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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

OMB No 1545-0052

**2010**

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

A Employer identification number

GRIMES - KING FOUNDATION FOR THE ELDERLY

04-6070226

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

C/O FIDUCIARY TRUST CO., P.O. BOX 55806

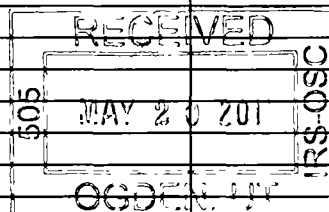
(617) 482-5270

City or town, state, and ZIP code

BOSTON, MA 02205-5806

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,619,593.  
J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)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 . . . . . ☐**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)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)	3,000.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B . . . . .				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities . . . . .	54,340.	50,454.		
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10	199,103.			
b Gross sales price for all assets on line 6a 2,470,330.				
7 Capital gain net income (from Part IV, line 2) . . . . .		187,963.		
8 Net short-term capital gain . . . . .				
9 Income modifications . . . . .				
10 a Gross sales less returns and allowances . . . . .				
b Less: Cost of goods sold . . . . .				
c Gross profit or (loss) (attach schedule) . . . . .				
11 Other income (attach schedule) . . . . .	2,500.			STMT 1
12 Total. Add lines 1 through 11 . . . . .	258,943.	238,417.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc. . . . .				
14 Other employee salaries and wages . . . . .				
15 Pension plans, employee benefits . . . . .				
16a Legal fees (attach schedule) . . . . .				
b Accounting fees (attach schedule) . . . . .				
c Other professional fees (attach schedule) STMT 2 . . . . .	24,217.	24,217.		
17 Interest . . . . .				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3 . . . . .	2,990.	1,217.		
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .	1,053.			1,053.
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) STMT 4 . . . . .	1,107.			1,107.
24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	29,367.	25,434.		2,160.
25 Contributions, gifts, grants paid . . . . .	105,000.			105,000.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	134,367.	25,434.		107,160.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements . . . . .	124,576.			
b Net investment income (if negative, enter -0-) . . . . .		212,983.		
c Adjusted net income (if negative, enter -0-) . . . . .				



For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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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 . . . . .	15.	NONE	NONE
	2	Savings and temporary cash investments . . . . .	60,746.	76,542.	76,542.
	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 . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . STMT 5 . . . . .	676,370.	380,902.	441,316.
	c	Investments - corporate bonds (attach schedule) . STMT 6 . . . . .	50,717.	50,717.	53,368.
	11	Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . . STMT 7 . . . . .	1,464,787.	1,869,049.	2,048,367.
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ . . . . .)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	2,252,635.	2,377,210.	2,619,593.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/> X				
	27	Capital stock, trust principal, or current funds . . . . .	2,252,635.	2,377,210.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,252,635.	2,377,210.	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,252,635.	2,377,210.	

## 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	2,252,635.
2	Enter amount from Part I, line 27a . . . . .	2	124,576.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,377,211.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8 . . . . .	5	1.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,377,210.

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**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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	187,963.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
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.					

**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))
2009	120,637.	2,274,676.	0.05303480584
2008	136,109.	2,569,247.	0.05297622222
2007	NONE	2,774,536.	NONE
2006	134,296.	2,756,304.	0.04872321776
2005	121,826.	2,477,395.	0.04917504072
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.20390928654
<b>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</b>			<b>3</b> 0.04078185731
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			<b>4</b> 2,464,213.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 100,495.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 2,130.
<b>7 Add lines 5 and 6</b>			<b>7</b> 102,625.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 107,160.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,130.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	2,130.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	2,130.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	1,640.	
b Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	1,640.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	490.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		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? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV . . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 9		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <b>N/A</b>				
14	The books are in care of <b>FIDUCIARY TRUST CO.</b> Telephone no. <b>(617) 482-5270</b>			
	Located at <b>175 FEDERAL STREET, BOSTON, MA</b> ZIP + 4 <b>02110</b>			
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 <b>15</b>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No X

**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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 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 2010.)	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 2010?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(a))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

5b

N/A

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

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

7b

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ☐ NONE

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**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		NONE

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,501,739.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	2,501,739.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,501,739.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	37,526.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,464,213.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	123,211.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	123,211.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	2,130.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,130.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	121,081.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	121,081.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	121,081.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	107,160.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	107,160.
<b>5</b>	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)	<b>5</b>	2,130.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	105,030.

