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Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 02/01 **, 2009, and ending** 01/31, **20**10

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
MELITTA S. PICK CHARITABLE TRUST
C/O GEORGE A. DIONISOPOULOS

Number and street (or P O box number if mail is not delivered to street address) Room/suite
FOLEY & LARDNER LLP
777 EAST WISCONSIN AVENUE

City or town, state, and ZIP code
MILWAUKEE, WI 53202-5306

A Employer identification number 23-7243490

B Telephone number (see page 10 of the instructions) (414) 271-2400

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 17,473,077.

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	557.	557.		ATCH 1
	4	Dividends and interest from securities	460,930.	460,930.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	144,201.			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		144,201.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	10,526.	0.		ATCH 3
	12	**Total.** Add lines 1 through 11	616,214.	605,688.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	100,000.	40,000.	0.	60,000.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) *	49,876.	49,876.		0.
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) **	11,560.	1,034.		0.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 7	244.	122.		122.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	161,680.	91,032.	0.	60,122.
	25	Contributions, gifts, grants paid	1,394,000.			1,394,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,555,680.	91,032.	0.	1,454,122.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-939,466.			
	b	**Net investment income** (if negative, enter -0-)		514,656.		
	c	**Adjusted net income** (if negative, enter -0-)			-0-	

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12

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	636,644.	611,736.	611,736.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	83.		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) **	3,660,995.	1,411,174.	1,431,440.
	b	Investments - corporate stock (attach schedule) ATCH 9	8,301,907.	9,637,251.	11,624,310.
	c	Investments - corporate bonds (attach schedule) ATCH 10	3,612,022.	3,612,022.	3,805,591.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	16,211,651.	15,272,183.	17,473,077.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	16,211,651.	15,272,183.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,211,651.	15,272,183.	

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	16,211,651.
2	Enter amount from Part I, line 27a	2	-939,466.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,272,185.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 11	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,272,183.

**ATCH 8

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	144,201.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,465,952.	20,025,453.	0.073204
2007	1,508,717.	24,163,728.	0.062437
2006	1,283,555.	24,692,754.	0.051981
2005	919,364.	24,680,950.	0.037250
2004	1,269,421.	24,475,172.	0.051866

2	**Total** of line 1, column (d)	2	0.276738
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055348
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	16,785,525.
5	Multiply line 4 by line 3	5	929,045.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,147.
7	Add lines 5 and 6	7	934,192.
8	Enter qualifying distributions from Part XII, line 4	8	1,454,122.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____________ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	5,147.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	5,147.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,147.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	10,526.		
b	Exempt foreign organizations-tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	10,526.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
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	5,379.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 5,379. **Refunded** ▶			11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ WI,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GEORGE A. DIONISOPOULOS Telephone no ▶ 414-297-5750

Located at ▶ 777 E. WISCONSIN AVENUE MILWAUKEE, WI ZIP + 4 ▶ 53202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				**Yes**	**No**
1a During the year did the foundation (either directly or indirectly)					
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?			1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?			1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No			
If "Yes," list the years ▶ ______, ______, ______, ______					
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)			2b		X
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?	☐ Yes	☒ No			
b If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*			3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?			4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		0.	0.	0.

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

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

Total *number of other employees paid over $50,000* ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	16,483,348.
b	Average of monthly cash balances	1b	557,794.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	17,041,142.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	17,041,142.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	255,617.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,785,525.
6	**Minimum investment return.** Enter 5% of line 5	6	839,276.

