS		VARIOUS	21,451	PURCHASE	22,203			-752
POWERSHARES COMMODITY INDEX	VARIOUS		VARIOUS	63	PURCHASE				63
POWERSHARES COMMODITY INDEX	VARIOUS		VARIOUS	38	PURCHASE				38
POWERSHARES BASE BETALS	VARIOUS		VARIOUS	121	PURCHASE				121
POWERSHARES BASE METALS	VARIOUS		VARIOUS	381	PURCHASE				381
POWERSHARES SEC 1256 CON AND STRADDL	VARIOUS		VARIOUS	1,240	PURCHASE				1,240
POWERSHARES SEC 1256 CON AND STRADDL	VARIOUS		VARIOUS	1,859	PURCHASE				1,859
TOTAL				\$ 199,790		\$ 226,665	\$ 0	\$ 0	\$ -26,875

**Statement 2 - Form 990-PF, Part I, Line 11 - Other Income**

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
IRS REFUND	\$ 342	\$	\$ 342
OTHER INVESTMENT INCOME	10		10
TOTAL	\$ 352	\$ 0	\$ 352

**Federal Statements**

**Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 700	700	700	\$
TOTAL	\$ 700	700	700	\$ 0

**Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 4,493	4,493	4,493	\$
TOTAL	\$ 4,493	4,493	4,493	\$ 0

**Statement 5 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT TAXES/LICENSES	\$ 3			\$
TOTAL	\$ 3	0	0	\$ 0

**Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				\$
ANNUAL FEE	35			
BANK CHARGES	2			
TOTAL	\$ 37	0	0	\$ 0

### Federal Statements

#### Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
	\$ 306,087	\$ 291,421	COST	\$ 323,870
TOTAL	\$ 306,087	\$ 291,421		\$ 323,870

WI5804 WEBSTER FOUNDATION, INC  
74-3053295  
FYE: 12/31/2009

4/29/2010 10:59 AM

### Federal Statements

#### Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ROB WEBSTER 4001 RADKE ROAD RIPON WI 54971	PRESIDENT	2.00	0	0	0
STEPHANIE SAUERBREI 517 E JACKSON STREET RIPON WI 54971	SECRETARY	3.00	0	0	0
ALLEN STIBB N9325 CTY E RIPON WI 54971	BOARD OF DIR	1.00	0	0	0
KATHY KELM 719 HILLSIDE TERRACE RIPON WI 54971	BOARD OF DIR	1.00	0	0	0
LINDA KINZIGER 670 HAMBURG STREET RIPON WI 54971	BOARD OF DIR	1.00	0	0	0

**Federal Statements**

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description

SCHOLARSHIP AND GRANT APPLICATIONS ENCLOSED

**Statement 9 - Form 990-PF, Part XV, Line 2c - Submission Deadlines**

Description

SCHOLARSHIP DEADLINE - APRIL 1, GRANT DEADLINE - NOVEMBER

1

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**

Description

GRANTS MUST BE HUMANITARIAN OR FOR EDUCATIONAL PURPOSES.

