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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

2009For calendar year **2009**, or tax year beginning **May 1**, 2009, and ending **April 30**, 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 Harold R. Bechtel Charitable Trust		A Employer identification number 26-1284636
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 563-328-3353
	City or town, state, and ZIP code Davenport, IA 52801		
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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 33,267,450		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
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) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	515,697	515,697		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(293,060)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		(293,060)		
	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) (attach schedule)					
11 Other income (attach schedule)	20,360	20,360			
12 Total. Add lines 1 through 11	242,997	242,997			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	119,020	59,510		59,510
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,052	1,026		1,026
	b Accounting fees (attach schedule)	13,820	6,910		6,910
	c Other professional fees (attach schedule)	42,374	42,374		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	12,878	0		
	19 Depreciation (attach schedule) and depletion	1,814	1,814		
	20 Occupancy	5,818	2,909		2,909
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,154	1,577		1,577
	24 Total operating and administrative expenses. Add lines 13 through 23	200,930	116,120		71,932
	25 Contributions, gifts, grants paid	1,220,150			1,220,150
26 Total expenses and disbursements. Add lines 24 and 25	1,421,080	116,120		1,292,082	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(1,178,083)				
b Net investment income (if negative, enter -0-)		126,877			
c Adjusted net income (if negative, enter -0-)					

914 17

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing	125,964	153,866	153,866		
	2 Savings and temporary cash investments	35,569	128,199	128,199		
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 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					
	10a Investments—U.S. and state government obligations (attach schedule)	349,889	349,676	495,346		
	b Investments—corporate stock (attach schedule)	8,635,928	7,386,915	29,295,229		
	c Investments—corporate bonds (attach schedule)	2,933,132	2,881,011	3,016,413		
	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) ▶	90,000	90,000	90,000		
15 Other assets (describe ▶ Prepaid Taxes & Oil Lease Income)	85,725	88,457	88,457			
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	12,256,207	11,078,124	33,267,510			
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds	203,658	203,658			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	7,401,593	7,401,593			
	29 Retained earnings, accumulated income, endowment, or other funds	4,650,956	3,472,873			
	30 Total net assets or fund balances (see page 17 of the instructions)	12,256,207	11,078,124			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,256,207	11,078,124				

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	12,256,207
2 Enter amount from Part I, line 27a	2	(1,178,083)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	11,078,124
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,078,124

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 Attached 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) 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))
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	
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	(293,060)

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.

(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	1,485,960	31,324,800	.047437
2007	1,842,207	30,505,413	.060389
2006	1,428,866	31,689,205	.045090
2005	1,423,268	29,098,389	.048912
2004	1,134,458	28,110,110	.040358

2 Total of line 1, column (d)	2	.242186
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	.048437
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	29,382,063
5 Multiply line 4 by line 3	5	1,423,179
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,269
7 Add lines 5 and 6	7	1,424,448
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	1,292,082

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
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	1	2,536	
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	2,536	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,536	
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	24,000	
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	24,000	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	21,464	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 5,000 Refunded	11	16,464	

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?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Iowa		
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? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► None	13	✓	
14	The books are in care of ► Sue Klingaman Telephone no. ► 563-328-3333 Located at ► 201 W. 2nd St., #1000, Davenport, IA ZIP+4 ► 52801			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	✓
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** ☐ Yes ☒ No **N/A**

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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 **6a**

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

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 **7a**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** **N/A**

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
R. Richard Bittner 201 W. 2nd St., #1000, Davenport, IA 52801	Trustee 8-20 hrs.	92,502		
Lucille M. Oseland 201 W. 2nd St., #1000, Davenport, IA 52801	Secretary 8-20 hrs.	17,290		

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 ☐ **7c**

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 ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
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	29,658,044
b	Average of monthly cash balances	1b	171,462
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	29,829,506
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	
3	Subtract line 2 from line 1d	3	29,829,506
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	447,443
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,382,063
6	Minimum investment return. Enter 5% of line 5	6	1,469,103

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	1,469,103
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,536
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,536
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,466,567
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,466,567
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	1,466,567

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	1,292,082
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,292,082
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,268
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,290,814

