Form **990-PF**

Department of the Treasury Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

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: MCNAUGHT, G CHAR 0101554000

Number and street (or P O box number if mail is not delivered to street address) Room/suite: Wells Fargo Bank N A - PO Box 53456, MAC S4101-22G

City or town, state, and ZIP code: Phoenix AZ

A Employer identification number: 84-6017109

B Telephone number (see page 10 of the instructions): (800) 352-3705

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 989,501

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	34,859	34,504		
	5 a Gross rents		0		
	b Net rental income or (loss) 0				
	6 a Net gain or (loss) from sale of assets not on line 10	-39,086			
	b Gross sales price for all assets on line 6a 317,409				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	0	0	0	
	12 **Total** Add lines 1 through 11	-4,227	34,504	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	148	37	0	111
	b Accounting fees (attach schedule)	675	0	0	675
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	302	266	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,639	8,744	0	2,895
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,764	9,047	0	3,681
	25 Contributions, gifts, grants paid	45,500			45,500
	26 **Total expenses and disbursements** Add lines 24 and 25	58,264	9,047	0	49,181
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-62,491			
	b **Net investment income** (if negative, enter -0-)		25,457		
	c **Adjusted net income** (if negative, enter -0-)			0	

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SCANNED MAY 20 2010

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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
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	47,978	33,747	33,747
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	411,548	373,623	371,444
	c	Investments—corporate bonds (attach schedule)	468,543	442,149	490,817
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	109,032	116,273	93,493
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,037,101	965,792	989,501
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ ☒			
	27	Capital stock, trust principal, or current funds	1,037,101	965,792	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,037,101	965,792	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,037,101	965,792	

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	1,037,101
2	Enter amount from Part I, line 27a	2	-62,491
3	Other increases not included in line 2 (itemize) ▶	3	2,099
4	Add lines 1, 2, and 3	4	976,709
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	10,917
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	965,792

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)
1a	See Attached Statement			
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-39,086
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	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 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	60,707	1,062,422	0 057140
2007	59,669	1,211,916	0 049235
2006	53,015	1,146,662	0 046234
2005	52,881	1,107,602	0 047744
2004	53,372	1,088,770	0 049020

2	**Total** of line 1, column (d)	2	0 249373
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 049875
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	904,825
5	Multiply line 4 by line 3	5	45,128
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	255
7	Add lines 5 and 6	7	45,383
8	Enter qualifying distributions from Part XII, line 4	8	50,070

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b		1	255
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	255
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	255
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 332		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	332
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	77
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 77	**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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wells Fargo Bank N A Telephone no ▶ (800)352-3705

Located at ▶ PO Box 53456, MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072

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
1a	During the year did the foundation (either directly or indirectly)				
	(1) *Engage in the sale or exchange, or leasing of property with a disqualified person?*	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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)	☐ Yes ☒ No			
b	*If any answer is "Yes" to 1a(1)–(6), did* **any** *of the acts fail to qualify under the exceptions described in Regulations* section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	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 ▶ 20_____ , 20_____ , 20_____ , 20_____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business *enterprise at any time during the year?*	☐ Yes ☒ 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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** 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? ☐ 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** No: X

If "Yes" to 6b, file Form 8870

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

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

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
Wells Fargo Bank N A PO Box 53456, MAC S4101-22G Phoenix 8507	4 00	11,579	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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 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		0
		0
		0
		0
		0

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 NONE	
2	
3	
4	

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 NONE	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	867,116
b	Average of monthly cash balances		1b	51,488
c	Fair market value of all other assets (see page 24 of the instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	918,604
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	918,604
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	13,779
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	904,825
6	**Minimum investment return.** Enter 5% of line 5		6	45,241

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

1	Minimum investment return from Part X, line 6		1	45,241
2a	Tax on investment income for 2009 from Part VI, line 5	2a 255		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	255
3	Distributable amount before adjustments Subtract line 2c from line 1		3	44,986
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	44,986
6	Deduction from distributable amount (see page 25 of the instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	44,986

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	49,181
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	49,181
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	255
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	48,926