**Federal Statements**

**Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name	Address	Relationship	Status	Purpose	Amount
HEATHER SCHWARK					
RIPON WI 54971		NONE		EDUCATION	5,000
NICOLE HARTMAN					
RIPON WI 54971		NONE		EDUCATION	5,000
MELANIE ELLIS					
RIPON WI 54971		NONE		EDUCATION	5,000
DANIEL WEITZ					
RIPON WI 54971		NONE		EDUCATION	4,000
RIPON SCHOOLS EARTH WEEK					
RIPON WI 54971		NONE		EDUCATION	1,250
RIPON SCHOOLS SOCIAL STUD					
RIPON WI 54971		NONE		EDUCATION	5,000
JASPER PICKETT FOUNDATION					
PICKETT WI 54964		NONE		EDUCATION	900
BRAVE COMMUNITY LEARNING					
RIPON WI 54971		NONE		EDUCATION	1,500
RIPON SCHOOLS SPORTSMAN					
RIPON WI 54971		NONE		EDUCATION	1,500
RIPON POLICE DEPARTMENT					
RIPON WI 54971		NONE		EDUCATION	2,000
RIPON FRESHMAN ORIENTATIO					
RIPON WI 54971		NONE		EDUCATION	2,000
SCOTT STREET PUPPETEERS					
RIPON WI 54971		NONE		RELIGIOUS	1,500
RIPON COMMUNITY THRIFT ST					
RIPON WI 54971		NONE		EDUCATION	1,000
HILLSIDE ASSEMBLY CHURCH					
RIPON WI 54971		NONE		RELIGIOUS	1,500
GRACE LUTHERAN CHURCH					
RIPON WI 54971		NONE		RELIGIOUS	1,000
RIPON EDUCATION FOUNDATIO					
RIPON WI 54971		NONE		EDUCATION	2,000
RIPON NOON KIWANIS FAIR					
RIPON WI 54971		NONE		EDUCATION	800
RIPON MIDDLE SCHOOL NEWS					
RIPON WI 54971		NONE		EDUCATION	1,000

**Federal Statements**

**Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
RIPON NATIONAL FORENSIC					
RIPON WI 54971		NONE		EDUCATION	1,000
NOON/EARLY BIRD KIWANIS					
RIPON WI 54971		NONE		EDUCATION	2,000
CAMP GROW MINISTRIES					
RIPON WI 54971		NONE		RELIGIOUS	500
BOYS/GIRLS CLUB BERLIN					
BERLIN WI 54923		NONE		EDUCATION	1,500
GRACE PRESCHOOL					
RIPON WI 54971		NONE		EDUCATION	379
GRACE LUTHERAN YOUTH					
RIPON WI 54971		NONE		RELIGIOUS	500
RIPON YOUTH SPORTS					
RIPON WI 54971		NONE		EDUCATION	43
TOTAL					<u>47,872</u>

**WEBSTER FOUNDATION INC  
RIVERFRONT LONG TERM GROWTH**

Statement Period **JANUARY 1 - DECEMBER 31, 2009**  
Account Number **6632-0199 BZ19**

**BAIRD**

**REALIZED GAINS/(-)LOSSES**

This section presents estimated realized gains or losses for your information only, and should not be used for tax purposes. To calculate gains or losses, the position with the highest purchase price has been liquidated first unless you have instructed us otherwise. We suggest you review this information for accuracy and contact your Baird Financial Advisor with any questions.

