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

2009

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

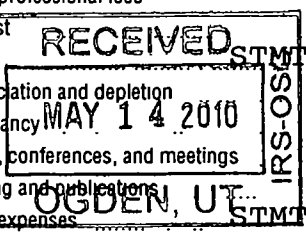
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>KISSICK FAMILY FOUNDATION</b>		A Employer identification number <b>95-4443453</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>922 NAPOLI DRIVE</b>		B Telephone number <b>(310) 201-4139</b>
	City or town, state, and ZIP code <b>PACIFIC PALISADES, CA 90272</b>		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>19,738,772.</b> (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	360,685.	360,685.		STATEMENT 1
	4 Dividends and interest from securities	364,613.	364,613.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-46,322.			
	b Gross sales price for all assets on line 6a	6,610,810.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	2,422,284.	-211,363.		STATEMENT 3	
12 Total. Add lines 1 through 11	3,101,260.	513,935.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	32,850.	4,928.		27,922.
	c Other professional fees				
	17 Interest				
	18 Taxes	2,334.	2,304.		30.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	8,185.	8,175.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	43,369.	15,407.		27,952.
	25 Contributions, gifts, grants paid	1,134,741.			1,134,741.
26 Total expenses and disbursements. Add lines 24 and 25	1,178,110.	15,407.		1,162,693.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,923,150.				
b Net investment income (if negative, enter -0-)		498,528.			
c Adjusted net income (if negative, enter -0-)			N/A		

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**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	260,839.	471,845.	471,845.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 7	8,332,399.	4,380,169.	4,597,631.
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 8 )		9,004,922.	14,669,296.	14,669,296.
16 Total assets (to be completed by all filers)		17,598,160.	19,521,310.	19,738,772.
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ )			
23 Total liabilities (add lines 17 through 22)		0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	13,034,984.	13,034,984.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,563,176.	6,486,326.	
	30 Total net assets or fund balances	17,598,160.	19,521,310.	
31 Total liabilities and net assets/fund balances		17,598,160.	19,521,310.	

**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	17,598,160.
2 Enter amount from Part I, line 27a	2	1,923,150.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	19,521,310.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,521,310.

**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				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 6,610,810.		6,657,132.	-46,322.	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			-46,322.	
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 -46,322.
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) If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

**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 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	1,259,569.	24,701,166.	.050992
2007	1,384,949.	28,348,768.	.048854
2006	1,345,578.	22,252,036.	.060470
2005	1,144,828.	16,526,136.	.069274
2004	678,508.	14,168,029.	.047890
2 Total of line 1, column (d)			2 .277480
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 .055496
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 18,261,373.
5 Multiply line 4 by line 3			5 1,013,433.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,985.
7 Add lines 5 and 6			7 1,018,418.
8 Enter qualifying distributions from Part XII, line 4			8 1,162,693.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	4,985.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	4,985.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	4,985.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 10,772.	7	10,772.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	5,787.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	5,787. Refunded		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a 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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4a 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?		X
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	
8a Enter the states to which the foundation reports or with which it is registered (see 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)? 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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOHN H. KISSICK Telephone no ► (310) 201-4139 Located at ► 922 NAPOLI DRIVE, PACIFIC PALISADES, CA ZIP+4 ► 90272			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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 instructions) N/A		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. ►		
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) N/A		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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**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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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.

(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
JOHN H. KISSICK	PRESIDENT			
922 NAPOLI DRIVE				
PACIFIC PALISADES, CA 90272	2.00	0.	0.	0.
MARY K. KISSICK	SECRETARY			
922 NAPOLI DRIVE				
PACIFIC PALISADES, CA 90272	2.00	0.	0.	0.
MICHAEL WARSAVSKY	VICE PRESIDENT			
16130 VENTURA BLVD, SUITE 320				
ENCINO, CA 91436	0.00	0.	0.	0.
JOHN R. KISSICK	TREASURER			
922 NAPOLI DRIVE				
PACIFIC PALISADES, CA 90272	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	6,972,092.
b	Average of monthly cash balances	1b	197,596.
c	Fair market value of all other assets	1c	11,369,777.
d	Total (add lines 1a, b, and c)	1d	18,539,465.
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	18,539,465.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	278,092.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,261,373.
6	Minimum investment return. Enter 5% of line 5	6	913,069.

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

1	Minimum investment return from Part X, line 6	1	913,069.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,985.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,985.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	908,084.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	908,084.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	908,084.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,162,693.
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	1,162,693.
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	5	4,985.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,157,708.