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

1	Minimum investment return from Part X, line 6			1	839,276.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,147.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,147.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	834,129.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	834,129.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	834,129.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,454,122.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,454,122.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	5,147.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,448,975.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					834,129.
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only					
b	Total for prior years 20 07 ,20 06 ,20 05					
3	Excess distributions carryover, if any, to 2009					
a	From 2004					
b	From 2005					
c	From 2006	19,535.				
d	From 2007	329,519.				
e	From 2008	473,191.				
f	**Total** of lines 3a through e		822,245.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,454,122.					
a	Applied to 2008, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d	Applied to 2009 distributable amount					834,129.
e	Remaining amount distributed out of corpus		619,993.			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,442,238.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions					
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)					
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		1,442,238.			
10	Analysis of line 9					
a	Excess from 2005					
b	Excess from 2006	19,535.				
c	Excess from 2007	329,519.				
d	Excess from 2008	473,191.				
e	Excess from 2009	619,993.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

ATTACHMENT 13

b The form in which applications should be submitted and information and materials they should include.

ATTACHMENT 14

c Any submission deadlines:

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

ATTACHMENT 15

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 16				
Total . . . . ▶ **3a**				1,394,000.
b *Approved for future payment*				
ATTACHMENT 17				
Total . . . . ▶ **3b**				1,400,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	557.	
4 Dividends and interest from securities			14	460,930.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	144,201.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 18					10,526.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				605,688.	10,526.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 616,214.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
11	EXCISE TAX REFUND

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date: 6/14/10

Title: CO-TRUSTEE

Paid Preparer's Use Only

Preparer's signature

Date: 6/14/2010

Check if self-employed ☐

Preparer's identifying number (See Signature on page 30 of the instructions): 388-40-5837

Firm's name (or yours if self-employed), address, and ZIP code:
FOLEY & LARDNER LLP
777 E. WISCONSIN AVE.
MILWAUKEE, WI 53202-5306

EIN 39-0473800

Phone no 414-271-2400

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED SCHEDULE.						
							-196,471.	
		SEE ATTACHED SCHEDULE.						
							340,672.	
TOTAL GAIN(LOSS)		....					144,201.	

ACCOUNT # 6016026
TAX ID 23-7243490
FROM 02/01/2009
TO 01/31/2010
FISCAL YEAR: 01/31

FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

AS OF 06/14/2010
RUN JUN 14 2010

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM CAPITAL GAIN (LOSS)				
6000 SHARES OF GENERAL ELECTRIC COMPANY	02/17/2009 11/21/2008	65,363.63	79,021.20	(13,657.57)
4200 SHARES OF CHEVRON CORP NEW	04/13/2009 12/17/2008	279,619.98	329,234.22	(49,614.24)
2800 SHARES OF BECTON DICKINSON AND COMPANY	04/29/2009 05/22/2008	171,451.63	235,906.10	(64,454.47)
1000 SHARES OF EXXON MOBIL CORP	05/12/2009 12/03/2008	69,838.20	78,089.00	(8,250.80)
4800 SHARES OF GAMESTOP CORP NEW CL A	05/21/2009 04/02/2009	105,440.80	143,771.04	(38,330.24)
1000000 UNITS OF UNITED STATES TREASURY NOTE 4.875% 05/31/2009	05/31/2009 08/22/2008	1,000,000.00	1,021,132.81	(21,132.81)
4800 SHARES OF ACCENTURE LTD	06/09/2009 01/26/2009	143,967.01	153,782.40	(9,815.39)
2300 SHARES OF MOSAIC CO	07/06/2009 10/28/2008	98,601.22	62,403.37	36,197.85
250000 UNITS OF FEDERAL FARM CR BKS CONS BD 3.875% 07/28/2011	07/28/2009 08/04/2008	250,000.00	250,000.00	0.00
5000 SHARES OF EXXON MOBIL CORP	07/30/2009 10/28/2008	350,948.97	342,995.00	7,953.97
2200 SHARES OF TRANSOCEAN LTD REG SHS	08/11/2009 05/12/2009	163,021.30	163,135.06	(113.76)
4400 SHARES OF FAMILY DOLLAR STORES, INC.	09/24/2009 04/16/2009	115,310.91	144,882.76	(29,571.85)
900 SHARES OF AUTOZONE INC	10/08/2009 01/06/2009	132,949.44	124,408.53	8,540.91