**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 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				121,081.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			93,501.	
<b>b</b> Total for prior years: 20 <u>08</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .		NONE		
<b>b</b> From 2006 . . . . .		NONE		
<b>c</b> From 2007 . . . . .		NONE		
<b>d</b> From 2008 . . . . .		NONE		
<b>e</b> From 2009 . . . . .		NONE		
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>107,160.</u>				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			93,501.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .	NONE			13,659.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .				107,422.
<b>7</b> 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) . . . . .	3,000.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .	NONE			
<b>b</b> Excess from 2007 . . . . .	NONE			
<b>c</b> Excess from 2008 . . . . .	NONE			
<b>d</b> Excess from 2009 . . . . .	NONE			
<b>e</b> Excess from 2010 . . . . .	NONE			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . .

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Tax year	Prior 3 years				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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

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

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

SEE STATEMENT 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<b>Recipient</b> <b>Name and address (home or business)</b>	<b>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</b>	<b>Foundation status of recipient</b>	<b>Purpose of grant or contribution</b>	<b>Amount</b>
<b>a Paid during the year</b>  SEE STATEMENT 14				
<b>Total</b>			<b>3a</b>	105,000.
<b>b Approved for future payment</b>				
<b>Total</b>			<b>3b</b>	



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

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




[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 5277. . . . . ☐ 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 of officer or trustee      Date      Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MARK SPENCER	<i>[Signature]</i>	5/3/11		P00709770
	Firm's name ▶ FIDUCIARY TRUST COMPANY	Firm's EIN ▶ 04-1309690			
	Firm's address ▶ P.O. BOX 55806 BOSTON, MA 02205-5806			Phone no. 617-482-5270	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				854.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				543.	
13,273.00		400. CVS CORPORATION PROPERTY TYPE: SECURITIES 14,076.00				P 10/05/2009 -803.00	01/07/2010
6,858.00		200. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES 6,314.00				P 02/12/2009 544.00	01/07/2010
48,594.00		817. ISHARES RUSSELL 2000 VALUE INDEX FU PROPERTY TYPE: SECURITIES 44,555.00				P 10/05/2009 4,039.00	01/07/2010
7,904.00		100. SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 6,689.00				P 12/18/2009 1,215.00	01/07/2010
32,576.00		700. WISDOMTREE INT'L SMALLCAP DIV FUND PROPERTY TYPE: SECURITIES 22,673.00				P 04/16/2009 9,903.00	01/07/2010
23,269.00		500. WISDOMTREE INT'L SMALLCAP DIV FUND PROPERTY TYPE: SECURITIES 35,843.00				P 06/11/2007 -12,574.00	01/07/2010
10,632.00		100. APACHE CORP COM PROPERTY TYPE: SECURITIES 8,996.00				P 10/05/2009 1,636.00	03/02/2010
8,454.00		100. C R BARD INC PROPERTY TYPE: SECURITIES 7,659.00				P 10/05/2009 795.00	03/02/2010
7,891.00		100. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES 6,723.00				P 10/05/2009 1,168.00	03/02/2010
7,838.00		100. ENTERGY CORP (NEW) PROPERTY TYPE: SECURITIES 6,536.00				P 04/16/2009 1,302.00	03/02/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
18,056.00		500. EQUITY RESIDENTIAL PPTYS TR SH BEN PROPERTY TYPE: SECURITIES 14,772.00				P	10/05/2009	03/02/2010 3,284.00
19,405.00		200. EXPRESS SCRIPTS INC-CL A PROPERTY TYPE: SECURITIES 15,150.00				P	10/05/2009	03/02/2010 4,255.00
13,038.00		200. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 80.00				P	05/17/1972	03/02/2010 12,958.00
7,351.00		100. GENERAL DYNAMICS COM PROPERTY TYPE: SECURITIES 6,686.00				P	11/12/2009	03/02/2010 665.00
21,476.00		1287.549 OAKMARK INTERNATIONAL FUND CL I PROPERTY TYPE: SECURITIES 14,536.00				P	04/15/2009	03/02/2010 6,940.00
18,568.00		400. S&P NORTH AMERICAN TECH SOFTWARE IN PROPERTY TYPE: SECURITIES 16,897.00				P	10/05/2009	03/02/2010 1,671.00
77,687.00		1283. ISHARES RUSSELL 2000 VALUE INDEX F PROPERTY TYPE: SECURITIES 69,968.00				P	10/05/2009	03/02/2010 7,719.00
20,886.00		200. ISHARES BARCLAYS 1-3 YEAR CREDIT BO PROPERTY TYPE: SECURITIES 20,896.00				P	12/16/2009	03/02/2010 -10.00
26,527.00		1900. KIMCO REALTY CORP COM PROPERTY TYPE: SECURITIES 22,744.00				P	10/05/2009	03/02/2010 3,783.00
10,263.00		100. METTLER-TOLEDO INTERNATIONAL PROPERTY TYPE: SECURITIES 9,880.00				P	06/11/2007	03/02/2010 383.00
11,599.00		100. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES 9,958.00				P	10/05/2009	03/02/2010 1,641.00



