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Form **990-PF**

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

OMB No 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service (77)

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

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>ELKINS, KATE FELTON T/U/A</b>		A Employer identification number <b>94-6052510</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>Wells Fargo Bank, N A P O Box 63954, MAC A0330-011</b>		B Telephone number (see page 10 of the instructions) <b>(800) 352-3705</b>
	City or town, state, and ZIP code <b>SAN FRANCISCO CA 94163</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 241,361</b>		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	0	0		
	4 Dividends and interest from securities	9,029	8,894		
	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	325			
	b Gross sales price for all assets on line 6a	96,113			
	7 Capital gain net income (from Part IV, line 2)		325		
	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	9,354	9,219	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)	0	0	0	0
	b Accounting fees (attach schedule)	650	0	0	650
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	491	77	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)	1,285	968	0	317
	24 Total operating and administrative expenses. Add lines 13 through 23	2,426	1,045	0	967
	25 Contributions, gifts, grants paid	8,854			8,854
26 Total expenses and disbursements. Add lines 24 and 25	11,280	1,045	0	9,821	
27 Subtract line 26 from line 12	-1,926				
a Excess of revenue over expenses and disbursements		8,174			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

(HTA)

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Form 990-PF (2009) ELKINS, KATE FELTON T/U/A

94-6052510

Page 2

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		0	
	2	Savings and temporary cash investments	16,148	8,251	8,251
	3	Accounts receivable			
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable			
		Less allowance for doubtful accounts	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)			
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	48,654	65,370
	c	Investments—corporate bonds (attach schedule)	0	129,592	135,475
	Liabilities	11	Investments—land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule)	0	0	0
12		Investments—mortgage loans			
13		Investments—other (attach schedule)	200,182	26,868	32,265
14		Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)	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)	216,330	213,365	241,361
17		Accounts payable and accrued expenses		0	
18		Grants payable			
Net Assets or Fund Balances	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	
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	216,330	213,365	
	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)	216,330	213,365	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	216,330	213,365		

## 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	216,330
2	Enter amount from Part I, line 27a	2	-1,926
3	Other increases not included in line 2 (itemize) See Attached Statement	3	148
4	Add lines 1, 2, and 3	4	214,552
5	Decreases not included in line 2 (itemize) See Attached Statement	5	1,187
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	213,365

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 0	0	0	0
<b>b</b> 0	0	0	0
<b>c</b> 0	0	0	0
<b>d</b> 0	0	0	0
<b>e</b> 0	0	0	0

  

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

  

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	325
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }	<b>3</b>	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	11,987	253,605	0.047266
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.047266
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.047266
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	221,144
<b>5</b> Multiply line 4 by line 3	<b>5</b>	10,453
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	82
<b>7</b> Add lines 5 and 6	<b>7</b>	10,535
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	<b>8</b>	9,821

**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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	163
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	163
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	163
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 207		
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	207
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	44
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 44 Refunded		11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

<b>11</b>	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	<b>11</b>		X
<b>12</b>	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		X
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	X	
Website address <b>►</b> N/A				
<b>14</b>	The books are in care of <b>►</b> Wells Fargo Bank, N.A. Trust Tax Dep	Telephone no <b>►</b>	(800) 352-3705	
Located at <b>►</b> P.O. Box 63954, MAC A0330-011 SAN FRANCISCO CA		ZIP+4 <b>►</b>	94163	
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <b>►</b> <input type="checkbox"/>	and enter the amount of tax-exempt interest received or accrued during the year <b>►</b> 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
<b>1a</b>	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>b</b>	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>►</b> <input type="checkbox"/>	<b>1b</b>	X
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	<b>1c</b>	X
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
<b>a</b>	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>►</b> 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	<b>2b</b>	N/A
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>►</b> 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	<b>3b</b>	N/A
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	<b>4b</b>	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?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