ACCOUNT # 6016026
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FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST
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GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED				
1100 SHARES OF AUTOZONE INC	10/08/2009 03/26/2009	162,493.76	178,218.04	(15,724.28)
2500 SHARES OF COGNIZANT TECH SOL CL A	10/20/2009 05/05/2009	102,035.12	68,083.75	33,951.37
1000 SHARES OF FIRST SOLAR INC	11/02/2009 07/31/2009	121,110.28	156,400.30	(35,290.02)
1000 SHARES OF COGNIZANT TECH SOL CL A	11/20/2009 05/05/2009	43,448.88	27,233.50	16,215.38
700 SHARES OF AMGEN INC	12/01/2009 12/29/2008	39,628.85	39,713.03	(84.18)
4000 SHARES OF PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR	01/22/2010 05/12/2009	167,993.86	160,013.60	7,980.26
3000 SHARES OF PETROLEO BRASILEIRO SA PETROBR SPONSORED ADR	01/22/2010 10/20/2009	125,995.40	147,267.00	(21,271.60)
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		3,709,219.24	3,905,690.71	(196,471.47)

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MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

AS OF 06/14/2010
RUN JUN 14 2010

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
LONG TERM CAPITAL GAIN (LOSS)				
22000 SHARES OF GENERAL ELECTRIC COMPANY	02/17/2009 07/05/1979	239,666.65	23,033.54	216,633.11
5000 SHARES OF GENENTECH INC.	02/23/2009 09/19/2007	427,385.60	399,500.00	27,885.60
5000 SHARES OF LOCKHEED MARTIN CORPORATION	03/03/2009 09/14/2006	297,195.83	414,496.50	(117,300.67)
RECEIPT OF CASH FROM EL PASO CORP		1,037.18		1,037.18
3000 SHARES OF PROCTER & GAMBLE COMPANY	05/06/2009 03/26/2003	149,876.14	132,897.00	16,979.14
4000 SHARES OF JOHNSON & JOHNSON	05/06/2009 11/08/1995	216,560.43	82,192.58	134,367.85
2000 SHARES OF NORTHERN TRUST CORP	05/12/2009 01/20/1989	106,797.05	7,500.00	99,297.05
1500 SHARES OF VISA INC CL A	05/12/2009 04/22/2008	99,469.49	107,589.50	(8,120.01)
3000 SHARES OF ORACLE CORP	05/12/2009 11/06/2006	54,898.58	54,420.00	478.58
200000 UNITS OF UNITED STATES TREASURY NOTE 3.5% 08/15/2009	06/23/2009 08/16/2007	200,960.94	197,617.19	3,343.75
2000 SHARES OF MONSANTO CO	06/23/2009 04/22/2008	155,762.79	256,369.00	(100,606.21)
1800000 UNITS OF UNITED STATES TREASURY NOTE 3.5% 08/15/2009	08/15/2009 08/16/2007	1,800,000.00	1,778,554.69	21,445.31
2000 SHARES OF J.P.MORGAN CHASE & CO	10/20/2009 04/06/2004	92,597.61	83,120.00	9,477.61

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TO 01/31/2010
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FOLEY & LARDNER LLP TRUST ACCT'G
Gain and Loss Report
MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED				
500 SHARES OF APPLE INC.	11/20/2009 12/26/2007	99,652.18	99,980.81	(328.63)
1000 SHARES OF FLUOR CORP NEW	11/20/2009 11/18/2008	43,660.87	32,705.70	10,955.17
2800 SHARES OF AMGEN INC	12/01/2009 11/25/2008	158,515.40	154,458.36	4,057.04
RECEIPT OF CASH FROM UNITED HEALTH GROUP INCORPORATED		21,070.24		21,070.24
TOTAL LONG TERM CAPITAL GAIN (LOSS)		4,165,106.98	3,824,434.87	340,672.11
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		3,709,219.24	3,905,690.71	(196,471.47)
GRAND TOTAL SHORT & LONG TERM GAIN (LOSS)		7,874,326.22	7,730,125.58	144,200.64