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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
8,594.00		100. PUBLIC STORAGE INC COM PROPERTY TYPE: SECURITIES 8,301.00				P 06/11/2007 293.00	03/02/2010
11,011.00		100. SPDR GOLD TRUST PROPERTY TYPE: SECURITIES 8,538.00				P 01/06/2009 2,473.00	03/02/2010
7,870.00		100. SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 6,658.00				P 10/05/2009 1,212.00	03/02/2010
9,766.00		200. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES 8,825.00				P 10/05/2009 941.00	03/02/2010
13,932.00		200. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 13,372.00				P 11/12/2009 560.00	03/02/2010
50,392.00		9212.36 VANGUARD FIXED INCOME SECURITIES PROPERTY TYPE: SECURITIES 40,995.00				P 01/15/2009 9,397.00	03/02/2010
11,160.00		400. WELLS FARGO CO NEW PROPERTY TYPE: SECURITIES 14,276.00				P 06/11/2007 -3,116.00	03/02/2010
5,242.00		200. WISDOMTREE INT'L REAL ESTATE INDEX PROPERTY TYPE: SECURITIES 3,929.00				P 04/16/2009 1,313.00	03/02/2010
20,806.00		200. ISHARES BARCLAYS TIP SECURITIES ETF PROPERTY TYPE: SECURITIES 20,632.00				P 10/05/2009 174.00	03/04/2010
45,669.00		439. ISHARES BARCLAYS TIP SECURITIES ETF PROPERTY TYPE: SECURITIES 43,978.00				P 02/12/2009 1,691.00	03/04/2010
61,033.00		588. ISHARES BARCLAYS TIP SECURITIES ETF PROPERTY TYPE: SECURITIES 58,004.00				P 02/12/2009 3,029.00	03/05/2010

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
59,426.00		573. ISHARES BARCLAYS TIP SECURITIES ETF PROPERTY TYPE: SECURITIES 55,257.00				P 06/11/2007 4,169.00	03/08/2010
7,135.00		100. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES 6,723.00				P 10/05/2009 412.00	05/21/2010
8,104.00		100. C R BARD INC PROPERTY TYPE: SECURITIES 7,659.00				P 10/05/2009 445.00	05/24/2010
23,823.00		1509.705 OAKMARK INTERNATIONAL FUND CL I PROPERTY TYPE: SECURITIES 17,045.00				P 04/15/2009 6,778.00	05/24/2010
15,045.00		327. HEWLETT-PACKARD COM PROPERTY TYPE: SECURITIES 15,533.00				P 03/02/2010 -488.00	05/24/2010
22,374.00		600. ISHARES MSCI EMERGING MKTS INDEX FU PROPERTY TYPE: SECURITIES 22,878.00				P 10/05/2009 -504.00	05/24/2010
74,579.00		2000. ISHARES MSCI EMERGING MKTS INDEX F PROPERTY TYPE: SECURITIES 47,140.00				P 02/12/2009 27,439.00	05/24/2010
6,754.00		173. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 117.00				P 05/17/1972 6,637.00	05/24/2010
7,691.00		200. KIRBY CORP COM PROPERTY TYPE: SECURITIES 6,900.00				P 10/05/2009 791.00	05/24/2010
7,259.00		161. NOVARTIS AG ADR PROPERTY TYPE: SECURITIES 8,770.00				P 03/02/2010 -1,511.00	05/24/2010
10,993.00		173. PEPSICO INC PROPERTY TYPE: SECURITIES 10,602.00				P 11/12/2009 391.00	05/24/2010