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
<b>Stocks/Options</b>								
AFLAC INC	09/25/08	06/18/09	36	62 2094	30 1637	2,239 54	1,085 86	-1,153 68 (ST)
AFLAC INC	09/25/08	11/18/09	32	62 2094	45 0591	1,990 70	1,441 85	-548 85 (LT)
ACTUANT CORP CLASS A NEW	09/25/08	04/24/09	68	26 9172	12 0039	1,830 37	816 24	-1,014 13 (ST)
APPLE INC	09/25/08	10/16/09	11	132 9487	189 2131	1,462 44	2,081 28	618 84 (LT)
BJ SERVICES COMPANY	09/25/08	04/21/09	70	20 7000	12 1173	1,449 00	848 18	-600 82 (ST)
CHEVRON CORP	09/25/08	04/15/09	20	87 2481	65 9850	1,744 97	1,319 66	-425 31 (ST)
CHURCH & DWIGHT COMPANY	09/25/08	08/20/09	17	61 4146	57 9684	1,044 05	985 43	-58 62 (ST)
CHURCH & DWIGHT COMPANY	09/25/08	08/26/09	24	61 4146	57 1988	1,473 95	1,372 73	-101 22 (ST)
COSTCO WHOLESALE CORP	09/25/08	06/10/09	24	65 9600	46 7812	1,583 04	1,122 71	-460 33 (ST)
	10/14/08	06/10/09	13	60 8577	46 7812	791 15	608 14	-183 01 (ST)
			37			2,374 19	1,730 85	-643 34
DOLLAR TREE INC	09/25/08	03/27/09	18	37 2058	43 0856	669 71	775 53	105 82 (ST)
DOLLAR TREE INC	09/25/08	08/26/09	6	37 2058	50 8000	223 24	304 79	81 55 (ST)
DOMINION RES INC VA NEW	09/25/08	09/30/09	53	43 6200	34 3959	2,311 86	1,822 93	-488 93 (LT)
ENDO PHARM HLDGS INC	09/25/08	12/10/09	98	20 5650	19 7193	2,015 38	1,932 44	-82 94 (ST)
EXXON MOBIL CORP	09/25/08	03/20/09	34	80 0600	68 7900	2,722 04	2,338 84	-383 20 (ST)
FACTSET RESEARCH SYS INC	09/25/08	04/24/09	18	54 3015	49 5830	977 43	892 47	-84 96 (ST)
FACTSET RESEARCH SYS INC	09/25/08	08/06/09	9	54 3015	54 5689	488 72	491 10	2 38 (ST)
FLUOR CORP NEW	12/04/08	09/30/09	24	46 1768	50 6140	1,108 24	1,214 70	106 46 (ST)
	05/15/09	09/30/09	15	43 9546	50 6140	659 32	759 19	99 87 (ST)
			39			1,767 56	1,973 89	206 33
FOREST OIL CORP PAR\$0 01	09/25/08	10/12/09	4	52 7700	22 0800	211 08	86 31	-122 77 (LT)
HAIN CELESTIAL GROUP INC	10/06/08	12/18/09	65	24 7310	15 0255	1,607 52	976 63	-630 89 (LT)
HARRIS STRATEX NETWORKS	05/27/09	06/17/09	13	5 3660	6 0214	69 75	78 27	8 52 (ST)
HEWLETT-PACKARD COMPANY	10/16/08	05/08/09	28	38 2408	34 0167	1,070 74	952 43	-118 31 (ST)
	11/20/08	05/08/09	2	33 0383	34 0167	66 08	68 04	1 96 (ST)
			30			1,136 82	1,020 47	-116 35
INGRAM MICRO CL A	09/25/08	06/17/09	125	16 8900	16 9114	2,111 25	2,113 87	2 62 (ST)
INVESCO LTD SHS	11/05/08	08/26/09	29	16 3101	20 4523	473 00	593 10	120 10 (ST)
INVESCO LTD SHS	11/05/08	09/10/09	86	16 3101	22 4361	1,402 66	1,929 45	526 79 (ST)
JPMORGAN CHASE & COMPANY	08/25/09	12/04/09	32	43 9000	42 0141	1,404 80	1,344 41	-60 39 (ST)
L3 COMMUNICATIONS HLDGS	09/25/08	05/07/09	6	100 1200	76 4365	600 72	458 60	-142 12 (ST)
LABORATORY CORP OF AMER	09/25/08	12/10/09	11	70 6200	73 6278	776 82	809 88	33 06 (LT)
LOCKHEED MARTIN CORP	10/02/08	07/15/09	13	109 2061	81 2922	1,419 68	1,056 77	-362 91 (ST)
LOWES COMPANIES INC	12/04/08	10/07/09	50	22 7042	20 2598	1,135 21	1,012 96	-122 25 (ST)
MDU RESOURCES GROUP	09/25/08	09/17/09	55	28 7500	20 4428	1,581 25	1,124 32	-456 93 (ST)
	12/09/08	09/17/09	17	21 0900	20 4428	358 53	347 52	-11 01 (ST)
			72			1,939 78	1,471 84	-467 94
MARATHON OIL CORP	09/20/09	07/15/09	35	25 5848	30 0693	895 47	1,052 40	156 93 (ST)
MARATHON OIL CORP	03/20/09	12/04/09	36	25 5848	32 0308	921 05	1,153 08	232 03 (ST)
NATIONAL OILWELL VARCO	03/11/09	08/14/09	29	29 0132	36 3799	841 38	1,054 99	213 61 (ST)
PATTERSON UTI ENERGY INC	09/25/08	08/20/09	50	20 3264	14 0075	1,016 32	700 36	-315 96 (ST)