ACCOUNT # 6016026
TAX ID 23-7243490
FROM 02/01/2009
TO   01/31/2010
FISCAL YEAR: 01/31

FOLEY & LARDNER LLP TRUST ACCT'G
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GEORGE DIONISOPOULOS, TRUSTEES

SUMMARY OF CAPITAL GAINS AND LOSSES

TOTAL SHORT TERM CAPITAL GAIN (LOSS)	(196,471.47)	
NET SHORT TERM CAPITAL GAIN (LOSS)	(196,471.47)	(196,471.47)
TOTAL LONG TERM CAPITAL GAIN (LOSS)	340,672.11	
NET LONG TERM CAPITAL GAIN (LOSS)	340,672.11	340,672.11
NET CAPITAL GAIN (LOSS)		144,200.64
		===================
TOTAL GAIN/LOSS FROM SALES WITH UNKNOWN COST/ACQUISITION DATE	0.00	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FANDL - FIRST AMERICAN FUNDS		557.	557.
	TOTAL	557.	557.

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BOND AND NOTE INTEREST		273,733.	273,733.
DIVIDENDS		187,197.	187,197.
	TOTAL	460,930.	460,930.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2008/2009 EXCISE TAX REFUND		10,526.	0.
	TOTALS	10,526.	0.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOLEY & LARDNER LLP	100,000.*	40,000.		60,000.
TOTALS	100,000.	40,000.	0.	60,000.

*PAYMENTS TO FOLEY & LARDNER LLP INCLUDE TRUSTEE SERVICES OF GEORGE A. DIONISOPOULOS, A PARTNER OF FOLEY & LARDNER LLP, AND LEGAL, TRUST ACCOUNTING AND TAX SERVICES. FOLEY & LARDNER LLP IS NOT A "DISQUALIFIED PERSON" WITH RESPECT TO THE TRUST.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NORTHSTAR CAPITAL MGMT INC.	49,876.	49,876.	0.
TOTALS	49,876.	49,876.	0.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
2009/2010 ESTIMATED TAXES	10,526.	0.	0.
FOREIGN TAXES	1,034.	1,034.	0.
TOTALS	11,560.	1,034.	0.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
REIMB OF ATTY DISBURSEMENTS		244.	122.	122.
	TOTALS	244.	122.	122.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TREASURY NOTES--SEE ATTACHED SCHEDULE.	0.	0.
US GOVERNMENT AGENCIES--SEE ATTACHED SCHEDULE.	413,690.	431,750.
TREASURY BILLS--SEE ATTACHED SCHEDULE.	997,484.	999,690.
US OBLIGATIONS TOTAL	1,411,174.	1,431,440.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON STOCK - SEE ATTACHED SCHEDULE.	8,825,433.	10,831,542.
MUTUAL FUNDS - SEE ATTACHED SCHEDULE.	811,818.	792,768.
TOTALS	9,637,251.	11,624,310.

MELITTA S. PICK CHARITABLE TRUST 23-7243490

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE BONDS & NOTES--SEE ATTACHED SCHEDULE.	3,612,022.	3,805,591.
TOTALS	3,612,022.	3,805,591.

