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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning JUL 1, 2009, and ending JUN 30, 2010

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 PHILIP M. GELATT FOUNDATION, INC.		A Employer identification number 39-1568547
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 17		B Telephone number 608-269-6911
	City or town, state, and ZIP code SPARTA, WI 54656-0017		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,775,181.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	7.	7.		STATEMENT 1
4	Dividends and interest from securities	97,409.	97,409.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<40,363.>			
b	Gross sales price for all assets on line 6a	448,913.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	57,053.	97,416.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,802.	901.		901.
c	Other professional fees				
17	Interest				
18	Taxes	790.	790.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	600.	300.		300.
24	Total operating and administrative expenses. Add lines 13 through 23	3,192.	1,991.		1,201.
25	Contributions, gifts, grants paid	82,025.			82,025.
26	Total expenses and disbursements. Add lines 24 and 25	85,217.	1,991.		83,226.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<28,164.>			
b	Net investment income (if negative, enter -0-)		95,425.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	67,562.	70,326.	70,326.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	153,438.	152,527.	159,036.
	b Investments - corporate stock STMT 7	700,157.	714,217.	712,269.
	c Investments - corporate bonds STMT 8	812,084.	768,007.	833,550.
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
Liabilities	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,733,241.	1,705,077.	1,775,181.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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	1,733,241.	1,705,077.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	1,733,241.	1,705,077.	
	31 Total liabilities and net assets/fund balances	1,733,241.	1,705,077.	

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	1,733,241.
2 Enter amount from Part I, line 27a	2	<28,164.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,705,077.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,705,077.

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 SMITH BARNEY (SEE ATTACHED)	P	VARIOUS	VARIOUS
b SMITH BARNEY (SEE ATTACHED)	P	VARIOUS	VARIOUS
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 103,532.		100,949.	2,583.
b 345,381.		388,327.	<42,946.>
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			2,583.
b			<42,946.>
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 <40,363.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	126,453.	1,740,911.	.072636
2007	180,206.	1,923,248.	.093699
2006	104,091.	2,001,161.	.052015
2005	91,983.	2,013,180.	.045690
2004	49,522.	2,017,572.	.024545

2 Total of line 1, column (d)	2	.288585
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	.057717
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,702,997.
5 Multiply line 4 by line 3	5	98,292.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	954.
7 Add lines 5 and 6	7	99,246.
8 Enter qualifying distributions from Part XII, line 4	8	83,226.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	1,909.
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	1,909.
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	1,909.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	920.	
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	920.	
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	989.	
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>WI</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>RITA FORBES</u> Telephone no. ► <u>608-269-6911</u> Located at ► <u>803 SOUTH BLACK RIVER STREET, SPARTA, WI</u> ZIP+4 ► <u>54656</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

N/A

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHILIP M. GELATT	PRES / TREAS / DIR			
LA CROSSE, WI 54601	0.00	0.	0.	0.
RITA A. FORBES	VP / SEC / DIR			
SPARTA, WI 54656	0.00	0.	0.	0.
CLARA E. GELATT	DIRECTOR			
LA CROSSE, WI 54601	0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

0

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 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,660,136.
b	Average of monthly cash balances	1b	68,795.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,728,931.
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	1,728,931.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,934.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,702,997.
6	Minimum investment return. Enter 5% of line 5	6	85,150.

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

1	Minimum investment return from Part X, line 6	1	85,150.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,909.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,909.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	83,241.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	83,241.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	83,241.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	83,226.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	83,226.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	83,226.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				83,241.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006	5,732.			
d From 2007	86,052.			
e From 2008	41,227.			
f Total of lines 3a through e	133,011.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	83,226.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				83,226.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	15.			15.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	132,996.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	132,996.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	5,717.			
c Excess from 2007	86,052.			
d Excess from 2008	41,227.			
e Excess from 2009				

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

N/A

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

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

2 a 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
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 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 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:

RITA A. FORBES, 608-269-6911
P.O. BOX 17, SPARTA, WI 546560017

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

NO SPECIFIC FORM REQUIRED

c Any submission deadlines:

NONE

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

GENERALLY LIMITED TO ORGANIZATIONS SERVING THE SPARTA-LA CROSSE AREA

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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.		
4 Dividends and interest from securities			14	97,409.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	<40,363.>		
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.		57,053.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	57,053.