X

**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. Trust Tax Dep P O Box 63954, MAC A0330-011 SAN FRANC	TRUSTEE 4 00	1,228	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
.....		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 NONE .....	
.....	0
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	213,133
<b>b</b>	Average of monthly cash balances	<b>1b</b>	11,379
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	224,512
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	224,512
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	3,368
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	221,144
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	11,057

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	11,057
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	163
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	163
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	10,894
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	10,894
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	10,894

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	9,821
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	9,821
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	9,821

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				10,894
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			486	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	NONE			
<b>b</b> From 2005	NONE			
<b>c</b> From 2006	NONE			
<b>d</b> From 2007	NONE			
<b>e</b> From 2008	NONE			
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 9,821				
<b>a</b> Applied to 2008, but not more than line 2a			486	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
<b>d</b> Applied to 2009 distributable amount				9,335
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				1,559
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	0			
<b>b</b> Excess from 2006	0			
<b>c</b> Excess from 2007	0			
<b>d</b> Excess from 2008	0			
<b>e</b> Excess from 2009	0			

**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)

**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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
0	0	0	0	0
				0
0				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

**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 ☒ 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
<b>a</b> Paid during the year See Attached Statement				0 0
<b>Total</b>			<b>▶ 3a</b>	8,854
<b>b</b> Approved for future payment NONE				0 0
<b>Total</b>			<b>▶ 3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions )
<b>1</b> Program service revenue					
<b>a</b> _____		0		0	0
<b>b</b> _____		0		0	0
<b>c</b> _____		0		0	0
<b>d</b> _____		0		0	0
<b>e</b> _____		0		0	0
<b>f</b> _____		0		0	0
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities			14	9,029	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	325	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue <b>a</b> _____		0		0	0
<b>b</b> _____		0		0	0
<b>c</b> _____		0		0	0
<b>d</b> _____		0		0	0
<b>e</b> _____		0		0	0
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		9,354	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	9,354

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

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

[illegible]

Exempt Organizations		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
<b>d</b>	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

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 A Sulentic

Signature of officer or trustee

5/10/2010

Date \_\_\_\_\_

VP AND TAX DIRECTOR

Title

**Sign Here**

Paid  
Preparer's  
Use Only

Preparer's  
signature

10/10/10

Date \_\_\_\_\_

5/10/2010

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

Account Statement For:  
ELKINS, KATE FELTON T/U/A

Period Covered December 1, 2009 - December 31, 2009

Account Number 006271

**WELLS  
FARGO**

## ASSET DETAIL

### ASSET DESCRIPTION

#### Cash & Equivalents

##### MONEY MARKET

SECURED MARKET DEPOSIT ACCOUNT  
*Asset held in Invested Income Portfolio*

SECURED MARKET DEPOSIT ACCOUNT

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
1,135.230		\$1,135.23	\$1,135.23	\$0.00	\$0.79	0.07%
7,115.510		7,115.51	7,115.51	0.00	4.98	0.07
		<b>\$8,250.74</b>	<b>\$8,250.74</b>	<b>\$0.00</b>	<b>\$5.77</b>	<b>0.07%</b>
		<b>\$8,250.74</b>	<b>\$8,250.74</b>	<b>\$0.00</b>	<b>\$5.77</b>	<b>0.07%</b>

### ASSET DESCRIPTION

#### Fixed Income

##### MUTUAL FUNDS

ISHARES IBOX \$ INVESTMENT GRADE  
CORPORATE BOND FUND  
CUSIP: 464287242

TEMPLETON GLOBAL BOND FUND - ADVISOR  
CLASS #616

CUSIP: 880208400

WELLS FARGO ADVANTAGE HIGH INCOME  
FUND INS #3110  
CUSIP: 949917538

Total Mutual Funds

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
94.000	\$104.150	\$9,790.10	\$9,229.90	\$560.20	\$538.15	5.50%
1,699.205	12.690	21,562.91	20,311.39	1,251.52	966.85	4.48
2,322.318	7.050	16,372.34	16,636.46	-264.12	1,279.60	7.82
		<b>\$47,725.35</b>	<b>\$46,177.75</b>	<b>\$1,547.60</b>	<b>\$2,784.60</b>	<b>5.83%</b>

