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

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , 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>WILL J. REID FOUNDATION</b>		A Employer identification number <b>95-6041915</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number <b>951-658-9493</b>
	City or town, state, and ZIP code <b>LONG BEACH, CA 90803-2521</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"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>15,009,316.</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	54,993.	54,993.		STATEMENT 1
	4 Dividends and interest from securities	161,916.	161,916.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-47,405.			
	b Gross sales price for all assets on line 6a	44,757.			
	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	-3,710.	-3,710.		STATEMENT 3	
12 Total. Add lines 1 through 11	165,794.	213,199.			
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 STMT 4	7,437.	0.		7,437.
	c Other professional fees				
	17 Interest				
	18 Taxes RECEIVED STMT 5	6,342.	1,996.		105.
	19 Depreciation and depletion	1,163.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	9,206.	0.		9,206.
	22 Printing and publications				
23 Other expenses OGDEN, U STMT 6	5,385.	0.		1,382.	
24 Total operating and administrative expenses. Add lines 13 through 23	29,533.	1,996.		18,130.	
25 Contributions, gifts, grants paid	898,350.			898,350.	
26 Total expenses and disbursements. Add lines 24 and 25	927,883.	1,996.		916,480.	
27 Subtract line 26 from line 12	-762,089.				
a Excess of revenue over expenses and disbursements		211,203.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

**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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,303,167.	767,781.	767,781.
	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 STMT 8	2,593,607.	2,546,465.	1,910,108.
	c Investments - corporate bonds STMT 9	400,000.	200,000.	201,566.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	11,282,675.	11,422,090.	11,523,510.	
14 Land, buildings, and equipment basis ▶ 5,815.				
Less: accumulated depreciation STMT 11 ▶ 2,585.	4,393.	3,230.	3,230.	
15 Other assets (describe ▶ STATEMENT 12)	703,677.	702,121.	603,121.	
16 Total assets (to be completed by all filers)	16,287,519.	15,641,687.	15,009,316.	
<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 ▶ STATEMENT 13)	0.	1,826.	
23 Total liabilities (add lines 17 through 22)	0.	1,826.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	16,287,519.	15,639,861.		
30 Total net assets or fund balances	16,287,519.	15,639,861.		
31 Total liabilities and net assets/fund balances	16,287,519.	15,641,687.		

**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	16,287,519.
2 Enter amount from Part I, line 27a	2	-762,089.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	114,431.
4 Add lines 1, 2, and 3	4	15,639,861.
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	15,639,861.

**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> COMMONFUND CAPITAL PARTNERS IV	P	VARIOUS	VARIOUS
<b>b</b> CERADYNE INC. AUEMF P	P	VARIOUS	VARIOUS
<b>c</b> OXFORD INDUSTRIES INC	P	VARIOUS	12/15/09
<b>d</b> CERADYNE INC COM	P	VARIOUS	12/28/09
<b>e</b> 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)
<b>a</b> 331.			331.
<b>b</b> 5,126.			5,126.
<b>c</b> 13,790.		33,333.	-19,543.
<b>d</b> 24,926.		58,829.	-33,903.
<b>e</b> 584.			584.

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>			331.
<b>b</b>			5,126.
<b>c</b>			-19,543.
<b>d</b>			-33,903.
<b>e</b>			584.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	-47,405.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	<b>3</b>	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	1,533,026.	15,908,425.	.096366
2007	1,834,350.	19,457,890.	.094273
2006	1,426,616.	19,746,908.	.072245
2005	1,034,342.	19,464,637.	.053140
2004	1,140,754.	19,259,556.	.059231

<b>2</b> Total of line 1, column (d)	<b>2</b>	.375255
<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>	.075051
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	12,729,905.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	955,392.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	2,112.
<b>7</b> Add lines 5 and 6	<b>7</b>	957,504.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	922,666.

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	4,224.
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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	4,224.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	4,224.
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	4,320.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	4,320.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	17.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	79.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**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
b 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
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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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?		
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) <input type="checkbox"/> 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

N/A

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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 ► ELIZABETH MOORE WESTBROOK Telephone no ► 951-658-9493  
Located at ► 40425 PAGEANT PLACE, HEMET, CA ZIP+4 ► 92544-8117

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

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?