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				1,466,567
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			1,220,059	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 1,292,082				
a Applied to 2008, but not more than line 2a			1,220,059	
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				72,023
e Remaining amount distributed out of corpus				
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				
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				1,394,544
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				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
N/A				
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:

R. Richard Bittner, 201 W. 2nd St., #1000, Davenport, IA 52801; (563) 328-3333

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

Forms furnished upon request.

c Any submission deadlines:

None

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

Geographic only for part of trust; that portion is limited to Scott County, Iowa.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached				
Total				1,220,150
b <i>Approved for future payment</i> None				
Total				0

Enter gross amounts unless otherwise indicated.

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					
4 Dividends and interest from securities					515,697
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					(293,060)
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Oil Lease Income					8,245
b Proceeds from Securities Litigation					11,369
c Interest from IRS					743
d Misc. Income					3
e _____					
12 Subtotal. Add columns (b), (d), and (e)					242,997
13 Total. Add line 12, columns (b), (d), and (e)					242,997

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

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)

[illegible]

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


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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
Harold R. Bechtel Char. Rem. Uni-Trust	501(c)(3)	Common Control
Bechtel Foundation	501(c)(3)	Common Control
Marie H. Bechtel Charitable Trust	501(c)(3)	Common Control
Marie H. Bechtel Char. Rem. Uni-Trust	501(c)(3)	Common Control
See Attached		

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 <u>12/7/11</u>	Trustee Title
	Paid Preparer's Use Only Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code			EIN Phone no.

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Part I, Line 11 - Other Income:

Oil Lease Income (2009)	\$ 8,244.93	
Proceeds from Securities Litigation	11,369.37	
Interest from Internal Revenue Service	742.57	
Misc. Income	<u>3.60</u>	
Total		\$ 20,360.47

Part I, Line 16(a) - Legal Fees:

Jeffrey S. Bittner Law, P.C.	\$ 600.00	
Polsinelli White Vardeman Et Al	<u>1,451.83</u>	
Total		\$ 2,052.00

Part I, Line 16(b) - Accounting Fees:

Sue Klingaman	\$ 1,870.00	
Bookkeeper Services		
Jeffrey S. Bittner Law, P.C.	11,950.00	
Tax Preparation	<u></u>	
Total		\$ 13,820.00

Part I, Line 16(c) - Other Professional Fees:

U.S. Bank, N.A.	\$ 42,374.00
Portfolio Management for 12/01/08-11/30/09	

Part I, Line 18 - Taxes:

2008 990PF Taxes	\$ 12,878.00
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Part I, Line 19 - Depreciation

See Attached Separate Schedule

Part I, Line 23 - Other Expenses:

RK Dixon - leased copier	\$ 297.03	
Office Supplies	108.26	
Postage	77.39	
Oil Lease Expenses	105.23	
IRS User Fee	1,700.00	
Foreign Taxes	864.77	
Misc.	<u>1.20</u>	
Total		\$ 3,153.88

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Part II, Line 2 - Savings and Temporary Cash Investments:

Security	Book	Market
First American Prime Obligation Fund Cl Y	\$128,199.22	\$128,199.22
Total	\$128,199.22	\$128,199.22

Part II, Line 10(a) - U.S. and State Government Obligations:

Security	Book	Market
221.620 F H L M C Partn Cert Pool #170170 9.000 06/01/16	\$ 217.83	\$ 247.21
744.620 F H L M C Partn Cert Pool #170208 9.000 12/01/16	732.22	831.79
350,000, U.S Treasury Bonds Dtd 02-15- 1989 8.875 02-15-2019	348,726.00	494,266.50
Total	\$349,676.05	\$495,345.50

Part II, Line 10(b) - Corporate Stock:

Shares	Source	Book	Market
29,927.281	Pimco Total Return Fund	325,293.44	333,090.64
16,682.555	First American Total Return Bond Fd. Cl. Y	175,000	174,499.53
72,921.029	First American High Income Bond Fd. Cl. Y	564,000	639,517.42
343,028.788	First American Intermediate Term Bond Fd. Cl. Y	2,836,774.26	2,979,169.44
29,950.110	First American Short Term Bond Fund Cl. Y	300,000.00	300,699.10
68,451.832	First American Inflation Pro. Sec. Cl. Y	653,151.58	704,369.35
700.000	Abbott Labs	40,529.65	35,812.00
1,170.000	American Tower Corp.	38,420.83	47,747.70
300.000	Amgen Inc.	15,071.46	17,193.00
770.000	Apache Corp.	50,274.97	78,355.20

