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 05/01/09 **, and ending** 04/30/10

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
Ray C., Maude E. Genevieve Lyons Scholarship Fund 020202M

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
345 East State Street

City or town, state, and ZIP code
Beloit WI 53511

A Employer identification number 39-1363244

B Telephone number (see page 10 of the instructions) 608-363-8000

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) ▶ $ 540,981

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	7,122	7,122		
	4 Dividends and interest from securities	9,305	9,305		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	-21,758			
	b Gross sales price for all assets on line 6a 292,859				
	7 Capital gain net income (from Part IV, line 2)		171		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	-5,331	16,598	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	7,004	1,751		5,253
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	1,300	650		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	2	2		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,306	2,403		5,253
	25 Contributions, gifts, grants paid	28,725			28,725
	26 **Total expenses and disbursements.** Add lines 24 and 25	37,031	2,403	0	33,978
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-42,362			
	b **Net investment income** (if negative, enter -0-)		14,195		
	c **Adjusted net income** (if negative, enter -0-)			0	

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Part II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	18,245		
2	Savings and temporary cash investments		11,803	11,803
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 (att 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) Stmt 4		79,232	86,425
b	Investments—corporate stock (attach schedule) See Stmt 5		139,625	149,855
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule) See Statement 6	515,220	256,301	292,898
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	533,465	486,961	540,981
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 ▶ ☐ 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	533,465	486,961	
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)	533,465	486,961	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	533,465	486,961	

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	533,465
2	Enter amount from Part I, line 27a	2	-42,362
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	491,103
5	Decreases not included in line 2 (itemize) ▶ See Statement 7	5	4,142
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	486,961

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	I Shares Barclays 1-3 year Tr			
b	I Shares Barclays 1-3 year Tr			
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	35			35
b	136			136
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				35
b				136
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** 171

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

N/A

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			
2007			
2006			
2005			
2004			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 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	284
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	284
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	284
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 171		
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	171
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	113
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **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? N/A	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)

			Yes	No
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 ▶ First National Bank & Trust Telephone no ▶ 608-363-8000
345 East Grand Ave
Located at ▶ Beloit, WI ZIP+4 ▶ 53511

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)?	N/A	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?	N/A	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?	☐ Yes ☒ 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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?	☐ 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)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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**		X
	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? N/A	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Amcore Investment Group, NA Rockford 501 7th Street IL 61104	Trustee 4.50	4,595	0	0
First National Bank & Trust Beloit 345 East Grand Ave WI 53511	Trustee 4.50	2,409	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 ▶

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 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 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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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	492,784
b	Average of monthly cash balances		1b	18,301
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	511,085
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	511,085
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	7,666
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	503,419
6	**Minimum investment return.** Enter 5% of line 5		6	25,171

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	25,171
2a	Tax on investment income for 2009 from Part VI, line 5	2a 284		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	284
3	Distributable amount before adjustments Subtract line 2c from line 1		3	24,887
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	24,887
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	24,887

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	33,978
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	33,978
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	33,978

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

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Part XIII Undistributed Income (see 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					24,887
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				1,072	
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 ▶ $ 33,978					
a Applied to 2008, but not more than line 2a				1,072	
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					24,887
e Remaining amount distributed out of corpus		8,019			
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		8,019			
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					0
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		8,019			
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	8,019				

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)

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

N/A

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

N/A

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

Gudance Counselor
2501 West 5th Ave Brodhead WI 53520

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

Forms Provided by Bodhead High School Guidance Couselors

c Any submission deadlines:

See Statement 8

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

Applicants must be Brodhead High School Seniors.

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 See Statement 9				28,725
Total			▶ **3a**	28,725
b Approved for future payment N/A				
Total			▶ **3b**	

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	7,122	
4 Dividends and interest from securities			14	9,305	
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			14	-21,773	15
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		-5,346	15

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -5,331

(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)
N/A	

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			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Janice Neufeld | 8/10/2010 | Asst. Trust Officer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature B-B. Barhud Pat	Date 7/30/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00014125
Firm's name (or yours if self-employed), address, and ZIP code: Siepert & Co. LLP, 1920 West Hart Road, Beloit, WI 53511			EIN ▶ 39-1224176 Phone no 608-365-2266