SCHEDULE OF INVESTMENTS

MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

ACCT 6016026

ASSETS HELD 01/31/2010
VALUED AS OF 01/31/2010

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
	PRINCIPAL CASH			1,008,646.27		1,008,646.27		
	INCOME CASH			1,008,646.27-		1,008,646.27-		
	TOTAL CASH			0.00*		0.00*	0*	
	MONEY MARKET FUNDS =================							
	FIRST AMERICAN FUNDS GOVERNMENT OBLIGATIONS - CLASS Y			611,736.46		611,736.46	122	0.0
	U.S. TREASURY BILLS ==================							
1,000,000	UNITED STATES TREASURY BILLS DUE 06/03/2010	08/21/2009	99.75	997,484.44	99.969	999,690.00	3,222	0.3
	U.S. GOVERNMENT AGENCIES =======================							
200,000	FHLB CONS 5.75% 05/15/2012	11/16/2006	104.12	208,238.00	110.156	220,312.00	11,500	5.2
200,000	FHLMC REFRNCE 5.625% 03/15/2011	11/16/2006	102.73	205,452.00	105.719	211,438.00	11,250	5.3
	TOTAL U.S. GOVERNMENT AGENCIES			413,690.00*		431,750.00*	22,750*	5.3*
	CORPORATE BOND & NOTES =====================							
250,000	BANK OF AMERICA FDIC GTD TLGP 3.125% 06/15/2012	12/10/2008	101.08	252,695.00	104.368	260,920.00	7,813	3.0
200,000	COLGATE PALMOLIVE CO MTNS BE FR 5.2% 11/07/2016	11/17/2006	99.90	199,794.00	111.169	222,338.00	10,400	4.7
200,000	GENERAL ELEC CO 5% 02/01/2013	11/16/2006	99.00	197,992.00	106.95	213,900.00	10,000	4.7
300,000	GENERAL ELEC CAP CORP MTN BE SR NT 4.8% 05/01/2013	09/05/2008	100.12	300,348.00	105.947	317,841.00	14,400	4.5
200,000	GOLDMAN NOTE 5.35% 01/15/2016	12/06/2006	100.61	201,220.00	105.126	210,252.00	10,700	5.1
250,000	GOLDMAN SACHS GP INC FDIC TLGP 3.25% 06/15/2012	12/10/2008	101.43	253,562.50	104.707	261,767.50	8,125	3.1
200,000	HSBC USA INC FDIC TLGP 3.125% 12/16/2011	12/10/2008	100.25	200,490.00	104.035	208,070.00	6,250	3.0
200,000	JPMORGAN CHASE & CO FDIC TLGP 2.625% 12/01/2010	12/10/2008	100.65	201,304.00	101.967	203,934.00	5,250	2.6
300,000	MERCK & CO INC NT 4.75% 03/01/2015	09/09/2008	102.00	306,000.00	108.546	325,638.00	14,250	4.4
200,000	MERRILL LYNCH LYNCH CO INC MTN BE FR 5.45% 07/15/2014	01/03/2007	101.12	202,234.00	105.555	211,110.00	10,900	5.2

MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

ACCT 6016026

ASSETS HELD 01/31/2010
VALUED AS OF 01/31/2010

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
300,000	PEPSICO INC SR NT 5% 06/01/2018	09/10/2008	101.00	302,988.00	106.406	319,218.00	15,000	4.7
200,000	PROCTER & GAMBLE NOTE 4.95% 08/15/2014	12/06/2006	99.46	198,926.00	109.724	219,448.00	9,900	4.5
200,000	REGIONS BK ALA MTN FDIC TLGP GTD 2.75% 12/10/2010	12/10/2008	100.22	200,434.00	102.156	204,312.00	5,500	2.7
200,000	SUNTRUST BK MTN FDIC TLGP GTD 3% 11/16/2011	12/10/2008	99.81	199,616.00	103.713	207,426.00	6,000	2.9
200,000	3M CO MEDIUM TERM NTS BK ENTRY 4.375% 08/15/2013	08/20/2008	100.38	200,754.00	108.009	216,018.00	8,750	4.1
200,000	WAL-MART 4.125% 07/01/2010	01/17/2007	96.83	193,664.00	101.699	203,398.00	8,250	4.1
	TOTAL CORPORATE BOND & NOTES			3,612,021.50*		3,805,590.50*	151,488*	4.0*
	COMMON STOCK ============							
6,500	ABBOTT LABORATORIES	01/21/2009	51.99	337,905.25	52.94	344,110.00	10,400	3.0
2,300	AMERICAN ELECTRIC POWER CO., INC.	08/25/2009	31.63	72,749.00	34.65	79,695.00	3,772	4.7
2,000	APPLE INC.	04/28/2008	185.85	371,692.87	192 1/16	384,125.00	0	
4,300	B M C SOFTWARE INC	03/23/2009	32.30	138,901.18	38.64	166,152.00	0	
15,000	BRISTOL-MYERS SQUIBB CO	03/24/2009	20.88	313,260.34	24.36	365,400.00	19,200	5.3
600	CME GROUP INC	03/26/2009	253.89	152,336.28	286.82	172,092.00	2,760	1.6
5,600	CENTERPOINT ENERGY INC	08/25/2009	12.91	72,275.84	13.95	78,120.00	4,368	5.6
9,000	COGNIZANT TECH SOL CL A	05/05/2009	27.23	245,101.50	43.66	392,940.00	0	
6,000	COLGATE-PALMOLIVE COMPANY	10/25/1994	15.04	90,269.94	80.03	480,180.00	10,560	2.2
1,800	CONSOLIDATED EDISON INC	08/25/2009	40.61	73,098.00	43.74	78,732.00	4,284	5.4
2,100	DOMINION RESOURCES INC (NEW)	08/25/2009	34.56	72,576.00	37.46	78,666.00	3,843	4.9
4,700	DUKE ENERGY CORP NEW	08/25/2009	15.75	74,025.00	16.53	77,691.00	4,512	5.8
15,900	EBAY INC	08/03/2009	18.87	300,059.40	23.02	366,018.00	0	
1,400	EXELON CORPORATION	08/25/2009	51.24	71,736.00	45.62	63,868.00	2,940	4.6
3,200	FMC TECHNOLOGIES INC	10/08/2009	54.84	175,493.12	53.17	170,144.00	0	
4,000	FLUOR CORP NEW	11/18/2008	32.71	130,822.80	45.34	181,360.00	2,000	1.1
3,500	FLOWSERVE CORP COMMON STOCK	10/20/2009	82.74	289,579.10	90.17	315,595.00	3,780	1.2
4,500	GILEAD SCIENCES	05/22/2008	53.91	242,581.34	48.27	217,215.00	0	
1,800	GOLDMAN SACHS GROUP INC	10/08/2009	145.24	261,435.30	148.72	267,696.00	2,520	0.9
500	GOOGLE INC	01/26/2009	322.22	161,111.10	529.944	264,972.00	0	
8,000	HEWLETT-PACKARD COMPANY	11/25/2008	33.19	265,485.60	47.07	376,560.00	2,560	0.7
12,000	HUDSON CITY BANCORP	04/22/2009	12.80	153,620.40	13.27	159,240.00	7,200	4.5
3,600	INTERNATIONAL BUSINESS MACHINES CORP.	06/05/2008	128.15	461,329.55	122.39	440,604.00	7,920	1.8
10,000	J P.MORGAN CHASE & CO	01/05/2005	40.16	401,601.00	38.94	389,400.00	2,000	0.5
6,000	JOHNSON & JOHNSON	11/08/1995	20.55	123,288.86	62.86	377,160.00	11,760	3.1

