



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 , 2009, and ending

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

Use the IRS label. Otherwise, print or type See Specific Instructions	WILLIAMS-CORBETT FOUNDATION C/O NORTHERN TRUST P.O. BOX 22107 SANTA BARBARA, CA 93121	A Employer identification number 77-6150330
		B Telephone number (see the instructions) 805-882-1423
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, column (c), line 16) \$ 13,003,236.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)
		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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	1,817,944.			
	2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	91,010.	91,010.		
	4 Dividends and interest from securities	286,104.	286,104.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-433,156.			
	b Gross sales price for all assets on line 6a	3,467,786.			
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,759,494.	374,706.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	7,900.	7,900.		
	c Other prof fees (attach sch) SEE ST 3	58,581.	58,581.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 4	2,474.	2,407.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	1,226.	1,226.			
24 Total operating and administrative expenses. Add lines 13 through 23	70,181.	70,114.			
25 Contributions, gifts, grants paid PART XV	604,369.			604,369.	
26 Total expenses and disbursements. Add lines 24 and 25	674,550.	70,114.	0.	604,369.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,084,944.				
b Net investment income (if negative, enter -0)		304,592.			
c Adjusted net income (if negative, enter -0)			0.		

SCANNED NOV 24 2010
02A 02Z 14P 0000000

6/9

14

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	841,958.	410,088.	410,088.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U S and state government obligations (attach schedule) STATEMENT 6	1,331,385.	2,618,360.	2,753,730.
	b	Investments — corporate stock (attach schedule) STATEMENT 7	3,467,167.	4,130,622.	4,855,634.
	c	Investments — corporate bonds (attach schedule) STATEMENT 8	3,478,537.	2,957,288.	3,391,643.
	LIABILITIES	11	Investments — land, buildings, and equipment basis		
		Less: accumulated depreciation (attach schedule)			
12		Investments — mortgage loans			
13		Investments — other (attach schedule) STATEMENT 9	1,124,572.	1,212,205.	1,592,141.
14		Land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
15		Other assets (describe)			
16		Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	10,243,619.	11,328,563.	13,003,236.
17		Accounts payable and accrued expenses			
18		Grants payable			
19	Deferred revenue				
20	Loans from officers, directors, trustees, & other disqualified persons.				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)	0.	0.		
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds	10,243,619.	11,328,563.	
	30	Total net assets or fund balances (see the instructions)	10,243,619.	11,328,563.	
	31	Total liabilities and net assets/fund balances (see the instructions)	10,243,619.	11,328,563.	

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	10,243,619.
2	Enter amount from Part I, line 27a	2	1,084,944.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	11,328,563.
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	11,328,563.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 10				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-433,156.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 </div>		3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	761,819.	10,947,259.	0.069590
2007	576,720.	11,086,287.	0.052021
2006	472,768.	9,669,739.	0.048891
2005	445,800.	8,591,522.	0.051888
2004	295,063.	6,074,976.	0.048570

2 Total of line 1, column (d)	2	0.270960
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054192
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	11,647,661.
5 Multiply line 4 by line 3	5	631,210.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,046.
7 Add lines 5 and 6	7	634,256.
8 Enter qualifying distributions from Part XII, line 4	8	674,550.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)			
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	3,046.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	3,046.
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	3,046.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	3,172.	
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	3,172.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	45.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	81.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 81. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
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? <i>If 'No,' attach explanation.</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

BAA

Form 990-PF (2009)

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>NORTHERN TRUST CO</u> Telephone no <u>805-882-1423</u> Located at <u>P.O. BOX 22107 SANTA BARBARA CA</u> ZIP + 4 <u>93121</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>	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
1 a 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4 a 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

BAA

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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 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 N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
A. CARNEROS P.O. BOX 22107 SANTA BARBARA, CA 93121	TRUSTEE 1.00	0.	0.	0.
A. J. CARNEROS P.O. BOX 22107 SANTA BARBARA, CA 93121	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

BAA

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	10,656,121.
b	Average of monthly cash balances	1b	1,168,916.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,825,037.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,825,037.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	177,376.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,647,661.
6	Minimum investment return. Enter 5% of line 5	6	582,383.

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

1	Minimum investment return from Part X, line 6	1	582,383.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,046.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,046.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	579,337.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	579,337.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	579,337.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	674,550.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	674,550.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,046.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	671,504.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				579,337.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	29,486.			
f Total of lines 3a through e	29,486.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 674,550.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				579,337.
e Remaining amount distributed out of corpus	95,213.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	124,699.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	124,699.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	29,486.			
e Excess from 2009	95,213.			

BAA

Form 990-PF (2009)

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see 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

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

c Any submission deadlines

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

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 SEE STATEMENT 11				
Total			3a	604,369.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	91,010.	
4	Dividends and interest from securities			14	286,104.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			14	-2,408.	
8	Gain or (loss) from sales of assets other than inventory					-433,156.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				374,706.	-433,156.
13	Total. Add line 12, columns (b), (d), and (e)				13	-58,450.

(See worksheet in the instructions for line 13 to verify calculations)

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

[illegible]

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 **WILLIAMS-CORBETT FOUNDATION**
C/O NORTHERN TRUST

Employer identification number
77-6150330

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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)/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 their Form 990, or check the box on line H 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).