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
SEE STATEMENT 14		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	11,926,101.
b	Average of monthly cash balances	1b	997,660.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,923,761.
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	12,923,761.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	193,856.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,729,905.
6	Minimum investment return. Enter 5% of line 5	6	636,495.

**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	636,495.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,224.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,224.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	632,271.
4	Recoveries of amounts treated as qualifying distributions	4	7,741.
5	Add lines 3 and 4	5	640,012.
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	640,012.

**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	916,480.
b	Program-related investments - total from Part IX-B	1b	6,186.
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	922,666.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	922,666.

**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				640,012.
<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				
<b>c</b> From 2006	359,548.			
<b>d</b> From 2007	875,667.			
<b>e</b> From 2008	746,207.			
<b>f</b> Total of lines 3a through e	1,981,422.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 922,666.				
<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				640,012.
<b>e</b> Remaining amount distributed out of corpus	282,654.			
<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	2,264,076.			
<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	2,264,076.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006	359,548.			
<b>c</b> Excess from 2007	875,667.			
<b>d</b> Excess from 2008	746,207.			
<b>e</b> Excess from 2009	282,654.			

---

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

N/A

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> SEE SCHEDULE ATTACHED	N/A			898,350.
<b>Total</b>			<b>▶ 3a</b>	898,350.
<b>b</b> <i>Approved for future payment</i>  NONE				
<b>Total</b>			<b>▶ 3b</b>	0.



## Part XVII

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[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
N/A		

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.

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

→ **Title**

Preparer's  
signature

Date \_\_\_\_\_

Check if self-employed	
------------------------	--

Preparer's identifying number
-------------------------------

Firm's name (or yours  
if self-employed),  
address, and ZIP code

POWELL & SPAFFORD, LLP  
P.O. BOX 8847  
REDLANDS, CA 92375

FIN ▶

Phone no 909-885-7721

Form **990-PF** (2009)

## 2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER	032207	SL	5.00	17	670.			670.	234.		134.
2	COMPUTER	093007	SL	5.00	17	2,170.			2,170.	543.		434.
3	COMPUTER	122207	SL	5.00	17	2,975.			2,975.	645.		595.
	* TOTAL 990-PF PG 1 DEPR					5,815.		0.	5,815.	1,422.	0.	1,163.

WILL J REID FOUNDATION  
SCHEDULE FOR FORM 990PF  
SUMMARY OF ASSETS  
DECEMBER 31, 2009

	Temporary Investments	Stocks Cost	Stocks Mkt Value	Bonds Cost	Bonds Mkt Value	Other Cost	Other Mkt Value	Fixed Assets	Program Investments Cost	Program Investments Mkt Value
<u>Altura Credit Union</u> Wealth Builder	143,239									
<u>Bank of America MBNA</u> Certificate of Deposit	119,530									
<u>Bank of America</u> Business Investment Account	1,252									
<u>Akonni Biosystems</u> Other investment						91,008	91,008			
<u>Commonfund Capital Partners IV, LP</u> Other investment						57,742	60,436			
<u>Altura Credit Union - CUSO Financial Services, L.P.</u> Oppenheimer International Value						11,085	7,325			
<u>E-Trade Financial</u> Cash	176,530									
Cash - margin balance	3,870									
Stocks										
Citigroup Inc.		210,040	13,240			810,020	624,420			
Diamonds Trust - Unit Series I										
E Trade Financial Corporation		60,040	8,750							
J C Penny Co Inc.		140,020	53,220							
Select Sector SPDR Trust Shs Ben Int Energy										
I Shares Trust Barclays Treas						85,260	57,010			
I Shares Inc MSCI Brazil Free Index						531,480	519,500			
Carpenter Technology Corp						76,340	74,610			
Chiquita Brands Intl Inc.		66,132	32,610							
Currencyshares Swedish Krona Trust		58,656	54,120							
Currencyshares British Pound Sterling Trust						100,117	89,463			
Currency Shares Aus Dollar Trust						99,916	79,437			
Currency Sh Swiss Fr Com						99,954	102,680			
Currency Sh Can Dol Tr Exchange Traded Fund						99,776	109,096			
Cur Sh Japanese Yen Trust Com						99,949	95,799			
Currencyshares Euro Trust Com						99,340	119,403			
Currency shares Mexican Peso Trust Etf						100,035	97,608			
						99,358	82,793			



