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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 12-01-2009 , and ending 11-30-2010

G

Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation DOROTHY CATE AND THOMAS F FRIST FOUNDATION		A Employer identification number 62-1103568	
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 2033 RICHARD JONES ROAD		B Telephone number (see page 10 of the instructions) (615) 292-7356	
	City or town, state, and ZIP code NASHVILLE, TN 37215		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 41,621,300		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	463	463		
	4 Dividends and interest from securities.	775,518	775,518		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	797,996			
	b Gross sales price for all assets on line 6a _____ 8,545,798				
	7 Capital gain net income (from Part IV , line 2)		797,996		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	57,785	0		
	12 Total. Add lines 1 through 11	1,631,762	1,573,977		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	11,453	0		11,453
	15 Pension plans, employee benefits	876	0		876
	16a Legal fees (attach schedule).	90	0		90
	b Accounting fees (attach schedule).	51,896	0		51,896
	c Other professional fees (attach schedule)	260,593	260,593		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	9,915	0		0
	19 Depreciation (attach schedule) and depletion	496	0		
	20 Occupancy	7,823	0		7,823
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,283	149		1,135
	24 Total operating and administrative expenses. Add lines 13 through 23	344,425	260,742		73,273
	25 Contributions, gifts, grants paid	1,375,000			1,375,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,719,425	260,742		1,448,273
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-87,663			
	b Net investment income (if negative, enter -0-)		1,313,235		
	c Adjusted net income (if negative, enter -0-)				

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	1,748	6,273	6,273
	2	Savings and temporary cash investments	1,173,127	834,683	834,683
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	33,599,261	33,850,815	40,507,071
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	7,477	55,364	90,000
	14	Land, buildings, and equipment basis ▶ _____ 2,754 Less accumulated depreciation (attach schedule) ▶ _____ 1,967	1,283	787	787
15	Other assets (describe ▶ _____)	560,175	507,486	182,486	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	35,343,071	35,255,408	41,621,300	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	35,343,071	35,255,408	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	35,343,071	35,255,408	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	35,343,071	35,255,408	

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 35,343,071
2	Enter amount from Part I, line 27a	2 -87,663
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 35,255,408
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 35,255,408

Part IV Capital Gains and Losses for Tax on Investment Income

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	797,996
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,143,370	33,819,954	0 033808
2007	2,709,614	48,541,811	0 055820
2006	2,393,269	55,428,143	0 043178
2005	2,068,762	49,194,809	0 042052
2004	2,070,864	46,549,701	0 044487

2	Total of line 1, column (d).	2	0 219345
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 043869
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	39,554,211
5	Multiply line 4 by line 3.	5	1,735,204
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,132
7	Add lines 5 and 6.	7	1,748,336
8	Enter qualifying distributions from Part XII, line 4.	8	1,448,273

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

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

1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	26,265
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3Add lines 1 and 2.		3	26,265
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	26,265
6Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	26,699
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	
7Total credits and payments Add lines 6a through 6d.		7	26,699
8Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	434
11Enter the amount of line 10 to be Credited to 2010 estimated tax 434 Refunded		11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TN			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶The Organization Telephone no ▶(615) 292-7356 Located at ▶2033 RICHARD JONES ROAD NASHVILLE TN ZIP+4 ▶37215			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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	
2	
3	
4	

Part IX-B

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	38,266,147
b	Average of monthly cash balances.	1b	1,625,412
c	Fair market value of all other assets (see page 24 of the instructions).	1c	265,000
d	Total (add lines 1a, b, and c).	1d	40,156,559
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	40,156,559
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	602,348
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	39,554,211
6	Minimum investment return. Enter 5% of line 5.	6	1,977,711

Part XI

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

1	Minimum investment return from Part X, line 6.	1	1,977,711
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	26,265
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	7,464
c	Add lines 2a and 2b.	2c	33,729
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,943,982
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,943,982
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,943,982

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,448,273
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,448,273
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,448,273
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2008			
a	Enter amount for 2008 only. 253,150			
b	Total for prior years 20____, 20____, 20____ 0			
3	Excess distributions carryover, if any, to 2009			
a	From 2004.			
b	From 2005.			
c	From 2006.			
d	From 2007.			
e	From 2008.			
f	Total of lines 3a through e. 0			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,448,273			
a	Applied to 2008, but not more than line 2a 253,150			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . 0			
d	Applied to 2009 distributable amount. 1,195,123			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).) 0			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5 0			
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 page 27 of the instructions . . . 0			
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 748,859			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). 0			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a 0			
10	Analysis of line 9			
a	Excess from 2005.			
b	Excess from 2006.			
c	Excess from 2007.			
d	Excess from 2008.			
e	Excess from 2009.			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,375,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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





Form **990-PF** (2009)

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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				
	*****			2011-02-14	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature  John M Mackie		Date	Check if self-employed 
Firm's name (or yours if self-employed), address, and ZIP code 		FAULKNER MACKIE & COCHRAN PC		EIN 	
		3100 WEST END AVENUE STE 700		Phone no (615) 292-3011	
			NASHVILLE, TN 37203		

Additional Data

Software ID: 09000028
Software Version: 2009.05060
EIN: 62-1103568
Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Publicly traded securities			
LIGHTHOUSE LDF SLV SPC FD (BOND FUND)	P	2009-07-01	2010-08-31
RESTORATION OFFSHORE FUND (BOND FUND)	P	2004-04-01	2010-05-03
STG CAP FD LTD CL B SERIES 1 (HEDGE FUND)	P	2005-07-29	2010-08-26
TREMBLANT PARTNERS LIMITED (HEDGE FUND)	P	2006-01-27	2010-08-25
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,048,215		7,481,974	566,241
51,709		47,141	4,568
140,469		80,132	60,337
126,610		88,554	38,056
		50,001	-50,001
178,795			178,795

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			566,241
			4,568
			60,337
			38,056
			-50,001
			178,795