BAA 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

Employer identification number

WILLIAMS-CORBETT FOUNDATION

77-6150330

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CORBETT CHARITABLE LEAD TRUST P.O. BOX 5655 SANTA BARBARA, CA 93150	\$ 848,314.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	CORBETT CHARITABLE REMAINDER TRUST P.O. BOX 5655 SANTA BARBARA, CA 93150	\$ 92,764.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	CORBETT CHARITABLE REMAINDER TRUST P.O. BOX 5655 SANTA BARBARA, CA 93150	\$ 1,402,888.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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)

Employer identification number

77-6150330

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	VARIOUS PUBLICLY-TRADED SECURITIES AND MUTUAL FUNDS; SEE ATTACHED DETAIL. RECORDED ON BOOKS AND ON 990PF PART I, LINE 1 AT BASIS OF \$876,866.		
		\$ 1,402,888.	4/15/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

		\$ _____	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

		\$ _____	

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

Name of organization

Employer identification number

WILLIAMS-CORBETT FOUNDATION

77-6150330

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry)For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once — see instructions)

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2009

FEDERAL STATEMENTS
WILLIAMS-CORBETT FOUNDATION
C/O NORTHERN TRUST

PAGE 1

77-6150330

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ -2,408.	\$ -2,408.	
TOTAL	\$ -2,408.	\$ -2,408.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 7,900.	\$ 7,900.		
TOTAL	\$ 7,900.	\$ 7,900.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 58,581.	\$ 58,581.		
TOTAL	\$ 58,581.	\$ 58,581.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	\$ 2,397.	\$ 2,397.		
FRANCHISE TAX BOARD	77.	10.		
TOTAL	\$ 2,474.	\$ 2,407.	\$ 0.	\$ 0.

2009

FEDERAL STATEMENTS
WILLIAMS-CORBETT FOUNDATION
C/O NORTHERN TRUST

PAGE 2

77-6150330

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOK/TAX ADJUSTMENTS	\$ 1,226.	\$ 1,226.		
TOTAL	\$ 1,226.	\$ 1,226.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

<u>U.S. GOVERNMENT OBLIGATIONS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
US TREASURIES AND AGENCY BONDS	COST	\$ 2,618,360.	\$ 2,753,730.
		\$ 2,618,360.	\$ 2,753,730.
TOTAL		\$ 2,618,360.	\$ 2,753,730.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
COMMON STOCKS AND EQUITY MUTUAL FUNDS	COST	\$ 4,130,622.	\$ 4,855,634.
	TOTAL	\$ 4,130,622.	\$ 4,855,634.

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CORPORATE BONDS AND MUTUAL FUNDS	COST	\$ 2,957,288.	\$ 3,391,643.
	TOTAL	\$ 2,957,288.	\$ 3,391,643.

STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOOK/TAX ADJUSTMENT OTHER SECURITIES	COST	\$ 0.	\$ 0.
OTHER INVESTMENTS	COST	1,212,205.	1,592,141.
	TOTAL	\$ 1,212,205.	\$ 1,592,141.

STATEMENT 10
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	25000.000 WALGREEN CO NT 4.875%	PURCHASED	7/22/2008	1/08/2009
2	175.000 RESEARCH IN MOTION LTD	PURCHASED	4/25/2008	1/14/2009
3	25000.000 UNITED STATES TREAS NTS 3.375%	PURCHASED	7/28/2008	1/30/2009
4	341.330 MFB NOTHN FDS MULTI-MANAGER EMERGING MKT	PURCHASED	11/19/2008	2/04/2009
5	25000.000 UNITED STATES TREAS NTS 4%	PURCHASED	10/23/2008	3/06/2009
6	8141.680 MFB NOTHN FDS MULTI-MANAGER GLOBAL REALE	PURCHASED	11/19/2008	3/13/2009
7	290.000 #REORG/COVIDEN LTD	PURCHASED	9/30/2008	4/02/2009
8	25000.000 UNITED STATES TREAS NTS 3.375%	PURCHASED	7/28/2008	4/03/2009
9	25000.000 UNITED STATES TREAS NTS 2.375%	PURCHASED	9/12/2008	5/01/2009
10	75000.000 UNITED STATES TREAS NTS 2.375%	PURCHASED	9/12/2008	6/02/2009
11	674.000 MFC ISHARES TR BARCLAYS TIPS BD FD PROTC	PURCHASED	10/24/2008	8/17/2009
12	1350.000 MFC ISHARES TR BARCLAYS TIPS BD FD PROTC	PURCHASED	VARIOUS	8/17/2009
13	240.000 EXELON CORP	PURCHASED	VARIOUS	9/03/2009
14	695.000 ACCENTURE PLC SHS CL A NEW	PURCHASED	VARIOUS	9/03/2009
15	10.000 AMAZON COM INC	PURCHASED	5/27/2009	9/16/2009
16	55.000 GOLDMAN SACHS GROUP INC	PURCHASED	VARIOUS	9/16/2009
17	20.000 KOHLS CORP	PURCHASED	1/27/2009	9/16/2009
18	40.000 NOBLE ENERGY INC COM	PURCHASED	4/16/2009	9/16/2009
19	2960.000 MFB NORTHN FDS MULTI-MANAGER GLOBAL REAL	PURCHASED	11/19/2008	9/16/2009
20	3095.000 MFB NORTHN FDS MULTI-MANAGER EMERGIN MKT	PURCHASED	4/09/2009	9/16/2009
21	25000.000 UNITED STATES TREAS NTS 3.125%	PURCHASED	7/15/2009	9/16/2009
22	85.000 COVIDIEN PLC USD 0.20	PURCHASED	9/30/2008	9/16/2009
23	505.000 MFO PIMCO FDS PAC INVT MGMT SER COMMODIT	PURCHASED	6/22/2009	9/17/2009
24	75.000 GOLDMAN SACHS GROUP INC	PURCHASED	4/02/2009	9/30/2009
25	3440.000 MFB NORTHN FDS MULTI-MANAGER GLOBAL REAL	PURCHASED	11/19/2008	10/02/2009
26	6711.030 MFB NORTHERN MULTI-MANAGER MID CAP FD	PURCHASED	2/04/2009	10/02/2009
27	60.000 ALTERA CORP COM	PURCHASED	3/20/2009	10/22/2009
28	100.000 AMAZON COM INC	PURCHASED	5/27/2009	10/22/2009
29	45.000 BHP LTD SPONSORED ADR	PURCHASED	5/14/2009	10/22/2009
30	115.000 CVS CORP COM STK	PURCHASED	8/13/2009	10/22/2009