WILL J REID FOUNDATION  
SCHEDULE FOR FORM 990PF  
SUMMARY OF ASSETS  
DECEMBER 31, 2009

	Temporary Investments	Stocks		Bonds		Other		Fixed Assets	Program Investments	
		Cost	Mkt Value	Cost	Mkt Value	Cost	Mkt Value		Cost	Mkt Value
GOL Linhas Aereas Inteligentes Sponsored ADR		275,486	122,739							
Honeywell International Inc.		-	200,351							
Intercontinental Exchange Inc.		127,475	175,637							
Ishares Msci Singapore						40,090	34,470			
Ishares Msci Mexico Free						48,960	48,870			
MEMC Electronic Materials Inc.		261,918	96,716							
Pinnacel West Capital Corp		66,439	58,528							
Powershares Qqq						182,961	229,600			
Teck Cominco LTD		274,729	270,388							
Wellcare Health Plans Inc.		267,892	171,816							
<u>Midwest Manufacturing - Program Investment</u>									100,000	1,000
<u>Mission Community Bank - Program Investment</u>									107,653	107,653
<u>Certificate of Deposit</u>									292,259	292,259
<u>New City School (Interim Loan) - Program Investment</u>										
<u>ShoreBank - Program Investment</u>									202,209	202,209
<u>Certificate of Deposit</u>										
<u>TD Ameritrade</u>										
Money market	323,360									
Stocks										
Amex Spdr Index Material sSelect Sec Index						136,820	118,764			
Amex Spdr Index Energy Select Index						75,969	62,711			
Amex Spdr Index Industrial Select Index						70,210	50,022			
Amex Spdr Index Technology Select Index						150,830	137,580			
CH Robinson Worldwide Inc.		100,000	161,508							
Ceradyne Inc. - Calif		299,631	153,760							
Diamonds Trust - Unit series 1						414,211	416,280			
Ishares S&P Latin American 40 Index						188,220	238,950			
Ishares Msci South Africa Index Fund						360,155	374,999			
Ishares Msci Australia						40,270	34,260			
Ishares Msci Brazil Ind Fd						61,789	74,610			
Ishares Msci Eafe Index Fund						407,181	442,240			
Ishares Msci Emerging Mkts						54,260	62,250			
Ishares Msci pac Ex-Jpn Com						208,844	186,165			
Ishares Msci Sweden						81,500	58,750			
Ishares Trust - Russell 2000 Index Fund						1,497,408	1,623,440			