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS F FRIST JR MD	VICE PRESIDENT 0 00	0	0	0
2033 RICHARD JONES ROAD NASHVILLE,TN 37215				
DOROTHY Cate Frist	VICE PRESIDENT 0 00	0	0	0
2033 RICHARD JONES ROAD NASHVILLE,TN 37215				
MARY FRIST BARFIELD	PRESIDENT 1 00	0	0	0
2033 RICHARD JONES ROAD NASHVILLE,TN 37215				
ROBERT A FRIST MD	VICE PRESIDENT 0 00	0	0	0
2033 RICHARD JONES ROAD NASHVILLE,TN 37215				
WILLIAM H FRIST MD	SECRETARY 0 00	0	0	0
2033 RICHARD JONES ROAD NASHVILLE,TN 37215				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
100 Black Men of Middle Tennessee One Vantage Way E-200 Nashville,TN 37228	None	501(c)(3) Public Cha	General support	1,000
Abe's Garden618 Church Street Suite 220 Nashville,TN 37219	None	501(c)(3) Public Cha	General support	5,000
Adventure Science Center800 Fort Negley Boulevard Nashville,TN 37203	None	501(c)(3) Public Cha	General support	25,000
Adventure Science Center800 Fort Negley Boulevard Nashville,TN 37203	None	501(c)(3) Public Cha	General support	500
American Cancer Society2008 Charlotte Avenue Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
American Heart Association1818 Patterson Street Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,500
American Red Cross2201 Charlotte Avenue Nashville,TN 37203	None	501(c)(3) Public Cha	General support	10,000
Autism Society of Middle Tennessee 955 Woodland Street Nashville,TN 37206	None	501(c)(3) Public Cha	General support	1,000
Bethlehem Centers1417 Charlotte Avenue Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Big Brothers and Big Sisters of Mid TN 1704 Charlotte Avenue 130 Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Boy Scouts of America3414 Hillsboro Road Nashville,TN 37215	None	501(c)(3) Public Cha	General support	2,500
Boys & Girls Clubs of Middle TennesseeP O Box 110268 Nashville,TN 372220268	None	501(c)(3) Public Cha	General support	1,000
Boys & Girls Clubs of Middle TennesseeP O Box 110268 Nashville,TN 37222	None	501(c)(3) Public Cha	General support	2,000
Boys & Girls Clubs of Middle TennesseeP O Box 110268 Nashville,TN 37222	None	501(c)(3) Public Cha	General support	1,000
Boys & Girls Clubs of Middle TennesseeP O Box 110268 Nashville,TN 37222	None	501(c)(3) Public Cha	General support	5,000
Total ▶ 3a				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Boys and Girls Club of Greater Washington8380 Colesvilles Road Suite 600 Silver Springs, MD 20910	None	501(c)(3) Public Cha	General support	1,000
Brentwood Academy219 Granny White Pike Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	10,000
Brentwood Academy219 Granny White Pike Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	250
Brentwood Academy219 Granny White Pike Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	500
Brentwood Academy219 Granny White Pike Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	1,000
Brentwood Academy219 Granny White Pike Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	250
Bridge Program213 McLemore Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Bridge Program213 McLemore Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Catholic Charities of Tennessee30 White Bridge Road Nashville, TN 37205	None	501(c)(3) Public Cha	General support	5,000
CenterstoneP O Box 40406 Nashville, TN 37204	None	501(c)(3) Public Cha	General support	2,500
Challenge AspenP O Box 6639 Snowmass, CO 81615	None	501(c)(3) Public Cha	General support	3,500
Cheekwood1200 Forrest Park Drive Nashville, TN 37205	None	501(c)(3) Public Cha	General support	3,000
Child Help USA2505 Kingston Pike Knoxville, TN 37919	None	501(c)(3) Public Cha	General support	1,000
Children of Zimbabwe Fundc/o Community Foundation of Middle Tennessee Nashville, TN 37215	None	501(c)(3) Public Cha	General support	5,000
Community Foundation for Nantucket PO Box 204 Nantucket, MA 02554	None	501(c)(3) Public Cha	General support	39,500
Total				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Community Foundation of Middle Tennessee3833 Cleghorn Avenue Suite 400 Nashville, TN 37215	None	501(c)(3) Public Cha	General support	212,500
Community Foundation of Middle Tennessee3833 Cleghorn Avenue Suite 400 Nashville, TN 37215	None	501(c)(3) Public Cha	General support	3,000
Community Foundation of Middle Tennessee3833 Cleghorn Avenue Suite 400 Nashville, TN 37215	None	501(c)(3) Public Cha	General support	45,250
Community Foundation of Middle Tennessee3833 Cleghorn Avenue Suite 400 Nashville, TN 37215	None	501(c)(3) Public Cha	General support	21,642
Community Resource Center218 Omohundro Place Nashville, TN 37210	None	501(c)(3) Public Cha	General support	1,000
Conexion Americas800 18th Avenue South Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
CSIS1800 K Street NW Suite 400 Washington, DC 20006	None	501(c)(3) Public Cha	General support	10,000
Cumberland HeightsP O Box 90727 Nashville, TN 37209	None	501(c)(3) Public Cha	General support	2,000
Cumberland HeightsP O Box 90727 Nashville, TN 37209	None	501(c)(3) Public Cha	General support	1,000
Cumberland HeightsP O Box 90727 Nashville, TN 37209	None	501(c)(3) Public Cha	General support	5,000
Daystar Counseling Ministries2801 Azalea Place Nashville, TN 37209	None	501(c)(3) Public Cha	General support	250
Daystar Counseling Ministries2801 Azalea Place Nashville, TN 37209	None	501(c)(3) Public Cha	General support	1,000
Daystar Counseling Ministries2801 Azalea Place Nashville, TN 37209	None	501(c)(3) Public Cha	General support	500
Daystar Counseling Ministries2801 Azalea Place Nashville, TN 37209	None	501(c)(3) Public Cha	General support	1,000
Eighteenth Avenue Family Resource Center1811 Osage Street Nashville, TN 37208	None	501(c)(3) Public Cha	General support	2,500
Total  3a				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	5,000
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	1,650
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	5,000
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	500
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	5,000
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	5,000
Ensworth School211 Ensworth Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	2,500
Eve of Janus Benefit4342 Chickering Lane Nashville, TN 37215	None	501(c)(3) Public Cha	General support	1,000
Eve of Janus Benefit4342 Chickering Lane Nashville, TN 37215	None	501(c)(3) Public Cha	General support	1,000
Exchange Club Family Center139 Thompson Lane Nashville, TN 37211	None	501(c)(3) Public Cha	General support	5,000
Faith Family Medical Clinic326 21st Avenue North Nashville, TN 37203	None	501(c)(3) Public Cha	General support	500
Faith Family Medical Clinic326 21st Avenue North Nashville, TN 37203	None	501(c)(3) Public Cha	General support	2,500
Faith Family Medical Clinic326 21st Avenue North Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Family & Children's Services201 23rd Avenue North Nashville, TN 37203	None	501(c)(3) Public Cha	General support	2,500
Fellowship Bible Church1210 Franklin Road Brentwood, TN 37207	None	501(c)(3) Public Cha	General support	1,500
Total  3a				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Fellowship Bible Church1210 Franklin Road Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	2,000
Fellowship Bible Church1210 Franklin Road Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	3,000
FiftyForward174 Rains Avenue Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
FiftyForward174 Rains Avenue Nashville, TN 37203	None	501(c)(3) Public Cha	General support	5,000
First Presbyterian Church4815 Franklin Road Nashville, TN 37220	None	501(c)(3) Public Cha	General support	25,000
First Presbyterian Church4815 Franklin Road Nashville, TN 37220	None	501(c)(3) Public Cha	General support	20,000
First Presbyterian Church4815 Franklin Road Nashville, TN 37220	None	501(c)(3) Public Cha	General support	5,000
First StepsDuncanwood4414 Granny White Pike Nashville, TN 37204	None	501(c)(3) Public Cha	General support	5,000
