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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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 01-01-2009 , and ending 12-31-2009

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 THE STEVE AND ANITA WESTLY FOUNDATION		A Employer identification number 94-3368338	
	Number and street (or P O box number if mail is not delivered to street address) PO BOX 7804		Room/suite	B Telephone number (see page 10 of the instructions) (650) 878-2782
	City or town, state, and ZIP code MENLO PARK, CA 94026		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			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"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,894,749		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.)		

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	166,272	166,271		
	4 Dividends and interest from securities.	108,188	81,518		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-284,863			
	b Gross sales price for all assets on line 6a _____ 4,838,746				
	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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-27,306	-27,306		
	12 Total. Add lines 1 through 11	-37,709	220,483		
	13 Compensation of officers, directors, trustees, etc	98,938	0		98,938
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	10,880	0		10,880
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	74,937	54,612		20,325
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	5,470	2,470		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,931	77		3,854
	22 Printing and publications	40	0		40
	23 Other expenses (attach schedule)	13,442	10,514		2,928
	24 Total operating and administrative expenses. Add lines 13 through 23	207,638	67,673		136,965
	25 Contributions, gifts, grants paid	809,102			809,102
	26 Total expenses and disbursements. Add lines 24 and 25	1,016,740	67,673		946,067
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,054,449			
	b Net investment income (if negative, enter -0-)		152,810		
	c Adjusted net income (if negative, enter -0-)				

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	1,056,048	888,539	888,539
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,817,481	 1,801,001	1,827,492
	b	Investments—corporate stock (attach schedule)	3,425,750	 3,415,024	3,801,065
	c	Investments—corporate bonds (attach schedule).	467,357	 540,625	583,481
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,392,691	 2,429,048	2,794,172
	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 the instructions Also, see page 1, item I)	10,159,327	9,074,237	9,894,749	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	11,766,970	11,766,970	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-1,607,643	-2,692,733	
	30	Total net assets or fund balances (see page 17 of the instructions)	10,159,327	9,074,237	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	10,159,327	9,074,237	

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	10,159,327
2	Enter amount from Part I, line 27a	2	-1,054,449
3	Other increases not included in line 2 (itemize) ▶ 	3	19,358
4	Add lines 1, 2, and 3	4	9,124,236
5	Decreases not included in line 2 (itemize) ▶ 	5	49,999
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,074,237

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 Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
b			
c			
d			
e			

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	-284,863
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	

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	1,055,631	11,578,415	0 091172
2007	807,720	13,348,554	0 060510
2006	824,155	12,307,053	0 066966
2005	761,623	11,543,683	0 065977
2004	776,876	11,801,417	0 065829

2	Total of line 1, column (d).	2	0 350454
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 070091
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	9,646,479
5	Multiply line 4 by line 3.	5	676,131
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,528
7	Add lines 5 and 6.	7	677,659
8	Enter qualifying distributions from Part XII, line 4.	8	946,067

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic 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	1,528
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3Add lines 1 and 2.		3	1,528
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,528
6Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	13,000
d	Backup withholding erroneously withheld	6d	
7Total credits and payments Add lines 6a through 6d.		7	18,000
8Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	16,472
11Enter the amount of line 10 to be Credited to 2010 estimated tax 5,000 Refunded		11	11,472

Part VII-AStatements Regarding Activities			
1aDuring 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?			YesNo
		1a	No
bDid it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
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.			
cDid the foundation file Form 1120-POL for this year?.		1c	No
dEnter 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			
eEnter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
3Has 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	No
4aDid the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
bIf "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6Are 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	Yes
7Did 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	Yes
8aEnter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CA			
bIf 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	Yes
9Is 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	No
10Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW WESTLY ORG				
14	The books are in care of ▶ FIDELITY PRIVATE FOUNDATION SERVICE Telephone no ▶ (800) 334-4438			
Located at ▶ 2 SEAPORT LANE BOSTON MA ZIP+4 ▶ 02210				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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		
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?. <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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
NICOLE BERGERON	PRESIDENT	98,938	3,300	0
1377 EATON AVE SAN CARLOS, CA 94070	40 00			
STEVEN P WESTLY	CHAIRMAN	0	0	0
83 MESA COURT ATHERTON, CA 94027	2 00			
ANITA W YU	SECRETARY/TREASURER	0	0	0
83 MESA COURT ATHERTON, CA 94027	1 00			
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		
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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	8,821,086
b	Average of monthly cash balances.	1b	972,294
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,793,380
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	9,793,380
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	146,901
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,646,479
6	Minimum investment return. Enter 5% of line 5.	6	482,324