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
31	180.000 CUMMINS ENGINE INC	PURCHASED	9/03/2009	10/22/2009
32	65.000 DARDEN RESTAURANTS INC COM	PURCHASED	2/10/2009	10/22/2009
33	10.000 GOLDMAN SACHS GROUP INC	PURCHASED	4/02/2009	10/22/2009
34	20.000 GOOGLE INC CL A	PURCHASED	5/27/2009	10/22/2009
35	275.000 JOHNSON CONTROLS INC	PURCHASED	9/10/2009	10/22/2009
36	100.000 KOHLS CORP	PURCHASED	1/27/2009	10/22/2009
37	85.000 MOSAIC CO COM	PURCHASED	5/27/2009	10/22/2009
38	70.000 NOBLE ENERGY INC COM	PURCHASED	4/16/2009	10/22/2009
39	5.000 MFB NORTHERN FDS MULTI-MANAGER GLOBAL FD	PURCHASED	11/19/2008	10/22/2009
40	25.000 MFB NORTHERN FDS MULTI-MANAGER EMRG MKTS	PURCHASED	10/02/2009	10/22/2009
41	15.000 MFO PIMCO FDS PAC INVT MGMT SER COMMODIT	PURCHASED	10/06/2009	10/22/2009
42	140.000 QUALCOMM INC	PURCHASED	9/03/2009	10/22/2009
43	55.000 TEVA PHARMA INDS LTD ADR	PURCHASED	2/10/2009	10/22/2009
44	655.000 DARDEN RESTAURANTS INC COM	PURCHASED	VARIOUS	11/09/2009
45	180.000 AMAZON COM INC	PURCHASED	VARIOUS	12/08/2009
46	50000.000 FHLMC TRANCHE # TR 00269 3.875%	PURCHASED	5/19/2005	1/12/2009
47	260.000 EXELON CORP	PURCHASED	VARIOUS	1/14/2009
48	25000.000 INTL BUSINESS MACHINES CORP NT 5.375	PURCHASED	10/02/2006	2/02/2009
49	25000.000 DU PONT E I DE NEMOURS & CO NT 4.125%	PURCHASED	5/19/2005	2/06/2009
50	87.000 MC DONALDS CORP COMMON	PURCHASED	VARIOUS	2/10/2009
51	158.000 MC DONALDS CORP COMMON	PURCHASED	10/25/2007	2/10/2009
52	296.000 WATERS CORP	PURCHASED	5/25/2007	2/10/2009
53	79.000 WATERS CORP	PURCHASED	5/25/2007	2/11/2009
54	5371.510 MFO CREDIT SUISSE	PURCHASED	10/26/2007	2/20/2009
55	10557.920 MFB NORTHERN SHORT INTERMEDIATE US GOVT	PURCHASED	12/21/2007	3/13/2009
56	480.000 AFLAC INC	PURCHASED	VARIOUS	3/16/2009
57	330.000 ROCKWELL COLLINS INC COM	PURCHASED	VARIOUS	3/16/2009
58	50.000 JOHNSON & JOHNSON	PURCHASED	VARIOUS	3/20/2009
59	17107.240 MFB NORTHERN MULTI-MANAGER INTL	PURCHASED	12/21/2007	3/23/2009
60	19011.790 HF NORTHERN TRUST ALPHA STRATEGIES FD	PURCHASED	8/30/2004	3/31/2009
61	758.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	3/31/2009
62	25000.000 CONOCOPHILLIPS NT 4.75%	PURCHASED	5/13/2005	4/02/2009
63	20.000 PEPSICO INC	PURCHASED	10/25/2007	4/02/2009
64	210.000 ABBOTT LABORATORIES	PURCHASED	VARIOUS	4/16/2009
65	165.000 CHEVRONTXACO CORP COM	PURCHASED	VARIOUS	4/16/2009
66	490.000 ACCENTURE LTD BERMUDA CL A	PURCHASED	VARIOUS	4/16/2009
67	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	4/30/2009
68	240.000 CHEVRONTXACO CORP COM	PURCHASED	VARIOUS	5/14/2009
69	30.000 EXXON MOBIL CORP	PURCHASED	10/25/2007	5/14/2009
70	175.000 PROCTER & GAMBLE CO	PURCHASED	VARIOUS	5/14/2009
71	32493.720 MFB NORTHERN MULTI-MANAGER INTL	PURCHASED	12/21/2007	5/21/2009
72	670.000 BECTON DICKINSON & CO	PURCHASED	VARIOUS	5/27/2009
73	75.000 INTL BUSINESS MACHINES	PURCHASED	4/25/2008	5/27/2009
74	850.000 MICROCHIP TECHNOLOGY INC	PURCHASED	VARIOUS	5/27/2009
75	950.000 SCHWAB CHARLES CORP COMMON	PURCHASED	5/15/2008	5/27/2009
76	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	5/31/2009
77	25000.000 AMERICAN EXPRESS CO 4.75%	PURCHASED	10/05/2005	6/17/2009
78	39496.680 MFB NORTHN HI YIELD FXD INC	PURCHASED	3/22/2006	6/22/2009
79	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	6/30/2009