Food Allergy and Anaphylaxis Network11781 Lee Jackson Highway Fairfax, VA 22033	None	501(c)(3) Public Cha	General support	1,500
Ford Theatre Society514 Tenth Street NW Washington, DC 20004	None	501(c)(3) Public Cha	General support	2,000
Ford's Theatre514 Tenth Street NW Washington, DC 20004	None	501(c)(3) Public Cha	General support	10,000
Friends of Warner Park50 Vaughn Road Nashville, TN 37221	None	501(c)(3) Public Cha	General support	250
Friends of Warner Park50 Vaughn Road Nashville, TN 37221	None	501(c)(3) Public Cha	General support	1,000
Friends of Warner Park50 Vaughn Road Nashville, TN 37221	None	501(c)(3) Public Cha	General support	5,000
Friends of Warner Park50 Vaughn Road Nashville, TN 37221	None	501(c)(3) Public Cha	General support	1,000
Total  3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Frist Center for the Visual Arts919 Broadway Nashville, TN 37203	None	501(c)(3) Public Cha	General support	5,000
Frist Center for the Visual Arts919 Broadway Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,500
Frist Center for the Visual Arts919 Broadway Nashville, TN 372033822	None	501(c)(3) Public Cha	General support	10,000
Furman University3300 Poinsett Highway Greenville, SC 296136489	None	501(c)(3) Public Cha	General support	250
George W Bush Foundation6116 North Central Expressway Dallas, TX 75206	None	501(c)(3) Public Cha	General support	52,358
Girl Scouts of Middle Tennessee4522 Granny White Pike Nashville, TN 37204	None	501(c)(3) Public Cha	General support	2,500
Global Surgical Consortium4134 North 49th Place Phoenix, AZ 85018	None	501(c)(3) Public Cha	General support	5,000
Goodwill Industries1015 Herman Street Nashville, TN 37208	None	501(c)(3) Public Cha	General support	1,000
Gordon Jewish Community Center801 Percy Warner Blvd Nashville, TN 37205	None	501(c)(3) Public Cha	General support	50,000
Grace M Eaton Day Home1708 Pearl Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Hampden Sydney CollegeInstitutional Advancement Hampden Sydney, VA 23043	None	501(c)(3) Public Cha	General support	250
Hands On Nashville209 10th Avenue South Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Harding Academy170 Windsor Drive Nashville, TN 37205	None	501(c)(3) Public Cha	General support	125,000
Harding Academy170 Windsor Drive Nashville, TN 37205	None	501(c)(3) Public Cha	General support	1,000
Harding Academy170 Windsor Drive Nashville, TN 37205	None	501(c)(3) Public Cha	General support	2,500
Total  3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Harpeth Hall3801 Hobbs Road Nashville, TN 37215	None	501(c)(3) Public Cha	General support	250
Harpeth Hall3801 Hobbs Road Nashville, TN 37215	None	501(c)(3) Public Cha	General support	1,000
Harvard Board of Fellows Annual Fund Office of Resource Development Boston, MA 02215	None	501(c)(3) Public Cha	General support	5,000
Hearing Bridges415 4th Avenue South Nashville, TN 37201	None	501(c)(3) Public Cha	General support	1,000
High HopesATTN Fund Development Brentwood, TN 37027	None	501(c)(3) Public Cha	General support	1,000
Hope through Healing Hands2033 Richard Jones Road Nashville, TN 37215	None	501(c)(3) Public Cha	General support	40,000
Interfaith Dental Clinic1721 Patterson Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
International Justice MissionPO Box 58147 Washington, DC 20037	None	501(c)(3) Public Cha	General support	500
International Storytelling Center116 West Main Street Jonesborough, TN 37659	None	501(c)(3) Public Cha	General support	15,000
InterVarsity Christian FellowshipPO Box 7895 Madison, WI 537077895	None	501(c)(3) Public Cha	General support	1,000
Kennedy Center HonorsThe Kennedy Center Washington, DC 20566	None	501(c)(3) Public Cha	General support	1,500
King's Daughters Day Home590 North DuPont Avenue Madison, TN 37115	None	501(c)(3) Public Cha	General support	1,000
Land Trust for TennesseeP O Box 23473 Nashville, TN 37202	None	501(c)(3) Public Cha	General support	100
Land Trust for Tennessee209 10th Avenue South Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Legal Aid Society of Middle Tennessee300 Deaderick Street Nashville, TN 37201	None	501(c)(3) Public Cha	General support	1,000
Total  3a				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Living Water InternationalP O Box 35496 Houston, TX 772355496	None	501(c)(3) Public Cha	General support	1,000
Louisville Presbyterian Theological Seminary1044 Alta Vista Road Louisville, KY 402051798	None	501(c)(3) Public Cha	General support	15,000
Lwala Community AlliancePO Box 722 Hanover, NH 03755	None	501(c)(3) Public Cha	General support	3,000
Lwala Community AlliancePO Box 722 Hanover, NH 03755	None	501(c)(3) Public Cha	General support	1,000
MagdaleneP O Box 6330-B Nashville, TN 37235	None	501(c)(3) Public Cha	General support	1,000
Martha O'Bryan Center711 South Seventh Street Nashville, TN 372063895	None	501(c)(3) Public Cha	General support	10,000
Martha O'Bryan Center711 South Seventh Street Nashville, TN 372063895	None	501(c)(3) Public Cha	General support	1,000
Martha O'Bryan Center711 South Seventh Street Nashville, TN 372063895	None	501(c)(3) Public Cha	General support	2,500
McNeilly Center for Children400 Meridian Street Nashville, TN 37207	None	501(c)(3) Public Cha	General support	2,000
Mental Health Association295 Plus Park Blvd Suite 201 Nashville, TN 37217	None	501(c)(3) Public Cha	General support	1,000
Minnie Pearl Cancer FoundationATTN Susan Hosbach Nashville, TN 37203	None	501(c)(3) Public Cha	General support	2,000
Minnie Pearl Cancer FoundationATTN Susan Hosbach Nashville, TN 37203	None	501(c)(3) Public Cha	General support	250
Minnie Pearl Cancer FoundationATTN Susan Hosbach Nashville, TN 37203	None	501(c)(3) Public Cha	General support	500
Monroe Harding Children's Home1120 Glendale Lane Nashville, TN 37204	None	501(c)(3) Public Cha	General support	5,000
Montgomery Bell Academy4001 Harding Road Nashville, TN 37205	None	501(c)(3) Public Cha	General support	1,000
Total ▶ 3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Montgomery Bell Academy4001 Harding Road Nashville,TN 37205	None	501(c)(3) Public Cha	General support	5,000
Montgomery Bell Academy4001 Harding Road Nashville,TN 37205	None	501(c)(3) Public Cha	General support	250
Montgomery Bell Academy4001 Harding Road Nashville,TN 37205	None	501(c)(3) Public Cha	General support	1,000
Montgomery Bell Academy4001 Harding Road Nashville,TN 37205	None	501(c)(3) Public Cha	General support	15,000
Nashville Alliance for Public Education2400 Fairfax Avenue Nashville,TN 37212	None	501(c)(3) Public Cha	General support	2,500
Nashville CARES501 Brick Church Park Drive Nashville,TN 37207	None	501(c)(3) Public Cha	General support	2,000
Nashville CARES501 Brick Church Park Drive Nashville,TN 37207	None	501(c)(3) Public Cha	General support	1,000
Nashville Children's Theatre724 Second Avenue South Nashville,TN 37210	None	501(c)(3) Public Cha	General support	500
Nashville Habitat for Humanity1006 8th Avenue South Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Nashville Humane Association213 Oceola Avenue Nashville,TN 37209	None	501(c)(3) Public Cha	General support	500
Nashville Public Library Foundation 615 Church Street Nashville,TN 37219	None	501(c)(3) Public Cha	General support	1,500
Nashville Public Library Foundation 615 Church Street Nashville,TN 37219	None	501(c)(3) Public Cha	General support	500
Nashville Public Library Foundation 615 Church Street Nashville,TN 37219	None	501(c)(3) Public Cha	General support	5,000
Nashville Rescue Mission639 Lafayette Street Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Nashville Rescue Mission639 Lafayette Street Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Total ▶ 3a				1,375,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Nashville Rescue Mission639 Lafayette Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Nashville Zoo at Grassmere3777 Nolensville Road Nashville, TN 37211	None	501(c)(3) Public Cha	General support	250