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980.000	Apple Inc.	60,530.22	255,868.20
2,100.000	Archer Daniels Midland Co.	30,578.61	58,674.00
250.000	Becton Dickinson & Co.	16,317.00	19,092.50
1,020.000	Best Buy Co. Inc.	18,585.88	46,430.40
1,000.000	Bristol-Myers Squibb Co.	20,598.10	25,310.00
1,300.000	Chevron Corporation	61,919.93	105,872.00
1,150.000	Cisco Systems Inc.	25,735.60	30,969.50
1,000.000	Colgate Palmolive Co.	10,026.75	84,100.00
1,800.000	Conocophillips	42,149.25	106,542.00
700.000	Costco Wholesale Corp.	32,919.57	41,356.00
1,600.000	E O G Res. Inc.	34,038.00	179,392.00
500.000	Emerson Elec. Co.	16,560.00	26,115.00
700.000	Fiserv Inc.	31,810.49	35,791.00
500.000	Freeport-McMoran Copper & Gold Inc.	45,111.05	37,765.00
4,400.000	General Electric Co.	138,140.00	82,984.00
600.000	General Mills Inc.	29,340.00	42,696.00
175.000	Goldman Sachs Group Inc.	26,012.00	25,410.00
4,000.000	Hewlett Packard Co.	131,369.50	207,880.00
500.000	Home Depot Inc.	12,939.00	17,615.00
1,860.000	Illinois Tool Works Inc.	79,794.13	95,046.00
3,000.000	Intel Corp.	55,657.13	68,520.00
950.000	J P Morgan Chase & Co.	27,171.68	40,451.00
1,500.000	Johnson & Johnson	51,111.10	96,450.00
480.000	Medco Health Solutions Inc.	22,938.48	28,281.60
1,550.000	Merck & Co. Inc.	60,847.14	54,312.00
5,250.000	Microsoft Corp.	30,102.31	160,308.75
610.000	Monsanto Co.	47,547.60	38,466.60

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1,100.000	Nike Inc.	72,642.24	83,501.00
2,050.000	Omnicom Group Inc.	97,812.36	87,453.00
4,850.000	Oracle Corporation	81,170.54	125,457.38
1,600.000	P G & E Corp.	63,100.79	70,080.00
850.000	Pepsico Inc.	46,699.28	55,437.00
2,850.000	Pfizer Inc.	35,375.64	47,652.00
1,492.000	Procter & Gamble Co.	65,900.70	92,742.72
2,000.000	Qualcomm Inc.	76,076.92	77,360.00
500.000	Quest Diagnostics Inc.	24,354.74	28,580.00
500.000	Rockwell Collins Inc.	32,513.62	32,500.00
950.000	Target Corporation	47,108.50	54,026.50
3,000.000	Texas Instruments Inc.	81,530.39	78,030.00
600.000	Thermo Fisher Scientific Inc.	29,677.96	33,168.00
1,140.000	Union Pacific Corp.	33,644.00	86,252.40
1,485.000	United Technologies Corp.	48,738.72	111,300.75
3,273.000	U S Bancorp	6,675.89	87,618.21
1,100.000	Wellpoint Inc.	49,267.30	59,180.00
4,300.000	Wells Fargo & Co.	31,779.86	142,373.00
910.000	3M Co.	65,286.96	80,689.70
2,000.000	Accenture Ltd.	43,489.90	87,280.00
1,240.000	Ace Ltd.	68,177.20	65,955.60
400.000	Alcon Inc.	43,977.36	62,344.00
250.000	Potash Corp. Of Saskatchewan	19,694.55	27,625.00
350.000	Teva Pharmaceutical Inds. Ltd. A D R	15,714.30	20,555.50
746,439.000	U.S. Bancorp	47,451.47	19,982,172.03
7,463.000	Piper Jaffray Companies	686.99	293,743.68
Total		\$7,386,914.89	\$29,295,229.40