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	482,324
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	1,528
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,528
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	480,796
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	480,796
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	480,796

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	946,067
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	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	946,067
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	1,528
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	944,539
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				480,796
2 Undistributed income, if any, as of the end of 2008				
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.				194,877
b From 2005.				192,837
c From 2006.				215,978
d From 2007.				152,188
e From 2008.				480,382
f Total of lines 3a through e.	1,236,262			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 946,067				
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.				480,796
e Remaining amount distributed out of corpus	465,271			
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	1,701,533			
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 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)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	194,877			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,506,656			
10 Analysis of line 9				
a Excess from 2005. . . .				192,837
b Excess from 2006. . . .				215,978
c Excess from 2007. . . .				152,188
d Excess from 2008. . . .				480,382
e Excess from 2009. . . .				465,271

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 27 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))

See Additional Data Table

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

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	809,102
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	166,272	
4 Dividends and interest from securities.			14	108,188	
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.			15	393	
8 Gain or (loss) from sales of assets other than inventory			18	-284,863	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a See Additional Data Table					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).		0		-37,709	0
13 Total. Add line 12, columns (b), (d), and (e).			13		-37,709

[illegible]

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




[illegible]

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

b If "Yes," complete the following schedule

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

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				
*****			2010-10-21	*****
Signature of officer or trustee			Date	Title
Paid Preparer's Use Only	Preparer's Signature  ALFONSO PERILLO		Date 2010-10-12	Check if self-employed  Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code EDELSTEIN AND COMPANY LLP 160 Federal StREET 9TH FLOOR BOSTON, MA 021101772		EIN 	
			Phone no (617) 227-6161	

Additional Data

Software ID: 09000028

Software Version: 2009.04040

EIN: 94-3368338

Name: THE STEVE AND ANITA WESTLY FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
STERLING STAMOS REAL ASSETS FUND K-1			
CAPITAL DYNAMICS CHAMPION VENTURES V, LP K-1			
NORTHGATE IV, LP K-1			
POWERSHARES DB AGRICULTURE FUND (DBA) K-1			
INSITE MEDIACOM, LLC PTR 719 K-1			
INSITE MEDIACOM, LLC PTR 925 K-1			
HRJ CAPITAL VC V (FOREIGN), L P K-1			
HRJ GROWTH CAPITAL II, L P K-1			
SALE OF PUBLICLY TRADED SECURITIES			
ARDEN ENDOWMENT ADVISORS LTD			
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		6,205	-6,205
2,023			2,023
		340	-340
		1	-1
205			205
210			210
		466	-466
		8,789	-8,789
4,292,704		4,608,125	-315,421
543,335		499,683	43,652
269			269


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6,205
			2,023
			-340
			-1
			205
			210
			-466
			-8,789
			-315,421
			43,652
			269


Form 990PF Part XV Line 1a - 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).

STEVEN P WESTLY
ANITA W YU


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
East Palo Alto Youth Court1900 University Ave East Palo Alto, CA 94303	N/A	501(C)(3)	Community Services	5,000
Green Dot Education Project350 South Figueroa Street Los Angeles, CA 90071	N/A	501(C)(3)	Education	25,000
Lucile Packard Childrens Hospital400 Hamilton Avenue Palo Alto, CA 94301	N/A	501(C)(3)	Health	50,000
Philanthropic Ventures Foundation1222 Preservation Park Way Oakland, CA 94612	N/A	501(C)(3)	Education	40,242
Family Service Agency24 Second Avenue San Mateo, CA 94401	N/A	501(C)(3)	Education	25,000
Menlo Atherton High SchoolPO Box 1228 Menlo Park, CA 94026	N/A	501(C)(3)	Education	50,000
Face AIDS435 Woodside Drive Woodside, CA 94062	N/A	501(C)(3)	Health	10,000
Painted Turtle Gang Camp Foundation1300 4th Street Santa Monica, CA 90401	N/A	501(C)(3)	Health	5,000
AIM High for High SchoolPO Box 410715 San Francisco, CA 94141	N/A	501(C)(3)	Community Services	20,000
Foundation Fighting Blindness Inc11435 Cronhill Drive Owings Mills, MD 21117	N/A	501(C)(3)	Medical Research	10,000
Inner City Arts720 Kohler Street Los Angeles, CA 90021	N/A	501(C)(3)	Arts and Culture	25,000
San Francisco Zoological Society1 Zoo Road San Francisco, CA 94132	N/A	501(C)(3)	Animals	10,000
Downtown College Prep1460 The Alameda San Jose, CA 95126	N/A	501(C)(3)	Education	40,000
Family ConnectionsPO Box 358 San Carlos, CA 94070	N/A	501(C)(3)	Education	5,000
KQED Inc2601 Mariposa Street San Francisco, CA 94110	N/A	501(C)(3)	Public Policy	50,000
Total  3a				809,102


