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 7/01 **, 2009, and ending** 6/30 **, 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.

JACOBS FAMILY FOUNDATION
404 EUCLID AVENUE
SAN DIEGO, CA 92114

A Employer identification number: 95-4187111

B Telephone number (see the instructions): 619-527-6161

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, column (c), line 16)* ► $ 23,989,760.

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 the instructions).)*

	Line	Description	(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 (att sch)	130,616.			
	2	Ck ► ☐ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	120,455.	120,455.		
	4	Dividends and interest from securities	254,336.	254,336.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	1,202,967.			
	b	Gross sales price for all assets on line 6a 14,467,185.				
	7	Capital gain net income (from Part IV, line 2)		1,708,397.		
	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/(loss) (att sch)				
	11	Other income (attach schedule) SEE STATEMENT 1	225,491.	152,586.		
	12	**Total.** Add lines 1 through 11	1,933,865.	2,235,774.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE ST 2	1,450.			
	b	Accounting fees (attach sch) SEE ST 3	52,743.	16,615.		
	c	Other prof fees (attach sch) SEE ST 4	22,500.	11,250.		11,250.
	17	Interest				
	18	Taxes (attach schedule)(see instr) SEE STM 5	47,566.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy	3,000.			3,000.
	21	Travel, conferences, and meetings	13,246.			13,246.
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 6	187,308.	163,773.		23,090.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	327,813.	191,638.		50,586.
	25	Contributions, gifts, grants paid PART XV	2,234,522.			2,159,522.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,562,335.	191,638.	0.	2,210,108.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-628,470.			
	b	**Net investment income** (if negative, enter -0-)		2,044,136.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	1,183,661.	797,904.	797,904.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	121,290.	94,190.	94,190.
	10a Investments – U.S and state government obligations (attach schedule)	2,957,588.	3,835,552.	3,835,552.
	b Investments — corporate stock (attach schedule)	6,558,285.	6,865,279.	6,865,279.
	c Investments — corporate bonds (attach schedule)	9,164,307.	8,860,707.	8,860,707.
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	536,884.	414,109.	414,109.
	14 Land, buildings, and equipment: basis ► 8,017.			
	Less accumulated depreciation (attach schedule) SEE STMT 7 ► 8,017.			
	15 Other assets (describe ► SEE STATEMENT 8)	3,123,133.	3,122,019.	3,122,019.
	16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)	23,645,148.	23,989,760.	23,989,760.
LIABILITIES	17 Accounts payable and accrued expenses	71,793.	100,938.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► SEE STATEMENT 9)	45,000.	61,300.	
	23 Total liabilities (add lines 17 through 22)	116,793.	162,238.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	21,591,533.	22,099,990.	
	25 Temporarily restricted	1,936,822.	1,727,532.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	23,528,355.	23,827,522.	
	31 Total liabilities and net assets/fund balances (see the instructions)	23,645,148.	23,989,760.	

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	23,528,355.
2	Enter amount from Part I, line 27a	2	-628,470.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 10	3	927,637.
4	Add lines 1, 2, and 3	4	23,827,522.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	23,827,522.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	14,467,185.		12,758,788.	1,708,397.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				1,708,397.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 . **2** 1,708,397.

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 the instructions) If (loss), enter -0- in Part I, line 8 . **3** 0.

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 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 (column (b) divided by column (c))
2008	4,577,229.	22,428,981.	0.204077
2007	15,306,514.	32,371,973.	0.472832
2006	1,382,708.	32,670,184.	0.042323
2005	2,160,578.	32,261,007.	0.066972
2004	7,323,128.	33,102,346.	0.221227

2	**Total** of line 1, column (d)	2	1.007431
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.201486
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	21,656,815.
5	Multiply line 4 by line 3	5	4,363,545.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	20,441.
7	Add lines 5 and 6	7	4,383,986.
8	Enter qualifying distributions from Part XII, line 4	8	2,234,522.

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 the instructions)

1 a	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 instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	40,883.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	40,883.
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	40,883.
6	Credits/Payments:			
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 48,865.		
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	48,865.
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	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	7,982.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 7,982. **Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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 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 ► $ 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.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
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, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► CA			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	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)? *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 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 ► WWW.JACOBSFAMILYFOUNDATION.ORG

14 The books are in care of ► SUSAN HALLIDAY Telephone no ► 619-527-6161

Located at ► 404 EUCLID AVENUE ZIP + 4 ► 92114

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here . N/A ► ☐

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 the instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .	☐ 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 the instructions.)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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 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 instructions)?	**5b**	X (No)
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). SEE STATEMENT 11		
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 (No)
If 'Yes' to 6b, file Form 8870.		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
SEE STATEMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 — see 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 ► 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 – (see 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 ►		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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions.	
3	
Total. Add lines 1 through 3 ►	0.

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	20,119,095.
b Average of monthly cash balances		1b	1,453,410.
c Fair market value of all other assets (see instructions)		1c	414,109.
d **Total** (add lines 1a, b, and c)		1d	21,986,614.
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	21,986,614.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	329,799.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	21,656,815.
6 **Minimum investment return.** Enter 5% of line 5		6	1,082,841.

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	1,082,841.
2a Tax on investment income for 2009 from Part VI, line 5	2a 40,883.		
b Income tax for 2009 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	40,883.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	1,041,958.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	1,041,958.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,041,958.

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	2,234,522.
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	2,234,522.
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 instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,234,522.

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				1,041,958.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004 — 5,735,471.				
b From 2005 — 576,057.				
c From 2006				
d From 2007 — 13,796,527.				
e From 2008 — 3,499,785.				
f **Total** of lines 3a through e	23,607,840.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 2,234,522.				
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				1,041,958.
e Remaining amount distributed out of corpus	1,192,564.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	24,800,404.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	5,735,471.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	19,064,933.			
10 Analysis of line 9:				
a Excess from 2005 — 576,057.				
b Excess from 2006				
c Excess from 2007 — 13,796,527.				
d Excess from 2008 — 3,499,785.				
e Excess from 2009 — 1,192,564.				

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)

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see 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.

SEE STATEMENT 13

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 SCHEDULE ATTACHED ,			SEE SCHEDULE ATTACHED	2,159,522.
Total			► **3a**	2,159,522.
***b** Approved for future payment*				
SEE SCHEDULE ATTACHED ,			SEE SCHEDULE ATTACHED	75,000.
Total			► **3b**	75,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (see the instructions)
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	120,455.	
4 Dividends and interest from securities			14	254,336.	
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			14	225,491.	
8 Gain or (loss) from sales of assets other than inventory			18	1,202,967.	
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)				1,803,249.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	1,803,249.

(See worksheet in the instructions for line 13 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 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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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

► [signature] Signature of officer or trustee | Date 7/1/13 | ► CFO Title

Paid Preparer's Use Only

Preparer's signature ►	Gerald F. Scheck GERALD F. SCHECK, CPA	Date 6/28/13	Check if self-employed ► ☐ Preparer's identifying number (See **Signature** in the instrs) N/A
Firm's name (or yours if self-employed), address, and ZIP code ►	PADDOCK JONES MORSE, INC.		EIN ► N/A
	3300 IRVINE AVENUE, STE. 270		
	NEWPORT BEACH, CA 92660		Phone no ► (949) 833-9333

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization
JACOBS FAMILY FOUNDATION

Employer identification number
95-4187111

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule –

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II)

Special Rules –

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (**1**) $5,000 or (**2**) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year. . . . . ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: JACOBS FAMILY FOUNDATION

Employer identification number: 95-4187111

Part I **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	J. VANICA & R. CUMMINGS 13756 QUINTON RD. SAN DIEGO, CA 92129	$ 10,800.	Person [ ] Payroll [X] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	NORMAN & VALERIE HAPKE 9949 HALO CIRCLE LA MESA, CA 91941,	$ 39,550.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
3	NORMAN & VALERIE HAPKE 9949 HALO CIRCLE LA MESA, CA 91941,	$ 80,260.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: JACOBS FAMILY FOUNDATION

Employer identification number: 95-4187111

Part II Noncash Property (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,000 SHARES OF JACOBS ENGINEERING GROUP STOCK	$ 39,550.	1/07/10
3	2,000 SHARES OF JACOBS ENGINEERING GROUP STOCK	$ 80,260.	6/23/10
		$	
		$	
		$	
		$	

Name of organization: JACOBS FAMILY FOUNDATION

Employer identification number: 95-4187111

Part III ***Exclusively* religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols (a) through (e) and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once — see instructions.) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form **2848** (Rev March 2012) Department of the Treasury Internal Revenue Service

Power of Attorney and Declaration of Representative

► Type or print. ► See the separate instructions.