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
25,000 FNMA	3/24/06	5/15/09	Purchase	$ 24,493	$ 24,493	$	$	$
8 Aflac Inc	1/28/09	5/20/09	Purchase	279	208			71
18 CVS/Caremark Corp	1/16/09	5/20/09	Purchase	539	480			59
10 Freeport McMoran Copper	5/19/08	5/20/09	Purchase	507	1,263			-756
11 Illinois Tool Works	6/21/06	5/20/09	Purchase	373	536			-163
27 Johnson Controls Inc	1/15/08	5/20/09	Purchase	535	889			-354
5 L-3 Communications Holdings	10/05/05	5/20/09	Purchase	369	394			-25
66 MEMC Electronic Materials	11/17/08	5/20/09	Purchase	1,183	1,860			-677
21 V F Corp	7/14/08	5/20/09	Purchase	1,167	1,473			-306
17 Wyeth	9/25/08	5/20/09	Purchase	760	645			115
6 Devon Energy Corp	3/11/08	6/04/09	Purchase	383	613			-230
14 Marathon Oil Corp	6/25/08	6/04/09	Purchase	438	741			-303
15 Noble Energy Inc	10/15/08	6/04/09	Purchase	925	618			307
17 Wyeth	1/16/09	6/04/09	Purchase	757	653			104
14 XTO Energy Inc	11/17/08	6/04/09	Purchase	573	474			99
56 Alcoa Inc	10/15/08	6/16/09	Purchase	630	1,345			-715
10 Broadcom Corp	1/06/06	6/16/09	Purchase	257	337			-80
18 Coach Inc	3/19/07	6/16/09	Purchase	486	890			-404

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
8 Freeport McMoran Copper	9/19/08	6/16/09	Purchase	$ 440	$ 933	$	$	$ -493
6 Precision Castparts Corp	11/27/07	6/16/09	Purchase	489	832			-343
17 St Jude Medical Inc	3/19/07	6/16/09	Purchase	640	647			-7
10 United States Steel Corp	9/19/08	6/16/09	Purchase	383	1,187			-804
31 Zimmer Holdings Inc	7/14/08	6/16/09	Purchase	1,267	2,133			-866
4 CME Group Inc	7/14/08	7/14/09	Purchase	1,065	1,372			-307
50 Johnson Controls Inc	5/19/08	7/14/09	Purchase	1,005	1,731			-726
35 Microsoft Corp	4/17/02	7/14/09	Purchase	803	1,005			-202
10 Norfolk Southern Corp	8/25/06	7/14/09	Purchase	389	421			-32
23 Oracle Corp	12/03/03	7/14/09	Purchase	469	295			174
52 St Jude Medical Inc	4/18/07	7/14/09	Purchase	2,046	2,088			-42
13 United States Steel Corp	12/17/08	7/14/09	Purchase	422	549			-127
62 Wells Fargo & Co	6/16/09	7/14/09	Purchase	1,510	1,533			-23
76 Schering Plough Corp	11/17/08	7/17/09	Purchase	1,909	1,971			-62
40,000 FNMA	8/15/06	7/21/09	Purchase	39,924	38,570			1,354
580.307 Aston/Optimum Mid Cap Fund	2/14/08	7/21/09	Purchase	11,066	15,500			-4,434
1,074.052 Fidelity Diversified Intl	10/31/03	7/21/09	Purchase	26,110	24,016			2,094
686.922 Vanguard Small Cap Index Sig	10/06/05	7/21/09	Purchase	14,034	14,466			-432

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
564.663 Vanguard Mid Cap Index Sign	2/14/08	7/21/09	Purchase	$ 10,717	$ 15,500	$	$	$ -4,783
11 Accenture Ltd Cl A	11/17/08	7/21/09	Purchase	377	311			66
8 Ace Ltd	9/18/08	7/21/09	Purchase	353	462			-109
14 Aflac Inc	1/28/09	7/21/09	Purchase	466	364			102
52 AT&T Inc	10/30/07	7/21/09	Purchase	1,277	2,175			-898
14 Abbott Labs	3/13/09	7/21/09	Purchase	635	661			-26
20 Adobe Systems Inc	2/13/07	7/21/09	Purchase	624	775			-151
18 Aetna Inc	9/25/08	7/21/09	Purchase	462	669			-207
8 Allergan Inc	4/21/09	7/21/09	Purchase	401	368			33
14 Allstate Corp	1/16/09	7/21/09	Purchase	343	413			-70
6 Apache Corp	3/23/09	7/21/09	Purchase	465	416			49
4 Apollo Group Inc Cl A	7/14/09	7/21/09	Purchase	268	264			4
8 Apple Inc	4/24/06	7/21/09	Purchase	1,226	528			698
22 Archer Daniels Midland Co	1/18/07	7/21/09	Purchase	642	581			61
56 Bank of America Corp	4/18/07	7/21/09	Purchase	684	2,742			-2,058
13 Bank of New York Mellon Corp	4/17/08	7/21/09	Purchase	385	560			-175
9 Baxter Intl Inc	7/14/09	7/21/09	Purchase	486	480			6
12 Best Buy Inc	1/06/06	7/21/09	Purchase	442	565			-123