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
Redwood City Education Foundation PO Box 3046 Redwood City, CA 94064	N/A	501(C)(3)	Education	25,000
Redwood City Education Foundation PO Box 3046 Redwood City, CA 94064	N/A	501(C)(3)	Education	360
San Mateo County Health Foundation 222 West 39th Ave San Mateo, CA 94403	N/A	501(C)(3)	Health and Human Services	10,000
American Assoc for Bikur Cholim Hospital 156 Fifth Avenue New York, NY 10010	N/A	501(C)(3)	Health	5,000
Youth and Family Enrichment Services 610 Elm Street San Carlos, CA 94070	N/A	501(C)(3)	Community Services	25,000
Los Angeles Gay & Lesbian Center 1625 N Schrader Blvd Los Angeles, CA 90028	N/A	501(C)(3)	Health and Human Services	10,000
Global Aids Interfaith Alliance PO Box 29110 San Francisco, CA 94129	N/A	501(C)(3)	Health	10,000
Santa Clara Family Health Foundation 210 East Hacienda Avenue Campbell, CA 95008	N/A	501(C)(3)	Health	10,000
India Community Center Attn Lakshmi Nagaraja Milpitas, CA 95035	N/A	501(C)(3)	Community Services	10,000
Second Harvest Food Bank 750 Curtner Ave San Jose, CA 95125	N/A	501(C)(3)	Health and Human Services	25,000
Univ of California Merced Foundation PO Box 2039 Merced, CA 95344	N/A	501(C)(3)	Education	10,000
University of San Francisco 2130 Fulton Street San Francisco, CA 94117	N/A	501(C)(3)	Education	5,000
WORLD OF COLOR 1461 DANA AVE PALO ALTO, CA 94301	N/A	501(C)(3)	Health and Human Services	5,000
SERVE THE PENINSULA INC 3560 FARM HILL BLVD REDWOOD CITY, CA 94061	N/A	501(C)(3)	Education	1,725
TRUSTEES OF PRINCETON UNIVERSITY 116 NASSAU STREET PRINCETON, NJ 08542	N/A	501(C)(3)	Education	110
Total  3a				809,102

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
PLOUGHSHARES FUND INCFort Mason Center San Francisco, CA 94123	N/A	501(C)(3)	Public Policy	25,000
SAN FRANCISCO BALLET ASSOCIATION455 Franklin Street San Francisco, CA 94102	N/A	501(C)(3)	Arts and Culture	690
SAN CARLOS EDUCATIONAL FOUNDATIONPO Box 1214 San Carlos, CA 94070	N/A	501(C)(3)	Education	500
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION Berkeley, CA 94720	N/A	501(C)(3)	Education	590
THE U C DAVIS FOUNDATIONUC Davis Foundation Davis, CA 95616	N/A	501(C)(3)	Education	250
Chordoma FoundationPO Box 4562 Greensboro, NC 27404	N/A	501(C)(3)	Health	3,610
Global Health Research Foundation 26735 St Francis Rd Los Altos Hills, CA 94022	N/A	501(C)(3)	Health	50,000
Redwood City 2020750 Bradford Street Redwood City, CA 94063	N/A	501(C)(3)	Education	15,000
Redwood City 2020750 Bradford Street Redwood City, CA 94063	N/A	501(C)(3)	Health and Human Services	35,000
Redwood City 2020750 Bradford Street Redwood City, CA 94063	N/A	501(C)(3)	Education	15,000
Regents of the University of California at Berkley Berkley, CA 947204350	N/A	501(C)(3)	Education	100
SPARK251 Rhode Island St San Francisco, CA 94103	N/A	501(C)(3)	Community Services	5,000
Tides Foundation1014 Torney Ave San Francisco, CA 94129	N/A	501(C)(3)	Community Services	5,150
Shelter Network of San Mateo County 1450 Chapin Avenue Burlingame, CA 94010	N/A	501(C)(3)	Community Services	25,000
Partners in Health a Nonprofit Corp 641 Huntington Ave Boston, MA 02115	N/A	501(C)(3)	Health	5,000
Total  3a				809,102