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Part II, Line 10(c) - Corporate Bonds:

Security	Book	Market
14,685.013 American Europacific Grth F2	485,379.62	558,764.74
8,129.750 First American Mid Cap Grwth. Opp. Fd.	300,905.15	302,255.11
14,967.750 First American Small Cap Gwth. Opp. Cl. Y	282,262.73	309,084.04
4,736.267 Goldman Sachs M C Value Cl. Inst.	145,000.00	155,681.10
2,586.207 Laudus Intl. Marketmasters Fd. Select	39,000.00	43,500.00
9,174.549 Laudus Intl. Marktmaster Inv. Fund	189,093.72	154,224.17
8,035.735 Laudus Rosen Intl. S C Fd. Cl. Inv.	162,952.97	95,062.75
4,752.852 T Rowe Price Mid-Cap Growth Fd. #64	250,000.00	254,752.87
13,459.610 T Rowe Price Mid-Cap Value Fd. Inc.	220,598.33	307,148.30
3,611.412 Scout International Fund	100,000.00	106,211.63
3,058.104 T. Rowe Price Sm. Cap. Value	100,000.00	103,455.66
4,780.876 Templeton Instl. Fds. Inc.	72,000.00	70,565.73
1,807.983 Vanguard Explorer Fund Cl. Adm#5024	83,818.10	108,750.18
8,154.659 Vanguard International Growth	450,000.00	446,956.86
	\$2,881,010.62	\$3,016,413.14

Part II, Line 14 - Land, Buildings and Equipment:

Property located in Block 64 of LeClaire's 3rd Addition to the City of Davenport used for park purposes acquired November 24, 2003. No fixed assets are located on this property.

Capital Gains and Losses for Tax on Investment Income:

Security	Date Acquired	Date Sold	Costs or Basis	Sale Price	Gain or Loss
Pimco Total Return Fund, S/T Capital Gain		12/10/09		1,794.32	1,794.32

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Pimco Total Return Fund, L/T Capital Gain		12/10/09		499.12	499.12
First American Inflation Pro. Sec. Cl. Y, 16,471.501 shares	12/27/04 07/29/05	08/17/09 08/18/09	157,167.26	160,000.00	2,832.74
First American Core Bond Fd. Cl. Y, 35,509.033 shares	08/31/06	06/05/09 08/18/09	393,605.08	359,733.89	-33,871.19
First American Intermediate Govt. Bd. Cl. Y, 62,412.775 shares	04/14/04 12/28/06 12/27/07 04/15/08 07/29/05 12/28/06	04/07/10	566,750.25	535,501.61	-31,248.64
First American Intermediate Term Bond Fund Cl. Y, 64,025.449 shares	04/15/08 12/03/93	08/28/09 10/22/09 04/22/10	626,722.55	650,000.00	23,277.45
First American Short Term Bond Fund Cl. Y, 12,500 shares	08/17/09	10/22/09	123,000.00	124,375.00	1,375.00
First American US Govt. Mortgage Fd. Cl. Y, 27,940.785 shares	12/03/02 04/20/04 04/14/04	06/05/09 08/18/09 08/19/09	299,450.18	275,000.00	-24,450.18
Alliant Energy Corp., 900 shares	09/17/04	09/25/09	22,935.27	25,568.97	2,633.70
Allstate Corp., 1,680 shares	06/17/04 01/26/06	10/22/09	79,343.26	52,854.79	-26,488.47
American Europracific Grth F2, 2,560.164 shares	12/30/08 08/28/09	04/07/10	84,620.38	100,000.00	15,379.62
Apple Inc., 160 shares	06/01/06	04/20/10	9,882.49	39,142.43	29,259.94
ATT Inc., 790 shares	10/19/06 01/09/07	09/25/09	26,729.65	21,244.13	-5,485.52
Bank of America Corp., 4,946 shares	10/14/05 09/05/06 09/19/06 01/09/07 10/14/05 07/23/93 06/18/04	12/28/09	174,970.64	74,929.97	-100,040.67