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					44,986
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	NONE				
b	From 2005	NONE				
c	From 2006	NONE				
d	From 2007	NONE				
e	From 2008	8,250				
f	**Total** of lines 3a through e		8,250			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 49,181					
a	Applied to 2008, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2009 distributable amount					44,986
e	Remaining amount distributed out of corpus		4,195			
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		12,445			
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					
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the 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 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)		0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		12,445			
10	Analysis of line 9					
a	Excess from 2005	0				
b	Excess from 2006	0				
c	Excess from 2007	0				
d	Excess from 2008	8,250				
e	Excess from 2009	4,195				

Part XIV Private Operating Foundations (see page 27 of the 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

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 ▶ [X] 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

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 Attached Statement				
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			► 3a	45,500
b *Approved for future payment*				
NONE				
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	34,859	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-39,086	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		-4,227	0

13 Total. Add line 12, columns (b), (d), and (e) 13 -4,227

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

b If "Yes," complete the following schedule

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

Sign Here

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

John N Salerton | 5/7/2010 | VP AND TRUST OFFICER
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date 5/7/2010	Check if self-employed ▶ ☒	Preparer's identifying number (see **Signature** on page 30 of the instructions) P00364310
Firm's name (or yours if self-employed), address, and ZIP code	PRICEWATERHOUSECOOPERS, LLP 600 GRANT STREET, PITTSBURGH 15219-2777		EIN ▶ 13-4008324 Phone no 412-355-6000

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
CASH							
INCOME			$2,319 96	$2,319 96	$0 00		
Total Cash			**$2,319.96**	**$2,319.96**	**$0.00**		
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250 *Asset held in Invested Income Portfolio*	2,939 100		$2,939 10	$2,939 10	$0 00	$0 29	0 01%
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	28,487 710		28,487 71	28,487 71	0 00	2 85	0 01
Total Money Market			**$31,426.81**	**$31,426.81**	**$0.00**	**$3.14**	**0.01%**
Total Cash & Equivalents			**$33,746.77**	**$33,746.77**	**$0.00**	**$3.14**	**0.01%**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income							
COMMON TRUST FUNDS							
TAXABLE INTERMEDIATE TERM BOND FUND DIF CUSIP 999708902	15,888 181	$9 700	$154,115 36	$147,273 17	$6,842 19	$6,080 04	3 94%
TAXABLE TOTAL RETURN BOND FUND DIF CUSIP 991283912	46,829 217	7 190	336,702 07	294,875 65	41,826 42	16,604 80	4 93
Total Common Trust Funds			**$490,817.43**	**$442,148.82**	**$48,668.61**	**$22,684.84**	**4.62%**
Total Fixed Income			**$490,817.43**	**$442,148.82**	**$48,668.61**	**$22,684.84**	