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
11 Biogen Idec Inc	7/17/09	7/21/09	Purchase	$ 514	$ 508	$	$	$ 6
18 Boeing Co	10/30/07	7/21/09	Purchase	775	1,769			-994
24 Bristol-Myers Squibb Co	11/17/08	7/21/09	Purchase	476	489			-13
18 Broadcom Corp	1/06/06	7/21/09	Purchase	498	607			-109
22 CVS/Caremark Corp	1/16/09	7/21/09	Purchase	724	586			138
14 Caterpillar Inc	1/06/06	7/21/09	Purchase	571	833			-262
8 Celgene Corporation	3/11/08	7/21/09	Purchase	377	446			-69
7 Cephalon Inc	6/04/09	7/21/09	Purchase	378	416			-38
20 Chesapeake Energy Corp	8/20/08	7/21/09	Purchase	413	953			-540
27 ChevronTexaco Corp	1/06/06	7/21/09	Purchase	1,791	1,593			198
73 Cisco Systems	3/27/03	7/21/09	Purchase	1,547	1,024			523
77 Citigroup Inc	5/05/04	7/21/09	Purchase	213	3,718			-3,505
11 Coach Inc	3/19/07	7/21/09	Purchase	298	544			-246
25 Comcast Corp Cl A	1/06/06	7/21/09	Purchase	361	445			-84
42 Corning Inc	2/13/07	7/21/09	Purchase	708	924			-216
8 Devon Energy Corp	3/11/08	7/21/09	Purchase	454	817			-363
27 Dow Chemical	11/17/08	7/21/09	Purchase	491	573			-82
62 El Paso Corp	9/19/07	7/21/09	Purchase	618	1,073			-455

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
6 Entergy Corp	1/16/09	7/21/09	Purchase	$ 461	$ 467	$	$	$ -6
11 Equity Residential	4/21/09	7/21/09	Purchase	231	221			10
8 Exelon Corporation	10/15/08	7/21/09	Purchase	415	404			11
29 Expedia Inc	6/18/08	7/21/09	Purchase	502	601			-99
9 Exxon Mobil Corp	6/04/09	7/21/09	Purchase	627	653			-26
11 Fluor Corp	3/13/09	7/21/09	Purchase	568	451			117
11 Freeport McMoran Copper	10/15/08	7/21/09	Purchase	645	719			-74
16 Gamestop Corp - Class A	5/20/09	7/21/09	Purchase	360	420			-60
62 General Elec Co	3/13/09	7/21/09	Purchase	728	614			114
7 Genzyme Corp	1/23/06	7/21/09	Purchase	377	514			-137
7 Gilead Sciences Inc	11/17/08	7/21/09	Purchase	335	325			10
2 Goldman Sachs Group Inc	7/14/09	7/21/09	Purchase	320	301			19
3 Google Inc Cl A	10/25/06	7/21/09	Purchase	1,292	1,435			-143
20 Halliburton Co	12/17/08	7/21/09	Purchase	447	367			80
26 Hewlett Packard	3/13/09	7/21/09	Purchase	1,039	773			266
41 Host Marriott Corporation	2/13/08	7/21/09	Purchase	348	714			-366
10 Illinois Tool Works	9/22/06	7/21/09	Purchase	399	468			-69
3 Intercontinental Exchange Inc	7/14/09	7/21/09	Purchase	281	256			25