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Chevron Corporation, 320 shares	12/15/05 09/01/06	04/20/10	15,241.83	26,290.82	11,048.99
Conocophillips, 700 shares	10/27/97 07/16/98	04/20/10	16,391.38	40,095.42	23,704.04
Dun & Bradstreet Corporation, 560 shares	03/16/09	10/22/09	41,659.23	43,527.68	1,868.45
E O G Res. Inc., 400 shares	01/16/01	04/20/10	8,509.50	44,513.24	36,003.74
Eli Lilly Co., 1,000 shares	12/26/07	04/08/10	54,159.35	36,499.38	-17,659.97
Exxon Mobile Corp., 180 shares	01/09/07	04/20/10	12,943.80	12,423.78	-520.02
Fidelity Adv. Diversified Intl. Cl. A, 56,287.119 shares	06/08/05 07/29/05 12/10/04 12/28/04 04/22/05 06/08/05 04/06/04 10/17/04 10/27/04 07/26/04 08/28/03 12/04/09	06/09/09 08/17/09 08/28/09 09/25/09 10/22/09 12/07/09 12/29/09	1,019,597.39	785,252.96	-234,344.43
First American Mid Cap Grwth Opp. Fd., Cl Y, 11,362.183 shares	12/16/93 11/19/93	06/09/09 04/08/10	420,559.20	383,000.00	-37,559.20
First American Small Cap. Grwth Opp. Cl. Y, 9,003.299 shares	12/20/06 12/20/07 07/15/97	08/17/09 04/08/10	169,784.76	140,000.00	-29,784.76
Laudus Intl. Mrktmasters Inv. Fund, 2,955.083 shares	12/27/07	04/07/10	60,906.28	50,000.00	-10,906.28
Neuberger Berman Genesis Instl. Fd., 9,013.549 shares	10/22/08 12/15/08 12/30/08 06/09/09	04/08/10	285,568.22	364,057.24	78,489.02
Republic Services Inc., 3,000 shares	06/16/04	10/22/09	57,600.00	83,008.18	25,408.18
TD Ameritrade Hldg. Corp., 1,500 shares	04/27/09	04/20/10	24,102.75	30,107.78	6,005.03

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Time Warner Inc., 1,203 shares	12/15/05 01/09/07 12/26/07	10/22/09	49,437.73	38,194.38	-11,243.35
Vanguard Explorer Fund Cl. Adm#5024, 845.166 shares	08/17/09	04/08/10	39,181.90	50,000.00	10,818.10
Verizon Communications, Inc., 1,900 shares	02/03/06 09/01/06 01/09/07 04/27/09	04/20/10	60,917.10	56,432.84	-4,484.26
Wal Mart Stores, Inc., 550 shares	01/25/06 01/09/07	04/20/10	25,361.65	29,990.99	4,629.34
					-233268.78

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Part XV - Grants and Contributions Paid During the Year or Approved for Future Payment:

Name	Status	Purpose	Amount
Augustana College 639 - 38 th Street Rock Island, IL 61201-2296	501(c)(3)	Scholarship program for Scott County, Iowa residents	30,000.00
Bastyr University 14500 Juanita Drive, N.E. Kenmore, WA 98028-4966	501(c)(3)	Scholarship program for the benefit of students of naturopathic medicine from the midwest region of the United States	30,000.00
Christian Friendliness Association 3928 12 th Avenue Moline, IL 61265	501(c)(3)	Purchase of a 26 passenger mini-bus	15,000.00
St. Ambrose University 518 W. Locust Street Davenport, IA 52803	501(c)(3)	President's discretionary part-time student scholarships	15,000.00
The University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	501(c)(3)	Scholarship program for outstanding 5 th year and assistant graduates	30,000.00
The University of Iowa Foundation 340 Carver-Hawkeye Arena Iowa City, IA 52242-1020	501(c)(3)	Funding to provide educational space for the benefit of continuing education gatherings, college and departmental functions as well as the hosting of school tours, field trips and gatherings for elementary and secondary school kids in connection with the Kinnick Stadium Renovation	50,000.00
Mississippi Bend Area Education Agency 729 21 st Street Bettendorf, IA 52722	501(c)(3)	Coats for Kids Program	7,500.00
Churches United of The Quad City Area 630 9 th Street Rock Island, IL 61201	501(c)(3)	Funding for replacement of HVAC system and purchase of new refrigerators at Winnie's Place which provides services for homeless women and their dependent children	16,650.00
Camp Shalom, Inc. 2136 Brady Street Davenport, IA 52803	501(c)(3)	Funding for rope course and deck repair	17,000.00