OMB No 1545-0150

For IRS Use Only

Received by

Name ____

Telephone ____

Function ____

Date / /

Part I Power of Attorney

Caution: *A separate Form 2848 should be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.*

1 **Taxpayer information.** Taxpayer must sign and date this form on page 2, line 7.

Taxpayer name and address	Identifying number	
JACOBS FAMILY FOUNDATION 404 EUCLID AVENUE SAN DIEGO, CA 92114	95-4187111	
	Daytime telephone number 619-527-6161	Plan number (if applicable)

hereby appoints the following representative(s) as attorney(s)-in-fact:

2 **Representative(s)** must sign and date this form on page 2, Part II.

Name and address
GERALD F. SCHECK, CPA
3300 IRVINE AVENUE, STE. 270
NEWPORT BEACH, CA 92660
Check if to be sent notices and communications [X]

CAF No. 900531574R
PTIN P00017436
Telephone No. 949-833-9333
Fax No. (949)833-3028
Check if new: Address [ ] Telephone No. [ ] Fax No. [ ]

Name and address
DAVID O. MORSE, CPA
3300 IRVINE AVENUE, STE. 270
NEWPORT BEACH, CA 92660
Check if to be sent notices and communications [X]

CAF No. 9005-06131R
PTIN P00076170
Telephone No. 949-833-9333
Fax No. (949)833-3028
Check if new: Address [ ] Telephone No. [ ] Fax No. [ ]

Name and address

CAF No. ____
PTIN ____
Telephone No. ____
Fax No. ____
Check if new: Address [ ] Telephone No [ ] Fax No. [ ]

to represent the taxpayer before the Internal Revenue Service for the following matters:

3 **Matters**

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, etc) (see instructions)	Tax Form Number (1040, 941, 720, etc) (if applicable)	Year(s) or Period(s) (if applicable) (see the instructions for line 3)
EXCISE	990-PF	2011-06TO 2014-06
INCOME	990-T	2011-06TO 2014-06

4 **Specific use not recorded on Centralized Authorization File (CAF).** If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4 **Specific Uses Not Recorded on CAF** . . . ► [ ]

5 **Acts authorized.** Unless otherwise provided below, the representatives generally are authorized to receive and inspect confidential tax information and to perform any and all acts that I can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents The representative(s), however, is (are) not authorized to receive or negotiate any amounts paid to the client in connection with this representation (including refunds by either electronic means or paper checks). Additionally, unless the appropriate box(es) below are checked, the representative(s) is (are) not authorized to execute a request for disclosure of tax returns or return information to a third party, substitute another representative or add additional representatives, or sign certain tax returns.

[ ] Disclosure to third parties; [ ] Substitute or add representative(s); [ ] Signing a return; ____

[ ] Other acts authorized: ____

____ (see instructions for more information)

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations *An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Treasury Department Circular No.* 230 (Circular 230). An enrolled retirement plan agent may only represent taxpayers to the extent provided in section 10.3(e) of Circular 230. A registered tax return preparer may only represent taxpayers to the extent provided in section 10.3(f) of Circular 230 See the line 5 instructions for restrictions on tax matters partners In most cases, the student practitioner's (level k) authority is limited (for example, they may only practice under the supervision of another practitioner).

List any specific deletions to the acts otherwise authorized in this power of attorney: ____

6 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this document. If you **do not** want to revoke a prior power of attorney, check here . . . . ▶ ☐

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

7 Signature of taxpayer. If a tax matter concerns a year in which a joint return was filed, the husband and wife must each file a separate power of attorney even if the same representative(s) is (are) being appointed. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer

▶ **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED TO THE TAXPAYER.**

Signature: [signature] Date: 6/6/2012 Title (if applicable): CFO

Print Name: SUSAN HALLIDAY PIN Number: Print name of taxpayer from line 1 if other than individual:

Part II Declaration of Representative

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning practice before the Internal Revenue Service;
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there, and
- I am one of the following:

a Attorney — a member in good standing of the bar of the highest court of the jurisdiction shown below.

b Certified Public Accountant — duly qualified to practice as a certified public accountant in the jurisdiction shown below.

c Enrolled Agent — enrolled as an agent under the requirements of Circular 230

d Officer — a bona fide officer of the taxpayer's organization.

e Full-Time Employee — a full-time employee of the taxpayer.

f Family Member — a member of the taxpayer's immediate family (for example, spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).

g Enrolled Actuary — enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230).

h Unenrolled Return Preparer — Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions.**

i Registered Tax Return Preparer — registered as a tax return preparer under the requirements of section 10.4 of Circular 230 Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions.**

k Student Attorney or CPA — receives permission to practice before the IRS by virtue of his/her status as a law, business or accounting student working in LITC or STCP under section 10.7(d) of Circular 230. See instructions for Part II for additional information and requirements.

r Enrolled Retirement Plan Agent — enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

▶ **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN LINE 2 ON PAGE 1.** See the instructions for Part II.

Note: For designations d-f, enter your title, position, or relationship to the taxpayer in the 'Licensing jurisdiction' column. See the instructions for Part II for more information.

Designation — Insert above letter **(a - r)**	Licensing jurisdiction (state) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable). See instructions for Part II for more information.	Signature	Date
B	CALIFORNIA	43452E	[signature]	6/6/2012
B	CALIFORNIA	27000E	[signature]	6/6/2012

Form **2848** (Rev June 2008) Department of the Treasury Internal Revenue Service

Power of Attorney and Declaration of Representative

► Type or print. ► See the separate instructions.

OMB No 1545 0150

For IRS Use Only

Received by

Name ______

Telephone ______

Function ______

Date / /

Part I Power of Attorney

Caution: *Form 2848 will not be honored for any purpose other than representation before the IRS.*

1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address	Social security number(s)	Employer identification number
JACOBS FAMILY FOUNDATION 404 EUCLID AVENUE SAN DIEGO, CA 92114	Daytime telephone number 619-527-6161	95-4187111 Plan number (if applicable)

hereby appoint(s) the following representative(s) as attorney(s)-in-fact

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address	
GERALD F. SCHECK, CPA 3300 IRVINE AVENUE, STE. 270 NEWPORT BEACH, CA 92660	CAF No. 900531574R Telephone No 949-833-9333 Fax No. (949) 833-3028 Check if new: Address ☐ Telephone No. ☐ Fax No. ☐
DAVID O. MORSE, CPA 3300 IRVINE AVENUE, STE. 270 NEWPORT BEACH, CA 92660	CAF No 9005-06131R Telephone No. 949-833-9333 Fax No. (949) 833-3028 Check if new Address ☐ Telephone No. ☐ Fax No. ☐
Name and address	CAF No. Telephone No Fax No Check if new: Address ☐ Telephone No ☐ Fax No ☐

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters

3 Tax matters

Type of Tax (Income, Employment, Excise, etc) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc)	Year(s) or Period(s) (see the instructions for line 3)
EXCISE	990-PF	2006-06TO 2010-06
INCOME	990-T	2006-06TO 2010-06

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for **Line 4. Specific Uses Not Recorded on CAF** ► ☐

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative or add additional representatives, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party See the line 5 instructions for more information

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations See **Unenrolled Return Preparer** in the instructions An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Treasury Department Circular No 230 (Circular 230) An enrolled retirement plan administrator may only represent taxpayers to the extent provided in section 10 3(e) of Circular 230. See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (levels k and l) authority is limited (for example, they may only practice under the supervision of another practitioner).

List any specific additions or deletions to the acts otherwise authorized in this power of attorney. ______

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH,** refund checks, initial here ______ and list the name of that representative below

Name of representative to receive refund check(s) ►

7 Notices and communications. Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.

a If you also want the second representative listed to receive a copy of notices and communications, check this box ▶ ☐

b If you do not want any notices or communications sent to your representative(s), check this box ▶ ☐

8 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you **do not** want to revoke a prior power of attorney, check here ▶ ☐

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

9 Signature of taxpayer(s). If a tax matter concerns a joint return, **both** husband and wife must sign if joint representation is requested, otherwise, see the instructions If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

▶ **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.**

Signature: [signature] Date: 1/6/09 Title (if applicable): CFO

Print Name: SUSAN HALLIDAY Pin Number: Print name of taxpayer from line 1 if other than individual:

Signature: Date: Title (if applicable):

Print Name: Pin Number:

Part II Declaration of Representative

Caution: *Students with a special order to represent taxpayers in qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program (levels k and l), see the instructions for Part II*

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others,
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:

a Attorney — a member in good standing of the bar of the highest court of the jurisdiction shown below.

b Certified Public Accountant — duly qualified to practice as a certified public accountant in the jurisdiction shown below.

c Enrolled Agent — enrolled as an agent under the requirements of Circular 230

d Officer — a bona fide officer of the taxpayer's organization.

e Full-Time Employee — a full-time employee of the taxpayer.

f Family Member — a member of the taxpayer's immediate family (for example, spouse, parent, child, brother, or sister)

g Enrolled Actuary — enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230).

h Unenrolled Return Preparer — the authority to practice before the Internal Revenue Service is limited by Circular 230, section 10.7(c)(1)(viii) You must have prepared the return in question and the return must be under examination by the IRS. See **Unenrolled Return Preparer** in the instructions

k Student Attorney – student who receives permission to practice before the IRS by virtue of their status as a law student under section 10 7(d) of Circular 230

l Student CPA – student who receives permission to practice before the IRS by virtue of their status as a CPA student under section 10 7(d) of Circular 230

r Enrolled Retirement Plan Agent – enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e))

▶ **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED.** See the Part II instructions.