Oasis Center1704 Charlotte Avenue Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,500
Oasis Center1704 Charlotte Avenue Nashville, TN 37203	None	501(c)(3) Public Cha	General support	3,000
Operation Stand Down1125 12th Avenue South Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Planned Parenthood of Middle Tennessee412 D B Todd Blvd Nashville, TN 37203	None	501(c)(3) Public Cha	General support	5,000
Princeton University330 Alexander Street Princeton, NJ 08544	None	501(c)(3) Public Cha	General support	1,000
Princeton UniversityP O Box 5357 Princeton, NJ 085445357	None	501(c)(3) Public Cha	General support	1,000
Princeton University219 Nassau Hall Princeton, NJ 08544	None	501(c)(3) Public Cha	General support	2,500
Project Return1200 Division Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
Reformed University Fellowship1700 North Brown Road Suite 104 Lawrenceville, GA 30043	None	501(c)(3) Public Cha	General support	3,000
Reformed University Fellowship1700 North Brown Road Suite 104 Lawrenceville, GA 30043	None	501(c)(3) Public Cha	General support	2,000
Refugees International2001 S Street NW Suite 700 Washington, DC 20009	None	501(c)(3) Public Cha	General support	5,000
Renewal HouseP O Box 280356 Nashville, TN 37228	None	501(c)(3) Public Cha	General support	1,000
Rocketown USAPO Box 331129 Nashville, TN 37203	None	501(c)(3) Public Cha	General support	2,500
Total  3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Rockettown USAP O Box 331129 Nashville,TN 37203	None	501(c)(3) Public Cha	General support	2,500
Rooftop FoundationPO Box 150204 Nashville,TN 37215	None	501(c)(3) Public Cha	General support	5,000
Room in the InnP O Box 25309 Nashville,TN 372025309	None	501(c)(3) Public Cha	General support	10,000
Saddle Up1549 Old Hillsboro Road Franklin,TN 37069	None	501(c)(3) Public Cha	General support	1,000
Safe Haven Family Shelter1234 3rd Avenue South Nashville,TN 37210	None	501(c)(3) Public Cha	General support	5,000
Salama Urban Ministries1205 8th Avenue South Nashville,TN 37203	None	501(c)(3) Public Cha	General support	1,000
Salvation Army631 N Dickerson Road Nashville,TN 37207	None	501(c)(3) Public Cha	General support	250
Save the Children54 Wilton Road Westport,CT 06880	None	501(c)(3) Public Cha	General support	10,000
Second Harvest Food Bank331 Great Circle Road Nashville,TN 37228	None	501(c)(3) Public Cha	General support	1,000
Second Harvest Food Bank331 Great Circle Road Nashville,TN 37228	None	501(c)(3) Public Cha	General support	1,000
Sexual Assault Center101 French Landing Drive Nashville,TN 37228	None	501(c)(3) Public Cha	General support	1,000
Siloam Family Health Center820 Gale Lane Nashville,TN 37204	None	501(c)(3) Public Cha	General support	1,000
Siloam Family Health Center820 Gale Lane Nashville,TN 37204	None	501(c)(3) Public Cha	General support	5,000
Siloam Family Health Center820 Gale Lane Nashville,TN 37204	None	501(c)(3) Public Cha	General support	1,000
Sloan Kettering Cancer CenterP O Box 2465 Spartanburg,SC 29304	None	501(c)(3) Public Cha	General support	250
Total ▶ 3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Smithsonian National Museum of Natural History10th Street and Constitutional Avenue MRC 135 Washington, DC 200137012	None	501(c)(3) Public Cha	General support	5,000
St George's Kindergarten4715 Harding Pike Nashville, TN 37205	None	501(c)(3) Public Cha	General support	500
St George's Kindergarten4715 Harding Road Nashville, TN 37205	None	501(c)(3) Public Cha	General support	250
St Luke's Community House5601 New York Avenue Nashville, TN 37209	None	501(c)(3) Public Cha	General support	5,000
Starfish Africa700 Hearn Street 203 Austin, TX 78703	None	501(c)(3) Public Cha	General support	1,000
STARS Nashville1704 Charlotte Avenue Suite 200 Nashville, TN 37203	None	501(c)(3) Public Cha	General support	3,000
Texas Christian UniversityP O Box 297044 Fort Worth, TX 76129	None	501(c)(3) Public Cha	General support	1,000
The Next DoorPO Box 23336 Nashville, TN 37202	None	501(c)(3) Public Cha	General support	2,500
Time to RiseYMCA Nashville, TN 37203	None	501(c)(3) Public Cha	General support	5,000
Trinity UniversityOne Trinity Place 49 San Antonio, TX 782127200	None	501(c)(3) Public Cha	General support	1,000
Trinity UniversityOne Trinity Place 49 San Antonio, TX 782127200	None	501(c)(3) Public Cha	General support	500
United Way of Metropolitan Nashville250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
United Way of Metropolitan Nashville250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
United Way of Metropolitan Nashville250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	20,000
United Way of Metropolitan Nashville250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	20,000
Total  3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
United Way of Metropolitan Nashville 250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
United Way of Metropolitan Nashville 250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
United Way of Metropolitan Nashville 250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
United Way of Metropolitan Nashville 250 Venture Circle Nashville, TN 37228	None	501(c)(3) Public Cha	General support	10,000
University of GeorgiaUniv of Georgia Foundation Bldg Athens, GA 306025582	None	501(c)(3) Public Cha	General support	300
University of Virginia- Currey SchoolP O Box 400807 Charlottesville, VA 229044807	None	501(c)(3) Public Cha	General support	1,000
University of Virginia-Jefferson's CircleP O Box 400807 Charlottesville, VA 229044807	None	501(c)(3) Public Cha	General support	1,000
University of Virginia-School of MedicineP O Box 400807 Charlottesville, VA 229044807	None	501(c)(3) Public Cha	General support	1,000
Vanderbilt Bill Wilkerson Center1215 21st Avenue South Nashville, TN 372328808	None	501(c)(3) Public Cha	General support	1,000
Vanderbilt Children's HospitalGift Records VU Station B Nashville, TN 372327727	None	501(c)(3) Public Cha	General support	1,000
Vanderbilt LifeFlight1211 Medical Center Drive Nashville, TN 372322104	None	501(c)(3) Public Cha	General support	100
Vanderbilt UniversityP O Box 120158 Nashville, TN 37212	None	501(c)(3) Public Cha	General support	250
Wang Foundation for Sight Restoration 1801 West End Avenue Suite 1150 Nashville, TN 37203	None	501(c)(3) Public Cha	General support	5,000
Westminster Kindergarten3900 West End Ave Nashville, TN 37205	None	501(c)(3) Public Cha	General support	250
Westminster Kindergarten3900 West End Avenue Nashville, TN 37025	None	501(c)(3) Public Cha	General support	500
Total ▶ 3a				1,375,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Westminster Presbyterian Church 3900 West End Ave Nashville, TN 37205	None	501(c)(3) Public Cha	General support	500
Westminster Presbyterian Church 3900 West End Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	500
Westminster Presbyterian Church 3900 West End Avenue Nashville, TN 37205	None	501(c)(3) Public Cha	General support	10,000
Woodbine Community Organization 222 Oriel Avenue Nashville, TN 37210	None	501(c)(3) Public Cha	General support	1,000
YMCA -Joe C Davis YMCA Outdoor Center 3088 Smith Springs Road Antioch, TN 37013	None	501(c)(3) Public Cha	General support	250
YMCA of Middle Tennessee 1000 Church Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	1,000
YMCA of Middle Tennessee 1000 Church Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	2,500
YMCA of Nashville and Middle Tennessee The Joe C Davis YMCA Outdoor Center Antioch, TN 37013	None	501(c)(3) Public Cha	General support	62,500
YMCA--Vision 2020 Campaign 1000 Church Street Nashville, TN 37203	None	501(c)(3) Public Cha	General support	100,000
Young Life P O Box 120681 Nashville, TN 37212	None	501(c)(3) Public Cha	General support	100
YWCA 1608 Woodmont Blvd Nashville, TN 37215	None	501(c)(3) Public Cha	General support	5,000
Total				1,375,000