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
22 Intl Game Technology	4/21/09	7/21/09	Purchase	$ 400	$ 239	$	$	$ 161
33 JP Morgan Chase & Co	1/06/06	7/21/09	Purchase	1,227	1,173			54
25 Johnson & Johnson	4/20/05	7/21/09	Purchase	1,482	1,411			71
34 Keycorp New	11/17/08	7/21/09	Purchase	170	327			-157
7 Kohl's Corp	9/19/07	7/21/09	Purchase	337	427			-90
7 L-3 Communications Holdings	10/05/05	7/21/09	Purchase	501	552			-51
19 Lowe's Companies Inc	12/17/08	7/21/09	Purchase	394	440			-46
20 Marathon Oil Corp	6/25/08	7/21/09	Purchase	626	1,058			-432
14 McKesson Corporation	11/17/08	7/21/09	Purchase	641	491			150
11 Metlife Inc	10/15/08	7/21/09	Purchase	343	387			-44
51 Microsoft Corp	1/08/03	7/21/09	Purchase	1,258	1,387			-129
4 Monsanto Co	6/16/09	7/21/09	Purchase	320	337			-17
17 Morgan Stanley	11/27/07	7/21/09	Purchase	481	890			-409
13 NII Holdings Inc	1/15/08	7/21/09	Purchase	280	946			-666
14 National-Oilwell Inc	3/19/07	7/21/09	Purchase	503	528			-25
47 News Corporation Cl A	4/17/08	7/21/09	Purchase	457	850			-393
31 Nexen Inc	9/25/08	7/21/09	Purchase	639	798			-159
6 Nike Inc Cl B	3/13/09	7/21/09	Purchase	318	265			53

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
5 Noble Energy Inc			Purchase				
	10/15/08	7/21/09	$ 303	$ 206	$	$	$ 97
11 Norfolk Southern Corp			Purchase				
	8/25/06	7/21/09	472	458			14
31 Oracle Corp			Purchase				
	12/03/03	7/21/09	679	398			281
15 Pepsico Inc			Purchase				
	6/13/07	7/21/09	845	991			-146
23 Pfizer			Purchase				
	1/16/09	7/21/09	354	406			-52
24 Philip Morris Intl Inc			Purchase				
	1/06/06	7/21/09	1,059	967			92
6 Precision Castparts Corp			Purchase				
	2/13/08	7/21/09	454	743			-289
19 Procter & Gamble Co			Purchase				
	1/18/07	7/21/09	1,062	1,049			13
21 Qualcomm Inc			Purchase				
	4/17/08	7/21/09	986	882			104
12 Rockwell Collins			Purchase				
	4/21/09	7/21/09	499	432			67
19 Staples Inc			Purchase				
	8/23/07	7/21/09	397	445			-48
16 State Street Corp			Purchase				
	5/19/08	7/21/09	769	1,193			-424
28 Sysco Corp			Purchase				
	5/19/08	7/21/09	647	874			-227
11 Thermo Fisher Scientific Inc			Purchase				
	1/16/09	7/21/09	461	431			30
17 Time Warner Inc			Purchase				
	2/13/07	7/21/09	465	827			-362
11 Time Warner Cable			Purchase				
	8/23/07	7/21/09	344	686			-342
5 Travelers Cos Inc/The			Purchase				
	10/05/05	7/21/09	204	215			-11
8 United States Steel Corp			Purchase				
	12/17/08	7/21/09	321	349			-28

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
7 United Technologies	6/18/08	7/21/09	Purchase $ 378	$ 478	$	$	$ -100
12 Varian Medical Systems Inc	6/16/09	7/21/09	Purchase 399	436			-37
17 Verizon Communications	10/25/06	7/21/09	Purchase 509	604			-95
21 Walmart Stores Inc	5/28/03	7/21/09	Purchase 1,026	1,169			-143
12 XTO Energy Inc	11/17/08	7/21/09	Purchase 487	406			81
16 Xilinx Inc	5/20/09	7/21/09	Purchase 320	317			3
46 Adobe Systems Inc	11/17/08	8/14/09	Purchase 1,470	1,659			-189
8 Biogen Idec Inc	7/17/09	8/14/09	Purchase 386	370			16
12 Coach Inc	1/15/08	8/14/09	Purchase 342	293			49
82 Corning Inc	9/19/08	8/14/09	Purchase 1,296	1,857			-561
25 General Elec Co	3/13/09	8/14/09	Purchase 345	248			97
27 Illinois Tool Works	6/18/08	8/14/09	Purchase 1,110	1,243			-133
20 Intl Game Technology	4/21/09	8/14/09	Purchase 380	217			163
96 Keycorp New	11/17/08	8/14/09	Purchase 622	922			-300
88 News Corporation Cl A	4/17/08	8/14/09	Purchase 955	1,591			-636
44 Philip Morris Intl Inc	11/27/07	8/14/09	Purchase 2,031	1,985			46
8 Procter & Gamble Co	1/18/07	8/14/09	Purchase 416	524			-108
22 United States Steel Corp	3/13/09	8/14/09	Purchase 1,016	423			593