Designation — Insert above letter **(a - r)**	Jurisdiction (state) or identification	Signature	Date
B	CALIFORNIA	[signature]	1/06/09
B	CALIFORNIA	[signature]	1/06/2009

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ 225,491.	$ 152,586.	
TOTAL	$ 225,491.	$ 152,586.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 1,450.			
TOTAL	$ 1,450.	$ 0.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & AUDITING	$ 52,743.	$ 16,615.		
TOTAL	$ 52,743.	$ 16,615.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OUTSIDE CONSULTANT	$ 22,500.	$ 11,250.		$ 11,250.
TOTAL	$ 22,500.	$ 11,250.	$ 0.	$ 11,250.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX-CURRENT	$ 31,100.			
FEDERAL EXCISE TAX-DEFERRED	16,300.			
FRANCHISE TAX	10.			
OTHER TAXES & FEES	156.			
TOTAL	$ 47,566.	$ 0.	$ 0.	$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	$ 60.			
INVESTMENT EXPENSE	163,773.	$ 163,773.		
MEMBERSHIPS	23,090.			$ 23,090.
OFFICE EXPENSE	385.			
TOTAL	$ 187,308.	$ 163,773.	$ 0.	$ 23,090.

STATEMENT 7
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	$ 8,017.	$ 8,017.	$ 0.	$ 0.
TOTAL	$ 8,017.	$ 8,017.	$ 0.	$ 0.

STATEMENT 8
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ADVANCES RECEIVABLE-JCNI	$ 922,019.	$ 922,019.
ADVANCES RECEIVABLE-MISC	200,000.	200,000.
PROGRAM RELATED INVESTMENT	2,000,000.	2,000,000.
TOTAL	$ 3,122,019.	$ 3,122,019.

STATEMENT 9
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

DEFERRED TAX LIABILITY		$ 61,300.
	TOTAL	$ 61,300.

STATEMENT 10
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NET UNREALIZED GAINS ON INVESTMENTS		$ 927,637.
	TOTAL	$ 927,637.

STATEMENT 11
FORM 990-PF, PART VII-B, LINE 5C
EXPENDITURE RESPONSIBILITY

GRANTEE NAME:	JACOBS CENTER FOR NEIGHBORHOOD INNO
ADDRESS:	404 EUCLID AVENUE
ADDRESS:	SAN DIEGO, CA 92114
GRANT DATE:	VARIOUS
GRANT AMOUNT:	$ 31536665
GRANT PURPOSE:	TECHNICAL ASSISTANCE, TRAINING IN SUPPORT OF PROGRAMS
AMT. EXPENDED BY GRANTEE:	$ 20750220
ANY DIVERSION BY GRANTEE:	NO
DATES OF REPORTS BY GRANTEE:	6/28/2010
DATE OF VERIFICATION:	6/28/2010
RESULTS OF VERIFICATION:	SEE ADDITIONAL 53.4945-5(D) DISCLOSURE ATTACHED.

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
SUSAN HALLIDAY 404 EUCLID AVENUE SAN DIEGO, CA 92114	CFO 10.00	$ 0.	$ 0.	$ 0.
VIOLET J. JACOBS 404 EUCLID AVENUE SAN DIEGO, CA 92114	DIRECTOR 5.00	0.	0.	0.
MARGARET E. JACOBS 404 EUCLID AVENUE SAN DIEGO, CA 92114	DIRECTOR 5.00	0.	0.	0.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
RONALD L. CUMMINGS 404 EUCLID AVENUE SAN DIEGO, CA 92114	EXEC. VICE PRES 10.00	$ 0.	$ 0.	$ 0.
VALERIE HAPKE 404 EUCLID AVENUE LA MESA, CA 92114	DIRECTOR 5.00	0.	0.	0.
NORMAN HAPKE 404 EUCLID AVENUE LA MESA, CA 92114	DIRECTOR 5.00	0.	0.	0.
JENNIFER VANICA 404 EUCLID AVENUE SAN DIEGO, CA 92114	PRESIDENT & CEO 10.00	0.	0.	0.
	TOTAL	$ 0.	$ 0.	$ 0.

STATEMENT 13
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	JENNIFER VANICA, PRESIDENT & CEO
CARE OF:	
STREET ADDRESS:	404 EUCLID AVENUE
CITY, STATE, ZIP CODE:	SAN DIEGO, CA 92114
TELEPHONE:	619-527-6161
FORM AND CONTENT:	WRITTEN REQUESTS ONLY, INCLUDING: APPLICATION FORM, PROPOSAL, PROJECT BUDGET, LIST OF OFFICERS AND BOARD OF DIRECTORS, LIST OF STAFF AND KEY PERSONNEL, MOST RECENT AUDITED/YEAR END FINANCIAL STATEMENTS, CONFIRMATION OF EXEMPT STATUS.
SUBMISSION DEADLINES:	
RESTRICTIONS ON AWARDS:	

NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

OTHER INCOME	$	225,491.
PASS THROUGH K-1 NET ADJUSTMENTS		-72,905.
TOTAL	$	152,586.

BALANCE SHEET
PREPAID EXPENSES AND DEFERRED CHARGES

TAX ASSETS	$	94,190.
TOTAL	$	94,190.

DURING THE PERIOD ENDING JUNE 30, 2010, THE JACOBS FAMILY FOUNDATION (JFF) MADE $1,691,680 IN CONTRIBUTIONS TO ITS AFFILIATE, THE JACOBS CENTER FOR NEIGHBORHOOD INNOVATION (JCNI). DURING 2002 JFF MADE A $2,000,000 PROGRAM RELATED INVESTMENT IN JCNI. SEE ATTACHED SCHEDULES FOR ADDITIONAL INFORMATION.

THE JACOBS CENTER FOR NEIGHBORHOOD INNOVATION IS A 501(C)3 PRIVATE OPERATING FOUNDATION. BOTH FOUNDATIONS ARE CONTROLLED BY THE SAME BOARD OF DIRECTORS.

Jacobs Family Foundation
Grants and Contributions
For the Fiscal Period Ended June 30, 2010

Grantee	Status	Purpose	Amount
ACCION New Mexico 2000 Zearing Ave NW Albuquerque, NM 87104	Public Charity	Advised fund - for general operations	1,200 00
American Enterprise Institute PO Box 11762 Milwaukee, WI 53211	Public Charity	Advised fund - for general operations	5,000 00
Boy Scouts of America 1207 Upas Street San Diego, CA 92103	Public Charity	General operating support	6,000 00
David Horowitz Freedom Center PO Box 361269 Los Angeles, CA 90036-9828	Public Charity	Advised fund - for general operations	10,000.00
Commentary Fund 165 E 56th Street New York, NY 10022	Public Charity	General operating support	4,000.00
Competitive Enterprise Institute 1001 Connecticut Ave NW Washington, DC 20036	Public Charity	General operating support	4,000.00
Development Companions International 1486 Boon Hollow Rd Oak Harbor, WA 98277	Public Charity	Advised fund - for general operations	2,000.00
Elementary Institute of Science 608 51st Street San Diego, CA 92114	Public Charity	General operating support	4,000.00
Escondido Education Compact 2247 E Valley Parkway Escondido, CA 92027	Public Charity	Advised fund - for general operations	25,970.00
Food On Foot 270 N Canon Drive, #1091 Beverly Hills, CA 90210	Public Charity	General operating support	1,008.00
Foothills United Methodist Church 4031 Avocado Ave La Mesa, CA 91941	Public Charity	General operating support	8,000 00
Foundation for Individual Rights in Education 601 WalnutStsreet Philadelphia, PA 19106	Public Charity	Advised fund - for general operations	2,000.00
Fund for American Studies 712 2nd Street NE Washington, DC 20002	Public Charity	Advised fund - for general operations	1,000.00
Good Samaritan Retirement Home 1515 Jamacha Way El Cajon, CA 92019	Public Charity	General operating support	475 00
Grassroots Grantmakers PO Box G Halletsville, TX 77964	Public Charity	General operating support	2,500 00