MELITTA S. PICK CHARITABLE TRUST
JOAN M. PICK AND
GEORGE DIONISOPOULOS, TRUSTEES

ACCT 6016026

ASSETS HELD 01/31/2010
VALUED AS OF 01/31/2010

UNITS	DESCRIPTION	LATEST ACQ DATE	UNIT TAX COST	TAX COST	CURRENT PRICE	MARKET VALUE	EST INC	YIELD
4,000	MCAFEE INC	06/10/2009	40.56	162,242.80	37.70	150,800.00	0	
8,000	MCDONALD'S CORPORATION	08/06/2008	62.30	498,360.00	62.43	499,440.00	17,600	3.5
3,900	MEDCO HEALTH SOLUTIONS INC.	12/09/2008	40.69	158,679.69	61.48	239,772.00	0	
3,700	MOSAIC CO	10/28/2008	27.13	100,388.03	53.51	197,987.00	740	0.4
5,000	NIKE INC. CLASS B	04/29/2009	52.99	264,937.83	63 3/4	318,750.00	5,400	1.7
6,500	NORTHERN TRUST CORP	01/20/1989	3.75	24,375.00	50.52	328,380.00	7,280	2.2
18,000	ORACLE CORP	05/22/2008	20.05	360,840.00	23.06	415,080.00	3,600	0.9
7,000	PROCTER & GAMBLE COMPANY	03/26/2003	44.30	310,093.00	61.55	430,850.00	12,320	2.9
1,900	PROGRESS ENERGY INC	08/25/2009	39.78	75,585.99	38.97	74,043.00	4,712	6.4
3,900	QUALCOMM INC INC	11/18/2009	45.48	177,354.06	39.19	152,841.00	2,652	1.7
5,000	SOCIEDAD QUIMICA Y MINERA DE CHILE SA	08/12/2009	36.32	181,623.00	36.38	181,900.00	5,065	2.8
2,300	SOUTHERN COMPANY	08/25/2009	31.68	72,864.00	32	73,600.00	4,025	5.5
7,500	SOUTHWESTERN ENERGY CO. COMMON STOCK PAR VALUE $1.00	04/29/2009	35.30	264,779.55	42.88	321,600.00	1,800	0.6
5,500	VISA INC CL A	04/22/2008	64.26	353,430.50	82.03	451,165.00	2,750	0.6
8,000	WAL-MART STORES INC.	08/15/2008	59.94	479,518.40	53.43	427,440.00	8,720	2.0
4,300	YUM BRANDS, INC.	07/15/2009	34.09	146,587.00	34.21	147,103.00	3,612	2.5
3,300	NOBLE CORPORATION BAAR NAMEN-AKT ADR	11/10/2009	42.86	141,439.32	40.32	133,056.00	660	0.5
	TOTAL COMMON STOCK			8,825,432.94*		10,831,542.00*	187,315*	1.7*
	EQUITY MUTUAL FUNDS ===================							
16,000	VANGUARD TAX-MANAGED FD EUROPE PAC ETF	10/06/2009	33.74	539,801.60	32.34	517,440.00	13,056	2.5
	EQUITY ETFS ===========							
7,200	VANGUARD EMERGING MARKETS ETF	10/06/2009	37.78	272,016.00	38.24	275,328.00	3,924	1.4
	FUND			15,272,182.94*		17,473,076.96*	381,877*	2.2*

ATTACHMENT 11

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING ADJUSTMENT		2.
	TOTAL	2.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GEORGE A. DIONISOPOULOS 777 E. WISCONSIN AVE. MILWAUKEE, WI 53202	CO-TRUSTEE 1.00	0.	0.	0.
JOAN M. PICK 604 MIDLAND AVENUE WEST BEND, WI 53095	CO-TRUSTEE 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

GEORGE A. DIONISOPOULOS
777 E. WISCONSIN AVENUE
MILWAUKEE, WI 53202-5306
414-297-5750

ATTACHMENT 14

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

NO PARTICULAR FORM IS REQUIRED BUT APPLICATIONS SHOULD BE IN WRITING TO RECEIVE CONSIDERATION.