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
CONSUMER DISCRETIONARY							
AMEX CONSUMER DISCR SPDR SYMBOL XLY CUSIP· 81369Y407	600 000	$29 770	$17,862 00	$17,752 80	$109 20	$385 80	2 16%
Total Consumer Discretionary			**$17,862 00**	**$17,752.80**	**$109.20**	**$385.80**	**2.16%**
CONSUMER STAPLES							
CONSUMER STAPLES SECTOR SPDR TR SHS BEN INT SYMBOL XLP CUSIP 81369Y308	700 000	$26 470	$18,529 00	$18,291 00	$238 00	$333 20	1 80%
Total Consumer Staples			**$18,529.00**	**$18,291.00**	**$238.00**	**$333.20**	**1.80%**
ENERGY							
AMEX ENERGY SELECT SPDR SYMBOL· XLE CUSIP 81369Y506	400 000	$57 010	$22,804 00	$22,479 68	$324 32	$487 20	2 14%
Total Energy			**$22,804.00**	**$22,479.68**	**$324.32**	**$487.20**	**2.14%**
FINANCIALS							
AMEX FINANCIAL SELECT SPDR SYMBOL· XLF CUSIP 81369Y605	1,800 000	$14 400	$25,920 00	$25,486 20	$433 80	$1,438 20	5 55%
Total Financials			**$25,920.00**	**$25,486.20**	**$433.80**	**$1,438.20**	**5.55%**
HEALTH CARE							
AMEX HEALTH CARE SPDR SYMBOL XLV CUSIP 81369Y209	900 000	$31 070	$27,963 00	$27,898 20	$64 80	$513 00	1 83%
Total Health Care			**$27,963.00**	**$27,898.20**	**$64.80**	**$513.00**	**1.83%**
INDUSTRIALS							
AMEX INDUSTRIAL SPDR SYMBOL XLI CUSIP 81369Y704	800 000	$27 790	$22,232 00	$22,303 60	- $71 60	$577 60	2 60%
Total Industrials			**$22,232.00**	**$22,303.60**	**- $71.60**	**$577.60**	**2.60%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INFORMATION TECHNOLOGY							
AMEX TECHNOLOGY SELECT SPDR SYMBOL XLK CUSIP 81369Y803	1,900 000	$22 930	$43,567 00	$42,311 67	$1,255 33	$604 20	1 39%
Total Information Technology			**$43,567.00**	**$42,311.67**	**$1,255.33**	**$604.20**	**1.39%**
MATERIALS							
AMEX MATERIALS SPDR SYMBOL XLB CUSIP 81369Y100	200 000	$32 990	$6,598 00	$6,412 00	$186 00	$162 60	2 46%
Total Materials			**$6,598.00**	**$6,412.00**	**$186.00**	**$162.60**	**2.46%**
UTILITIES							
AMEX UTILITIES SPDR SYMBOL XLU CUSIP 81369Y886	100 000	$31 020	$3,102 00	$3,124 00	- $22 00	$122 10	3 94%
Total Utilities			**$3,102.00**	**$3,124.00**	**- $22.00**	**$122.10**	**3.94%**
MUTUAL FUNDS							
ISHARES MSCI EAFE SYMBOL EFA CUSIP 464287465	2,000 000	$55 280	$110,560 00	$129,887 00	- $19,327 00	$2,882 00	2 61%
ISHARES TR S & P MIDCAP 400 INDEX FD SYMBOL IJH CUSIP 464287507	300 000	72 410	21,723 00	19,696 00	2,027 00	403 80	1 86
ISHARES TR SMALLCAP 600 INDEX FD SYMBOL IJR CUSIP 464287804	325 000	54 720	17,784 00	16,229 30	1,554 70	220 35	1 24
VANGUARD EMERGING MARKETS ETF SYMBOL VWO CUSIP 922042858	800 000	41 000	32,800 00	21,752 00	11,048 00	436 00	1 33
Total Mutual Funds			**$182,867.00**	**$187,564.30**	**- $4,697.30**	**$3,942.15**	**2.16%**
Total Equities			**$371,444.00**	**$373,623 45**	**- $2,179.45**	**$8,566.05**	**2.31%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Alternative Investments							
OTHER							
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL: HSGFX CUSIP 448108100	1,279 591	$12 780	$16,353 17	$20,000 00	- $3,646 83	$31 99	0 20%
POWERSHARES DB COMMODITY INDEX SYMBOL DBC CUSIP 73935S105	900 000	24 620	22,158 00	19,714 90	2,443 10	0 00	0 00
Total Other			**$38,511.17**	**$39,714.90**	**- $1,203.73**	**$31.99**	**0 08%**
Total Alternative Investments			**$38,511.17**	**$39,714.90**	**- $1,203.73**	**$31.99**	**0.08%**

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Estate & Specialty Assets							
REAL ESTATE FUNDS							
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL RWX CUSIP 78463X863	550 000	$34 890	$19,189 50	$29,739 50	- $10,550 00	$1,294 15	6 74%
VANGUARD REIT VIPER SYMBOL. VNQ CUSIP 922908553	800 000	44 740	35,792 00	46,818 72	- 11,026 72	1,868 80	5 22
Total Real Estate Funds			**$54,981.50**	**$76,558.22**	**- $21,576.72**	**$3,162.95**	**5.75%**
Total Real Estate & Specialty Assets			**$54,981.50**	**$76,558 22**	**- $21,576.72**	**$3,162 95**	**5.75%**