TY 2009 Accounting Fees Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	51,896	0		51,896

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Depreciation Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2006-10-01	1,661	1,052	SL	5 0000000000000	332	0		
FURNITURE	2007-04-12	956	365	SL	7 0000000000000	137	0		
computer addition	2008-01-08	137	54	SL	5 0000000000000	27	0		

TY 2009 Investments Corporate
Stock Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION
EIN: 62-1103568

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1ST NIAGARA FINL GROUP INC NEW COM, 3,080 shares	46,131	38,146
ACUITY BRANDS INC COM, 1,000 shares	36,911	53,860
ADR ANGLOGOLD ASHANTI LTD, 4,566 shares	80,207	213,826
ADR CHICAGO BRDG & IRON CO N V N Y, 1,620 shares	11,968	45,862
ADR SANOFI-AVENTIS SPONSORED ADR, 5,550 shares	181,243	169,386
AETNA INC, 1,200 shares	12,803	35,544
AFFYMETRIX INC OC-CAP STK, 5,000 shares	25,996	20,800
AGILENT TECHNOLOGIES INC COM, 2,785 shares	85,521	97,531
AKAMAI TECHNOLOGIES INC COM STK, 3,950 shares	77,743	206,150
ALLEGiant TRAVEL CO COM, 750 shares	42,035	37,447
ALLETE INC COM NEW, 700 shares	23,051	24,731
ALTRA HLDGS INC COM, 3,000 shares	26,565	50,340
AMAZON COM INC COM, 685 shares	66,778	120,149
AMERISOURCEBERGEN CORP COM, 3,410 shares	95,672	105,198
AMGEN INC COM, 4,890 shares	252,906	257,654
ANALOG DEVICES INC COM, 2,685 shares	83,709	95,479
AON CORP COM, 4,900 shares	147,244	196,588
APACHE CORP COM, 2,600 shares	175,026	279,864
APACHE CORP COM, 900 shares	69,067	96,876
APPLE INC COM STK, 410 shares	68,268	127,571
ARCH CHEMICALS INC COM, 900 shares	18,102	31,248
ATWOOD OCEANICS INC COM, 1,100 shares	14,384	39,160
AUTODESK INC COM, 1,730 shares	52,395	61,052
BABCOCK & WILCOX CO NEW COM STK, 1,480 shares	27,652	35,949
BANKFINANCIAL CORP COM, 1,960 shares	20,061	18,287
BARRICK GOLD CORP, 6,000 shares	95,804	309,900
BECTON DICKINSON & CO COM, 1,420 shares	116,151	110,661
BENEFICIAL MUT BANCORP INC COM STK, 2,890 shares	33,486	22,455
BIO RAD LABS INC CL A, 500 shares	13,535	46,675
BMC SOFTWARE INC COM STK, 1,295 shares	52,202	57,498