WILL J. REID FOUNDATION  
SCHEDULE OF CHARITABLE DISTRIBUTIONS FOR FORM 990PF  
FOR THE YEAR ENDED 12-31-09

Name	Address	Foundation Status	Purpose	Amount
Algalita Marine Research Foundation	Long Beach, CA 90803	Private Operating Foundation	Unrestricted Gift	\$ 55,000
Memorial Medical Center Foundation	Long Beach, CA 90801	Private Operating Foundation	"Building for Children" campaign	15,000
Memorial Medical Center Foundation	Long Beach, CA 90801	Private Operating Foundation	"Building for Children" campaign	15,000
Memorial Medical Center Foundation	Long Beach, CA 90801	Private Operating Foundation	"Building for Children" campaign	15,000
Memorial Medical Center Foundation	Long Beach, CA 90801	Private Operating Foundation	"Building for Children" campaign	5,000
University Of Hawaii Foundation	Hilo, HI 06720	Private Operating Foundation	Post-Doc for the Study of Marine Debris	60,000
Long Beach Community Foundation	Long Beach, CA 90801	Private Operating Foundation	Founders Fund: 4th part of 100K pledge	25,000
University Of Hawaii Foundation	Hilo, HI 06720	Private Operating Foundation	Post-Doc for the Study of Marine Debris	20,000
University Of Hawaii Foundation	Hilo, HI 06720	Private Operating Foundation	Post-Doc for the Study of Marine Debris	20,000
Algalita Marine Research Foundation	Long Beach, CA 90803	Private Operating Foundation	UOP research project	61,400
Long Beach Organic	Long Beach, CA 90804	Public Charity	Unrestricted Grant	10,000
Hawaii GEAN	Captain Cook, HI 96704	Public Charity	Unrestricted Grant	5,000
California Community Foundation	Los Angeles, CA 90071-1638	Private Operating Foundation	Unrestricted Grant	13,000
Institute for the Study of Human Knowledge	Los Altos, CA 94022	Public Charity	Unrestricted Grant	150,000
Alcohol Drug Care Services, Inc	Eureka, CA 95501	Public Charity	Serenity Inn	3,000
Alcohol Drug Care Services, Inc	Eureka, CA 95501	Public Charity	Serenity Inn	1,000
Alcohol Drug Care Services, Inc	Eureka, CA 95501	Public Charity	Serenity Inn	5,000
Ink People, Inc	Eureka, CA 95501	Public Charity	Bayside Bandemonium	1,000
Ink People, Inc	Eureka, CA 95501	Public Charity	Bayside Bandemonium	1,000
Bolsa Chica Land Trust	Huntington Beach, CA 92649	Public Charity	Unrestricted Grant	10,000
Long Beach BLAST	Long Beach, CA 90813	Public Charity	Unrestricted Grant	10,000
Rancho Los Alamitos	Long Beach, CA 90815	Public Charity	Unrestricted Grant	15,000
University Of Redlands	Redlands, CA 92373-0999 U S	Public Charity	Juvenile Offenders Program	2,000
University Of Redlands	Redlands, CA 92373-0999 U S	Public Charity	Juvenile Offenders Program	5,000
University Of Redlands	Redlands, CA 92373-0999 U S	Public Charity	Juvenile Offenders Program	3,000
University Of Redlands	Redlands, CA 92373-0999 U S	Public Charity	Juvenile Offenders Program	5,950
Hawaii Preparatory Academy	Kamuela, HI 96743-8476	Public Charity	Student Congress on Sustainability	10,000
Oceania Community Health	Honolulu, HI 96822	Public Charity	Field Trip Charter	10,000
Oceania Community Health	Honolulu, HI 96822	Public Charity	Community Health Projects	10,000
Aka'ula School	Kaunakakai, HI 96748	Public Charity	Unrestricted Grant	10,000
Waimea Country School	Kamuela, HI 96743	Public Charity	Unrestricted Grant	5,000
Friends Of The Bond Memorial Library	Kapaau, HI 96755	Public Charity	Purchase of Furniture and Equipment	5,000
A.K Smiley Public Library	Redlands, CA 92373	Public Charity	Unrestricted Grant	13,000

WILL J. REID FOUNDATION  
SCHEDULE OF CHARITABLE DISTRIBUTIONS FOR FORM 990PF  
FOR THE YEAR ENDED 12-31-09

Name	Address	Foundation Status	Purpose	Amount
University Of Redlands	Redlands, CA 92373-0999 U.S	Public Charity	Unrestricted Grant	66,000
Lincoln Memorial Shrine	Redlands, CA 92373	Public Charity	Unrestricted Grant	5,000
Family Service Association Of Redlands	Redlands, CA 92374	Public Charity	Unrestricted Grant	10,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	VRM scholarship	2,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	VRM scholarship	2,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	VRM scholarship	2,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	VRM scholarship	2,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	VRM scholarship	2,000
YMCA Of Redlands	Redlands, CA 92373	Public Charity	Unrestricted Grant	7,000
Simmons College	Boston, MA 02115	Public Charity	SOM. Pathways for Entrepreneurship, yr 1	26,000
Las Amigas	Heber, CA 92249	Public Charity	Unrestricted Grant	7,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Unrestricted Grant	55,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Unrestricted Grant	25,000
Institute for the Study of Human Knowledge	Los Altos, CA 94022	Public Charity	Unrestricted Grant	6,000
Hawaii Preparatory Academy	Kamuela, HI 96743-8476	Public Charity	Hoopoe Projects books & teacher mentor training	7,500
Hawaii Preparatory Academy	Kamuela, HI 96743-8476	Public Charity	Kulia Fund - endowment for disadvantaged students	2,500
Hualalai Academy	Kailua-Kona, HI 96740	Public Charity	Kulia Fund - endowment for disadvantaged students	20,000
Inkwell	Washington, DC 20003	Public Charity	Matching funds for annual appeal	5,000
Hawai Forest Journal	Kailua-Kona, HI 96745	Public Charity	Unrestricted Grant	5,000
Island School	Lihue, HI 96766	Public Charity	Hawai Forest Journal	10,000
Paniolo Preservation Society	Kamuela, HI 96743	Public Charity	Annual Fund	5,000
North Hawaii Hospice Inc	Kamuela, HI 96743	Public Charity	Paniolo Artisan Showcase	1,500
Bay Area Surgical Missions	San Francisco, CA 94110	Public Charity	Unrestricted Grant	5,000
EXCEED	Hemet, CA 92543	Public Charity	Aid for Philipines	500
Friends Of Cabrillo Marine Aquarium	San Pedro, CA 90731	Public Charity	Tierra Buena Community Garden	15,000
Long Beach Symphony Orchestra	Long Beach, CA 90803	Public Charity	Virginia Reid Moors Library	10,000
			Honoring Aggie Mulhearn for Education/Outreach	
				<u>\$ 898,350</u>