Account Statement For:  
ELKINS, KATE FELTON T/U/A

Period Covered December 1, 2009 - December 31, 2009

Account Number 006271

**WELLS  
FARGO**

# **ASSET DETAIL** *(continued)*

## **ASSET DESCRIPTION**

### **Fixed Income** *(continued)*

#### **COMMON TRUST FUNDS**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
TAXABLE INTERMEDIATE TERM BOND FUND DIF CUSIP: 999708902	3,013.895	\$9.700	\$29,234.78	\$27,376.50	\$1,858.28	\$1,153.35	3.94%
TAXABLE SHORT-TERM BOND FUND DIF CUSIP: 999612906	3,936.777	8.310	32,714.62	32,286.64	427.98	1,124.98	3.44
TAXABLE TOTAL RETURN BOND FUND DIF CUSIP: 991283912	3,588.388	7.190	25,800.51	23,750.67	2,049.84	1,272.38	4.93

#### **Total Common Trust Funds**

**Total Fixed Income**

**\$87,749.91**  
**\$135,475.26**  
**\$4,336.10**  
**\$5,883.70**  
**\$3,550.71**  
**\$6,335.31**  
**4.05%**

## **ASSET DESCRIPTION**

### **Equities**

#### **MUTUAL FUNDS**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ISHARES MSCI EAFE SYMBOL: EFA CUSIP: 464287465	282.000	\$55.280	\$15,588.96	\$11,991.88	\$3,597.08	\$406.36	2.61%
ISHARES TR S & P MIDCAP 400 INDEX FD SYMBOL: IJH CUSIP: 464287507	105.000	72.410	7,603.05	5,497.82	2,105.23	141.33	1.86
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL: KSCIX CUSIP: 487300808	375.376	19.880	7,462.47	5,859.79	1,602.68	0.00	0.00
MAINSTAY EPOCH U.S. EQUITY FUND CLASS INS #1204 SYMBOL: EPLCX CUSIP: 560631302	805.012	12.700	10,223.65	8,050.12	2,173.53	98.21	0.96



Account Statement For:  
ELKINS, KATE FELTON T/U/A

Period Covered December 1, 2009 - December 31, 2009

Account Number 006271

**WELLS  
FARGO**

### ASSET DETAIL (continued)

#### ASSET DESCRIPTION

#### Equities (continued)

##### MUTUAL FUNDS (continued)

VANGUARD EMERGING MARKETS ETF  
SYMBOL: VWO CUSIP: 922042858

WELLS FARGO ADVANTAGE CAPITAL GROWTH  
FUND-ADMIN CLASS #3603

SYMBOL: WFCDX CUSIP: 949915631

WELLS FARGO ADVANTAGE INDEX FUND  
ADMIN CLASS - # 88

SYMBOL: NVINX CUSIP: 94975G686

Total Mutual Funds

Total Equities

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
112,000	41.000	4,592.00	2,632.23	1,959.77	61.04	1.33
797,184	13.900	11,080.86	8,115.33	2,965.53	0.01	0.00
217,049	40.630	8,818.70	6,507.14	2,311.56	215.10	2.44
		\$65,369.69	\$48,654.31	\$16,715.38	\$922.05	1.41%
		\$65,369.69	\$48,654.31	\$16,715.38	\$922.05	1.41%