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,694.00		200. PETROLEO BRASILEIRO S.A. -ADR PROPERTY TYPE: SECURITIES 8,928.00				P	10/05/2009	05/24/2010 -2,234.00
5,115.00		62. SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 4,126.00				P	10/05/2009	05/24/2010 989.00
8,859.00		158. TEVA PHARMACEUTICAL-ADR PROPERTY TYPE: SECURITIES 7,173.00				P	04/16/2009	05/24/2010 1,686.00
3,813.00		71. VANGUARD TELECOM SERVICE ETF PROPERTY TYPE: SECURITIES 3,797.00				P	10/05/2009	05/24/2010 16.00
7,893.00		300. HARSCO CORP COM PROPERTY TYPE: SECURITIES 10,064.00				P	10/05/2009	06/21/2010 -2,171.00
5,856.00		50. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES 4,979.00				P	10/05/2009	06/21/2010 877.00
2,801.00		50. VANGUARD TELECOM SERVICE ETF PROPERTY TYPE: SECURITIES 2,674.00				P	10/05/2009	06/21/2010 127.00
11,632.00		400. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 11,807.00				P	03/02/2010	06/21/2010 -175.00
16,802.00		200. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 16,730.00				P	03/02/2010	06/30/2010 72.00
58,807.00		700. ISHARES BARCLAYS 1-3 YEAR TREAS BON PROPERTY TYPE: SECURITIES 59,003.00				P	02/12/2009	06/30/2010 -196.00
4,777.00		100. ABBOTT LABORATORIES COM PROPERTY TYPE: SECURITIES 5,440.00				P	03/02/2010	07/09/2010 -663.00

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,009.00		63. ABBOTT LABORATORIES COM PROPERTY TYPE: SECURITIES 2,714.00				P	04/16/2009	07/09/2010
							295.00	
15,678.00		300. COCA-COLA CO COM PROPERTY TYPE: SECURITIES 16,099.00				P	03/02/2010	07/09/2010
							-421.00	
1,169.00		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 8.00				P	05/17/1972	07/09/2010
							1,161.00	
110,805.00		2152. PIMCO 1-5 YEAR US TIPS INDEX ETF PROPERTY TYPE: SECURITIES 111,537.00				P	03/08/2010	07/09/2010
							-732.00	
5,496.00		50. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES 4,979.00				P	10/05/2009	07/09/2010
							517.00	
5,967.00		65. PUBLIC STORAGE INC COM PROPERTY TYPE: SECURITIES 5,396.00				P	06/11/2007	07/09/2010
							571.00	
4,111.00		135. QEP RESOURCES INC PROPERTY TYPE: SECURITIES 3,176.00				P	10/05/2009	07/09/2010
							935.00	
2,179.00		135. QUESTAR CORP COM PROPERTY TYPE: SECURITIES 1,629.00				P	10/05/2009	07/09/2010
							550.00	
5,465.00		104. SPDR S&P BIOTECH ETF PROPERTY TYPE: SECURITIES 5,301.00				P	10/05/2009	07/09/2010
							164.00	
9,790.00		200. SEMPRA ENERGY PROPERTY TYPE: SECURITIES 9,963.00				P	10/05/2009	07/09/2010
							-173.00	
6,145.00		91. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 5,451.00				P	10/05/2009	07/09/2010
							694.00	