Jacobs Family Foundation
Grants and Contributions
For the Fiscal Period Ended June 30, 2010

Grantee	Status	Purpose	Amount
Humane Society de Tijuana 641 E San Ysidro Blvd. #B3-431 San Ysidro, CA 92173	Public Charity	General operating support	522 00
Institute for Human Development, SD City College 1313 Park Boulevard San Diego, CA 92101	Public Charity	General operating support	3,000 00
Intercollegiate Studies Institute PO Box 4431 Wilmington, DE 19807	Public Charity	Advised fund - for general operations	5,000 00
Institute for Justice 901 Grebe Road Arlington, VA 22203	Public Charity	Advised fund - for general operations	3,000.00
Jackie Robinson YMCA 151 45th Street San Diego, CA 92102	Public Charity	General operating support	1,000.00
Jacobs Center for Neighborhood Innovation 404 Euclid Avenue San Diego, CA 92114	Private Operating Foundation	$1,000,000 Outreach, training, & capacity-building $195,000 SD Neighborhood Funders matching grant $50,000 Safe Neighborhoods $294,000 Multicultural Outreach $85,000 Cultural Arts Development $50,180 Elementary School Counselors $10,000 Prisoner Re-Entry Advocacy $ 7,500 San Diego Neighborhood Funders	1,691,680 00
Kalusugan Community Services 1419 E 8th Street National City, CA 91950	Public Charity	General operating support	5,000 00
KPBS 5200 Campanile Drive San Diego, CA 92182-5400	Public Charity	General operating support	1,450 00
La Iglesia de Dios de la Profecia 1130 Hoover Avenue National City, CA 91950	Public Charity	General operating support	2,279.65
Las Munecas 608 51st Street San Diego, CA 92114	Public Charity	General operating support	1,000 00
Lemon Grove Middle School Foundation 7866 Lincoln Street Lemon Grove, CA 91945	Public Charity	General operating support	500.00
Lincoln High School Foundation 4777 Imperial Ave San Diego, CA 92113	Public Charity	General operating support	1,100 00
Lyric Opera San Diego 2891 University Ave San Diego, CA 92104	Public Charity	Advised fund - for general operations	10,000 00
Ms Foundation 120 Wallstreet, 33rd Floor New York, NY 10005	Public Charity	Advised fund - for general operations	10,000 00

Jacobs Family Foundation
Grants and Contributions
For the Fiscal Period Ended June 30, 2010

Grantee	Status	Purpose	Amount
Mt Helix Park Foundation PO Box 2733 La Mesa, CA 91943	Public Charity	Advised fund - for general operations	1,000.00
National Review Institute 215 Lexington Ave New York, NY 10016	Public Charity	Advised fund - for general operations	4,000 00
Native American Rights Fund 1506 Broadway Boulder, CO 80302-6296	Public Charity	General operating support	250 00
Near East Foundation 90 Broad Street New York, NY 10004	Public Charity	Advised fund - for general operations	15,000.00
Neighborhood Unity Foundation 404 Euclid Avenue San Diego, CA 92114	Public Charity	General operating support	75,000.00
Outdoor Outreach 5275 Market Street San Diego, CA 92114	Public Charity	General operating support	1,000.00
Pacific Legal Foundation 3900 Lennane Drive Sacramento, CA 95834	Public Charity	General operating support	2,000.00
Pazzaz Inc. 1913 Euclid Avenue San Diego, CA 92105	Public Charity	Tutorial Progam	50,565.00
Philanthropy Roundtable 1150 17th Street, NW Washington, DC 20036	Public Charity	General operating support	1,000 00
Primera Iglesia Baulista Mesicana de San Diego 4045 Epsilon Street San Diego, CA 92113	Public Charity	General operating support	940.00
Project Concern International 5151 Murphy Canyon Rd., Suite 320 San Diego, CA 92123	Public Charity	General operating support	172,500.00
Polytechnic University Six Metrotech Center Brooklyn, NY 11201	Public Charity	Advised fund - for general operations	10,000.00
Salvation Army P.O Box 122688 San Diego, CA 92112	Public Charity	General operating support	5,000 00
San Diego Academy of Ballet 4696 Ruffner St San Diego, CA 92111	Public Charity	General operating support	2,570 00
San Diego Foundation for Change 3758 30th Street San Diego, CA 92104	Public Charity	Advised fund - for general operations	5,000 00

Jacobs Family Foundation
Grants and Contributions
For the Fiscal Period Ended June 30, 2010

Grantee	Status	Purpose	Amount
San Diego Grantmakers 5060 Shoreham Place San Diego, CA 92122	Public Charity	General operating support	7,500.00
San Diego Women's Foundation 1420 Kettner Blvd, Suite 500 San Diego, CA 92101	Public Charity	General operating support	40,000 00
Science & Environmental Policy Project 1600 South Eads Street, Suite 712-S Arlington, VA 22202	Public Charity	Advised fund - for general operations	4,000 00
Shakti Rising PO Box 4428 San Diego, CA 92164	Public Charity	Advised fund - for general operations	5,000 00
Susan G Komen for the Cure San Diego 4699 Murphy Canyon Drive San Diego, CA 92123	Public Charity	General operating support	3,709 00
The Claremont Institute 937 W. Foothill Blvd Claremont, CA 91711	Public Charity	Advised fund - for general operations	1,000.00
The Heritage Foundation 214 Massachusetts Ave NE Washington, DC 20036	Public Charity	Advised fund - for general operations	1,000 00
The Independent Institute 100 Swan Way Oakland, CA 94621	Public Charity	Advised fund - for general operations	1,000 00
The Old Globe P.O. Box 122171 San Diego, CA 92112	Public Charity	Advised fund - for general operations	3,000.00
The Ruth Institute 663 S Rancho Santa Fe Rd San Marcos, CA 92078	Public Charity	Advised fund - for general operations	2,000 00
Toledo Christian Academy PO Box 1054 Mesquite, NV 89024	Public Charity	General operating support	200 00
United African American Ministerial Action Council 995 Gateway Center Way San Diego, CA 92114	Public Charity	Prisoner re-entry referral support	5,353 00
Wittenberg University P O Box 720 Springfield, OH 45501-0720	Public Charity	Advised fund - for general operations	1,250.00
Yale University 135 Prospect Street New Haven, CT 06511	Public Charity	Advised fund - for intern scholarships	1,000.00

Total Grants and Contributions (Form 990-PF, Part I, Column (a), Line 25)	2,234,521 65
Grants and Contributions Paid During the Year Included Above (Form 990-PF, Part XV, Line 3a)	2,159,521 65
Grants and Contributions Approved for Future Payment Included Above (Form 990-PF, Part XV, Line 3b)	75,000 00