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BOISE INC COM STK, 6,500 shares	40,434	47,775
BORG WARNER INC COM, 2,165 shares	95,337	130,636
BRINKS CO COM STOCK, 1,500 shares	38,568	36,810
BRISTOW GROUP INC COM, 1,400 shares	45,296	61,474
BROADCOM CORP CL A, 3,370 shares	91,744	149,931
BROADRIDGE FINL SOLUTIONS INC COM STK, 2,400 shares	42,784	49,416
CA INC COM, 15,050 shares	250,453	344,494
CADENCE DESIGN SYS INC COM, 6,700 shares	41,332	52,662
CAMBREX CORP COM, 5,900 shares	24,843	25,193
CAMERON INTL CORP COM STK, 1,240 shares	51,557	59,656
CATALYST HEALTH SOLUTIONS INC COM STK, 1,200 shares	36,088	51,504
CATERPILLAR INC COM, 1,690 shares	92,492	142,974
CBS CORP NEW CL B, 2,400 shares	14,288	40,416
CDN NAT RES LTD COM, 4,100 shares	138,105	157,686
CELGENE CORP COM, 1,745 shares	86,527	103,618
CENTY ALUM CO COM, 3,700 shares	40,276	51,227
CERNER CORP COM, 975 shares	67,797	85,663
CF LIGHTHOUSE LDF SLV SPC FD, 39 shares	41,618	47,489
CF PINE GRV OFFSHORE LTD CL C FD, 9,628 shares	1,900,000	2,212,849
CHART INDS INC COM, 2,000 shares	31,488	63,260
CHECK PT SOFTWARE TECHNOLOGIES, 2,240 shares	88,036	96,029
CHILDRENS PL RETAIL STORES INC COM, 925 shares	42,213	48,017
CIRCOR INTL INC COM, 1,090 shares	21,822	43,055
CITIGROUP INC COM, 37,100 shares	119,803	155,820
CITRIX SYS INC COM, 1,165 shares	68,990	77,379
CL 1 ORTHODONTIC SUP INC COM STK, 3,080 shares	57,765	0
CME GROUP INC COM STK, 520 shares	182,969	149,791
COMPASS MINERALS INTL INC COM, 450 shares	24,327	37,170
COMSTOCK RES INC COM NEW COM NEW , 1,200 shares	15,997	29,400
CONCUR TECHNOLOGIES INC COM, 1,095 shares	52,536	56,075

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CONMED CORP COM, 1,800 shares	30,162	38,718
COOPER INDUSTRIES PLC NEW IRELAND COM STK, 1,795 shares	90,002	97,827
CORELOGIC INC-W/I COM STK, 2,000 shares	37,822	36,420
CVS CAREMARK CORP COM STK, 1,900 shares	57,794	58,900
DELTIC TIMBER CORP COM, 800 shares	32,582	41,608
DELUXE CORP COM, 2,400 shares	26,609	50,856
DENNYS CORP COM, 4,200 shares	16,358	15,372
DINEEQUITY INC COM STK, 1,185 shares	30,784	63,303
DOLLAR FINL CORP COM STK, 1,550 shares	37,796	40,579
DRESSER-RAND GROUP INC COM, 700 shares	24,174	26,551
DRIL-QUIP INC COM, 800 shares	33,126	61,952
EMC CORP COM, 9,610 shares	140,143	206,519
EMERGENCY MED SVCS CORP CL A COM STK, 800 shares	31,504	39,632
ENPRO INDS INC COM, 1,275 shares	40,688	46,729
ENPRO INDS INC COM, 995 shares	8,933	36,467
EPOCH HLDG CORP COM, 3,000 shares	40,525	48,090
ESTERLINE TECHNOLOGIES CORP COM STK, 900 shares	24,458	52,992
EXPEDITORS INTL WASH INC COM, 3,540 shares	138,548	187,266
EXTERRAN HLDGS INC COM STK, 1,270 shares	31,357	28,791
F5 NETWORKS INC COM STK, 515 shares	51,511	67,918
FEDERAL SIGNAL CORP COM, 2,000 shares	12,760	12,820
FIRST AMERN FINL CORP COM STK, 2,600 shares	37,223	36,842
FIRST CASH FINANCIAL SERVICES INC, 1,775 shares	40,174	51,102
FIRSTMERIT CORP COM, 2,319 shares	45,319	40,408
FLOWERS FOODS INC COM, 2,380 shares	13,696	62,356
FLOWSERVE CORP COM, 470 shares	46,704	49,566
FMC CORP COM (NEW), 1,345 shares	86,405	104,668
FORESTAR GROUP INC, 1,700 shares	25,460	30,634
FORMFACTOR INC COM STK, 4,600 shares	40,679	42,688
FOSTER L B CO CL A, 800 shares	17,136	27,752