WEBSTER FOUNDATION INC  
RIVERFRONT LONG TERM GROWTH

Statement Period JANUARY 1 - DECEMBER 31, 2009  
Account Number 6632-0199 BZ19

BAIRD

**REALIZED GAINS/(LOSSES) continued**

**Stocks/Options continued**

	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
PETSMART INC	09/25/08	09/02/09	111	25.5752	20.4486	2,838.86	2,269.73	-569.13 (ST)
POWERSHARES DB AGRIC FD	03/09/09	07/20/09	88	23.2853	24.4900	2,047.35	2,155.07	(42.28)***-107.72- (ST)
	03/11/09	07/20/09	93	23.6637	24.4900	2,200.72	2,277.51	(82.21)***-76.79- (ST)
	03/19/09	07/20/09	103	25.0960	24.4900	2,584.89	2,522.40	(237.74)***-62.48- (ST)
			284			6,832.96	6,954.98	122.02
PRAXAIR INC	09/25/08	12/23/09	15	77.7546	79.4690	1,166.32	1,192.00	25.68 (LT)
PROCTER & GAMBLE COMPANY	09/25/08	01/29/09	27	69.0753	58.1868	1,865.04	1,571.03	-294.01 (ST)
PROCTER & GAMBLE COMPANY	09/25/08	09/02/09	25	69.0753	52.8333	1,726.88	1,320.79	-406.09 (ST)
	06/26/09	09/02/09	16	51.6084	52.8333	825.73	845.32	19.59 (ST)
			41			2,552.61	2,166.11	-386.50
SCHLUMBERGER LTD	03/11/09	08/14/09	21	39.1353	53.1600	821.84	1,116.33	294.49 (ST)
SPDR GOLD TRUST GOLD ETF	12/18/08	08/25/09	15	83.8399	92.9502	1,257.60	1,394.22	136.62 (ST)
	03/19/09	08/25/09	25	94.0222	92.9502	2,350.56	2,323.69	-26.87 (ST)
			40			3,608.16	3,717.91	109.75
SUPERIOR ENERGY SVCS INC	09/25/08	05/07/09	20	35.0400	22.0250	700.80	440.48	-260.32 (ST)
TECO ENERGY INC	09/25/08	07/01/09	81	16.8600	12.0797	1,365.66	978.43	-387.23 (ST)
3M CO	10/28/08	03/20/09	17	58.9972	47.3017	1,002.95	804.12	-198.83 (ST)
FRANCOCEAN LTD NAMEN AKT	09/30/09	12/04/09	4	86.2319	83.8469	344.93	335.38	-9.55 (ST)
	10/16/09	12/04/09	14	91.1771	83.8469	1,276.48	1,173.82	-102.66 (ST)
			18			1,621.41	1,509.20	-112.21
VERIZON COMMUNICATIONS	09/25/08	07/15/09	29	32.1500	29.2837	932.35	849.20	-83.15 (ST)
WAL-MART STORES INC	09/25/08	07/24/09	63	59.9100	48.8358	3,774.33	3,076.58	-697.75 (ST)
WYETH	09/25/08	01/29/09	33	37.8099	43.4200	1,247.73	1,432.85	185.12 (ST)
WYETH	09/25/08	10/16/09	33	37.8099	50.1248	1,247.72	1,654.12	406.40 (LT)
<b>Total Stocks/Options</b>						<b>\$76,327.20</b>	<b>\$68,862.53</b>	<b>-\$7,464.67</b>