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
12 Walmart Stores Inc	5/28/03	8/14/09	Purchase	$ 620	$ 642	$	$	$ -22
32 Accenture Plc - Cl A	11/17/08	9/14/09	Purchase	1,147	904			243
6 Abbott Labs	3/13/09	9/14/09	Purchase	284	283			1
6 ChevronTexaco Corp	1/06/06	9/14/09	Purchase	424	354			70
22 Cisco Systems	7/13/05	9/14/09	Purchase	498	306			192
10 Expedia Inc	6/18/08	9/14/09	Purchase	230	207			23
37 Intl Game Technology	4/21/09	9/14/09	Purchase	842	402			440
3 Procter & Gamble Co	1/18/07	9/14/09	Purchase	165	197			-32
14 Sysco Corp	5/19/08	9/14/09	Purchase	361	437			-76
7 Aflac Inc	1/28/09	10/15/09	Purchase	319	182			137
9 ChevronTexaco Corp	1/06/06	10/15/09	Purchase	685	531			154
5 Devon Energy Corp	3/11/08	10/15/09	Purchase	353	511			-158
5 Freeport McMoran Copper	10/15/08	10/15/09	Purchase	379	178			201
68 General Elec Co	3/13/09	10/15/09	Purchase	1,122	674			448
42 Halliburton Co	1/16/09	10/15/09	Purchase	1,241	756			485
17 Microsoft Corp	4/27/04	10/15/09	Purchase	446	430			16
15 Pfizer	1/16/09	10/15/09	Purchase	261	265			-4
48 Marathon Oil Corp	10/15/08	10/20/09	Purchase	1,681	2,159			-478

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
12 Noble Energy Inc			Purchase				
	10/15/08	10/20/09	$ 884	$ 494	$	$	$ 390
2 Ace Ltd			Purchase				
	9/18/08	10/29/09	106	115			-9
2 Aflac Inc			Purchase				
	1/28/09	10/29/09	86	52			34
9 AT&T Inc			Purchase				
	10/30/07	10/29/09	236	374			-138
2 Abbott Labs			Purchase				
	3/13/09	10/29/09	101	94			7
3 Aetna Inc - New			Purchase				
	9/25/08	10/29/09	80	111			-31
1 Allergan Inc			Purchase				
	4/21/09	10/29/09	55	46			9
4 Allstate Corp			Purchase				
	1/16/09	10/29/09	122	118			4
1 Altria Group Inc			Purchase				
	8/14/09	10/29/09	18	18			
1 Anadarko Petroleum Corp			Purchase				
	10/20/09	10/29/09	64	68			-4
1 Apache Corp			Purchase				
	3/23/09	10/29/09	97	69			28
2 Apollo Group Inc Cl A			Purchase				
	7/14/09	10/29/09	117	132			-15
2 Apple Inc			Purchase				
	4/24/06	10/29/09	393	132			261
6 Archer Daniels Midland Co			Purchase				
	1/18/07	10/29/09	185	186			-1
15 Bank of America Corp			Purchase				
	4/18/07	10/29/09	234	779			-545
4 Bank of New York Mellon Corp			Purchase				
	4/17/08	10/29/09	112	172			-60
2 Baxter Intl Inc			Purchase				
	7/14/09	10/29/09	108	107			1
3 Best Buy Inc			Purchase				
	1/06/06	10/29/09	118	141			-23

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	Sale Price	How Received	Cost	Expense	Depreciation	Net Gain / Loss
3 Boeing Co	10/30/07	10/29/09	$ 146	Purchase	$ 295	$	$	$ -149
6 Bristol-Myers Squibb Co	11/17/08	10/29/09	133	Purchase	122			11
5 Broadcom Corp	1/06/06	10/29/09	134	Purchase	169			-35
4 CVS/Caremark Corp	1/16/09	10/29/09	146	Purchase	107			39
2 Caterpillar Inc	1/06/06	10/29/09	114	Purchase	119			-5
2 Celgene Corporation	3/11/08	10/29/09	102	Purchase	112			-10
1 Cephalon Inc	6/04/09	10/29/09	54	Purchase	59			-5
5 Chesapeake Energy Corp	8/20/08	10/29/09	130	Purchase	238			-108
2 ChevronTexaco Corp	1/06/06	10/29/09	156	Purchase	118			38
7 Cisco Systems	7/13/05	10/29/09	164	Purchase	140			24
20 Citigroup Inc	5/05/04	10/29/09	85	Purchase	980			-895
2 Cognizant Technology Solutions	9/14/09	10/29/09	80	Purchase	74			6
4 Comcast Corp (New) Cl A	1/06/06	10/29/09	60	Purchase	71			-11
2 Conocophillips	10/20/09	10/29/09	103	Purchase	106			-3
1 Devon Energy Corp	3/11/08	10/29/09	68	Purchase	102			-34
6 Dow Chemical	11/17/08	10/29/09	151	Purchase	127			24
7 EMC Corp	8/14/09	10/29/09	118	Purchase	106			12
15 El Paso Corp	9/19/07	10/29/09	154	Purchase	260			-106