#### ASSET DESCRIPTION

#### Alternative Investments

##### OTHER

HUSSMAN STRATEGIC GROWTH FUND #601  
SYMBOL: HSGFX CUSIP: 448108100

POWERSHARES DB COMMODITY INDEX  
SYMBOL: DBC CUSIP: 739355105

Total Other

Total Alternative Investments

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
553,743	\$12.780	\$7,076.84	\$8,172.63	-\$1,095.79	\$13.84	0.20%
350,000	24.620	8,617.00	7,390.53	1,226.47	0.00	0.00
		\$15,693.84	\$15,563.16	\$130.68	\$13.84	0.09%
		\$15,693.84	\$15,563.16	\$130.68	\$13.84	0.09%

Account Statement For:  
ELKINS, KATE FELTON T/U/A

Period Covered December 1, 2009 - December 31, 2009

Account Number 006271

**WELLS  
FARGO**

**ASSET DETAIL** *(continued)*

ASSET DESCRIPTION

**Real Estate & Specialty Assets**

**REAL ESTATE FUNDS**

SPDR DJ WILSHIRE INTERNATIONAL REAL  
ESTATE ETF

SYMBOL: RWX CUSIP: 78463X863

VANGUARD REIT VIPER

SYMBOL: VNQ CUSIP: 922908553

**Total Real Estate Funds**

**Total Real Estate & Specialty Assets**

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	130 000	\$34.890	\$4,535.70	\$3,170.47	\$1,365.23	\$305.89	6.74%
	269 000	44.740	12,035.06	8,134.56	3,900.50	628.38	5.22
			\$16,570.76	\$11,305.03	\$5,265.73	\$934.27	5.64%
			\$16,570.76	\$11,305.03	\$5,265.73	\$934.27	5.64%

	ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
	\$241,360.29	\$213,364.80	\$27,995.49	\$8,211.24

**TOTAL ASSETS**

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**  
**Recipient(s) paid during the year**

Name  
UNITED WAY OF THE BAY AREA, ATTN REBECCA RILEY ☐ Person ☒ Business

Street  
221 MAIN STREET #300

City SAN FRANCISCO	State CA	Zip code 94105	Foreign Country
-----------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status EXEMPT
----------------------	-----------------------------

Purpose of grant/contribution CHARITABLE	Amount 8,854
---	-----------------

Name ☐ Person ☐ Business

Street

City	State	Zip code	Foreign Country
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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