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
Eastside College School Inc1041 Myrtle Street East Palo Alto, CA 94303	N/A	501(C)(3)	Education	35,000
College Track Oakland436 14th Street Oakland, CA 94612	N/A	501(C)(3)	Health	25,000
Youth Community Service Inc3800 Middlefield Road Palo Alto, CA 94303	N/A	501(C)(3)	Education	5,000
Palo Alto Art Center Foundation1313 Newell Road Palo Alto, CA 94303	N/A	501(C)(3)	Arts and Culture	5,000
CAUSE260 S Los Robles Avenue Pasadena, CA 91101	N/A	501(C)(3)	Public Policy	10,000
Peninsula Bridge ProgramPO Box 963 Menlo Park, CA 94026	N/A	501(C)(3)	Education	5,000
North Star Academy Parents Club400 Duane Street Redwood City, CA 94062	N/A	501(C)(3)	Education	775
Stanford University326 Galvez Street Stanford, CA 94305	N/A	501(C)(3)	Education	10,000
Stanford University326 Galvez Street Stanford, CA 94305	N/A	501(C)(3)	Education	5,000
Total  3a				809,102

Form 990PF Part XVI-A Line 11 - Other revenue:

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)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a HRJ CAPITAL VC V (FOREIGN) K-1 PASSTHRU LOSS			14	-2,333	
b CAPITAL DYNAMICS CHAMPION VENTURES V, LP K-1 PASSTHRU LOSS			14	-5,100	
c HRJ GROWTH CAPITAL II, L P K-1 PASSTHRU LOSS			14	-6,548	
d STERLING STAMOS REAL ASSETS FUND, LP K-1 PASSTHRU LOSS			14	-20,389	
e CAPROCK BREP VI, LLC K-1 PASSTHRU LOSS			14	-1,990	
f MONTAGE CAPITAL, LLC K-1 PASSTHRU INCOME			14	13,751	
g INSITE MEDICOM, LLC #925 K-1 PASSTHRU LOSS			14	-1,530	
h NORTHGATE IV, LP K-1 PASSTHRU LOSS			14	-5,718	
i INSITE MEDICOM, LLC #719 K-1 PASSTHRU LOSS			14	-1,476	
j POWERSHARES DB AGRICULTURE FUND K-1 PASSTHRU INCOME			14	1,166	
k OCCASIO CMBS FUND I, LLC K-1 PASSTHRU INCOME			14	2,468	

**TY 2009 Investments Corporate
Bonds Schedule**

Name: THE STEVE AND ANITA WESTLY FOUNDATION
EIN: 94-3368338

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIDELITY INVESTMENTS - CORPORATE BONDS	540,625	583,481

**TY 2009 Investments Corporate
Stock Schedule**

Name: THE STEVE AND ANITA WESTLY FOUNDATION
EIN: 94-3368338

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY INVESTMENTS - CORPORATE STOCK	3,415,024	3,801,065

TY 2009 Investments Government Obligations Schedule

Name: THE STEVE AND ANITA WESTLY FOUNDATION

EIN: 94-3368338

**US Government Securities - End of
Year Book Value:**

1,801,001

**US Government Securities - End of
Year Fair Market Value:**

1,827,492

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2009 Investments - Other Schedule**Name:** THE STEVE AND ANITA WESTLY FOUNDATION**EIN:** 94-3368338