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description (Whom Sold)	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
2 Entergy Corp	1/16/09	10/29/09	Purchase	$ 157	$ 156	$	$	$ 1
2 Equity Residential	4/21/09	10/29/09	Purchase	58	40			18
2 Exelon Corporation	10/15/08	10/29/09	Purchase	95	101			-6
3 Expedia Inc	6/18/08	10/29/09	Purchase	73	62			11
2 Exxon Mobil Corp	6/04/09	10/29/09	Purchase	147	145			2
3 Fluor Corp	3/13/09	10/29/09	Purchase	141	123			18
1 Freeport McMoran Copper	12/17/08	10/29/09	Purchase	78	26			52
4 Gamestop Corp - Class A	5/20/09	10/29/09	Purchase	98	105			-7
6 General Elec Co	3/13/09	10/29/09	Purchase	89	59			30
2 Genzyme Corp	1/25/06	10/29/09	Purchase	103	141			-38
2 Gilead Sciences Inc	11/17/08	10/29/09	Purchase	86	93			-7
6 Hewlett Packard	3/13/09	10/29/09	Purchase	289	178			111
7 Host Marriott Corporation	2/13/08	10/29/09	Purchase	73	122			-49
1 Intercontinental Exchange Inc	7/14/09	10/29/09	Purchase	105	85			20
2 Ishares S&P Midcap 400/ Barra	7/21/09	10/29/09	Purchase	146	130			16
1 Ishares MSCI EAFE Growth Index Fun	7/21/09	10/29/09	Purchase	54	48			6
7 JP Morgan Chase & Co	1/06/06	10/29/09	Purchase	309	280			29
5 Johnson & Johnson	4/20/05	10/29/09	Purchase	300	342			-42

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description (Whom Sold)	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
2 Kimberly Clark Corp	8/14/09	10/29/09	Purchase	$ 123	$ 117	$	$	$ 6
2 Kohl's Corp	9/19/07	10/29/09	Purchase	117	122			-5
1 L-3 Communications Holdings Inc	10/05/05	10/29/09	Purchase	74	79			-5
4 Lowe's Companies Inc	12/17/08	10/29/09	Purchase	80	93			-13
3 McKesson Corporation	11/17/08	10/29/09	Purchase	177	105			72
2 Metlife Inc	10/15/08	10/29/09	Purchase	73	70			3
6 Microsoft Corp	4/27/04	10/29/09	Purchase	169	164			5
1 Monsanto Co	6/16/09	10/29/09	Purchase	70	84			-14
4 Morgan Stanley	11/27/07	10/29/09	Purchase	134	200			-66
3 NII Holdings Inc	1/15/08	10/29/09	Purchase	83	142			-59
3 National-Oilwell Inc	6/13/07	10/29/09	Purchase	129	125			4
7 Nexen Inc	9/25/08	10/29/09	Purchase	159	180			-21
2 Nike Inc Cl B	3/13/09	10/29/09	Purchase	127	88			39
3 Norfolk Southern Corp	8/25/06	10/29/09	Purchase	141	125			16
6 Oracle Corp	12/03/03	10/29/09	Purchase	128	77			51
4 Pepsico Inc	6/13/07	10/29/09	Purchase	245	264			-19
4 Pfizer	1/16/09	10/29/09	Purchase	70	71			-1
1 Precision Castparts Corp	2/13/08	10/29/09	Purchase	98	116			-18

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
3 Procter & Gamble	10/30/07	10/29/09	Purchase	$ 179	$ 204	$	$	$ -25
3 Qualcomm Inc	4/17/08	10/29/09	Purchase	126	126			
3 Rockwell Collins	4/21/09	10/29/09	Purchase	154	108			46
16 DJ Wilshire REIT ETF	7/21/09	10/29/09	Purchase	708	557			151
1 Schlumberger Ltd	10/15/09	10/29/09	Purchase	65	67			-2
4 Staples Inc	8/23/07	10/29/09	Purchase	89	94			-5
3 State Street Corp	5/19/08	10/29/09	Purchase	133	224			-91
3 Sysco Corp	5/19/08	10/29/09	Purchase	82	94			-12
2 Thermo Fisher Scientific Inc	1/16/09	10/29/09	Purchase	92	78			14
3 Time Warner Inc	2/13/07	10/29/09	Purchase	92	146			-54
2 Time Warner Cable	4/21/09	10/29/09	Purchase	82	84			-2
1 Travelers Cos Inc/ The	10/05/05	10/29/09	Purchase	52	43			9
1 Union Pac Corp	10/15/09	10/29/09	Purchase	57	62			-5
2 United Technologies	6/18/08	10/29/09	Purchase	127	137			-10
3 Varian Medical Systems Inc	6/16/09	10/29/09	Purchase	126	109			17
4 Verizon Communications	5/15/07	10/29/09	Purchase	120	168			-48
1 Viacom Inc - Class B	8/14/09	10/29/09	Purchase	28	24			4
1 Walmart Stores Inc	5/28/03	10/29/09	Purchase	50	54			-4