Jacobs Family Foundation
Schedule of Securities Owned
June 30, 2010

Description	Date Acquired	No. of Shares	Cost	Market Value
99 Cents Only Stores Inc.	11/03/05	900	8,795.61	Market value total
A T & T	06/10/10	315	7,718.63	at end of this section
Abbott Labs	06/10/10	165	7,646.13	
Advanced Micro Devices, Inc.	05/14/10	805	7,333.23	
Advanced Micro Devices, Inc.	06/10/10	131	1,029.32	
Allegheny Energy Inc	05/14/10	355	7,273.95	
Allegheny Energy Inc	06/10/10	37	773.33	
Allergan Inc	06/10/10	130	7,603.47	
Allstate Corp	06/10/10	260	7,538.54	
Altera Corp	05/14/10	300	7,275.48	
Altera Corp	06/10/10	40	934.73	
American Electric Power Inc	05/14/10	220	7,304.11	
American Electric Power Inc	06/10/10	31	981.30	
Amern Tower Corp Class A	08/10/04	4,380	60,260.92	
AMERRA AGRI OFFSHORE FUND, L.P.	06/08/10	0	138,089.76	
AMERRA AGRI OFFSHORE FUND, L.P.	06/30/10	0	117,376.29	
Amgen Inc	06/10/10	140	7,532.46	
Analog Devices Inc	05/14/10	250	7,234.95	
Analog Devices Inc	06/10/10	25	704.51	
Aon Corp	06/10/10	195	7,534.94	
Apple Inc	05/14/10	30	7,730.74	
Apple Inc	06/10/10	1	254.46	
Archer Daniels Midland Co	05/07/09	300	10,371.16	
Archer Daniels Midland Co.	08/17/09	225	8,444.25	
Berkshire Hathaway CL B	08/10/04	1,350	77,085.00	
Berkshire Hathaway, Inc	06/10/10	105	7,383.41	
Big Lots Inc	05/14/10	200	7,368.10	
Big Lots Inc	06/10/10	27	892.52	
Biogen Idec Inc	06/10/10	160	7,665.52	
BMC Software, Inc	05/14/10	200	7,433.20	
BMC Software, Inc	06/10/10	17	605.47	
Bristol Myers Squibb Co	06/10/10	325	7,827.79	
Broadcom Corporation	05/14/10	215	7,211.38	
Broadcom Corporation	06/10/10	17	560.30	
Broadwalk Pipeline Ptnrs:BWP	01/16/09	355	7,279.74	
Broadwalk Pipeline Ptnrs:BWP	08/03/09	410	9,411.66	
Broadwalk Pipeline Ptnrs:BWP	09/03/09	735	17,106.35	
Buckeye Partners UTS LP	01/21/09	315	11,285.79	
Buckeye Partners UTS LP	06/12/09	245	10,436.54	
Buckeye Partners UTS LP	07/10/09	175	7,412.16	
Buckeye Partners UTS LP	02/16/10	190	10,781.97	
Buckeye Partners UTS LP	06/25/10	65	3,719.85	
Bunge, LTD	12/18/09	17	10,864.70	
Bunge, LTD	12/24/09	125	11,104.50	
CA, Inc	05/14/10	340	7,320.61	
CA, Inc	06/10/10	56	1,070.17	
Campbell Soup Co	06/10/10	215	7,786.57	
Carmax Inc	08/10/04	4,800	46,988.68	
Carmax Inc	09/13/04	1,300	14,072.50	
Caterpillar Inc	02/09/10	104	5,392.98	
Caterpillar Inc	04/12/10	5	334.35	
Caterpillar Inc	06/10/10	23	1,299.38	
Celgene Corp	06/10/10	145	7,828.68	
Centurylink, Inc	06/10/10	230	7,759.79	
Cephalon Inc	06/10/10	130	7,510.36	
Chevron Corp	05/14/10	90	7,191.62	

Jacobs Family Foundation
Schedule of Securities Owned
June 30, 2010

Description	Date Acquired	No. of Shares	Cost	Market Value
Chevron Corp	06/10/10	19	1,361.60	Market value total
Chubb Corp	06/10/10	150	7,421.10	at end of this section
Cincinnati Financial Corp	06/10/10	290	7,674.94	
Clorox Co	06/10/10	120	7,580.57	
Colgate Palmolive Co	06/10/10	100	7,811.40	
Conagra Foods Inc	06/10/10	320	7,761.22	
Conocophillips	05/14/10	125	7,184.76	
Conocophillips	06/10/10	30	1,499.67	
Copano Energy LLC	03/05/09	930	11,971.18	
Cummins Inc	02/09/10	94	4,734.21	
Cummins Inc	04/12/10	5	327.10	
Cummins Inc	06/10/10	19	1,212.60	
CVS/Caremark Corp	06/10/10	240	7,499.04	
D R Horton Inc	06/10/10	658	7,265.11	
Darden Restaurants Inc	05/14/10	160	7,194.80	
Darden Restaurants Inc	06/10/10	27	1,119.43	
DCP Mainstream Partners	02/20/09	160	1,617.83	
DCP Mainstream Partners	03/03/09	270	2,751.27	
DCP Mainstream Partners	05/20/09	270	5,026.02	
Dean Foods Co	06/10/10	730	7,658.65	
Deere & Co	04/12/10	128	7,958.11	
Deere & Co	06/10/10	11	609.64	
Dell Inc	05/14/10	465	7,238.05	
Dell Inc	06/10/10	137	1,790.26	
Dollar Tree, Inc	04/21/10	1,065	42,478.81	
Duke Energy Holding Corp	05/14/10	430	7,294.18	
Duke Energy Holding Corp	06/10/10	73	1,150.46	
Duncan Energy Ptnrs LP	10/05/09	435	8,680.84	
Ecolab Inc	04/12/10	149	6,713.40	
Ecolab Inc	06/10/10	21	960.79	
Edison Intl	05/14/10	215	7,319.83	
Edison Intl	06/10/10	33	1,069.28	
El Paso Pipeline Ptnr LP	12/11/08	1,200	17,932.49	
Eli Lilly & Co	06/10/10	230	7,523.46	
Enbridge Energy Ptnrs LP	12/12/08	608	16,332.59	
Enbridge Energy Ptnrs LP	03/18/09	250	7,405.80	
Eneregy Transfer Equity:ETE	12/10/08	165	2,520.02	
Eneregy Transfer Equity:ETE	12/11/08	1,165	19,432.02	
Eneregy Transfer Equity:ETE	06/22/10	65	2,119.56	
Eneregy Transfer Partners	12/12/08	865	29,696.98	
Eneregy Transfer Partners	01/29/09	145	4,940.35	
Eneregy Transfer Partners	06/28/10	30	1,378.45	
Eneregy Transfer Partners:EEP	12/09/08	190	6,049.70	
Enstar Group LTD	05/08/09	600	39,625.00	
Enstar Group LTD	06/24/09	100	5,815.03	
Enstar Group LTD	09/11/09	125	7,779.90	
Enstar Group LTD	06/08/10	725	45,944.11	
Entergy Corp New	05/14/10	95	7,400.86	
Entergy Corp New	06/10/10	12	871.78	
Enterprise PRD Prtnrs LP	12/12/08	745	16,059.26	
Enterprise PRD Prtnrs LP	01/14/09	600	13,263.05	
Enterprise PRD Prtnrs LP	03/11/09	205	3,810.07	
Enterprise PRD Prtnrs LP-Teppco	03/27/09	669	12,378.69	
Enterprise PRD Prtnrs LP-Teppco	05/22/09	210	4,849.56	
Europacific Growth Fnd F2	05/27/03	1,652 407	31,741.93	
Europacific Growth Fnd F2	12/19/03	1,349.000	42,120.87	

Jacobs Family Foundation
Schedule of Securities Owned
June 30, 2010

Description	Date Acquired	No. of Shares	Cost	Market Value
Europacific Growth Fnd F2	12/17/04	1,928.690	66,250.35	Market value total
Europacific Growth Fnd F2	12/31/05	3,009.300	122,990.07	at end of this section
Europacific Growth Fnd F2	12/31/06	4,735.690	217,605.10	
Europacific Growth Fnd F2	12/31/07	1,417.638	74,071.58	
Europacific Growth Fnd F2	12/31/07	4,540.842	237,258.89	
Europacific Growth Fnd F2	12/24/08	1,412.493	38,080.82	
Europacific Growth Fnd F2	12/24/08	2,159.598	59,016.00	
Exelon Corp	05/14/10	170	7,272.91	
Exelon Corp	06/10/10	38	1,445.76	
Exxon Mobil Corp	05/14/10	110	7,097.54	
Exxon Mobil Corp	06/10/10	23	1,375.01	
Family Dlr Stores, Inc	05/14/10	180	7,223.69	
Family Dlr Stores, Inc	06/10/10	17	641.31	
Firstenergy Corp	05/14/10	200	7,185.42	
Firstenergy Corp	06/10/10	28	1,012.61	
Ford Motor Co	06/10/10	684	7,655.53	
Forest Lab, Inc	06/10/10	300	7,439.16	
Frontier Communications Corp	06/10/10	975	7,706.01	
Gannett Inc	04/12/10	433	7,800.37	
Gannett Inc	06/10/10	83	1,186.02	
General Mills Inc	06/10/10	200	7,507.93	
Genzyme Corp	06/10/10	155	7,502.85	
Gilead Sciences Inc	06/10/10	220	7,613.23	
Hartford Finl	03/23/10	2,000	51,711.40	
Hasbro Inc	05/14/10	175	7,277.48	
Hasbro Inc	06/10/10	25	969.42	
Heinz H J Co	06/10/10	175	7,763.82	
Hess Corp	05/14/10	120	7,053.40	
Hess Corp	06/10/10	31	1,578.79	
Hewlett Packard Co	05/14/10	150	7,288.74	
Hewlett Packard Co	06/10/10	24	1,095.84	
Holly Energy Partners	06/05/09	280	8,647.45	
Holly Energy Partners	11/06/09	270	9,660.24	
Holly Energy Partners	02/11/10	230	9,593.49	
Hormel Foods Corp	06/10/10	190	7,716.95	
Inergy LP	12/11/08	150	2,277.37	
Inergy LP	09/09/09	415	11,473.08	
Inergy LP	02/03/10	325	11,687.79	
Intel Corp	05/14/10	320	7,176.61	
Intel Corp	06/10/10	55	1,127.67	
International Flavors & Fragrances	04/12/10	153	7,697.34	
International Flavors & Fragrances	06/10/10	27	1,169.68	
International Game Tech	05/14/10	340	7,199.74	
International Game Tech	06/10/10	70	1,319.27	
Jacobs Eng. Group Inc (Norm &	01/07/10	1,000	39,550.00	
Jacobs Eng. Group Inc (Norm &	06/23/10	2,000	80,260.00	
JM Smucker Co	06/10/10	135	7,492.49	
John Hancock Pat Prem II	12/11/08	4,547.000	29,101.96	
John Hancock Pat Prem II	12/11/08	278	1,779.27	
John Hancock Pat Prem II	12/12/08	10,000	64,202.56	
John Hancock Pat Prem II	12/12/08	400	2,568.10	
John Hancock Pat Prem II	12/12/08	724	4,648.27	
John Hancock Pat Prem II	12/12/08	22,976	147,511.79	
John Hancock Pat Prem II	12/12/08	400	2,568.10	
John Hancock Pat Prem II	12/12/08	500	3,210.13	
John Hancock Pat Prem II	12/12/08	11,000	68,208.95	