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

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

[illegible]

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

SOURCE	AMOUNT
STATE BANK	7.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	7.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY	97,409.	0.	97,409.
TOTAL TO FM 990-PF, PART I, LN 4	97,409.	0.	97,409.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,802.	901.		901.
TO FORM 990-PF, PG 1, LN 16B	1,802.	901.		901.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED TAXES FOR 2009	790.	790.		0.
TO FORM 990-PF, PG 1, LN 18	790.	790.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	528.	264.		264.	
POSTAGE	72.	36.		36.	
TO FORM 990-PF, PG 1, LN 23	600.	300.		300.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
FEDERAL HOME LOAN BANK	X		50,238.	51,188.	
FEDERAL HOME LOAN BANK	X		50,328.	52,860.	
FEDERAL HOME LOAN MORTGAGE CORP	X		1,964.	2,225.	
NEVADA ST RFDG TAXABLE WTR POLLUTION		X	49,997.	52,763.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			102,530.	106,273.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			49,997.	52,763.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			152,527.	159,036.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
COCA COLA CO	12,310.		15,036.	
MC DONALDS CORP	4,251.		19,761.	
WAL MART STORES INC	19,258.		18,747.	
JOHNSON & JOHNSON CO	17,289.		18,309.	
BERKSHIRE HATHAWAY B	15,474.		23,907.	
WELLS FARGO & CO	13,496.		12,800.	
ISHARES DJ US REAL ESTATE INDX FUND	47,605.		36,588.	
CHEVRON CORP	13,881.		13,572.	
INTEL CORP	11,802.		11,670.	
HSBC HOLDINGS PLC 8.125	50,000.		50,800.	
XCEL ENERGY INC 7.60	51,060.		53,400.	
BARCLAYS BANK PLC 8.125	50,000.		49,000.	
SPDR INDEX SHARES FUNDS	76,380.		53,181.	

WELLS FARGO CAPITAL 7.875	50,000.	51,300.
AMERICAN ELECTRIC PWR CO 8.75%	32,142.	34,344.
DTE ENERGY TRUST 7.80%	29,538.	31,092.
FPL GROUP CAPITAL INC 8.75%	60,000.	68,976.
AT&T INC.	26,309.	24,190.
CENTURYLINK INC.	25,221.	23,317.
NUVEEN EQUITY PREM OPPORTUNITY FUND	50,302.	45,738.
WISDOMTREE INTL SMALLCAP DIVIDEND FUND	27,092.	24,468.
ISHARES BARCLAYS TREAS INFLATION PROTECTED SECS	30,807.	32,073.
TOTAL TO FORM 990-PF, PART II, LINE 10B	714,217.	712,269.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MC DONALDS CORP	49,505.	51,907.
WAL MART STORES INC	50,989.	57,956.
NATIONAL RURAL UTILITIES	51,666.	58,270.
INTERNATIONAL BANK FOR RECON	26,023.	35,094.
NATIONAL CITY BANK MED TERM	50,900.	52,929.
WEYERHAEUSER CO.	29,630.	32,411.
APPALACHIAN POWER CO.	30,204.	32,171.
GOLDMAN SACHS GROUP	30,010.	31,677.
SEMPRA ENERGY NOTES	51,038.	54,344.
UNITED HEALTHCARE GROUP	48,583.	53,727.
FEDEX CORP	36,814.	40,886.
DUKE ENERGY CORP	31,000.	33,765.
INTERNATIONAL PAPER CO.	22,354.	29,765.
BEMIS COMPANY INC	52,511.	55,060.
XEROX CORP	53,192.	56,200.
EATON VANCE CORP	53,588.	56,861.
BANK OF AMERICA	50,000.	50,527.
MORGAN STANLEY SENIOR FIXED RATE	50,000.	50,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	768,007.	833,550.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
VILLAGE OF WEST SALEM WEST SALEM, WI	NONE GENERAL	TAX-EXEMPT	5,000.
BETHANY LUTHERAN HOMES LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	5,000.
BOYS AND GIRLS CLUB OF SPARTA SPARTA, WI	NONE GENERAL	TAX-EXEMPT	20,525.
HMONG COMMUNITY & CULTURAL CENTER LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	5,000.
MISSISSIPPI VALLEY CONSERVANCY LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	25,000.
SPRING GROVE MUNICIPAL POOL SPRING GROVE, MN	NONE GENERAL	TAX-EXEMPT	20,000.
WESTERN TECHNICAL FOUNDATION LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	1,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			82,025.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
MISSISSIPPI VALLEY CONSERVANCY LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	30,000.
WI COUNCIL ON ECONOMIC EDUCATION MILWAUKEE, WI	NONE GENERAL	TAX-EXEMPT	250.
GUNTER GERSKE/NORTHERN ENGRAVING ENDOWED SCHOLARSHIP SPARTA, WI	NONE GENERAL	TAX-EXEMPT	1,500.
BETHANY LUTHERAN HOMES LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	10,000.
HMONG COMMUNITY & CULTURAL CENTER LA CROSSE, WI	NONE GENERAL	TAX-EXEMPT	40,000.
SPRING GROVE MUNICIPAL POOL SPRING GROVE, MN	NONE GENERAL	TAX-EXEMPT	20,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			101,750.