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Expense of Sale and Cost of Improve-ments	Net Gain or Loss		
									Amount		Gross Sales			Cost, Other Basis and Expenses	Net Gain or Loss
									Long Term CG Distributions	Short Term CG Distributions					
1	X	ISHARES BARCLAYS AGGRE	464287226			12/22/2008		2/6/2009	96,113	12,319	12,591	325			
2	X	ISHARES BARCLAYS AGGRE	464287226			12/23/2008		2/6/2009		1,502	1,543				
3	X	ISHARES TR MSCI EMERGIN	464287234			12/22/2008		2/6/2009		3,671	3,830				
4	X	ISHARES GOLDMAN SACHS C	464287242			2/6/2009		8/7/2009		916	883				
5	X	ISHARES MSCI EAFE	464287465			12/22/2008		8/7/2009		3,321	2,825				
6	X	ISHARES MSCI EAFE	464287465			12/22/2008		10/15/2009		733	565				
7	X	ISHARES TR RUSSELL MIDCA	464287499			12/22/2008		2/6/2009		4,449	4,409				
8	X	ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		8/7/2009		453	367				
9	X	ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		10/15/2009		425	314				
10	X	ISHARES RUSSELL 2000	464287655			12/22/2008		2/6/2009		2,714	2,926				
11	X	ISHARES TR DOW JONES U S	464287739			12/22/2008		2/6/2009		7,814	9,250				
12	X	ISHARES TR SMALLCAP 600 I	464287804			2/6/2009		4/16/2009		3,897	3,898				
13	X	KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		5/7/2009		437	385				
14	X	KEELEY SMALL CAP VAL FD C	487300808			8/11/2009		10/15/2009		118	105				
15	X	MIDCAP CORE STOCK FUND	4U0040444			10/15/2008		5/7/2009		644	331				
16	X	MIDCAP CORE STOCK FUND	4U0040444			10/15/2008		8/7/2009		71	26				
17	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/6/2009		5/7/2009		136	122				
18	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/6/2009		8/7/2009		131	98				
19	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/6/2009		10/15/2009		590	390				
20	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		2/6/2009		728	777				
21	X	VANGUARD EMERGING MAR	922042858			2/6/2009		5/7/2009		1,521	1,175				
22	X	VANGUARD EMERGING MAR	922042858			2/6/2009		8/7/2009		1,365	893				
23	X	VANGUARD EMERGING MAR	922042858			2/6/2009		10/15/2009		572	329				
24	X	VANGUARD REIT VIPER	922908553			2/6/2009		5/7/2009		301	271				
25	X	VANGUARD REIT VIPER	922908553			8/7/2009		10/15/2009		753	699				
26	X	VANGUARD REIT VIPER	922908553			2/6/2009		10/15/2009		167	120				
27	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		5/7/2009		397	360				
28	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		8/7/2009		1,076	869				
29	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		10/15/2009		316	235				
30	X	WF ADV CAP GROWTH FD AC	949915631			2/10/2009		5/7/2009		432	407				
31	X	WF ADV CAP GROWTH FD AC	949915631			2/10/2009		8/7/2009		6,108	5,019				
32	X	WF ADV CAP GROWTH FD AC	949915631			2/10/2009		10/15/2009		355	270				
33	X	WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		2/6/2009		865	1,111				
34	X	EPOCH US LARGE CAP EQUI	981477482			2/10/2009		5/7/2009		470	436				
35	X	EPOCH US LARGE CAP EQUI	981477482			2/10/2009		8/7/2009		3,169	2,642				
36	X	EPOCH US LARGE CAP EQUI	981477482			12/2/2008		8/7/2009		2,595	2,085				
37	X	EPOCH US LARGE CAP EQUI	981477482			12/2/2008		10/15/2009		260	195				
38	X	TAXABLE TOTAL RETURN BO	991283912			10/13/2006		8/7/2009		1,547	1,571				
39	X	INTERNATIONAL CORE STOQ	994600906			10/15/2008		5/7/2009		843	360				
40	X	TAXABLE SHORT-TERM BONI	999612906			4/21/2006		2/6/2009		410	419				
41	X	TAXABLE SHORT-TERM BONI	999612906			4/21/2006		8/7/2009		1,553	1,561				
42	X	ISHARES RUSSELL 1000 GRO	464287614			11/28/2008		2/6/2009		13,469	13,153				
43	X	ISHARES TR RUSSELL 1000 I	464287622			12/22/2008		2/6/2009		7,421	7,549				
44	X	TAXABLE INTERMEDIATE TEF	999708902			7/15/2005		2/6/2009		2,591	2,709				
45	X	TAXABLE INTERMEDIATE TEF	999708902			6/30/1999		2/6/2009		1,327	1,383				
46	X	SHORT TERM GAIN FROM PQ				5/20/2009		10/21/2009		473	0				
47	X	LONG TERM GAIN FROM POV				7/21/2007		9/30/2009		688	0				
48	X	CTF CALENDAR YEAR SHT TE				3/31/2009		12/31/2009		0	1,619				
49	X	CTF CALENDAR YEAR LONG				4/10/2008		12/31/2009		0	2,713				



**Line 16b (990-PF) - Accounting Fees**

		650	0	0	650	0
	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)	650
1	TAX PREP FEES	650				650
2						
3						
4						
5						
6						
7						
8						
9						
10						

**Line 18 (990-PF) - Taxes**

		491	77	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	77	77		
2	PY EXCISE TAX DUE	207			
3	ESTIMATED EXCISE PAYMENTS	207			
4					
5					
6					
7					
8					
9					
10					