	Account Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$989,500.87**	**$965,792.16**	**$23,708.71**	**$34,448.97**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				Person	Business
MCNAUTHT, F H SCHOOL TUA					X
Street: WELLS FARGO BANK, TRUSTEE					
City: DENVER		State: CO	Zip code: 80217	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Name				Person	Business
AMERICAN RED CROSS MILE HIGH CHAPTER					X
Street: 444 SHERMAN STREET					
City: DENVER		State: CO	Zip code: 80203	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Name				Person	Business
GIRL SCOUTS-MILE HIGH COUNCIL					X
Street: 400 SOUTH BROADWAY					
City: DENVER		State: CO	Zip code: 80209	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Name				Person	Business
AMERICAN HEART ASSOCIATION OF CO INC					X
Street: 1280 SOUTH PARKER RD					
City: DENVER		State: CO	Zip code: 80231	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Name				Person	Business
COLORADO HEARING AND SPEECH CENTER					X
Street: 4280 HALE PARKWAY					
City: DENVER		State: CO	Zip code: 80220	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Name				Person	Business
DENVER AREA COUNSIL BOY SCOUTS					X
Street: 2901 WEST 19TH AVE					
City: DENVER		State: CO	Zip code: 80204	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount	3,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name: ARTHRITIS FOUNDATION			[ ] Person	[X] Business
Street: 2280 SOUTH ALBION STREET				
City: DENVER	State: CO	Zip code: 80222	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Name: MENTAL HEALTH ASSOCIATION OF CO			[ ] Person	[X] Business
Street: 6795 E TENNESSEE AVE				
City: DENVER	State: CO	Zip code: 80224	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Name: ROCKY MOUNTAIN MULTIPLE SCLEROSIS CTR			[ ] Person	[X] Business
Street: 701 E HAMPDEN SAVE #430				
City: DENVER	State: CO	Zip code: 80110	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Name: UNITED CEREBRAL PALSY ASSOC OF CO INC			[ ] Person	[X] Business
Street: 2200 SOUTH JASMINE				
City: DENVER	State: CO	Zip code: 80222	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Name: VISITING NURSE ASSOCIATION OF DENVER			[ ] Person	[X] Business
Street: 3801 E FLORIDA AVE				
City: DENVER	State: CO	Zip code: 80210	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Name: RECORDING FOR THE BLIND AND DYSLEXIC			[ ] Person	[X] Business
Street: 1365 S COLORADO BLVD #C-406				
City: DENVER	State: CO	Zip code: 80224	Foreign Country:	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount: 3,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name GOODWILL INDUSTRIES			[ ] Person	[X] Business
Street 6850 N FEDERAL BLVD				
City DENVER	State CO	Zip code 80221	Foreign Country	
Relationship NONE	Foundation Status EXEMPT			
Purpose of grant/contribution FOR THE EXEMPT PURPOSE OF THIS ORGANIZATION				Amount 3,500

Name			[ ] Person	[ ] Business
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person	[ ] Business
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person	[ ] Business
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person	[ ] Business
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Name			[ ] Person	[ ] Business
Street				
City	State	Zip code	Foreign Country	
Relationship	Foundation Status			
Purpose of grant/contribution				Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	317,409	356,495	-39,086
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only): Cost	Cost or Other Basis (Enter one field only): Donated Value	Expense of Sale and Cost of Improve-ments	Depreciation
1	X	SMALL CAP CORE FUND	996936902			12/14/2001		12/15/2009	60,262	45,578			
2	X	ISHARES TR MSCI EMERGING	464287234			9/5/2007		4/17/2009	8,469	13,335			
3	X	IPATH DOW JONES-AIG COMI	06738C778			8/21/2008		4/17/2009	10,275	17,997			
4	X	INTERNATIONAL CORE STOC	994600906			12/14/2001		12/15/2009	37,929	26,946			
5	X	VANGUARD EMERGING MARI	922042858			4/17/2009		12/18/2009	8,004	5,438			
6	X	WF SIGNATURE CORE STOCI	4U0089037			11/30/2004		12/15/2009	78,136	49,362			
7	X	MIDCAP CORE STOCK FUND	4U0040444			12/14/2001		12/15/2009	93,955	76,918			
8	X	ISHARES TR MSCI EMERGING	464287234			8/21/2008		4/17/2009	1,412	1,986			
9	X	ISHARES TR MSCI EMERGING	464287234			3/18/2008		4/17/2009	4,235	6,612			
10	X	ISHARES TR MSCI EMERGING	464287234			1/4/2008		4/17/2009	4,235	7,180			
11	X	ISHARES TR MSCI EMERGING	464287234			10/11/2007		4/17/2009	8,469	16,085			
12	X	CTF SHORT TERM	VARIOUS			5/30/2009		12/30/2009	0	25,469			
13	X	CTF LONG TERM	VARIOUS			1/1/2005		12/30/2009	0	63,589			
14	X	PS K-1 SHORT TERM	73935S105			5/30/2009		12/30/2009	831	0			
15	X	PS K-1 LONG TERM	73935S105			1/1/2005		12/30/2009	1,197	0			