**Stock Funds**

ISHARES TR FTSE 25 INDEX	01/06/09	05/22/09	83,000	31.6800	34.8800	2,629.44	2,894.96	265.52 (ST)
ISHARES MSCI JAPAN INDEX	09/25/08	04/02/09	451,000	11.1400	8.4283	5,024.14	3,801.13	-1,223.01 (ST)
ISHARES MSCI EAFE INDEX	09/25/08	04/06/09	200,000	60.1092	39.4614	12,021.84	7,892.23	-4,129.61 (ST)
ISHARES MSCI EAFE INDEX	09/25/08	08/06/09	60,000	60.1092	50.9963	3,606.56	3,059.70	-546.86 (ST)
ISHRS S&P LATN AM 40 IDX	02/12/09	10/28/09	87,000	26.2397	43.4708	2,282.86	3,781.87	1,499.01 (ST)
	09/25/08	10/28/09	72,000	41.3260	43.4708	2,975.47	3,129.81	154.34 (LT)
			159,000			5,258.33	6,911.68	1,653.35
ISHARES TR MSCIEMERGING	09/25/08	08/20/09	86,000	36.8590	35.5000	3,169.88	3,052.92	-116.96 (ST)
ISHARES MID GRWTH INDEX	09/25/08	01/21/09	108,000	79.6420	51.0864	8,601.34	5,517.29	-3,084.05 (ST)
ISHARES MID GRWTH INDEX	09/25/08	02/12/09	35,000	79.6420	52.6824	2,787.47	1,843.86	-943.61 (ST)
ISHARES DJ U S BRKR-DLRS	02/13/09	07/15/09	29,000	19.2594	24.8358	558.53	720.22	161.69 (ST)
ISHARES DJ U S BRKR-DLRS	02/13/09	08/25/09	26,000	19.2594	27.2902	500.74	709.52	208.78 (ST)
	03/02/09	08/25/09	61,000	16.3888	27.2902	1,000.00	1,664.65	664.65 (ST)
	03/05/09	08/25/09	56,000	16.2198	27.2902	908.31	1,528.22	619.91 (ST)
	03/11/09	08/25/09	15,000	17.5661	27.2902	263.49	409.34	145.85 (ST)
			158,000			2,672.26	4,311.73	1,639.47
ISHARES DJ U S MED DEVIC	01/29/09	10/16/09	36,000	39.7658	50.2229	1,431.57	1,807.97	376.40 (ST)
	04/15/09	10/16/09	6,000	38.7336	50.2229	232.41	301.33	68.92 (ST)

**WEBSTER FOUNDATION INC  
RIVERFRONT LONG TERM GROWTH**

Statement Period **JANUARY 1 - DECEMBER 31, 2009**  
Account Number **6632-0199 BZ19**