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
80	25000.000 QUEBEC PROV CDA GLOBAL NT DTD	PURCHASED	5/13/2005	7/17/2009
81	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	7/31/2009
82	50000.000 GEN ELEC CAP CORP MED TM NTS 5.45	PURCHASED	3/22/2006	8/13/2009
83	585.000 PROCTER & GAMBLE CO	PURCHASED	VARIOUS	8/13/2009
84	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	8/31/2009
85	25000.000 FHLMC TRANCHE # TR 00269 4.125%	PURCHASED	5/19/2005	9/01/2009
86	375.000 EXELON CORP	PURCHASED	VARIOUS	9/03/2009
87	105.000 FIRST SOLAR INC COM	PURCHASED	VARIOUS	9/03/2009
88	550.000 ACCENTURE PLC SHS CL A NEW	PURCHASED	VARIOUS	9/03/2009
89	705.000 MC DONALDS CORP COMMON	PURCHASED	VARIOUS	9/10/2009
90	95.000 ABBOTT LABORATORIES	PURCHASED	4/03/2008	9/16/2009
91	55.000 CHEVRONTXACO CORP COM	PURCHASED	4/02/2003	9/16/2009
92	85.000 EXXON MOBIL CORP	PURCHASED	VARIOUS	9/16/2009
93	10.000 HEWLETT PACKARD CO COM	PURCHASED	10/25/2007	9/16/2009
94	20.000 INTL BUSINESS MACHINES	PURCHASED	8/07/2008	9/16/2009
95	355.000 J P MORGAN CHASE & CO	PURCHASED	1/31/2008	9/16/2009
96	135.000 JOHNSON & JOHNSON	PURCHASED	VARIOUS	9/16/2009
97	25.000 NATIONAL SEMICONDUCTOR	PURCHASED	VARIOUS	9/16/2009
98	850.000 MFB NORTHERN MULTI-MANAGER INTL	PURCHASED	5/22/2008	9/16/2009
99	2625.000 MFB NORTHN FDS MULTI-MANAGER SMAL CAP FD	PURCHASED	10/25/2007	9/16/2009
100	4635.000 MFB NORTHN MULTI-MANAGER MID CAP FD	PURCHASED	VARIOUS	9/16/2009
101	215.000 MFB NORTHN HI YIELD FXD INC	PURCHASED	3/22/2006	9/16/2009
102	140.000 PEPSICO INC	PURCHASED	VARIOUS	9/16/2009
103	70.000 SCHWAB CHARLES CORP COMMON	PURCHASED	9/04/2008	9/16/2009
104	125.000 WELLS FARGO & CO NEW	PURCHASED	VARIOUS	9/16/2009
105	230.000 MFO CREDIT SUISSE COMMODITY	PURCHASED	10/26/2007	9/17/2009
106	70.000 APPLE COMPUTER INC	PURCHASED	VARIOUS	9/30/2009
107	145.000 CHEVRONTXACO CORP COM	PURCHASED	4/02/2003	9/30/2009
108	220.000 EXXON MOBIL CORP	PURCHASED	6/21/1999	9/30/2009
109	250.000 HEWLETT PACKARD CO COM	PURCHASED	VARIOUS	9/30/2009
110	115.000 INTL BUSINESS MACHINES	PURCHASED	8/07/2008	9/30/2009
111	480.000 J P MORGAN CHASE & CO	PURCHASED	VARIOUS	9/30/2009
112	180.000 PEPSICO INC	PURCHASED	VARIOUS	9/30/2009
113	910.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	9/30/2009
114	510.000 WELLS FARGO & CO NEW	PURCHASED	12/15/2003	9/30/2009
115	11805.000 MFB NORTHN MULTIMGR SMALL	PURCHASED	VARIOUS	10/02/2009
116	26403.970 MFB NORTHN MULTI-MANAGER MID CAP FD	PURCHASED	VARIOUS	10/02/2009
117	155.000 ABBOTT LABORATORIES	PURCHASED	VARIOUS	10/22/2009
118	40.000 AIR PRODUCTS & CHEMICALS	PURCHASED	12/14/2007	10/22/2009
119	30.000 BAXTER INTL INC	PURCHASED	VARIOUS	10/22/2009
120	85.000 CISCO SYS INC	PURCHASED	10/25/2007	10/22/2009
121	25.000 COSTCO WHSL CORP NEW	PURCHASED	1/17/2008	10/22/2009
122	30.000 DANAHER CORP	PURCHASED	10/25/2007	10/22/2009
123	30.000 WALT DISNEY CO	PURCHASED	VARIOUS	10/22/2009
124	70.000 EMERSON ELECTRIC CO	PURCHASED	VARIOUS	10/22/2009
125	25.000 FPL GROUP INC	PURCHASED	7/28/2008	10/22/2009
126	10.000 J P MORGAN CHASE & CO	PURCHASED	4/24/2008	10/22/2009
127	25.000 JACOBS ENGR GROUP INC	PURCHASED	VARIOUS	10/22/2009
128	160.000 JOHNSON & JOHNSON	PURCHASED	11/16/2001	10/22/2009
129	55.000 KELLOGG CO	PURCHASED	10/25/2007	10/22/2009
130	75.000 MEDCO HEALTH SOLUTIONS INC	PURCHASED	VARIOUS	10/22/2009
131	5.000 MICROSOFT CORP COM	PURCHASED	12/14/2007	10/22/2009