Line 16a (990-PF) - Legal Fees

		148	37	0	111
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	148	37		111
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		675	0	0	675
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREPARE FEES	675			675
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		302	266	0	0
1	FOREIGN TAX WITHHELD	266	266		
2	ESTIMATED TAX	36			
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		11,639	8,744	0	2,895
1	Amortization See attached statement	0	0	0	0
2	Fund Raising				
3	TRUSTEE FEES	11,579	8,684		2,895
4	PARTNERSHIP EXPENSES	60	60		
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			411,548	373,623	0	371,444
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1			411,548	373,623		371,444
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
				468,543	442,149	0	490,817
1				468,543	442,149		490,817
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			109,032	116,273	93,493
1			109,032	116,273	93,493
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	2,099
2	Total	2	2,099

Line 5 - Decreases not included in Part III, Line 2

1	PARTNERSHIP ADJUSTMENT	1	1,979
2	PY RETURN OF CAPITAL ADJUSTMENT	2	550
3	CTF INCOME TIMING DIFFERENCE	3	20
4	UNDISTRIBUTED CTF CAPITAL LOSS	4	7,750
5	COST ADJUSTMENT	5	618
6	Total	6	10,917

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	317,409	0	356,495	-39,086	0	0	0	-39,086
1	SMALL CAP CORE FUND	996936902		12/14/2001	12/15/2009	60,262	0	45,578	14,684			0	14,684
2	ISHARES TR MSCI EMERGING MARKET	464287234		9/5/2007	4/17/2009	8,469	0	13,335	-4,866			0	-4,866
3	IPATH DOW JONES-AIG COMMDTY	06738C778		8/21/2008	4/17/2009	10,275	0	17,997	-7,722			0	-7,722
4	INTERNATIONAL CORE STOCK FUND	994600906		12/14/2001	12/15/2009	37,929	0	26,946	10,983			0	10,983
5	VANGUARD EMERGING MARKETS ETF	922042858		4/17/2009	12/18/2009	8,004	0	5,438	2,566			0	2,566
6	WF SIGNATURE CORE STOCK FUND	4U0089037		11/30/2004	12/15/2009	78,136	0	49,362	28,774			0	28,774
7	MIDCAP CORE STOCK FUND	4U0040444		12/14/2001	12/15/2009	93,955	0	76,918	17,037			0	17,037
8	ISHARES TR MSCI EMERGING MARKET	464287234		8/21/2008	4/17/2009	1,412	0	1,986	-574			0	-574
9	ISHARES TR MSCI EMERGING MARKET	464287234		3/18/2008	4/17/2009	4,235	0	6,612	-2,377			0	-2,377
10	ISHARES TR MSCI EMERGING MARKET	464287234		1/4/2008	4/17/2009	4,235	0	7,180	-2,945			0	-2,945
11	ISHARES TR MSCI EMERGING MARKET	464287234		10/11/2007	4/17/2009	8,469	0	16,085	-7,616			0	-7,616
12	CTF SHORT TERM	VARIOUS		5/30/2009	12/30/2009	0	0	25,469	-25,469			0	-25,469
13	CTF LONG TERM	VARIOUS		1/1/2005	12/30/2009	0	0	63,589	-63,589			0	-63,589
14	PS K-1 SHORT TERM	73935S105		5/30/2009	12/30/2009	831	0	0	831			0	831
15	PS K-1 LONG TERM	73935S105		1/1/2005	12/30/2009	1,197	0	0	1,197			0	1,197

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

11,579

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A		PO Box 53456, MAC S4101-22G	Phoenix	4	85072			4	11,579
2										
3										
4										
5										
6										
7										
8										
9										
10										

0	0	
Benefits	Expense Account	Explanation

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	296
2	First quarter estimated tax payment		2	36
3	Second quarter estimated tax payment		3	0
4	Third quarter estimated tax payment		4	0
5	Fourth quarter estimated tax payment		5	0
6	Other payments		6	0
7	Total		7	332

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

	List Managers who contributed more than 2% of the total contributions received by the foundation	List Managers who own 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest
1	NONE	NONE
2		
3		
4		
5		
6		
7		
8		
9		
10		