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FOSTER WHEELER LTD (BM) COM STK, 850 shares	25,566	23,800
FTI CONSULTING INC COM, 1,100 shares	35,251	39,204
GALLAGHER ARTHUR J & CO COM, 1,730 shares	41,063	48,578
GEN MTRS CO COM, 3,000 shares	101,360	102,600
GENWORTH FINL INC COM CL A COM CL A, 13,270 shares	162,477	154,728
GOLDMAN SACHS GROUP INC COM, 400 shares	57,704	62,456
GOODRICH CORPORATION, 1,180 shares	89,365	101,209
GOOGLE INC CL A CL A, 275 shares	128,087	152,820
GULFMARK OFFSHORE INC CL A NEW USD0.01 CLASS A, 1,400 shares	44,456	41,048
HALLIBURTON CO COM, 2,650 shares	47,897	100,276
HALLIBURTON CO COM, 2,685 shares	81,871	101,600
HANESBRANDS INC COM STK, 1,000 shares	22,224	27,150
HANOVER INS GROUP INC COM, 880 shares	32,672	39,846
HARTFORD FINL SVCS GROUP INC COM, 5,050 shares	73,802	112,413
HAWAIIAN ELEC INDS INC COM, 1,850 shares	41,949	40,496
HEALTHWAYS INC COM STK, 3,950 shares	43,411	38,117
HECLA MNG CO COM, 8,000 shares	13,202	76,720
HESS CORP COM STK, 1,630 shares	87,711	114,181
HEXCEL CORP NEW COM, 2,600 shares	20,531	44,590
HF NORTHERN TRUST DIVERSIFIED HEDGE FUND LTD., 1,387 shares	1,573,340	2,030,700
HILL ROM HLDGS INC COM STK, 1,960 shares	46,949	77,577
HURON CONSULTING GROUP INC COM STK, 1,600 shares	35,968	36,336
IBERIABANK CORP COM, 980 shares	43,023	49,402
INGERSOLL-RAND PLC COM STK, 3,100 shares	47,089	127,100
INTEL CORP COM, 3,405 shares	65,652	71,914
INTERCONTINENTALEXCHANGE INC COM, 860 shares	73,996	96,922
INTERDIGITAL INC PA COM, 1,475 shares	37,485	48,778
INTL RECTIFIER CORP COM, 2,100 shares	28,674	59,556
INTREPID POTASH INC COM, 1,550 shares	31,262	47,507
INTUIT COM, 2,700 shares	98,795	121,203

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHN BEAN TECHNOLOGIES CORP COM STK, 2,100 shares	36,981	38,745
JOY GLOBAL INC COM, 700 shares	4,791	53,424
JPMORGAN CHASE & CO COM, 2,970 shares	93,309	111,019
KAISER ALUM CORP COM PAR \$0.01 COM PAR \$0.01, 1,000 shares	31,454	46,900
KIMBERLY-CLARK CORP COM, 1,450 shares	66,108	89,741
KINDER MORGAN MGMT LLC, 96,902 shares	0	0
KNIGHT CAP GROUP INC COM, 2,375 shares	37,330	31,208
KNOLL INC COM NEW COM, 3,300 shares	42,811	50,655
KOPPERS HLDGS INC COM, 500 shares	16,233	14,300
KROGER CO COM, 4,800 shares	98,633	113,040
KS CY SOUTHN, 1,840 shares	25,631	87,106
LAM RESH CORP COM, 2,175 shares	83,449	98,593
LATTICE SEMICONDUCTOR CORP COM, 8,100 shares	23,487	36,045
LEAP WIRELESS INTL INC COM NEW COM STK, 2,650 shares	40,496	28,845
LIFE TECHNOLOGIES CORP COM STK, 2,052 shares	62,994	102,200
LINCOLN EDL SVCS CORP COM STK, 1,800 shares	33,894	26,388
LINCOLN NATL CORP COM, 3,400 shares	93,683	81,192
LOCKHEED MARTIN CORP COM, 2,400 shares	139,262	163,296
LOEWS CORP COM, 5,810 shares	128,644	217,352
LUBRIZOL CORP COM, 890 shares	82,823	93,058
LUFKIN INDS INC COM, 875 shares	37,859	44,301
MARRIOTT INTL INC NEW COM STK CL A, 2,555 shares	87,998	100,182
MB FINL INC NEW COM, 1,730 shares	50,447	24,618
MCDERMOTT INTL INC COM STK \$1 PAR, 960 shares	2,162	17,597
MERCK & CO INC NEW COM, 4,700 shares	119,919	162,009
METLIFE INC COM, 4,950 shares	89,067	188,843
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD, 35,562 shares	250,000	280,939
MFC SPDR GOLD TR GOLD SHS, 2,937 shares	399,906	397,729
MFO ARTIO GLOBAL INVT FDS INTL EQUITY FDCL A, 55,096 shares	1,597,454	1,557,556
MFO DFA EMERGING MARKETS VALUE, 84,347 shares	2,010,896	2,959,742

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MFO DODGE & COX INTL STK FD, 61,528 shares	1,800,493	2,063,649
MFO DRIEHAUS MUT FDS INTERNATIONAL DISCOVERY FD, 67,722 shares	2,405,694	1,936,854
MFO MET W HIGH YIELD BD FUND, 100,454 shares	1,003,569	1,064,814
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REAL RETURN STRATEGY FD INSTL, 110	910,822	956,396
MFO PIMCO FDS PAC INVT MGMT SER MODERATEDURATION FD INSTL CL, 671,029 shares	7,000,000	7,455,127
MICRON TECH INC COM, 4,090 shares	33,114	29,693
MICROSOFT CORP COM, 3,750 shares	79,874	94,538
MIDDLEBY CORP COM, 900 shares	49,852	72,423
MOTOROLA INC COM, 39,600 shares	164,957	303,336
NATIONAL OILWELL VARCO COM STK, 2,300 shares	83,123	140,967
NETAPP INC COM STK, 1,870 shares	78,474	95,239
NOBLE ENERGY INC COM, 1,700 shares	52,458	138,125
NORTHWEST BANCSHARES INC MD COM, 2,500 shares	28,914	25,650
NORTHWESTERN CORP COM NEW COM NEW, 1,500 shares	45,141	43,215
NRG ENERGY INC COM NEW, 3,950 shares	106,662	76,551
OCCIDENTAL PETROLEUM CORP, 1,540 shares	119,200	135,782
OCCIDENTAL PETROLEUM CORP, 1,600 shares	133,404	141,072
OCEANEERING INTL INC COM, 800 shares	22,411	55,280
OFFICEMAX INC DEL COM, 2,525 shares	41,841	43,152
ORACLE CORP COM, 2,745 shares	52,877	74,225
ORION MARINE GROUP INC COM STK, 1,950 shares	46,695	26,208
PANERA BREAD CO CL A, 550 shares	30,244	55,132
PATTERSON COS INC COM, 1,500 shares	30,743	44,595
PEGASYSTEMS INC COM, 1,325 shares	39,943	41,009
PETROHAWK ENERGY CORP COM, 1,400 shares	17,192	24,962
PFIZER INC COM STK \$.11 1/9 PAR, 12,300 shares	210,505	200,367
PHH CORP COM NEW COM NEW, 2,000 shares	40,964	42,460
PHILIP MORRIS INTL COM STK NPV, 2,350 shares	52,925	133,692
PITNEY BOWES INC COM, 5,250 shares	145,985	115,185
PLANTRONICS INC NEW COM, 1,375 shares	37,864	49,184