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**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
21,807.00		543. VANGUARD EMERGING MARKETS INDEX ETF PROPERTY TYPE: SECURITIES 20,357.00				P	05/24/2010	07/09/2010 1,450.00
4,247.00		86. WAL-MART STORES INC COM PROPERTY TYPE: SECURITIES 4,610.00				P	03/02/2010	07/09/2010 -363.00
5,357.00		294.815 ALLIANZ NFJ INTL VALUE FUND PROPERTY TYPE: SECURITIES 5,489.00				P	02/18/2010	08/13/2010 -132.00
8,401.00		205. AMPHENOL CORP CL A PROPERTY TYPE: SECURITIES 7,309.00				P	10/05/2009	08/13/2010 1,092.00
4,512.00		99. BAXTER INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 5,753.00				P	03/02/2010	08/13/2010 -1,241.00
5,345.00		69. CHEVRONTExACO CORP PROPERTY TYPE: SECURITIES 5,482.00				P	01/07/2010	08/13/2010 -137.00
4,834.00		78. CHURCH & DWIGHT CO INC PROPERTY TYPE: SECURITIES 5,243.00				P	03/02/2010	08/13/2010 -409.00
5,366.00		119. EQUITY RESIDENTIAL PPTYS TR SH BEN PROPERTY TYPE: SECURITIES 3,516.00				P	10/05/2009	08/13/2010 1,850.00
5,778.00		565.937 FRONTEGRA NETOLS SMALL CAP VALUE PROPERTY TYPE: SECURITIES 6,276.00				P	03/08/2010	08/13/2010 -498.00
5,242.00		41. INTL BUSINESS MACHINES PROPERTY TYPE: SECURITIES 4,855.00				P	10/05/2009	08/13/2010 387.00
6,327.00		421.504 THOMAS WHITE INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 6,373.00				P	07/15/2010	08/13/2010 -46.00

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,198.00		28. METTLER-TOLEDO INTERNATIONAL PROPERTY TYPE: SECURITIES 2,766.00				P	06/11/2007	08/13/2010
					432.00			
3,358.00		85. NATIONAL-OILWELL INC COM PROPERTY TYPE: SECURITIES 3,533.00				P	10/05/2009	08/13/2010
					-175.00			
3,062.00		61. NOVARTIS AG ADR PROPERTY TYPE: SECURITIES 3,273.00				P	03/02/2010	08/13/2010
					-211.00			
3,488.00		54. STERICYCLE INC PROPERTY TYPE: SECURITIES 2,368.00				P	06/11/2007	08/13/2010
					1,120.00			
3,511.00		79. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES 3,486.00				P	10/05/2009	08/13/2010
					25.00			
3,992.00		162.739 THORNBURG INTL VALUE FUND I PROPERTY TYPE: SECURITIES 4,125.00				P	03/08/2010	08/13/2010
					-133.00			
3,448.00		41. 3M COMPANY PROPERTY TYPE: SECURITIES 3,404.00				P	01/07/2010	08/13/2010
					44.00			
7,275.00		146. TOTAL SA SPONSORED ADR PROPERTY TYPE: SECURITIES 10,894.00				P	06/11/2007	08/13/2010
					-3,619.00			
5,904.00		265. U S BANCORP PROPERTY TYPE: SECURITIES 5,729.00				P	10/05/2009	08/13/2010
					175.00			
6,189.00		150. VANGUARD EMERGING MARKETS INDEX ETF PROPERTY TYPE: SECURITIES 5,623.00				P	05/24/2010	08/13/2010
					566.00			
4,963.00		400.886 WALTHAUSEN SMALL CAP VALUE FUND PROPERTY TYPE: SECURITIES 5,135.00				P	03/08/2010	08/13/2010
					-172.00			