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Description	Date Acquired	No. of Shares	Cost	Market Value
John Hancock Pat Prem II	01/04/10	498.7944	4,942.05	Market value total
John Hancock Pat Prem II	02/01/10	498.7694	4,977.22	at end of this section
John Hancock Pat Prem II	03/01/10	484.0512	5,012.38	
John Hancock Pat Prem II	04/01/10	472.6031	5,046.50	
John Hancock Pat Prem II	05/03/10	466.9214	5,079.82	
John Hancock Pat Prem II	06/01/10	492.6587	5,112.74	
Johnson & Johnson	06/10/10	130	7,576.48	
Kellogg Co	06/10/10	140	7,536.58	
Kimberly Clark Corp	06/10/10	125	7,634.30	
Kinder Morgan Energy LP	01/14/10	360	22,878.63	
Kinder Morgan MGMT LLC	12/12/08	1,161.1780	40,916.30	
Kinder Morgan MGMT LLC	07/13/09	102.8115	4,242.31	
Kinder Morgan MGMT LLC	09/14/09	100.5827	4,428.27	
King Pharmaceuticals Inc	06/10/10	925	7,357.82	
Kraft Foods Inc	06/10/10	265	7,569.67	
Lamar Advertising Co	11/05/08	1,000	16,046.70	
Lennar Corp	06/10/10	500	7,494.55	
Linear Technology Corp	05/14/10	245	7,233.45	
Linear Technology Corp	06/10/10	42	1,142.69	
LSI Corporation	05/14/10	1,255	7,189.27	
LSI Corporation	06/10/10	250	1,243.95	
LYNX GLOBAL REAL ASSET FUND OFFS	07/01/09	1,000,000.000	1,000,000.00	
Magellan Midstream Ptnrs:MMP	12/11/08	180	5,280.51	
Magellan Midstream Ptnrs:MMP	12/12/08	430	13,238.68	
Magellan Midstream Ptnrs:MMP	12/17/08	525	15,525.18	
Magellan Midstream Ptnrs:MMP	03/10/09	185	4,985.26	
Magellan Midstream Ptnrs:MMP	02/09/10	330	13,909.21	
Magellan Midstream Ptnrs:MMP	06/25/10	90	4,103.28	
Marathon Oil Corp	05/14/10	230	7,172.60	
Marathon Oil Corp	06/10/10	28	876.77	
Markel Corp (Hldg Co)	08/10/04	325	93,326.35	
Markel Corp (Hldg Co)	09/13/04	80	24,317.02	
Markel Corp (Hldg Co)	11/16/04	25	7,900.00	
Markel Corp (Hldg Co)	08/22/05	50	15,937.00	
Markwest Energy Ptnr LP	03/03/09	730	7,728.80	
Marsh & Mclennan Cos Inc	06/10/10	360	7,472.88	
Mattel Inc	05/14/10	320	7,325.79	
Mattel Inc	06/10/10	50	1,033.57	
McAfee Inc	05/14/10	215	7,281.19	
McAfee Inc	06/10/10	37	1,185.67	
McCormick & Co Inc	06/10/10	195	7,576.02	
McDonalds Corp	05/14/10	105	7,421.82	
McDonalds Corp	06/10/10	15	1,007.00	
McGraw-Hill Companies Inc	04/12/10	240	8,636.71	
McGraw-Hill Companies Inc	06/10/10	49	1,350.13	
Mead Johnson Nutrition Co	06/10/10	155	7,514.35	
Merck & Co Inc New	06/10/10	230	7,676.57	
Meredith Corp	04/12/10	208	7,256.39	
Meredith Corp	06/10/10	31	1,025.18	
Microchip Technology Inc	05/14/10	250	7,193.55	
Microchip Technology Inc	06/10/10	38	1,020.85	
Micron Technologies Inc	05/14/10	810	7,158.38	
Micron Technologies Inc	06/10/10	73	625.94	
Microsoft Corp	05/14/10	250	7,259.28	
Microsoft Corp	06/10/10	61	1,557.99	
Molson Coors Brewing Co	06/10/10	175	7,415 47	

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Description	Date Acquired	No. of Shares	Cost	Market Value
Murphy Oil Corp	05/14/10	130	7,246.49	Market value total
Murphy Oil Corp	06/10/10	20	1,006.22	at end of this section
Mylan Labs Inc	06/10/10	410	7,632.93	
National Semiconductor Corp	05/14/10	495	7,197.99	
National Semiconductor Corp	06/10/10	76	1,021.31	
New York Times Co	04/12/10	753	8,731.94	
New York Times Co	05/14/10	10	96.10	
New York Times Co	06/10/10	102	864.18	
Newmont Mining Corp	06/10/10	140	7,790.52	
Nextra Energy Inc	06/10/10	26	1,279.90	
Nextra Energy Inc - NEE FPL Group	05/14/10	135	7,131.02	
Nike Inc	05/14/10	95	7,278.51	
Nike Inc	06/10/10	16	1,119.11	
Niska Gas Storage Ptnrs	05/17/10	275	5,382.07	
Niska Gas Storage Ptnrs	05/17/10	148	3,059.00	
Northeast Utils	05/14/10	275	7,297.32	
Northeast Utils	06/10/10	34	866.94	
Novell Inc	05/14/10	1,310	7,579.92	
Novell Inc	06/10/10	66	392.73	
Nustar Energy LP:NS	12/10/08	140	4,933.12	
Nustar Energy LP:NS	12/11/08	280	11,017.29	
Nustar Energy LP:NS	12/12/08	205	8,358.50	
Nustar Energy LP:NS	09/17/09	110	5,720.84	
Nvidia Corp	05/14/10	500	7,233.95	
Nvidia Corp	06/10/10	111	1,294.91	
Occidental Pete Corp	05/14/10	85	7,071.46	
Occidental Pete Corp	06/10/10	12	956.34	
Oneok Partners LP	12/12/08	395	18,482.26	
Oneok Partners LP	09/21/09	330	17,542.98	
Oracle Corporation	05/14/10	300	7,281.06	
Oracle Corporation	06/10/10	55	1,203.88	
PAA Natural Gas Storage	05/05/10	129	2,798.50	
PAA Natural Gas Storage	05/05/10	129	2,908.38	
Paccar Inc	02/09/10	160	5,564.39	
Paccar Inc	06/10/10	36	1,417.56	
Penn National Gaming	08/10/04	1,227	22,294.27	
Pepco Holdings Inc	05/14/10	430	7,280.55	
Pepco Holdings Inc	06/10/10	67	1,047.28	
Pfizer Inc	06/10/10	520	7,593.98	
Pinnacle West Cap Corp	05/14/10	205	7,336.91	
Pinnacle West Cap Corp	06/10/10	24	840.72	
Plains All Amern PPLN LP	12/11/08	155	5,187.96	
Plains All Amern PPLN LP	07/28/09	195	9,456.08	
Plains All Amern PPLN LP	12/12/08	510	18,024.47	
Plains All Amern PPLN LP	12/29/08	100	3,233.67	
Plains All Amern PPLN LP	12/16/09	205	10,254.50	
PPL Corp	05/14/10	280	7,194.52	
PPL Corp	06/10/10	31	794.65	
Procter & Gamble Co	06/10/10	125	7,611.94	
Progress Energy Inc	05/14/10	180	7,262.68	
Progress Energy Inc	06/10/10	28	1,068.97	
Progressive Corp Ohio	06/10/10	400	7,599.08	
Pulte Homes Inc	06/10/10	720	6,883.13	
Qwest Communications Int'l Inc	06/10/10	1,450	7,554.65	
Red Hat Inc	05/14/10	245	7,225.52	
Red Hat Inc	06/10/10	29	819.04	