Name of Stock	End of Year Book Value	End of Year Fair Market Value
POLO RALPH LAUREN CORP CL A, 1,115 shares	87,351	121,803
POLYONE CORP COM, 3,300 shares	5,660	41,118
PORTFOLIO RECOVERY ASSOCS INC COM, 700 shares	31,485	44,359
PRAXAIR INC COM, 2,115 shares	191,182	194,686
QUALITY SYS INC COM STK, 600 shares	23,458	38,694
RALCORP HLDGS INC NEW COM, 925 shares	15,482	57,276
RAYTHEON CO USD0.01, 1,750 shares	52,738	80,938
RAYTHEON CO WT EXP 06-16-2011, 491 shares	0	4,512
RED HAT INC COM, 2,705 shares	87,086	117,668
REDWOOD TR INC COM, 2,300 shares	64,046	31,809
REGAL BELOIT CORP COM, 500 shares	29,589	30,500
ROBBINS &MYERS INC COM 2765105 1-10-2011, 1,500 shares	44,507	53,325
SALLY BEAUTY HLDGS INC COM STK, 2,700 shares	23,222	37,125
SOLUTIA INC COM NEW COM NEW, 800 shares	12,404	17,104
SPDR KBW REGL BKG ETF, 2,830 shares	66,812	63,732
SPRINGBOK CAPITAL OFFSHORE MCGC, 54,226 shares	54,226	462,201
STARBUCKS CORP COM, 3,875 shares	83,678	118,575
SUNPOWER CORP COM CL A, 2,800 shares	38,599	32,648
SWS GROUP INC COM, 3,100 shares	44,160	16,120
SYKES ENTERPRISES INC COM, 2,900 shares	37,553	53,360
SYNAPTICS INC COM, 1,450 shares	37,789	41,325
TALISMAN ENERGY INC COM, 5,700 shares	44,306	109,326
TENNANT CO COM, 700 shares	25,619	23,898
TEXAS INDS INC COM, 520 shares	18,153	19,594
TIDEWATER INC COM, 875 shares	41,035	42,954
TIME WARNER INC USD0.01, 3,200 shares	100,874	94,368
TIMKEN CO COM, 1,000 shares	22,899	43,560
TJX COS INC COM NEW, 2,115 shares	84,454	96,465
TOLL BROS INC COM, 2,240 shares	44,397	40,208
TREEHOUSE FOODS INC COM, 1,220 shares	34,686	60,610

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TRINITY IND INC COM, 1,300 shares	23,252	29,770
UNION PAC CORP COM, 1,400 shares	43,161	126,154
UNUM GROUP, 7,200 shares	160,251	154,728
VAIL RESORTS INC COM, 1,000 shares	48,746	45,280
VARIAN MEDICAL SYSTEMS INC, 2,695 shares	137,949	177,412
VECTREN CORP COM, 1,700 shares	43,224	44,030
VERIFONE SYSTEMS INC COM, 3,315 shares	114,580	115,196
VIACOM INC NEW CL B, 7,550 shares	114,683	285,617
VISA INC COM CL A STK, 1,620 shares	111,090	119,637
VISHAY INTERTECHNOLOGY INC COM STK, 5,200 shares	24,005	74,152
VIVUS INC COM, 5,000 shares	24,111	32,500
WABTEC CORP COM, 1,840 shares	24,178	85,063
WALT DISNEY CO, 3,230 shares	72,879	117,927
WALTER ENERGY INC, 1,080 shares	69,000	110,851
WASH FED INC COM, 2,200 shares	29,312	32,472
WELLS FARGO & CO NEW COM STK, 5,600 shares	139,773	152,376
WESTAR ENERGY INC COM, 2,270 shares	29,596	56,546
WILLBROS GROUP INC COM, 1,500 shares	23,169	10,845
WRIGHT EXPRESS CORP COM STK, 2,000 shares	40,159	86,140
WYNDHAM WORLDWIDE CORP COM STK, 2,000 shares	55,221	57,500

TY 2009 Investments - Other Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HILLSBORO DEVELOPERS, INC. (S Corporation)	AT COST	55,364	90,000

TY 2009 Land, Etc. Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	1,661	1,384	277	0
FURNITURE	956	502	454	0
computer addition	137	81	56	0

TY 2009 Legal Fees Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	90	0		90

TY 2009 Other Assets Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
LAND - MORTON MILL ROAD	500,000	500,000	175,000
Unsettled investment transactions	60,175	7,486	7,486

TY 2009 Other Expenses Schedule**Name:** DOROTHY CATE AND THOMAS F FRIST FOUNDATION**EIN:** 62-1103568

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
BANK SERVICE CHARGES	149	149		0
OFFICE SUPPLIES	446	0		446
REPAIRS & MAINTENANCE	417	0		417
MISCELLANEOUS	271	0		272

TY 2009 Other Income Schedule**Name:** DOROTHY CATE AND THOMAS F FRIST FOUNDATION**EIN:** 62-1103568

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
K-1 RENTAL REAL ESTATE (HILLSBORO DEVELOPERS, INC, EIN 62-1250708)	47,887	0	47,887
K-1 RENTAL REAL ESTATE (BAY AREA HOTEL ASSOC EIN 94-3108773)	3,398	0	3,398
Net federal excise tax recoveries	6,500		6,500

TY 2009 Other Professional Fees Schedule

Name: DOROTHY CATE AND THOMAS F FRIST FOUNDATION

EIN: 62-1103568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAN/MANAGEMENT FEES	260,593	260,593		0

TY 2009 Taxes Schedule**Name:** DOROTHY CATE AND THOMAS F FRIST FOUNDATION**EIN:** 62-1103568

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
penalty expense	50	0		0
UNRELATED BUSINESS INCOME TAX	7,600	0		0
TN FRANCHISE/EXCISE TAX	100	0		0
CA UNRELATED BUSINESS INCOME TAX	640	0		0
PROPERTY TAX	1,525	0		0