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
132	140.000 NATIONAL OILWELL VARCO	PURCHASED	VARIOUS	10/22/2009
133	40.000 MFB NORTHN SHORT INTERMEDIATE	PURCHASED	5/23/2008	10/22/2009
134	70.000 MFB NORTHERN FDS FIXED INCOME FD	PURCHASED	5/23/2008	10/22/2009
135	90.000 PG & E CORP	PURCHASED	5/31/2007	10/22/2009
136	110.000 PROCTER & GAMBLE CO	PURCHASED	4/02/2003	10/22/2009
137	50.000 SCHLUMBERGER LTD ISIN	PURCHASED	VARIOUS	10/22/2009
138	435.000 SCHWAB CHARLES CORP COMMON	PURCHASED	VARIOUS	10/22/2009
139	60.000 SIGMA ALDRICH CORP	PURCHASED	VARIOUS	10/22/2009
140	30.000 SPECTRA ENERGY CORP	PURCHASED	8/13/2008	10/22/2009
141	55.000 SUNCOR ENERGY INC	PURCHASED	VARIOUS	10/22/2009
142	50.000 TJX COS INC NEW	PURCHASED	4/25/2008	10/22/2009
143	135.000 US BANCORP	PURCHASED	VARIOUS	10/22/2009
144	760.000 VERIZON COMMUNICATIONS	PURCHASED	VARIOUS	10/22/2009
145	140.000 WALMART STORES INC	PURCHASED	9/04/2008	10/22/2009
146	65.000 WELLS FARGO & CO NEW	PURCHASED	1/06/2008	10/22/2009
147	100.000 COVIEDIEN PLC USD 0.20	PURCHASED	9/30/2008	10/22/2009
148	20.000 TRANSOCEAN LTD	PURCHASED	10/25/2007	10/22/2009
149	1030.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	10/31/2009
150	25000.000 UNITED STATES TREAS NTS 3.25%	PURCHASED	4/08/2008	11/04/2009
151	785.000 WELLS FARGO & CO NEW	PURCHASED	VARIOUS	11/09/2009
152	1030.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	11/30/2009
153	760.000 BAXTER INTL INC	PURCHASED	VARIOUS	12/08/2009
154	650.000 JACOBS ENGR GROUP INC	PURCHASED	VARIOUS	12/08/2009
155	535.000 SCHLUMBERGER LTD ISIN	PURCHASED	VARIOUS	12/15/2009
156	1030.000 MFC SPDR GOLD TRUST	PURCHASED	VARIOUS	12/31/2009
157	105000.000 UNITED STATES TREAS NTS 3.25%	PURCHASED	VARIOUS	12/31/2009
158	385.000 CATERPILLAR INC.	PURCHASED	5/28/2008	1/27/2009
159	2046.460 MFB NORTHN FDS MULTI-MANAGER GLOBAL REAL	PURCHASED	VARIOUS	2/04/2009