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Description	Date Acquired	No. of Shares	Cost	Market Value
Regency Energy Partners	02/10/10	1,020	20,447.96	Market value total
Regency Energy Partners	05/20/10	420	9,630.90	at end of this section
Ross Stores Inc	05/25/10	760	40,141.14	
SANDERSON INT'L VALUE FUND			1,137,759.73	
Sara Lee Corp	06/10/10	540	7,751.11	
Sherwin Williams Co	06/10/10	100	7,425.59	
Sigma Aldrich Corp	04/12/10	126	6,930.83	
Sigma Aldrich Corp	06/10/10	25	1,257.08	
Southern Co	05/14/10	210	7,330.87	
Southern Co	06/10/10	35	1,135.18	
Spectra Energy Partners:SEP	12/11/08	100	1,767.70	
Spectra Energy Partners:SEP	12/12/08	585	10,617.01	
Spectra Energy Partners:SEP	01/14/09	285	5,677.38	
Spectra Energy Partners:SEP	05/21/09	165	3,501.90	
Stanley Black & Decker Inc	0514/10	120	7,406.66	
Stanley Black & Decker Inc	06/10/10	24	1,289.27	
Starbucks Corp	05/14/10	270	7,249.91	
Starbucks Corp	06/10/10	40	1,031.94	
Sunoco Logistics Ptnr LP	12/11/08	270	11,779.05	
Sunoco Logistics Ptnr LP	04/14/09	170	8,520.73	
Sunoco Logistics Ptnr LP	09/17/09	375	21,768.34	
Symantec Corp	05/14/10	445	7,281.89	
Symantec Corp	06/10/10	121	1,698.82	
Sysco Corp	06/10/10	260	7,707.57	
Targa Resources PTNR LP	12/12/08	650	4,993.78	
Targa Resources PTNR LP	08/12/09	355	5,586.74	
Targa Resources PTNR LP	02/01/10	265	6,353.45	
Targa Resources PTNR LP	06/22/10	105	2,606.61	
Target Corp	05/14/10	130	7,338.89	
Target Corp	06/10/10	17	891.84	
TC Pipeline LP	11/18/09	265	10,020.94	
TC Pipeline LP	01/15/10	350	12,993.95	
Teradata Corp	05/14/10	235	7,190.72	
Teradata Corp	06/10/10	16	495.75	
Texas Instruments, Inc	05/14/10	280	7,209.89	
Texas Instruments, Inc	06/10/10	50	1,194.11	
The Hershey Company	06/10/10	160	7,826.69	
Travelers Companies Inc	06/10/10	155	7,527.79	
Tyson Foods Inc	06/10/10	440	7,780.78	
Verizon Communications	06/10/10	280	7,630.20	
Walgreen Co	06/10/10	245	7,410.93	
Washington Post	04/12/10	13	6,370.59	
Washington Post	06/10/10	4	1,787.40	
Watson Pharmaceuticals Inc	06/10/10	175	7,561.17	
Western Gas Partners LP	12/11/08	510	5,908.99	
Western Gas Partners LP	01/13/09	240	3,464.65	
Whirlpool Corp	05/14/10	70	7,426.81	
Whirlpool Corp	06/10/10	7	658.82	
Williams Ptnrs:WMZ	01/26/10	550	20,727.59	
Williams Ptnrs:WMZ	06/18/10	190	8,234.81	
Williams Pipeline Ptnrs:WMZ	12/11/08	740	10,073.37	
Windstream Corp	06/10/10	720	7,688.81	
Wynn Resorts Ltd	05/14/10	85	7,202.76	
Wynn Resorts Ltd	06/10/10	11	850.90	
Xilinx, Inc	05/14/10	290	7,295.33	
Xilinx, Inc	06/10/10	38	928.31	

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Description	**Date Acquired**	**No. of Shares**	**Cost**	**Market Value**
XL Capital LTD	06/10/10	456	7,381.27	Market value total
XL Capital Ltd	11/23/09	795	21,902.25	at end of this section
Yum Brands Inc	05/14/10	175	7,341.43	
Yum Brands Inc	06/10/10	21	839.91	
Total Corporate Stock			**6,258,274.99**	**6,865,278.60**
Affiliated Managers	02/19/10	30,000	29,662.50	
Allegheny Technologies	07/27/09	15,000	15,655.35	
Allegheny Technologies	08/19/09	10,000	10,475.00	
Allergain Inc	05/07/09	18,000	18,585.00	
Allergain Inc	05/22/09	7,000	7,315.00	
Allergain Inc	09/01/09	5,000	5,475.00	
Amgen Inc	05/20/10	25,000	25,187.50	
Archer Daniels	05/07/09	20,000	18,250.00	
Archer Daniels	05/22/09	5,000	4,587.50	
Beckman Coulter Inc	05/07/09	20,000	20,250.00	
Beckman Coulter Inc	05/22/09	5,000	5,025.00	
Beckman Coulter Inc	08/27/09	5,000	5,700.00	
Best Buy, Inc	05/22/09	15,000	14,887.50	
Boston PPTY Ltd Partnership	05/07/09	20,000	17,500.00	
Boston PPTY Ltd Partnership	05/22/09	5,000	4,375.00	
Boston PPTY Ltd Partnership	08/17/09	8,000	7,840.00	
Cameron Int'l Corp	05/07/09	18,000	20,340.00	
Cameron Int'l Corp	05/22/09	2,000	2,277.50	
Carnival Corp	05/07/09	20,000	19,500.00	
Carnival Corp	05/22/09	5,000	4,862.50	
COLCHESTER GLOBAL BOND FUND			2,125,737.00	
DFA One Year Fixed Income	11/10/09	15,796.329	163,195.73	
DFA One Year Fixed Income	11/10/09	71.2180	735.68	
DFA One Year Fixed Income	12/08/09	124.7280	1,288.44	
DFA One Year Fixed Income	01/13/10	96,803.0010	1,000,000.00	
DFA One Year Fixed Income	02/09/10	73.1690	755.84	
DFA One Year Fixed Income	03/09/10	109.7960	1,134.19	
DFA One Year Fixed Income	04/08/10	109.9660	1,134.85	
DFA One Year Fixed Income	05/10/10	68.1750	704.25	
DFA One Year Fixed Income	06/08/10	60.2420	622.30	
DFA One Year Fixed Income	06/10/10	41,139.8840	425,000.00	
Dominon Resources Inc	05/07/09	18,000	19,372.50	
Dominon Resources Inc	05/22/09	7,000	7,542.50	
Dominon Resources Inc	08/20/09	5,000	5,475.00	
EMC Corp	05/07/09	18,000	18,990.00	
EMC Corp	05/22/09	7,000	7,201.25	
EMC Corp	09/01/09	5,000	5,687.50	
Great Plains Ene	06/12/09	375	21,159.37	
Hartford Finl Svcs Grp	03/25/10	450	11,610.00	
Health Care Reit Inc	05/22/09	15,000	13,912.50	
Health Care Reit Inc	08/17/09	15,000	15,900.00	
Ingersoll-rand Co Lt	08/17/09	8,000	13,820.00	
Intel Corp	05/07/09	22,000	19,360.00	
Intel Corp	05/22/09	8,000	6,760.00	
Intel Corp	08/17/09	5,000	4,325.00	
L-3 Communications Corp	05/07/09	18,000	18,180.00	
L-3 Communications Corp	05/22/09	7,000	6,947.50	
Life Technologies Co	09/09/09	15,000	16,595.01	
LYNX PARTNERS OFFSHORE, LTD CLA:	06/01/03	25,931.839	2,580,722.61	