**Line 23 (990-PF) - Other Expenses**

		1,285	968	0	317
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	1,228	921		307
3	PARTNERSHIP EXPENSE	47	47		
4	STATE AG FEES	10			10
5					
6					
7					
8					
9					
10					



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

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE STOCK			48,654		65,370
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
1	CORPORATE BONDS				129,592		135,475
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
1	OTHER INVESTMENTS				
2	PRIOR YEAR		200,182	26,868	32,265
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	COST BASIS ADJUSTMENT	1	106
2	MUTUAL FUND TIMING DIFFERENCE	2	7
3	UNDISTRIBUTED CTF CAPITAL GAIN	3	35
4	Total	4	148

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

1	PARTNERSHIP INCOME ADJUSTMENT	1	1,122
2	CTF INCOME TIMING DIFFERENCE	2	65
3	Total	3	1,187

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

	Kind(s) of Property Sold	CUSTIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV 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
	Long Term CG Distributions						0							
	Short Term CG Distributions						0							
1	ISHARES BARCLAYS AGGREGATE BON	464287226		12/22/2008	2/6/2009		12,319	0	12,591	-272			0	-272
2	ISHARES BARCLAYS AGGREGATE BON	464287226		12/23/2008	2/6/2009		1,502	0	1,543	-41			0	-41
3	ISHARES TR MSCI EMERGING MARKET	464287234		12/22/2008	2/6/2009		3,671	0	3,830	-159			0	-159
4	ISHARES GOLDMAN SACHS CORP BD	464287242		2/6/2009	8/7/2009		916	0	883	33			0	33
5	ISHARES MSCI EAFE	464287465		12/22/2008	8/7/2009		3,321	0	2,825	496			0	496
6	ISHARES MSCI EAFE	464287465		12/22/2008	10/15/2009		733	0	555	188			0	188
7	ISHARES TR RUSSELL MIDCAP INDEX F	464287499		12/22/2008	2/6/2009		4,449	0	4,409	40			0	40
8	ISHARES TR S & P MIDCAP 400 ID FD	464287507		2/6/2009	8/7/2009		453	0	367	86			0	86
9	ISHARES TR S & P MIDCAP 400 ID FD	464287507		2/6/2009	10/15/2009		425	0	314	111			0	111
10	ISHARES RUSSELL 2000	464287555		12/22/2008	2/6/2009		2,714	0	2,926	-212			0	-212
11	ISHARES TR DOW JONES U S REAL ES	464287739		12/22/2008	2/6/2009		7,814	0	9,250	-1,436			0	-1,436
12	KEELEY SMALL CAP VAL FD CL I #2251	464287804		2/6/2009	4/16/2009		3,897	0	3,898	-1			0	-1
13	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	5/7/2009		437	0	385	52			0	52
14	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/11/2009	10/15/2009		118	0	105	13			0	13
15	MIDCAP CORE STOCK FUND	4U0040444		10/15/2008	5/7/2009		644	0	331	313			0	313
16	MIDCAP CORE STOCK FUND	4U0040444		10/15/2008	8/7/2009		71	0	26	45			0	45
17	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		2/6/2009	5/7/2009		136	0	122	14			0	14
18	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		2/6/2009	8/7/2009		131	0	98	33			0	33
19	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		2/6/2009	10/15/2009		590	0	390	200			0	200
20	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	2/6/2009		728	0	777	-49			0	-49
21	VANGUARD EMERGING MARKETS ETF	922042858		2/6/2009	5/7/2009		1,521	0	1,175	346			0	346
22	VANGUARD EMERGING MARKETS ETF	922042858		2/6/2009	8/7/2009		1,365	0	893	472			0	472
23	VANGUARD EMERGING MARKETS ETF	922042858		2/6/2009	10/15/2009		572	0	329	243			0	243
24	VANGUARD REIT VIPER	922908553		2/6/2009	5/7/2009		301	0	271	30			0	30