**BAIRD**

**REALIZED GAINS/(-)LOSSES continued**

Stock Funds continued	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Proceeds	Realized Gain/(-)Loss*
			42,000			1,663.98	2,109.30	445.32
ISHARES DJ U S HC PROVID	04/15/09	09/30/09	38,000	34.7281	41.7000	1,319.67	1,584.55	264.88 (ST)
ISHARES DJ U S PHARMA FD	11/20/08	04/15/09	33,000	38.9498	41.2440	1,285.35	1,361.01	75.66 (ST)
ISH S&P SOFTWARE INDEX FD	09/25/08	05/08/09	40,000	45.1900	35.7037	1,807.60	1,428.11	-379.49 (ST)
ISHRS NASDAQ BIO INDEX	09/25/08	03/02/09	31,000	82.7370	61.0860	2,564.85	1,893.65	-671.20 (ST)
ISHRS NASDAQ BIO INDEX	09/25/08	04/15/09	21,000	82.7370	64.6915	1,737.47	1,358.48	-378.99 (ST)
ISHRS S&P SMLCAP 600 INDEX	09/25/08	02/12/09	53,000	61.7900	38.6171	3,274.87	2,046.69	-1,228.18 (ST)
	11/18/08	02/12/09	12,000	40.0943	38.6171	481.14	463.41	-17.73 (ST)
	01/06/09	02/12/09	59,000	45.3036	38.6171	2,672.92	2,278.39	-394.53 (ST)
			124,000			6,428.93	4,788.49	-1,640.44
ISHS S&P SMLCAP 600 INDEX	04/06/09	12/09/09	78,000	38.9123	51.8527	3,035.17	4,044.41	1,009.24 (ST)
	08/26/09	12/09/09	26,000	51.1673	51.8527	1,330.35	1,348.13	17.78 (ST)
	11/18/08	12/09/09	56,000	40.0943	51.8527	2,245.28	2,903.67	658.39 (LT)
			160,000			6,610.80	8,296.21	1,685.41
ISHS DJ BASC MAT SCT IDX	03/20/09	09/02/09	28,000	34.9679	49.5315	979.10	1,386.85	407.75 (ST)
	05/08/09	09/02/09	32,000	44.0056	49.5315	1,408.18	1,584.96	176.78 (ST)
			60,000			2,387.28	2,971.81	584.53
POWERSHS EXCH DIVIDEND	12/04/08	03/02/09	216,000	11.3510	8.5914	2,451.82	1,855.72	-596.10 (ST)
POWERSHS CMDTY INDEX FD	07/20/09	09/09/09	138,000	22.0000	22.0902	3,036.00	3,048.37	12.37 (ST)
POWERSHS CMDTY INDEX FD	07/20/09	09/22/09	138,000	22.0000	22.1708	3,036.00	3,059.49	23.49 (ST)
POWERSHS CMDTY INDEX FD	07/20/09	10/12/09	4,000	22.0000	23.1701	88.00	92.67	4.67 (ST)
POWERSHS CMDTY INDEX FD	10/28/09	12/15/09	26,000	23.8500	23.7600	620.10	617.75	-2.35 (ST)
	12/04/09	12/15/09	163,000	24.8798	23.7600	4,055.41	3,872.77	-182.64 (ST)
			189,000			4,675.51	4,490.52	-184.99
POWERSHS ETF DYNAMIC HC	09/25/08	10/16/09	56,000	26.0120	21.7700	1,456.66	1,219.08	-237.58 (LT)
POWERSHARES EXCH BANKING	09/25/08	03/05/09	73,000	20.7410	10.0941	1,514.10	736.86	-777.24 (ST)
POWERSHARES EXCH BANKING	09/25/08	06/26/09	15,000	20.7410	11.1375	311.11	167.05	-144.06 (ST)
	11/20/08	06/26/09	108,000	14.9511	11.1375	1,614.72	1,202.82	-411.90 (ST)
			123,000			1,925.83	1,369.87	-555.96
PSRSHS 500 BUYWRITE PORT	11/11/08	04/03/09	144,000	18.4485	17.1899	2,656.59	2,475.33	-181.26 (ST)
PSRSHS 500 BUYWRITE PORT	11/11/08	04/21/09	134,000	18.4485	17.0310	2,472.09	2,282.09	-190.00 (ST)
	01/30/09	04/21/09	148,000	17.0582	17.0310	2,524.61	2,520.52	-4.09 (ST)
			282,000			4,996.70	4,802.61	-194.09
RYDEX ETF TR RUSSELL 50	10/30/08	01/21/09	46,000	74.9386	63.9646	3,447.18	2,942.35	-504.83 (ST)
RYDEX ETF TR RUSSELL 50	10/30/08	03/02/09	24,000	74.9386	56.3700	1,798.52	1,352.87	-445.65 (ST)
STANDARD&POORS DEP RCPTS	09/25/08	01/15/09	59,000	120.7499	82.4451	7,124.25	4,864.23	-2,260.02 (ST)
STANDARD&POORS DEP RCPTS	09/25/08	03/11/09	25,000	120.7499	72.9400	3,018.75	1,823.48	-1,195.27 (ST)
	12/11/08	03/11/09	28,000	90.3193	72.9400	2,528.94	2,042.31	-486.63 (ST)
			53,000			5,547.69	3,865.79	-1,681.90
SECTOR SPDR SBI FINL	09/25/08	02/13/09	144,000	20.5899	8.8900	2,964.95	1,280.15	-1,684.80 (ST)
	01/29/09	02/13/09	16,000	9.7600	8.8900	156.16	142.24	-13.92 (ST)
			160,000			3,121.11	1,422.39	-1,698.72
SECTOR SPDR SBI FINL	01/29/09	03/02/09	116,000	9.7600	7.1700	1,132.16	831.71	-300.45 (ST)
SECTOR SPDR SBI FINL	08/25/09	10/28/09	165,000	14.6400	14.2773	2,415.60	2,355.68	-59.92 (ST)
SPDR S&P OIL & GAS EXPL	02/12/09	12/04/09	80,000	30.3568	38.7600	2,428.54	3,100.72	672.18 (ST)