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	25,949.		24,794.	1,155.				\$ 1,155.
2	7,922.		20,960.	-13,038.				-13,038.
3	26,942.		25,041.	1,901.				1,901.
4	3,857.		3,413.	444.				444.
5	27,511.		25,797.	1,714.				1,714.
6	76,776.		81,417.	-4,641.				-4,641.
7	9,630.		15,450.	-5,820.				-5,820.
8	26,865.		25,041.	1,824.				1,824.
9	25,573.		25,086.	487.				487.
10	76,693.		75,258.	1,435.				1,435.
11	67,938.		63,450.	4,488.				4,488.
12	136,137.		132,870.	3,267.				3,267.
13	11,644.		13,601.	-1,957.				-1,957.
14	23,588.		25,923.	-2,335.				-2,335.
15	908.		786.	122.				122.
16	9,860.		6,275.	3,585.				3,585.
17	1,094.		751.	343.				343.
18	2,795.		2,371.	424.				424.
19	50,142.		29,600.	20,542.				20,542.
20	60,600.		41,473.	19,127.				19,127.
21	24,414.		24,205.	209.				209.
22	3,629.		4,528.	-899.				-899.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
23	3,909.		3,545.	364.				\$ 364.
24	13,870.		8,557.	5,313.				5,313.
25	53,905.		34,400.	19,505.				19,505.
26	57,111.		42,884.	14,227.				14,227.
27	1,270.		1,050.	220.				220.
28	9,243.		7,861.	1,382.				1,382.
29	3,274.		2,242.	1,032.				1,032.
30	4,318.		4,008.	310.				310.
31	8,928.		8,188.	740.				740.
32	2,077.		1,808.	269.				269.
33	1,818.		1,141.	677.				677.
34	11,001.		8,175.	2,826.				2,826.
35	7,351.		7,322.	29.				29.
36	5,961.		3,757.	2,204.				2,204.
37	4,566.		4,790.	-224.				-224.
38	4,908.		4,149.	759.				759.
39	85.		50.	35.				35.
40	510.		481.	29.				29.
41	126.		116.	10.				10.
42	5,706.		6,272.	-566.				-566.
43	2,787.		2,344.	443.				443.
44	21,455.		18,216.	3,239.				3,239.
45	24,192.		14,126.	10,066.				10,066.
46	50,000.		50,000.	0.				0.
47	13,410.		12,544.	866.				866.
48	25,000.		25,183.	-183.				-183.
49	25,514.		24,972.	542.				542.
50	4,999.		4,548.	451.				451.
51	9,079.		9,151.	-72.				-72.
52	11,786.		17,951.	-6,165.				-6,165.
53	3,081.		4,791.	-1,710.				-1,710.
54	36,204.		64,297.	-28,093.				-28,093.
55	111,386.		106,424.	4,962.				4,962.
56	7,590.		27,498.	-19,908.				-19,908.
57	10,279.		22,696.	-12,417.				-12,417.
58	2,573.		3,370.	-797.				-797.
59	111,026.		204,260.	-93,234.				-93,234.
60	224,339.		190,118.	34,221.				34,221.
61	20.		20.	0.				0.
62	25,985.		25,287.	698.				698.
63	1,062.		1,437.	-375.				-375.
64	8,942.		11,496.	-2,554.				-2,554.
65	10,834.		14,485.	-3,651.				-3,651.
66	13,415.		20,002.	-6,587.				-6,587.
67	27.		27.	0.				0.
68	16,273.		16,225.	48.				48.
69	2,089.		2,743.	-654.				-654.
70	8,937.		12,352.	-3,415.				-3,415.
71	243,053.		387,975.	-144,922.				-144,922.
72	45,032.		49,553.	-4,521.				-4,521.
73	7,832.		9,207.	-1,375.				-1,375.
74	18,547.		29,216.	-10,669.				-10,669.
75	16,436.		21,355.	-4,919.				-4,919.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
76	26.		26.	0.				\$ 0.
77	25,000.		25,078.	-78.				-78.
78	250,014.		318,343.	-68,329.				-68,329.
79	26.		26.	0.				0.
80	25,000.		25,793.	-793.				-793.
81	27.		27.	0.				0.
82	52,521.		50,391.	2,130.				2,130.
83	30,447.		28,001.	2,446.				2,446.
84	28.		28.	0.				0.
85	25,000.		24,874.	126.				126.
86	18,194.		14,859.	3,335.				3,335.
87	12,628.		28,182.	-15,554.				-15,554.
88	18,667.		19,629.	-962.				-962.
89	38,741.		28,061.	10,680.				10,680.
90	4,434.		5,184.	-750.				-750.
91	3,986.		1,789.	2,197.				2,197.
92	5,977.		7,364.	-1,387.				-1,387.
93	456.		512.	-56.				-56.
94	2,434.		2,583.	-149.				-149.
95	15,730.		16,816.	-1,086.				-1,086.
96	8,124.		8,707.	-583.				-583.
97	1,108.		1,744.	-636.				-636.
98	7,633.		10,243.	-2,610.				-2,610.
99	21,158.		30,844.	-9,686.				-9,686.
100	41,205.		51,021.	-9,816.				-9,816.
101	1,453.		1,733.	-280.				-280.
102	8,153.		10,011.	-1,858.				-1,858.
103	1,271.		1,661.	-390.				-390.
104	3,654.		4,051.	-397.				-397.
105	1,937.		2,753.	-816.				-816.
106	13,013.		8,933.	4,080.				4,080.
107	10,247.		4,718.	5,529.				5,529.
108	15,132.		8,580.	6,552.				6,552.
109	11,871.		11,459.	412.				412.
110	13,760.		14,851.	-1,091.				-1,091.
111	21,161.		22,714.	-1,553.				-1,553.
112	10,534.		8,585.	1,949.				1,949.
113	31.		31.	0.				0.
114	14,400.		14,471.	-71.				-71.
115	90,662.		111,251.	-20,589.				-20,589.
116	224,698.		277,353.	-52,655.				-52,655.
117	8,020.		8,431.	-411.				-411.
118	3,294.		4,093.	-799.				-799.
119	1,660.		1,809.	-149.				-149.
120	2,046.		2,654.	-608.				-608.
121	1,446.		1,624.	-178.				-178.
122	2,117.		2,476.	-359.				-359.
123	876.		1,049.	-173.				-173.
124	2,792.		3,528.	-736.				-736.
125	1,327.		1,597.	-270.				-270.
126	451.		470.	-19.				-19.
127	1,157.		1,956.	-799.				-799.
128	9,720.		9,608.	112.				112.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
129	2,774.		2,982.	-208.				\$ -208.
130	4,272.		3,691.	581.				581.
131	132.		178.	-46.				-46.
132	6,709.		7,433.	-724.				-724.
133	425.		408.	17.				17.
134	712.		682.	30.				30.
135	3,793.		4,467.	-674.				-674.
136	6,363.		4,950.	1,413.				1,413.
137	3,374.		5,003.	-1,629.				-1,629.
138	7,734.		10,324.	-2,590.				-2,590.
139	3,270.		3,306.	-36.				-36.
140	607.		779.	-172.				-172.
141	2,037.		2,873.	-836.				-836.
142	2,000.		1,624.	376.				376.
143	3,376.		4,665.	-1,289.				-1,289.
144	22,140.		32,220.	-10,080.				-10,080.
145	7,034.		8,473.	-1,439.				-1,439.
146	1,912.		2,176.	-264.				-264.
147	4,314.		5,328.	-1,014.				-1,014.
148	1,832.		2,343.	-511.				-511.
149	33.		33.	0.				0.
150	25,111.		25,581.	-470.				-470.
151	21,665.		26,096.	-4,431.				-4,431.
152	36.		36.	0.				0.
153	42,006.		43,584.	-1,578.				-1,578.
154	22,103.		39,979.	-17,876.				-17,876.
155	33,378.		37,271.	-3,893.				-3,893.
156	36.		36.	0.				0.
157	105,000.		106,619.	-1,619.				-1,619.
158	12,635.		31,912.	-19,277.				-19,277.
159	21,938.		20,560.	1,378.				1,378.
TOTAL								\$ -433,156.