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

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				908,084.
<b>2</b> Undistributed Income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				347,401.
<b>c</b> From 2006				268,016.
<b>d</b> From 2007				
<b>e</b> From 2008				32,759.
<b>f</b> Total of lines 3a through e	648,176.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,162,693.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				908,084.
<b>e</b> Remaining amount distributed out of corpus	254,609.			
<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:	902,785.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<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		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	902,785.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005	347,401.			
<b>b</b> Excess from 2006	268,016.			
<b>c</b> Excess from 2007				
<b>d</b> Excess from 2008	32,759.			
<b>e</b> Excess from 2009	254,609.			

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

N/A

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

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



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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments			14	360,685.		
<b>4</b> Dividends and interest from securities			14	364,613.		
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income			14	2,422,284.		
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	-46,322.		
<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						
a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		3,101,260.		0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					13	3,101,260.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



KEISSICK FAMILY FOUNDATION

**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 PERSHING (SEE SCHEDULE ATTACHED)			VARIOUS	VARIOUS
b FROM K-1 - AG ADVISORS STRATEGIC INVESTMENT FUND,			VARIOUS	VARIOUS
c FROM K-1 - AG ADVISORS STRATEGIC INVESTMENT FUND,			VARIOUS	VARIOUS
d FROM K-1 - AG ELEVEN PARTNERS, LP			VARIOUS	VARIOUS
e FROM K-1 - AG ELEVEN PARTNERS, LP			VARIOUS	VARIOUS
f FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTN			VARIOUS	VARIOUS
g FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTN			VARIOUS	VARIOUS
h FROM K-1 - THE CATFISH FUND, LP			VARIOUS	VARIOUS
i FROM K-1 - THE CATFISH FUND, LP			VARIOUS	VARIOUS
j LIQUIDATION OF PZENA INTERNATIONAL VALUE FUND			VARIOUS	VARIOUS
k SECURITIES LITIGATIONS			VARIOUS	VARIOUS
l 276,497.696 SHS VANGUARD S/T FEDERAL FUND			VARIOUS	VARIOUS
m 184,672.207 SHS VANGUARD S/T FEDERAL FUND			VARIOUS	VARIOUS
n 118,505.14 SHS VANGUARD S/T FEDERAL FUND			VARIOUS	VARIOUS
o CAPITAL GAINS DIVIDENDS				

(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 302,084.		247,721.	54,363.
b		275,739.	-275,739.
c		916,762.	-916,762.
d		-124.	124.
e		-145,161.	145,161.
f		-93,843.	93,843.
g		122,359.	-122,359.
h		119,536.	-119,536.
i		-927,327.	927,327.
j		-4,951.	4,951.
k		-10,376.	10,376.
l 3,000,000.		2,925,346.	74,654.
m 2,000,000.		1,970,083.	29,917.
n 1,300,000.		1,261,368.	38,632.
o 8,726.			8,726.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			54,363.
b			-275,739.
c			-916,762.
d			124.
e			145,161.
f			93,843.
g			-122,359.
h			-119,536.
i			927,327.
j			4,951.
k			10,376.
l			74,654.
m			29,917.
n			38,632.
o			8,726.

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	-46,322.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITY NATIONAL BANK	711.
FROM K-1 - AG ELEVEN PARTNERS, LP	274,439.
FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	2,528.
FROM K-1 - THE CATFISH FUND, LP	83,007.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	360,685.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PERSHING	11,913.	0.	11,913.
VANGUARD SHORT-TERM FEDERAL FUND	209,055.	8,726.	200,329.
FROM K-1 - AG ELEVEN PARTNERS, LP	7,083.	0.	7,083.
FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	14,844.	0.	14,844.
FROM K-1 - THE CATFISH FUND, LP	130,444.	0.	130,444.
TOTAL TO FM 990-PF, PART I, LN 4	373,339.	8,726.	364,613.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - AG ADVISORS STRATEGIC INVESTMENT FUND, LP	-9,017.	-9,017.	
UNREALIZED GAIN - AG ADVISORS STRATEGIC INVESTMENT FUND, LP	551,615.	0.	
FROM K-1 - AG ELEVEN PARTNERS, LP	-114,285.	-114,285.	
UNREALIZED GAIN - AG ELEVEN PARTNERS, LP	1,092,107.	0.	
FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	-43,902.	-43,902.	
UNREALIZED GAIN - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	531,837.	0.	
FROM K-1 - THE CATFISH FUND, LP	-44,159.	-44,159.	
UNREALIZED GAIN - THE CATFISH FUND, LP	458,088.	0.	
	2,422,284.	-211,363.	