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARDEN ENDOWMENT ADVISORS LTD.	FMV	63,335	80,284
CITIGROUP PRIVATE EQUITY PTRS	FMV	135,328	204,234
FINTAN CAPITAL PARTNERS LP	FMV	500,000	807,818
HRJ CAPITAL VC V (FOREIGN) LP	FMV	40,531	48,540
CAPITAL DYNAMICS CHAMPION VENTURES V, LP	FMV	70,855	77,317
HRJ GROWTH CAPITAL II, LP	FMV	294,874	274,246
STERLING STAMOS REAL ASSETS FUND, L.P.	FMV	311,816	317,478
CAPROCK BREP VI, LLC	FMV	120,429	65,442
INSITE MEDIACOM, LLC (PTR. #925)	FMV	20,667	20,664
MONTAGE CAPITAL, LLC	FMV	248,389	248,377
INSITE MEDIACOM, LLC (PTR. #719)	FMV	19,550	19,545
NORTHGATE IV, LP	FMV	49,017	53,098
OCCASIO CMBS FUND I, LLC	FMV	51,003	51,003
LIGHTHOUSE GLOBAL L/S FUND	FMV	500,000	522,872
EPICOM, INC.	FMV	3,254	3,254

TY 2009 Other Decreases Schedule

Name: THE STEVE AND ANITA WESTLY FOUNDATION

EIN: 94-3368338

Description	Amount
INVESTMENT IN QUICKHEALTH, INC. CONSIDERED WORTHLESS	49,999

TY 2009 Other Expenses Schedule

Name: THE STEVE AND ANITA WESTLY FOUNDATION

EIN: 94-3368338

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCRUED INTEREST PAID ON U S GOV'T OBLIGATIONS	9,980	9,980		0
TELEPHONE/FAX/INTERNET	1,136	168		968
POSTAGE	150	36		114
STATIONARY/SUPPLIES	1,180	252		928
FIDELITY FEES VIA FORMS 1099	43	43		0
MISCELLANEOUS EXPENSES	943	35		908
STATE FILING FEES	10	0		10

TY 2009 Other Income Schedule**Name:** THE STEVE AND ANITA WESTLY FOUNDATION**EIN:** 94-3368338

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FIDELITY INVESTMENTS	393	393	393
HRJ CAPITAL VC V (FOREIGN) K-1 PASSTHRU LOSS	-2,333	-2,333	-2,333
CAPITAL DYNAMICS CHAMPION VENTURES V, LP K-1 PASSTHRU LOSS	-5,100	-5,100	-5,100
HRJ GROWTH CAPITAL II, L P K-1 PASSTHRU LOSS	-6,548	-6,548	-6,548
STERLING STAMOS REAL ASSETS FUND, LP K-1 PASSTHRU LOSS	-20,389	-20,389	-20,389
CAPROCK BREP VI, LLC K-1 PASSTHRU LOSS	-1,990	-1,990	-1,990
MONTAGE CAPITAL, LLC K-1 PASSTHRU INCOME	13,751	13,751	13,751
INSITE MEDICOM, LLC #925 K-1 PASSTHRU LOSS	-1,530	-1,530	-1,530
NORTHGATE IV, LP K-1 PASSTHRU LOSS	-5,718	-5,718	-5,718
INSITE MEDICOM, LLC #719 K-1 PASSTHRU LOSS	-1,476	-1,476	-1,476
POWERSHARES DB AGRICULTURE FUND K-1 PASSTHRU INCOME	1,166	1,166	1,166
OCCASIO CMBS FUND I, LLC K-1 PASSTHRU INCOME	2,468	2,468	2,468

TY 2009 Other Increases Schedule

Name: THE STEVE AND ANITA WESTLY FOUNDATION

EIN: 94-3368338

Description	Amount
EPICOM, INC.- PRIOR PERIOD ADJUSTMENT	3,254
2007 FEDERAL EXCISE TAX REFUND	16,104

TY 2009 Other Professional Fees Schedule

Name: THE STEVE AND ANITA WESTLY FOUNDATION

EIN: 94-3368338

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDELITY PRIVATE FOUNDATION SERVICES	22,625	5,656		16,969
INVESTMENT MANAGEMENT FEES	48,882	48,882		0
OTHER PROFESSIONAL FEES	3,430	74		3,356

TY 2009 Taxes Schedule**Name:** THE STEVE AND ANITA WESTLY FOUNDATION**EIN:** 94-3368338

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	2,470	2,470		0
FEDERAL EXCISE TAXES	3,000	0		0