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS ARE GIVEN TO ORGANIZATIONS AND NOT INDIVIDUALS. THE FOUNDATION'S PRESENT PLANS PRECLUDE EXTENSIVE CONSIDERATION OF UNSOLICITED REQUESTS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED SCHEDULE	NONE PUBLIC CHARITIES	UNRESTRICTED GRANTS	1,394,000
		TOTAL CONTRIBUTIONS PAID	1,394,000

MELITTA S. PICK CHARITABLE TRUST
EIN 23-7243490
Attachment to Form 990-PF for Fiscal Year Ending January 31, 2010

Part XV, Line 3(a) - Contributions

Above the Clouds, Milwaukee, WI	5,000.00
American Cancer Society, Milwaukee, WI	5,000 00
American Red Cross, Dallas, TX	10,000 00
Bay Lakes Council - Boy Scouts of America, Menasha, WI	5,000.00
Big Brothers/Big Sisters of Metropolitan Milwaukee, Milwaukee, WI	5,000.00
Big Brothers/Big Sisters of Washington County, West Bend, WI	5,000.00
Cedar Community Foundation, Inc., West Bend, WI	25,000.00
Center for Deaf-Blind Persons, Inc., Milwaukee, WI	5,000.00
MPTV Friends, Inc., Milwaukee, WI	2,500.00
Citizen Advocacy Program of Washington County, West Bend, WI	5,000.00
Dr James E. Albrecht Free Clinic Inc., West Bend, WI	5,000.00
Family Center of Washington County, West Bend, WI	5,000.00
Great Blue Heron Girl Scouts, Incorporated, Waukesha, WI	5,000.00
Hunger Task Force of Milwaukee, Milwaukee, WI	20,000.00
Juvenile Diabetes Research Foundation, New York, NY	50,000 00
Kettle Moraine YMCA, Inc., West Bend, WI	7,500.00
Literacy Services of Wisconsin, Inc., Milwaukee, WI	10,000.00
Milwaukee Art Museum, Milwaukee, WI	400,000.00
Milwaukee Institute of Art & Design, Milwaukee, WI	10,000 00
Milwaukee Public Museum, Milwaukee, WI	100,000.00
Milwaukee School of Engineering, Milwaukee, WI	15,000.00
Milwaukee Symphony Orchestra, Inc., Milwaukee, WI	100,000.00
Neighborhood House of Milwaukee, Milwaukee, WI	35,000.00
Friends of Old World Wisconsin, Inc., Eagle, WI	25,000.00
Ozaukee Family Services, Cedarburg, WI	20,000.00
Planned Parenthood Association of Washington County, West Bend, WI	2,000.00
Prevent Blindness Wisconsin, Milwaukee, WI	5,000 00
Riveredge Nature Center, Inc., Newburg, WI	10,000.00
St. Benedict the Moor, Milwaukee, WI	15,000 00
The Salvation Army, Milwaukee, WI	20,000.00
Senior Citizens Activities, Inc., West Bend, WI	1,000.00
Sheboygan & Plymouth Area United Way, Inc., Sheboygan, WI	10,000.00
Sheboygan County YMCA, Sheboygan, WI	15,000.00
Threshold, Inc , West Bend, WI	35,000.00
United Performing Arts Fund, Milwaukee, WI	100,000.00
United Way of Washington County, West Bend, WI	50,000 00
Volunteer Center of Washington County, West Bend, WI	5,000.00
Volunteer Services for the Visually Handicapped, Inc., Milwaukee, WI	6,000.00
Washington County Historical Society, West Bend, WI	35,000.00
Washington County Humane Society, Inc., Slinger, WI	5,000.00
West Bend Community Foundation (Museum of Wisconsin Art Endowment Fund), Milwaukee, WI	200,000.00
Total	1,394,000.00

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WEST BEND COMMUNITY FOUNDATION WEST BEND, WI	NONE PUBLIC CHARITY	UNRESTRICTED GRANT	1,400,000 *
		TOTAL CONTRIBUTIONS APPROVED	1,400,000

*CONTRIBUTIONS WILL BE MADE IN EQUAL ANNUAL INSTALLMENTS ENDING IN 2016.

MELITTA S. PICK CHARITABLE TRUST 23-7243490

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 18

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
2008/2009 EXCISE TAX REFUND					10,526.
TOTALS					10,526.