STATEMENT 11
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
VILLA MAJELLA OF S. B. 202 W. VALERIO ST. SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT REQUEST	\$ 20,000.
BOYS & GIRLS CLUB P.O. BOX 1485 SANTA BARBARA, CA 93102	UNRELATED	N/A	CAPITAL IMPROVEMENT	7,000.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BISHOP GARCIA DIEGO H.S. 4000 LA COLINA SANTA BARBARA, CA 93110	UNRELATED	N/A	ANNUAL AUCTION DINNER/TUIOTION TO SUPPORT 2 STUDENTS	\$ 12,800.
S.E.E. INTERNATIONAL 27 C-2 E. DE LA GUERRA SANTA BARBARA, CA 93101	UNRELATED	N/A	CLINIC ENHANCEMENT	3,500.
UNITED WAY OF SANTA BARBARA 320 E. GUITERREZ SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT FOR FUNDING OF THE "FUN IN THE SUN SCHOLARSHIP FUND." GRANT FOR HEATING ANDTAPE DRIVE.	20,000.
CASA SERENA WOMEN'S RCVRY 1515 BATH SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT FOR TRAINING OF VOLUNTEER SUPPORT	18,000.
S.B. MUSEUM NATRL HISTORY 2559 PUESTA DEL SOL RD. SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT FOR STAFF SALARIES & PROGRAM SUPPLIES	15,000.
THE REHABILITATION FDN 427 CAMINO DEL REMEDIO SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT FOR WHEEL CHAIRS	10,000.
SANTA BARBARA ZOO 500 NINOS DR. SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT FOR ZOO BUS FUNDING	50,000.
CORNERSTONE HOUSE OF STA BARBA P.O. BOX 5462 SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT TO FUND CAMPERSHIPS FOR FOUR DEVELOPMENTALLY DISABLED YOUNGSTERS	5,000.
UNITY SHOPPE 1236 CHAPALA SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT REQUEST	25,000.
S.B. NEIGHBORHOOD CLINICS 970 EMBARCADERO DEL MAR GOLETA, CA 93117	UNRELATED	N/A	GRANT REQUEST	20,000.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SANSUM CLINIC 317 W. PUEBLO SANTA BARBARA, CA 93105	UNRELATED	N/A	GRANT FOR BUILDING CAMPAIGN; GRANT FOR POSITION OF DIABETES EDUCATOR.	\$ 10,000.
GOLETA VALLEY HIST. SOCIETY 304 LOS CARNEROS ROAD GOLETA, CA 93117	UNRELATED	N/A	GRANT TO RESORE RANCHO LA PATERA FUND	50,000.
S.B. RESCUE MISSION 535 E YANONALI ST SANTA BARBARA, CA 93103	UNRELATED	N/A	GRANT FOR FAMILY SUPPORT PROGRAM	10,000.
S.B. ANTI DEFAMATION LEAGUE 1528 CHAPALA STE 301 SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT TO SPONSOR SERVICE AWARDS GALA	5,000.
DYSLEXIA AWARENESS CENTER 928 CARPINTERIA ST STE 2 SANTA BARBARA, CA 93103	UNRELATED	N/A	GRANT REQUEST	5,000.
ST. VINCENTS 4200 CALLE REAL SANTA BARBARA, CA 93110	UNRELATED	N/A	GRANT REQUEST FOR NEW INFORMATION TECHNOLOGY	10,959.
SEARCH DOG FOUNDATION 206 N. SIGNAL ST, STE R OJAI, CA 93023	UNRELATED	N/A	GRANT REQUEST	10,000.
COURT APPOINTED SPECIAL ADVOCATES 402 E. GUTIERREZ ST SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT REQUEST	43,500.