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
28 Wisdomtree Midcap Dividend Fund	7/21/09	10/29/09	Purchase $ 1,109	$ 934	$	$	$ 175
9 Wisdomtree Smallcap Dividend Fund	7/21/09	10/29/09	Purchase 329	288			41
13 Wisdomtree Intl L/C Dvd Fund	7/21/09	10/29/09	Purchase 598	523			75
2 XTO Energy Inc	11/17/08	10/29/09	Purchase 86	68			18
6 Xilinx Inc	5/20/09	10/29/09	Purchase 134	119			15
2 Yum Brands Inc	9/14/09	10/29/09	Purchase 67	67			
2 Apple Inc	4/24/06	11/13/09	Purchase 407	132			275
14 Entergy Corp	1/16/09	11/13/09	Purchase 1,087	1,090			-3
20 Fiserv Inc	8/14/09	11/13/09	Purchase 947	952			-5
1 Google Inc Cl A	1/18/07	11/13/09	Purchase 570	490			80
4 McKesson Corporation	11/17/08	11/13/09	Purchase 257	140			117
14 Precision Castparts Corp	10/15/08	11/13/09	Purchase 1,425	1,110			315
7 Thermo Fisher Scientific Inc	1/16/09	11/13/09	Purchase 310	274			36
22,416.48 WB Capital Liquid Assets	11/13/09	12/02/09	Purchase 22,416	22,416			
United Health Class Action		12/30/09	Purchase 88				88
104 Aes Corp	11/13/09	4/28/10	Purchase 1,192	1,388			-196
12 Apollo Group Inc Cl A	7/14/09	4/28/10	Purchase 728	793			-65
24 Baxter Int'l Inc	7/14/09	4/28/10	Purchase 1,146	1,281			-135

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
15 Cephalon inc	6/04/09	4/28/10	Purchase	$ 953	$ 892	$	$	$ 61
4 Cephalon Inc	9/14/09	4/28/10	Purchase	254	234			20
28 Cognizant Technology Solutions Cl	9/14/09	4/28/10	Purchase	1,403	1,036			367
15 Gamestop Corp	5/20/09	4/28/10	Purchase	367	394			-27
24 Gamestop Corp	7/14/09	4/28/10	Purchase	587	514			73
.48 Host Marriott Corp	12/18/09	12/23/09	Purchase	5	5			
1 Host Marriott Corp	12/18/09	4/28/10	Purchase	16	10			6
6 L-3 Communications	7/14/09	4/28/10	Purchase	560	408			152
23 NII Holdings	6/16/09	4/28/10	Purchase	888	468			420
8 Rockwell Collins Inc	7/14/09	4/28/10	Purchase	513	323			190
26 Varian Medical Systems Inc	6/16/09	4/28/10	Purchase	1,440	946			494
37 Viacom Inc Cl A	8/14/09	4/28/10	Purchase	1,294	896			398
36 Xilinx Inc	5/20/09	4/28/10	Purchase	943	713			230
18 Xilinx Inc	10/15/09	4/28/10	Purchase	472	422			50
26 Aflac Inc	1/28/09	4/28/10	Purchase	1,324	677			647
29 Bank of New York Mellon	4/17/08	4/28/10	Purchase	892	1,248			-356
5 Bank of New York Mellon	12/17/08	4/28/10	Purchase	154	143			11
22 Equity Residential	4/21/09	4/28/10	Purchase	957	442			515