TOTAL TO FORM 990-PF, PART I, LINE 11

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	32,850.	4,928.		27,922.
TO FORM 990-PF, PG 1, LN 16B	32,850.	4,928.		27,922.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES - FROM K-1 - CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	1,660.	1,660.		0.
FOREIGN TAXES - FROM K-1 - THE CATFISH FUND, LP	644.	644.		0.
FRANCHISE TAX BOARD	10.	0.		10.
SECRETARY OF STATE FILING FEES	20.	0.		20.
TO FORM 990-PF, PG 1, LN 18	2,334.	2,304.		30.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES - PERSHING	8,175.	8,175.		0.
NONDEDUCTIBLE EXPENSES - FROM K-1 - THE CATFISH FUND, LP	10.	0.		0.
TO FORM 990-PF, PG 1, LN 23	8,185.	8,175.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD SHORT-TERM FEDERAL FUND	COST	2,399,984.	2,379,971.
PERSHING	COST	1,980,185.	2,217,660.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,380,169.	4,597,631.

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN THE CATFISH FUND, LP	3,562,653.	4,997,170.	4,997,170.
INVESTMENT IN AG ADVISORS STRATEGIC INVESTMENT FUND, LP	5,442,269.	0.	0.
INVESTMENT IN AG ELEVEN PARTNERS, LP	0.	6,053,225.	6,053,225.
INVESTMENT IN CHILTON GLOBAL NATURAL RESOURCES PARTNERS, LP	0.	3,475,131.	3,475,131.
DISTRIBUTION RECEIVABLE	0.	143,770.	143,770.
TO FORM 990-PF, PART II, LINE 15	9,004,922.	14,669,296.	14,669,296.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 9

NAME OF MANAGER

JOHN H. KISSICK  
 MARY K. KISSICK

**KISSICK FAMILY FOUNDATION**  
**GRANTS AND CONTRIBUTIONS PAID**  
FEIN 95-4443453  
December 31, 2009

RECIPIENT NAME	RELATIONSHIP	PURPOSE OF GRANT OR CONTRIBUTION	ORG STATUS	AMOUNT
Alliance for College Ready	None	Contribution	Public Charity	10,000
American Cancer Society	None	Contribution	Public Charity	500
Cedar Sinai Medical Center	None	Contribution	Public Charity	20,000
Cedar Sinai Medical Center	None	Contribution	Public Charity	1,500
Cedars Sinai Sport Spectacular	None	Contribution	Public Charity	25,000
College Match	None	Contribution	Public Charity	20,000
Foshay Learning Center	None	Contribution	Public Charity	1,000
Gabriella Axelrad Education Foundation	None	Contribution	Public Charity	5,000
Gabriella Axelrad Education Foundation	None	Contribution	Public Charity	5,000
Harvard-Westlake School	None	Contribution	School	250,000
Harvard Westlake School	None	Contribution	School	25,000
Heal the Bay	None	Contribution	Public Charity	10,000
Heal the Bay	None	Contribution	Public Charity	5,536
Heal the Bay	None	Contribution	Public Charity	10,000
Jenesse Center, Inc	None	Contribution	Public Charity	1,500
KCET	None	Contribution	Public Charity	2,500
Lighthouse Medical Missions	None	Contribution	Public Charity	2,000
MLA Partner Schools	None	Contribution	School	25,000
MLA Partner Schools	None	Contribution	School	100,000
Planned Parenthood L A Guild	None	Contribution	Public Charity	500
Prostate Cancer Foundation	None	Contribution	Public Charity	5,000
San Diego Humane Society	None	Contribution	Public Charity	1,000
SCU Athletics	None	Contribution	Public Charity	500
St John's Health Center Foundation	None	Contribution	Public Charity	2,500
Stanford University School of Education (K-12 Initiative)	None	Contribution	School	25,000
Stanford University Department of Athletics	None	Contribution	School	200,000
Stanford University Department of Athletics	None	Contribution	School	8,000
Stanford University The Hoover House Circle	None	Contribution	School	50,000
Stanford University Graduate School of Business	None	Contribution	School	150,000
Stanford University Undergraduate Education	None	Contribution	School	54,000
Sustainable Conservation	None	Contribution	Public Charity	10,000
Teach for America	None	Contribution	Public Charity	20,000
The Alzheimer's Association	None	Contribution	Public Charity	500
The Alzheimer's Association	None	Contribution	Public Charity	100
The Helping Hand of Los Angeles	None	Contribution	Public Charity	2,500
The Nature of Wildworks	None	Contribution	Public Charity	500
The Painted Turtle	None	Contribution	Public Charity	10,000
The Partnership Scholars	None	Contribution	Public Charity	6,000
The Posse Foundation	None	Contribution	Public Charity	10,000
Think Cure	None	Contribution	Public Charity	1,000
Think Cure	None	Contribution	Public Charity	1,000
Tree People	None	Contribution	Public Charity	6,000
Women's Guild, Cedar Sinai Medical	None	Contribution	Public Charity	1,000
Yale University	None	Contribution	School	105
Yale University School of Management	None	Contribution	School	50,000
				<u>\$ 1,134,741</u>