FOOD BANK 4554 HOLLISTER AVE. SANTA BARBARA, CA 93110	UNRELATED	N/A	GRANT REQUEST FOR CHILDCARE CENTER	30,000.
CLEVELAND ELEMENTARY SCHOOL 720 SANTA BARBARA ST SANTA BARBARA, CA 93101	UNRELATED	N/A	GRANT REQUEST	15,000.
SPECIAL OLYMPICS 1133 19TH STREET, NW. WASHINGTON, DC 20036	UNREALTED	N/A	GRANT REQUEST TO SUPPORT SPECIAL OLYMPICS PROGRAM	5,000.
S.B.C.C. FOUNDATION 721 CLIFF DRIVE SANTA BARBARA, CA 93109	UNRELATED	N/A	GRANT REQUEST FOR EQUIPMENT AND CARE PROGRAM	22,500.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
GIRL SCOUTS OF AMERICA 420 FIFTH AVENUE NEW YORK, NY 10018	UNRELATED	N/A	GRANT REQUEST TO SUPPORT PROGRAM FOR 100 GIRLS	\$ 15,000.
HILLSIDE HOUSE 1235 VERONICA SPRINGS RD. SANTA BARBARA, CA 93105	UNREALTED	N/A	GRANT REQUEST TO FUND REPAIRS AND UPGRADES	9,760.
PEOPLE'S SELF-HELP HOUSING 26 E. VICTORIA STREET SANTA BARBARA, CA 93101	UNRELATED	N/A	TO HELP PAY FOR SOCIAL WORKER'S SALARY	15,000.
CASA DE MARIA 800 EL BOSQUE RD SANTA BARBARA, CA 93108	UNRELATED	N/A	REQUEST FROM FRIENDS OF CASA	5,000.
PAGE YOUTH CENTER 4540 HOLISTER AVE SANTA BARBARA, CA 93110	UNRELATED	N/A	SUPPORT SCHOLARSHIP AND OPERATIONAL FUNDS	5,000.
SANCTUARY PSYCHIATRIC CENTERS 222 WEST VALERIO ST SANTA BARBARA, CA 93101	UNRELATED	N/A		6,600.
TRANSITION MENTAL HEALTH ASSOCIATION 1112 SOUTH BROADWAY SANTA MARIA, CA 93454	UNREALTED	N/A	GROWING GROUNDS FARM PROJECT	7,500.
ADVENTURES IN CARING 1528 CHAPALA ST SUITE #202 SANTA BARBARA, CA 93101	UNRELATED	N/A	COMPASSION IN ACTION PATIENT CARE PROGRAM	9,750.
PATHPOINT 315 WEST HALEY ST SANTA BARBARA, CA 93101	UNRELATED	N/A	FACILITY REPAIRS	10,000.
SB COTTAGE HOSPITAL PUEBLO AT BATH ST SANTA BARBARA, CA 93105	UNRELATED	N/A	CONSTRUCTION CAMPAIGN	15,000.
S.B. DANCE INSTITUTE 1330 STATE STREET SUITE 207 SANTA BARBARA, CA 93101	UNRELATED	N/A	SUPPORT OF 150 CHILDREN IN SCHOOL DANCE PROGRAM	7,500.
JEWISH FEDERATION OF SANTA BARBARA 524 CHAPALA ST. SANTA BARBARA, CA 93101	UNRELATED	N/A	BUILDING IMPROVEMENTS	15,000.

2009

FEDERAL STATEMENTS
WILLIAMS-CORBETT FOUNDATION
C/O NORTHERN TRUST

PAGE 13

77-6150330

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FRIENDSHIP ADULT DAY CARE CENTER, INC. 89 EUCALYPTUS LANE SANTA BARBARA, CA 93108	UNRELATED	N/A	SUPPORT "GOLD" PROGRAM	\$ 10,000.
ARTS FOR HUMANITY P.O. BOX 91522 SANTA BARBARA, CA 93190	UNRELATED	N/A	PROGRAM EXPANSION	10,000.
HABITAT FOR HUMANITY 6725 HOLLISTER GOLETA, CA 93117	UNRELATED	N/A	GRANT REQUEST FOR CONSTRUCTION OF FOUR HOMES	20,000.
CALM 1236 CHAPALA ST SANTA BARBARA, CA 93101	UNRELATED	N/A	CAPITAL EXPENSES FOR CHILD ABUSE/FAMILY VIOLENCE TREATMENT	10,000.
ALANO CLUB OF SANTA BARBARA 235 E COTA STREET SANTA BARBARA, CA 93101	UNRELATED	N/A	RECOVERY NETWORK VOLUNTEER PROJECT	10,000.
TOTAL				\$ 604,369.