25	VANGUARD REIT VIPER	922908553		2/6/2009	10/15/2009		753	0	699	54			0	54
26	VANGUARD REIT VIPER	922908553		2/6/2009	10/15/2009		167	0	120	47			0	47
27	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	5/7/2009		397	0	360	37			0	37
28	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	8/7/2009		1,076	0	869	207			0	207
29	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	10/15/2009		316	0	235	81			0	81
30	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	5/7/2009		432	0	407	25			0	25
31	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	8/7/2009		6108	0	5,019	1,089			0	1,089
32	WF ADV CAP GROWTH FD ADMIN CL #3	949915631		2/10/2009	10/15/2009		355	0	270	85			0	85
33	WELLS FARGO ADV HI INC-INS #3110	949915338		2/21/2006	2/6/2009		865	0	1,111	-246			0	-246
34	EPOCH US LARGE CAP EQUITY -INS #4	981477482		2/10/2009	5/7/2009		470	0	436	34			0	34
35	EPOCH US LARGE CAP EQUITY -INS #4	981477482		2/10/2009	8/7/2009		3,169	0	2,642	527			0	527
36	EPOCH US LARGE CAP EQUITY -INS #4	981477482		12/2/2008	8/7/2009		2,595	0	2,085	510			0	510
37	EPOCH US LARGE CAP EQUITY -INS #4	981477482		12/2/2008	10/15/2009		260	0	195	65			0	65
38	TAXABLE TOTAL RETURN BOND FUND	991283912		10/13/2006	8/7/2009		1,547	0	1,571	-24			0	-24
39	INTERNATIONAL CORE STOCK FUND	994600906		10/15/2008	5/7/2009		843	0	360	483			0	483
40	TAXABLE SHORT-TERM BOND FUND	999612906		4/21/2006	2/6/2009		410	0	419	-9			0	-9
41	TAXABLE SHORT-TERM BOND FUND	999612906		4/21/2006	8/7/2009		1,553	0	1,561	-8			0	-8
42	ISHARES RUSSELL 1000 GROWTH	464287614		11/28/2008	2/6/2009		13,469	0	13,153	316			0	316
43	ISHARES TR RUSSELL 1000 INDEX	464287622		12/22/2008	2/6/2009		7,421	0	7,549	-128			0	-128
44	TAXABLE INTERMEDIATE TERM BD FD	999708902		7/15/2005	2/6/2009		2,591	0	2,709	-118			0	-118
45	TAXABLE INTERMEDIATE TERM BD FD	999708902		6/30/1999	2/6/2009		1,327	0	1,383	-56			0	-56
46	SHORT TERM GAIN FROM POWERSHAR			5/20/2009	10/21/2009		473	0	0	473			0	473
47	LONG TERM GAIN FROM POWERSHAR			7/21/2007	9/30/2009		688	0	0	688			0	688
48	CTF CALENDAR YEAR SHT TERM			3/31/2009	12/31/2009		0	0	1,619	-1,619			0	-1,619
49	CTF CALENDAR YEAR LONG TERM			4/10/2008	12/31/2009		0	0	2,713	-2,713			0	-2,713

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank, N A Trust T		P O Box 63954, MAC A0330-011	SAN FRANCISCO	6	94163		TRUSTEE	4	1,228
2										
3										
4										
5										
6										
7										
8										
9										
10										

1,228

[illegible]

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

	Date	1	Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	5/12/2009	2	207
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	207



**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	486
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	486

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

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List Managers who contributed more than 2%  
of the total contributions received by the foundation

1 NONE \_\_\_\_\_  
2 \_\_\_\_\_  
3 \_\_\_\_\_  
4 \_\_\_\_\_  
5 \_\_\_\_\_  
6 \_\_\_\_\_  
7 \_\_\_\_\_  
8 \_\_\_\_\_  
9 \_\_\_\_\_  
10 \_\_\_\_\_

List Managers who own 10% or more of the stock  
of a corporation of which the foundation has a 10%  
or greater interest

NONE \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_