KISSICK FAMILY FOUNDATION  
PZENA / PERSHING (# N4K-511951)  
STOCKS  
2009

BEG # OF SHS	DESCRIPTION	DATE BOT	2009 PURCHASES	DATE SOLD	SALES PROCEEDS (NET)	# OF SHARES SOLD	COST OF SHARES SOLD	SHORT TERM G (L)
1,250	ABERCROMBIE & FITCH CO CL A ABERCROMBIE & FITCH CO CL A	08/11/09	39,475 00	12/03/09 12/10/09	28,345 00 19,507 99	(700) (550)	(22,106 00) (17,369 00)	6,239 00 2,138 99
15,700	ALCATEL LUCENT SPON ADR	08/11/09	49,298 00	10/12/09	7,051 02	(1,450)	(4,553 00)	2,498 02
450	AFFILIATED COMPUTER SVCS INC CL A	08/11/09	20,373 00	10/05/09	23,371 12	(450)	(20,373 00)	2,998 12
3,225	AVNET INC	08/11/09	80,001 29	10/14/09	18,843 51	(700)	(17,364 62)	1,478 89
2,775	BJ SVCS CO	08/11/09	39,285 12	10/14/09	11,834 34	(575)	(8,140 16)	3,694 18
887	CAREFUSION CORP (Spin off from Cardinal)	09/04/09	19,535 41	12/09/09	21,661 31	(887)	(19,535 41)	2,125 90
650	FIRST AMERN CORP CALIF	08/11/09	20,026 50	12/22/09	22,005 57	(650)	(20,026 50)	1,979 07
750	HOME DEPOT INC	08/11/09	20,197 50	10/16/09	20,445 22	(750)	(20,197 50)	247 72
3,100	IMS HEALTH INC IMS HEALTH INC	08/11/09	39,773 00	12/10/09 12/28/09	20,796 21 21,596 19	(975) (1,025)	(12,509 25) (13,150 75)	8,286 96 8,445 44
1,375	LAM RESEARCH CORP	08/11/09	39,228 75	12/04/09	19,034 51	(500)	(14,265 00)	4,769 51
1,225	MAGNA INTERNATIONAL INC	08/11/09	58,529 03	11/11/09	11,519 28	(225)	(10,750 23)	769 05
5,600	MOTOROLA INC	08/11/09	39,648 00	10/29/09	27,649 91	(3,125)	(22,125 00)	5,524 91
375	WELLPOINT INC	08/11/09	19,395 00	09/21/09	20,579 47	(375)	(19,395 00)	1,184 47
675	WHIRLPOOL CORP	08/11/09	39,561 75	10/26/09	7,833 80	(100)	(5,861 00)	1,972 80
					302,074 45		(247,721 42)	54,353 03
					563,420 19			

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Cedar Sinai Medical Center	None	Contribution	Public Charity	1,500
Cedars Sinai Sport Spectacular	None	Contribution	Public Charity	25,000
College Match	None	Contribution	Public Charity	20,000
Foshay Learning Center	None	Contribution	Public Charity	1,000
Gabriella Axelrad Education Foundation	None	Contribution	Public Charity	5,000
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MLA Partner Schools	None	Contribution	School	25,000
MLA Partner Schools	None	Contribution	School	100,000
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Prostate Cancer Foundation	None	Contribution	Public Charity	5,000
San Diego Humane Society	None	Contribution	Public Charity	1,000
SCU Athletics	None	Contribution	Public Charity	500
St John's Health Center Foundation	None	Contribution	Public Charity	2,500
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Stanford University Department of Athletics	None	Contribution	School	8,000
Stanford University The Hoover House Circle	None	Contribution	School	50,000
Stanford University Graduate School of Business	None	Contribution	School	150,000
Stanford University Undergraduate Education	None	Contribution	School	54,000
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The Alzheimer's Association	None	Contribution	Public Charity	500
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Think Cure	None	Contribution	Public Charity	1,000
Tree People	None	Contribution	Public Charity	6,000
Women's Guild, Cedar Sinai Medical	None	Contribution	Public Charity	1,000
Yale University	None	Contribution	School	105
Yale University School of Management	None	Contribution	School	50,000
				<u>\$ 1,134,741</u>

KISSICK FAMILY FOUNDATION  
PZENA / PERSHING (# N4K-511951)  
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675	WHIRLPOOL CORP	08/11/09	39,561 75	10/26/09	7,833 80	(100)	(5,861 00)	1,972 80
			<u>563,420 19</u>		<u>302,074 45</u>		<u>(247,721 42)</u>	<u>54,353 03</u>