Morgan Stanley
Smith Barney

Philip M Gelatt Foundation Inc
P.O. Box 17
Sparta WI 54656-0017

Realized Gain/Loss - Detail
(07/01/2009 - 06/30/2010)

Prepared by: NERLAND-CUMMINGS
Ph: 651 215 8456

As of: 09/13/2010

Acct: 234-26136-15

Short Term

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ALLIED WASTE NORTH A Coupon 7.250% Maturity 3/15/2015	01958XBNGORD	50,000.000	06/02/09	\$50,506.00	03/31/10	\$51,812.50	\$1,306.50
FREEMONT-MCMORAN C & G GLOBE Coupon 6.875% Maturity 2/1/2014	35671DAQ80B0	50,000.000	05/27/09	50,443.00	08/20/09	51,719.00	1,276.00
Short Term Total				\$100,949.00		\$103,531.50	\$2,582.50

Long Term

BELLSOUTH CAP FDG CORP Coupon 7.750% Maturity 2/15/2010	079857AG30B0	50,000.000	06/08/00	\$50,000.00	02/16/10	\$50,000.00	—
DUPONT EI DE NEMOURS CO NOTE Coupon 6.875% Maturity 10/15/2009	263534BJ70B0	50,000.000	04/27/01	50,000.00	10/15/09	50,000.00	—
FIRST NATL BK CHEROKEE	32109TAU30R0	50,000.000	03/31/06	49,303.28	02/16/10	50,000.00	696.72
SOUTHWESTERN BELL TEL CO Coupon 7.200% Maturity 10/15/2025	845325BW70B0	50,000.000	03/05/98	56,700.82	10/15/09	51,061.25	360.43
CITIGROUP INC	C	210,000	07/20/05	9,302.56	09/10/09	915.70	(8,386.86)
	C	150,000	11/01/04	6,673.44	09/10/09	654.07	(6,019.37)
Total		360,000		\$15,976.00		\$1,569.77	(\$14,406.23)
CISCO SYS INC	CSCO	320,000	10/31/05	5,570.24	09/10/09	7,136.81	1,566.57
	CSCO	230,000	07/20/06	4,098.93	09/10/09	5,129.58	1,030.65
Total		550,000		\$9,669.17		\$12,266.39	\$2,597.22

Third-party and Morgan Stanley Smith Barney research on certain securities is available to clients of the firm at no cost. Clients can access this research at www.morganstanley.com or contact their Financial Advisor to request a copy of this research be sent to them.

Morgan Stanley
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As of: 09/13/2010

Acct. 234-26136-15

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
GENERAL ELECTRIC CO	GE	241.000	11/22/06	\$8,670.87	09/10/09	\$3,448.03	(\$5,222.84)
	GE	83.000	11/22/06	2,978.23	09/10/09	1,167.50	(1,790.73)
	Total	324.000		\$11,649.10		\$4,615.53	(\$7,033.57)
GENERAL ELEC CAP CORP 6.0%	GEJ	2,000.000	04/17/07	50,000.00	06/07/10	48,556.17	(1,443.83)
ISHARES RUSSELL 1000 VALUE IND	IWD	400.000	03/06/08	29,464.12	09/10/09	21,489.88	(7,974.24)
ISHARES RUSSELL 1000 GROWTH	IWF	900.000	03/06/08	49,909.00	09/10/09	40,516.61	(9,392.39)
MORGAN STANLEY	MS	135.000	06/23/05	5,799.01	09/10/09	3,761.56	(2,037.45)
	MS	50.000	12/29/04	2,305.47	09/10/09	1,393.17	(912.30)
	Total	185.000		\$8,104.48		\$5,154.73	(\$2,949.75)
UNITED PARCEL SERVICE CL B	UPS	110.000	01/11/06	8,272.00	09/10/09	6,034.35	(2,237.65)
	UPS	45.000	07/27/06	3,041.84	09/10/09	2,468.60	(573.24)
	UPS	30.000	11/06/06	2,237.36	09/10/09	1,645.73	(591.63)
	Total	185.000		\$13,551.20		\$10,148.66	(\$3,402.52)

** Gain/Loss is only calculated when an original cost basis is available.

The above summary, prices/quotes/estimates have been obtained from sources believed reliable but are not necessarily complete and cannot be guaranteed. The information contained in client monthly account statements and confirmations reflects all transactions, and as such supersedes all other reports for financial and tax purposes. Investments and services offered through Morgan Stanley Smith Barney LLC and accounts carried by Citigroup Global Markets Inc. Members SIPC © 2010 Morgan Stanley Smith Barney.