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WEBSTER FOUNDATION INC  
RIVERFRONT LONG TERM GROWTH

Statement Period JANUARY 1 - DECEMBER 31, 2009  
Account Number. 6632-0199 BZI19

BAIRD

REALIZED GAINS/(-)LOSSES continued

Stock Funds continued	Date Acquired	Date Sold	Quantity	Purchase Price	Sale Price	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss*
	08/26/09	12/04/09	31 000	35 6825	38 7600	1,106 16	1,201 52	95 36 (ST)
			111 000			3,534 70	4,302 24	767 54
SPDR S&P BIOTECH ETF	07/24/09	10/29/09	22 000	54 1023	47 4037	1,190 25	1,042 86	-147 39 (ST)
	09/25/08	10/29/09	35 000	62 0916	47 4037	2,173 21	1,659 08	-514 13 (LT)
			57 000			3,363 46	2,701 94	-661 52
VANGRD INTL EMRG MKT ETF	09/25/08	04/21/09	43 000	37 0100	25 8041	1,591 43	1,109 55	-481 88 (ST)
VANGRD INTL EMRG MKT ETF	09/25/08	10/12/09	3 000	37 0100	40 1301	111 03	120 38	9 35 (LT)
VANGUARD INTL EUROPN ETF	08/20/09	12/17/09	2 000	45 5000	49 7300	91 00	99 46	8 46 (ST)
	09/22/09	12/17/09	65 000	50 4600	49 7300	3,279 90	3,232 36	-47 54 (ST)
			67 000			3,370 90	3,331 82	-39 08
VGRD INDX SM CAP GRW ETF	09/25/08	03/02/09	107 000	62 2787	33 5195	6,663 83	3,586 56	-3,077 27 (ST)
VANGUARD WORLD ENERGY ETF	09/25/08	05/29/09	42 000	101 1200	74 6255	4,247 04	3,134 18	-1,112 86 (ST)
VANGUARD TAX MGD EUROPE	09/25/08	10/12/09	12 000	37 5996	34 9300	451 20	419 14	-32 06 (LT)
<b>Total Stock Funds</b>						<b>\$145,893.03</b>	<b>\$125,288.68</b>	<b>-\$20,604.35</b>

Preferred Stocks

BRCLY DJ UBS NAT GAS ETN	05/08/09	08/26/09	113	19 9356	14 3082	2,252 73	1,616 78	-635 95 (ST)
BRCLY DJ UBS NAT GAS ETN	05/08/09	08/26/09	22	19 9356	14 5247	438 58	319 53	-119 05 (ST)
<b>Total Preferred Stocks</b>						<b>\$2,691.31</b>	<b>\$1,936.31</b>	<b>-\$755.00</b>

Total Realized Gains/(-)Losses

<b>Total Realized Gains/(-)Losses</b>						<b>\$224,911.54</b>	<b>\$196,087.52</b>	<b>-\$28,824.02</b>
						<i>226,664.54</i>		<i>(30,577.02)</i>
<b>Total Net Short-Term (ST)</b>						<b>204,461.85</b>		<b>(29,824.93)</b>
<b>Total Net Long-Term Subject to 15% Maximum Tax Rate (LT)</b>						<b>\$22,202.69</b>	<b>\$21,450.60</b>	<b>-\$752.09</b>

\* Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing

\*\*\* The Realized Gain/Loss on this factorable security, Unit Investment Trust, or Limited Partnership was calculated based upon all principal payments on our records and/or provided by you  
Please consult your tax advisor for additional information

INTERESTED PARTIES AND/OR SUPPORTING REPRESENTATIVE(S)

Per your request, a copy of this statement has also been sent to

RIVERFRONT INVESTMENT GROUP  
C/O SEI INVESTMENT-SMA OPS  
P O BOX 512  
OAKS PA 19456-0512