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Description	Date Acquired	No. of Shares	Cost	Market Value
Medtronic Inc	02/05/10	30,000	31,200.00	Market value total
Molson Coors	05/07/09	18,000	19,395.00	at end of this section
Molson Coors	05/22/09	7,000	7,577.50	
Nabors Inds Inc	05/07/09	22,000	20,240.00	
Nabors Inds Inc	05/22/09	8,000	7,320.00	
Nasdaq OMX Group	05/11/10	35,000	34,387.50	
National City Corp	05/07/09	22,000	20,735.00	
National City Corp	05/22/09	8,000	7,640.00	
Newell Finl Tr 1	05/22/09	500	11,250.00	
Newell Finl Tr 1	08/05/09	200	5,875.00	
Newmont Mining Corp	05/07/09	17,000	20,357.50	
Newmont Mining Corp	05/22/09	8,000	9,800.00	
Newmont Mining Corp	08/19/09	2,000	2,320.00	
Nextera Energy Inc.- NEE FLP	05/22/09	400	19,860.00	
PPL Corporation	06/28/10	510	26,205.69	
Rayonier Trs Holdings In	05/07/09	22,000	22,220.00	
Rayonier Trs Holdings In	05/22/09	3,000	2,985.00	
Rayonier Trs Holdings In	08/19/09	10,000	10,100.00	
Symantec Corp	04/21/10	35,000	37,406.25	
Teva Pharmaceutical Fin Co	05/07/09	18,000	19,800.00	
Teva Pharmaceutical Fin Co	05/22/09	7,000	7,752.50	
Textron, Inc	08/17/09	9,000	11,992.50	
Transocean Inc	02/22/10	30,000	29,175.00	
United Dominion Rlty	01/19/10	35,000	35,306.25	
Vornado Rlty LP	03/09/10	25,000	26,625.00	
Wells Fargo	12/11/09	25	23,195.77	
Total Corporate Bonds			**7,242,340.83**	**8,860,707.40**

Lighthouse Diversified Fnd Class A 01/03a	01/31/03	1,341.809	1,486,007.17
Pimco Low Duration Fund	04/29/08	46,333.6630	467,995.00
Pimco Low Duration Fund	04/30/08	10.2940	104.28
Pimco Low Duration Fund	05/30/08	165.3000	1,669.53
Pimco Low Duration Fund	06/30/08	184.4140	1,844.14
Pimco Low Duration Fund	07/31/08	156.6870	1,555.90
Pimco Low Duration Fund	08/29/08	163.9120	1,629.29
Pimco Low Duration Fund	09/30/08	177.2000	1,686.94
Pimco Low Duration Fund	10/31/08	188.3420	1,781.72
Pimco Low Duration Fund	11/30/08	183.3180	1,701.19
Pimco Low Duration Fund	12/10/08	208.9990	1,924.88
Pimco Low Duration Fund	12/10/08	461.0160	4,245.96
Pimco Low Duration Fund	12/31/08	181.0710	1,705.69
Pimco Low Duration Fund	01/31/09	167.5780	1,585.29
Pimco Low Duration Fund	02/27/09	163.8200	1,516.97
Pimco Low Duration Fund	03/31/09	177.7950	1,653.49
Pimco Low Duration Fund	04/30/09	167.7090	1,596.59
Pimco Low Duration Fund	05/29/09	164.8430	1,617.11
Pimco Low Duration Fund	06/30/09	169.2560	1,668.86
Pimco Low Duration Fund	07/31/09	176.1950	1,763.71
Pimco Low Duration Fund	08/31/09	150.1840	1,522.87
Pimco Low Duration Fund	09/24/09	13,232.8430	135,000.00
Pimco Low Duration Fund	09/30/09	142.2180	1,452.05
Pimco Low Duration Fund	10/30/09	149.3160	1,534.97
Pimco Low Duration Fund	11/30/09	125.3220	1,294.58
Pimco Low Duration Fund	12/09/09	6 3960	65.94

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Description	Date Acquired	No. of Shares	Cost	Market Value
Pimco Low Duration Fund	12/09/09	46.1820	476.14	Market value total
Pimco Low Duration Fund	12/31/09	122.4230	1,259.73	at end of this section
Pimco Low Duration Fund	01/29/10	85.2580	884.98	
Pimco Low Duration Fund	02/26/10	91.2350	948.84	
Pimco Low Duration Fund	03/31/10	106.9180	1,116.22	
Pimco Low Duration Fund	04/30/10	95.8380	1,006.30	
Pimco Low Duration Fund	05/28/10	87.5520	912.29	
Pimco Low Duration Fund	06/25/10	28,623.5690	300,000.00	
Pimco Low Duration Fund	06/30/10	98.4510	1,031.77	
Pimco Total Return Fund	04/29/08	43,130.4150	467,990.00	
Pimco Total Return Fund	04/30/08	12.0790	131.78	
Pimco Total Return Fund	05/30/08	188.8600	2,034.02	
Pimco Total Return Fund	06/30/08	185.5620	1,972.52	
Pimco Total Return Fund	07/31/08	184.3060	1,953.64	
Pimco Total Return Fund	08/29/08	188.8960	2,013.63	
Pimco Total Return Fund	09/30/08	175.6610	1,805.80	
Pimco Total Return Fund	10/31/08	207.7200	2,106.28	
Pimco Total Return Fund	11/30/08	183.4910	1,889.96	
Pimco Total Return Fund	12/10/08	1,408.8370	13,947.49	
Pimco Total Return Fund	12/10/08	802.4710	7,944.46	
Pimco Total Return Fund	12/31/08	224.3140	2,274.54	
Pimco Total Return Fund	01/31/09	240.6380	2,442.48	
Pimco Total Return Fund	02/27/09	257.2440	2,575.01	
Pimco Total Return Fund	03/31/09	248.2150	2,514.42	
Pimco Total Return Fund	04/30/09	246.3960	2,518.17	
Pimco Total Return Fund	05/31/09	240.3370	2,506.72	
Pimco Total Return Fund	06/30/09	239.4110	2,501.85	
Pimco Total Return Fund	07/31/09	248.3220	2,639.66	
Pimco Total Return Fund	08/31/09	240.5320	2,592.94	
Pimco Total Return Fund	09/24/09	12,394.3990	135,000.00	
Pimco Total Return Fund	09/30/09	238.0520	2,599.53	
Pimco Total Return Fund	10/30/09	259.2350	2,836.03	
Pimco Total Return Fund	11/30/09	208.1790	2,298.30	
Pimco Total Return Fund	12/09/09	494.3200	5,383.15	
Pimco Total Return Fund	12/09/09	137.5040	1,497.42	
Pimco Total Return Fund	12/31/09	201.0000	2,170.80	
Pimco Total Return Fund	01/29/10	151.9050	1,664.88	
Pimco Total Return Fund	02/26/10	149.6600	1,644.76	
Pimco Total Return Fund	03/31/10	156.8080	1,731.16	
Pimco Total Return Fund	04/30/10	160.5970	1,787.45	
Pimco Total Return Fund	05/28/10	147.5090	1,637.35	
Pimco Total Return Fund	06/30/10	162.7630	1,832.71	
Total U.S. Government Bonds			**3,122,199.30**	**3,835,552.00**

Jacobs Family Foundation
Grants and Contributions
Program Related Investment
Regulation 53.4945-5(d) Disclosures
June 30, 2010

Grants and Contributions

Information on the $1,691,680 in grants and contributions to the Jacobs Center for Neighborhood Innovation (JCNI) for the current year and status of prior year grants and contributions to JCNI:

Jacobs Center for Neighborhood Innovation
404 Euclid Avenue
San Diego, CA 92114

Date and Amount of grant:	July – June 2005	$ 6,387,690
Date and Amount of grant:	July – June 2006	$ 1,535,796
Date and Amount of grant:	July – June 2007	$ 2,047,500
Date and Amount of grant:	July – June 2008	$16,253,945
Date and Amount of grant	July – June 2009	$ 3,620,054
Date and Amount of grant	July – June 2010	$ 1,691,680

Purpose: $13,150,220 contributed for technical assistance and training in commercial development, strategic planning, and other areas for the support of community groups in an under-served part of southeastern San Diego's Diamond Neighborhoods to become agents for positive change in their neighborhoods.
Purpose: $5,000,000 contributed for the construction of a community center and administrative offices.
Amount Expended by Grantee: $ 5,000,000
Purpose: $2,600,000 contributed for the purchase of land to develop affordable housing.
Amount Expended by Grantee: $ 2,600,000
Purpose: $10,786,445 contributed in the form of an endowment to provide future income.
Amount Expended by Grantee: $ -0-
JCNI is the Grantee and did not divert any portion of the funds.
JCNI's most recent report to JFF was on June 28, 2010; Grantee reports quarterly.

Program Related Investment

Information on the $2,000,000 program related investment in JCNI:

Date and Amount of investment: June 1, 2002 $2,000,000
Purpose: To pay costs associated with constructing Market Creek Plaza, a real estate development project designed to foster the creation of community-owned businesses and improve the quality of life in Southeastern San Diego's Diamond Neighborhoods.
Amount expended by grantee: $2,000,000
Grantee did not divert any portion of the funds.
Grantee's most recent report was on June 28, 2010; JCNI reports to JFF on a quarterly basis.