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

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SOURCE	AMOUNT
ALTURA CREDIT UNION	8,661.
BANK OF AMERICA	7,061.
E-TRADE	7,242.
MISSION COMMUNITY BANK	1,909.
NEW CITY SCHOOL	13,750.
SHOREBANK	4,277.
TD AMERITRADE	12,093.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	54,993.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CUSO FINANCIAL SERVICES LP	298.	0.	298.
E TRADE	52,159.	0.	52,159.
TD AMERITRADE	110,043.	584.	109,459.
TOTAL TO FM 990-PF, PART I, LN 4	162,500.	584.	161,916.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COMMONFUND CAPITAL PARTNERS IV	-5,687.	-5,687.	
OTHER INVESTMENT INCOME	1,977.	1,977.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-3,710.	-3,710.	

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FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,437.	0.		7,437.
TO FORM 990-PF, PG 1, LN 16B	7,437.	0.		7,437.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	1,996.	1,996.		0.
STATE FILING FEES	105.	0.		105.
FEDERAL EXCISE TAXES	4,241.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,342.	1,996.		105.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	588.	0.		588.
OFFICE SUPPLIES AND EXPENSES	4,003.	0.		0.
EDUCATION	778.	0.		778.
FINANCE CHARGES	16.	0.		16.
TO FORM 990-PF, PG 1, LN 23	5,385.	0.		1,382.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
PRIOR YEAR PREPAID EXCISE TAXES	2,415.
ADJUSTMENT FOR CHANGE IN BASIS	112,016.
TOTAL TO FORM 990-PF, PART III, LINE 3	114,431.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	2,546,465.	1,910,108.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,546,465.	1,910,108.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	200,000.	201,566.
TOTAL TO FORM 990-PF, PART II, LINE 10C	200,000.	201,566.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	11,422,090.	11,523,510.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,422,090.	11,523,510.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT    11

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	670.	368.	302.
COMPUTER	2,170.	977.	1,193.
COMPUTER	2,975.	1,240.	1,735.
TOTAL TO FM 990-PF, PART II, LN 14	5,815.	2,585.	3,230.

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FORM 990-PF      OTHER ASSETS      STATEMENT    12

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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	703,677.	702,121.	603,121.
TO FORM 990-PF, PART II, LINE 15	703,677.	702,121.	603,121.

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FORM 990-PF      OTHER LIABILITIES      STATEMENT    13

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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAXES PAYABLE	0.	1,826.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	1,826.



FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
E M WESTBROOK 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	PRESIDENT/TREASURER 20.00	0.	0.	0.
C R MOORE 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	SECRETARY 4.00	0.	0.	0.
C G BURGESS 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	VICE-PRESIDENT 4.00	0.	0.	0.
W J HANCOCK 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	VICE-PRESIDENT 8.00	0.	0.	0.
W R MOORE 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	DIRECTOR 4.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

Type or print  File by the due date for filing your return. See instructions.	Name of Exempt Organization  <b>WILL J. REID FOUNDATION</b>	Employer identification number  <b>95-6041915</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>2801 E. OCEAN BOULEVARD</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>LONG BEACH, CA 90803-2521</b>	

**Check type of return to be filed** (file a separate application for each return):

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

**ELIZABETH MOORE WESTBROOK**

- The books are in the care of ▶ **40425 PAGEANT PLACE - HEMET, CA 92544-8117**  
Telephone No. ▶ **951-658-9493** FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶ ☒ calendar year **2009** or  
▶ ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>0.</b>
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>4,320.</b>
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 4-2009)