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
43 Expedia Inc	6/18/08	4/28/10	Purchase	$ 1,000	$ 891	$	$	$ 109
5 Genzyme Corp	1/25/06	3/30/10	Purchase	257	352			-95
14 Genzyme Corp	5/24/06	3/30/10	Purchase	720	792			-72
23 Gilead Sciences Inc	11/17/08	4/28/10	Purchase	922	1,067			-145
70 Host Marriott Corp	2/13/08	4/28/10	Purchase	1,104	1,220			-116
1 L-3 Communications	10/05/05	4/28/10	Purchase	93	79			14
2 L-3 Communications	1/23/06	4/28/10	Purchase	187	151			36
6 L-3 Communications	9/22/06	4/28/10	Purchase	560	462			98
68 Nexen Inc	9/25/08	4/28/10	Purchase	1,662	1,749			-87
6 NII Holdings	1/15/08	4/28/10	Purchase	232	284			-52
22 Rockwell Collins Inc	4/21/09	4/28/10	Purchase	1,410	792			618
18 Thermo Fischer Scientific Inc	1/16/09	4/28/10	Purchase	985	705			280
12 Travelers Cos Inc	10/05/05	4/28/10	Purchase	608	516			92
3 Travelers Cos Inc	1/23/06	4/28/10	Purchase	152	137			15
Total				$ 292,688	$ 314,617	$ 0	$ 0	$ -21,929

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	$ 1,300	$ 650	$	$
Total	$ 1,300	$ 650	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes	$ 1	$ 1	$	$
Foreign Taxes	1	1		
Total	$ 2	$ 2	$ 0	$ 0

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
25,000 US Treasury Note	$	$ 24,530	Cost	$ 26,758
20,000 FNMA		19,937	Cost	21,200
35,000 FHLMC		34,765	Cost	38,467
Total	$ 0	$ 79,232		$ 86,425

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Corporate Stock	$	$ 139,625	Cost	$ 149,855
Total	$ 0	$ 139,625		$ 149,855

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Mutual Funds - Bonds	$ 515,220	$ 137,200	Cost	$ 141,222
Mutual Funds - EFT		119,101	Cost	151,676
Total	$ 515,220	$ 256,301		$ 292,898

Statement 7 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Current year accural adjustment	$ 4,129
Rounding	13
Total	$ 4,142

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
Forms Provided by Bodhead High School Guidance Couselors

Statement 8 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
Early Spring as Specified by Guidance Counselors at Brodhead High School, Brodhead WI

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
Applicants must be Brodhead High School Seniors.

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
UW Platteville Plattville WI 53818-3099	One University Plasa None		Scholarship	2,125
Edgewood College Madison WI 53711-1977	1000 Edgewood College Dr None		Scholarship	250
UW Milwaukee Milwaukee WI 53201-1469	PO Box 469 None		Scholarship	1,250
Devry University Waukesha WI 53188	N14 W23833 Stone Ridge Dr None		Scholarship	1,000
UW Whitewater Whitewater WI 53190	Financial Aid Office None		Scholarship	1,000
UW Madison Madison WI 53706-1497	432 N Murray St None		Scholarship	4,500
Marquette University Milwaukee WI 53201-1881	PO Box 1881 None		Scholarship	750
UW Rock County Janesville WI 53546	2909 Kellogg Ave None		Scholarship	1,125
UW Lacrosse LaCrosse WI 54601	1725 State St None		Scholarship	1,000
Univesity of Dubuque Dububue IA 52001	200 University Ave None		Scholarship	375
Rensselaer Polytechnic Troy NY 12180	110 Eighth Street None		Scholarship	1,000
Highland Community Col Highland KS 66035	606 W Main None		Scholarship	150
Marquette University Milwaukee WI 53201-1881	PO Box 1881 None		Scholarship	750
UW Madison Madison WI 53706-1497	432 N Murray St None		Scholarship	3,250
UW Rock County Janesville WI 53546	2909 Kellogg Ave None		Scholarship	3,625
Carthage College Kenosha WI 53140	2001 Alford Park Drive None		Scholarship	300
Univesity of Dubuque Dububue IA 52001	200 University Ave None		Scholarship	375
UW Lacrosse LaCrosse WI 54601	1725 State St None		Scholarship	1,000
UW Whitewater Whitewater WI 53190	Financial Aid Office None		Scholarship	375

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
UW Platteville Plattville WI 53818-3099	One University Plasa None		Scholarship	2,125
Edgewood College Madison WI 53711-1977	1000 Edgewood College Dr None		Scholarship	250
Rensselaer Polytechnic Troy NY 12180	110 Eighth Street None		Scholarship	1,000
Highland Community Col Highland KS 66035	606 W Main None		Scholarship	150
UW Milwaukee Milwaukee WI 53201-1469	PO Box 469 None		Scholarship	1,000
Total				28,725