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The University of Iowa Foundation 340 Carver-Hawkeye Arena Iowa City, IA 52242-1020	501(c)(3)	Funding to provide educational space for the benefit of continuing education gatherings, college and departmental functions as well as the hosting of school tours, field trips and gatherings for elementary and secondary school kids in connection with the Kinnick Stadium Renovation	37,500.00
Quad City Arts, Inc. 1715 Second Avenue Rock Island, IL 61201	501(c)(3)	Funding for the 2009 Festival of Trees which raises charitable funds contributing to arts and culture with emphasis on youth	25,000.00
River Music Experience 130 W. Second Street Davenport, IA 52801	501(c)(3)	Funding to for operating costs (program related investment)	50,000.00
Bettendorf Community School District 3333 18 th Street Bettendorf, IA 52722	Qualified Political Subdivision	Funding for the After Prom Event to assure a safe environment for high school students	2,500.00
Friends of the Davenport Public Library 321 Main Street Davenport, IA 52801	501(c)(3)	Funding for general construction of new neighborhood branch library	80,000.00
Handicapped Development Center P.O. Box 2450 Davenport, IA 52809	501(c)(3)	Capital funding to relocate the Independence Services program to 4201 Brady Street and renovation of Hickory Grove Road building.	50,000.00
Junior Achievement of the Quad Cities, Inc. 800 12 th Avenue Moline, IL 61265	501(c)(3)	Programming in Scott County, Iowa	40,000.00
Palmer College Foundation 1000 Brady Street Davenport, IA 52803	501(c)(3)	Payment of Future Fountainhead Challenge 5 to 1 challenge for capital funding to construct new Fountainhead Research Center	50,000.00
Pleasant Valley Community School District 525 Belmont Road Bettendorf, IA 52722	Qualified Political Subdivision	Funding for the position of school-to-work coordinator to be shared with the Bettendorf Community School District	2,500.00

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Putnam Museum of History and Natural Science 1717 West 12 th Street Davenport, IA 52804-3597	501(c)(3)	Funding for operations	50,000.00
St. Ambrose University 518 West Locust Street Davenport, IA 52803	501(c)(3)	Capital funding for the construction of a new student center	137,500.00
Vision Davenport 130 West Second Street Davenport, IA 52801	501(c)(3)	Funding for 2005-2020 Capital Campaign	50,000.00
Bettendorf Community School District 800 23 rd Street Bettendorf, IA 52722	Qualified Political Subdivision	Funding for the position of school-to-work coordinator to be shared with the Pleasant Valley Community School District	2,500.00
Quad City Cultural & Educational Supporting Charitable Trust 2820 E. 42 nd Court Davenport, IA 52807	501(c)(3)	Funding for operational purposes for supported organizations	200,000.00
City of Davenport, Iowa 226 W. Fourth Street Davenport, IA 52801	Qualified Political Subdivision	Blackhawk Renovation Program located in inner city	50,000.00
Bethany for Children & Families 1830 6 th Avenue Moline, IL 61265	501(c)(3)	Ways-to-Work Program	20,000.00
Palmer College Foundation 1000 Brady Street Davenport, IA 52803	501(c)(3)	Aademic/hardship scholarships	20,000.00
Habitat for Humanity 2235 Grant Street Bettendorf, IA 52722	501(c)(3)	Capital campaign	25,000.00
Ballet Quad Cities 613 17 th Street Rock Island, IL 61201	501(c)(3)	Fund ballet productions and outreach opportunities to residents of Davenport/Scott County	40,000.00
Scott County Family Y 606 West Second Street Davenport, IA 52801	501(c)(3)	Funding for JB Young Chance for Success Camp Program; and Partners with Youth 2010	50,000.00
Big Brothers Big Sisters 130 West 5 th Street Davenport, IA 52801	501(c)(3)	Funding for mentoring programs for elementary, middle and high school children	20,000.00

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Muscular Dystrophy Association 2444 E. Kimberly Road Davenport, IA 52807	501(c)(3)	Funding for the expenses of campers at MDA's Summer Camp Program	3,000.00
The Student Food Drive 4457 E. 56 th Street Davenport, IA 52807	501(c)(3)	Funding for a food drive conducted by area high school students for the River Bend Food Bank	3,500.00
			\$1,220,150.00

Part XVII - Line 2b Schedule of Affiliated or Related Tax Exemption Organizations:

(a) Name of Organization	(b) Type of Organization	(c) Description of Relationship
H.R. Bechtel Test. Char. Uni-Trust	501(c)(3)	Common Control
H.R. Bechtel. Test. Corp. Char. Trust	501(c)(3)	Common Control
H. Reimers Bechtel Char. Rem. Uni-Trust	501(c)(3)	Common Control
H. Reimers Bechtel Char. Trust	501(c)(3)	Common Control

HAROLD R. BECHTEL CHARITABLE TRUST
ID #26-1284636
2009 (Y/E 4/30/10) 990PF

Oil Leases

Name	Earnings Per Year	Book Value (Beginning)	Depletion	Book Value (Ending)	FMV (Based Upon 3x Earning)
Sampson Production/Samson Lonestar Ltd./Sunoco/Texon	1,080.77	-1,840.99	237.77	-2,078.76	3,242.31
Gas Co. of New Mexico	0.00	10,450.13	0.00	10,450.13	0.00
Texaco/Champion n/k/a Equiva Trading Company/Truth Resources	0.00	-232.27	0.00	-232.27	0.00
Big 6 (CCV) now Etoco	95.74	-234.52	21.06	-255.58	287.22
Exxon Corp./Famcor Oil	1,035.00	-342.54	227.70	-570.24	3,105.00
J.M. Petroleum	0.00	81.22	0.00	81.22	0.00
KP Exploration	0.00	10,386.93	0.00	10,386.93	0.00
Gary Williams	0.00	3,316.03	0.00	3,316.03	0.00
Phillips/ ConocoPhillips	0.00	-399.11	0.00	-399.11	0.00
Permian/Scurlock	0.00	21,559.16	0.00	21,559.16	0.00
Shell Oil/Gulfmark	203.56	4,763.27	44.78	4,718.49	610.68
FINA/Synergy/Tenneco n/k/a Penn Virginia Oil & Gas	0.00	2,309.16	0.00	2,309.16	0.00
Wolfe & Magee	0.00	136.49	0.00	136.49	0.00
Sue Ann Oil	0.00	8.95	0.00	8.95	0.00
Kavanaugh/Wagner	0.00	8.52	0.00	8.52	0.00

Gulfland/RNS	0.00	394.26	0.00	394.26	0.00
Plains Resources n/k/a Plains Marketing/Durango	482.72	-420.32	106.20	-526.52	1,448.16
United Salt	1,829.59	-2,312.80	402.51	-2,715.31	5,488.77
Paul E. Cameron	0.00	533.01	0.00	533.01	0.00
Questar	475.46	3,192.74	104.60	3,088.14	1,426.38
Phibro Energy	0.00	52.65	0.00	52.65	0.00
Occidental Oil	0.00	4,349.23	0.00	4,349.23	0.00
DAB, Ltd.	0.00	56.68	0.00	56.68	0.00
DB Energy, Inc.	0.00	114.13	0.00	114.13	0.00
GEI Management	0.00	1,080.24	0.00	1,080.24	0.00
Exco	0.00	132.31	0.00	132.31	0.00
I.P.A.C.T./Daystar/High Sierra	3,041.39	-6,356.02	669.11	-7,025.13	9,124.17
Ocean Energy f/k/a UMC Petroleum/Hilcorp	0.00	14.89	0.00	14.89	0.00
TOTALS	\$8,244.23	\$50,801.43	\$1,813.73	48,987.70	\$24,732.69