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,487.00		331. WISDOMTREE INT'L REAL ESTATE INDEX PROPERTY TYPE: SECURITIES 7,814.00				P	05/24/2010	08/13/2010 673.00
12,514.00		237. ABBOTT LABORATORIES COM PROPERTY TYPE: SECURITIES 10,210.00				P	04/16/2009	10/04/2010 2,304.00
7,748.00		150. AMERICAN TOWER SYSTEMS A PROPERTY TYPE: SECURITIES 6,883.00				P	06/21/2010	10/04/2010 865.00
14,385.00		295. AMPHENOL CORP CL A PROPERTY TYPE: SECURITIES 10,518.00				P	10/05/2009	10/04/2010 3,867.00
6,242.00		200. ANALOG DEVICES COM PROPERTY TYPE: SECURITIES 6,180.00				P	06/21/2010	10/04/2010 62.00
9,822.00		100. APACHE CORP COM PROPERTY TYPE: SECURITIES 8,996.00				P	10/05/2009	10/04/2010 826.00
15,159.00		54. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES 13,515.00				P	05/24/2010	10/04/2010 1,644.00
12,841.00		315. BMC SOFTWARE INC COM PROPERTY TYPE: SECURITIES 12,615.00				P	01/07/2010	10/04/2010 226.00
48.00		1. BAXTER INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES 58.00				P	03/02/2010	10/04/2010 -10.00
7,705.00		100. BHP LIMITED-SPONS ADR PROPERTY TYPE: SECURITIES 7,158.00				P	11/12/2009	10/04/2010 547.00
15,542.00		190. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES 14,499.00				P	03/02/2010	10/04/2010 1,043.00

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,694.00		50. CHIPOTLE MEXICAN GRILL INC PROPERTY TYPE: SECURITIES 7,671.00				P	06/21/2010	10/04/2010
							1,023.00	
11,264.00		200. CHUBB CORP COM PROPERTY TYPE: SECURITIES 10,249.00				P	03/02/2010	10/04/2010
							1,015.00	
1,471.00		22. CHURCH & DWIGHT CO INC PROPERTY TYPE: SECURITIES 1,479.00				P	03/02/2010	10/04/2010
							-8.00	
13,369.00		200. CHURCH & DWIGHT CO INC PROPERTY TYPE: SECURITIES 10,379.00				P	02/12/2009	10/04/2010
							2,990.00	
15,323.00		700. CISCO SYSTEMS INC COM PROPERTY TYPE: SECURITIES 7,350.00				P	03/11/1998	10/04/2010
							7,973.00	
11,555.00		150. COLGATE-PALMOLIVE COM PROPERTY TYPE: SECURITIES 9,368.00				P	02/12/2009	10/04/2010
							2,187.00	
13,531.00		281. EQUITY RESIDENTIAL PPTYS TR SH BEN PROPERTY TYPE: SECURITIES 8,302.00				P	10/05/2009	10/04/2010
							5,229.00	
8,606.00		200. EXELON CORP PROPERTY TYPE: SECURITIES 8,877.00				P	03/02/2010	10/04/2010
							-271.00	
12,483.00		200. GENERAL DYNAMICS COM PROPERTY TYPE: SECURITIES 12,892.00				P	10/05/2009	10/04/2010
							-409.00	
7,898.00		15. GOOGLE INC CL A PROPERTY TYPE: SECURITIES 6,999.00				P	07/09/2010	10/04/2010
							899.00	
11,136.00		273. HEWLETT-PACKARD COM PROPERTY TYPE: SECURITIES 12,496.00				P	10/05/2009	10/04/2010
							-1,360.00	



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,461.00		200. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 9,212.00				P	03/02/2010	10/04/2010 249.00
21,523.00		159. INTL BUSINESS MACHINES PROPERTY TYPE: SECURITIES 18,829.00				P	10/05/2009	10/04/2010 2,694.00
20,757.00		400. S&P NORTH AMERICAN TECH SOFTWARE IN PROPERTY TYPE: SECURITIES 16,897.00				P	10/05/2009	10/04/2010 3,860.00
6,568.00		167. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 113.00				P	05/17/1972	10/04/2010 6,455.00
8,933.00		400. LOWE'S COS INC PROPERTY TYPE: SECURITIES 8,081.00				P	10/05/2009	10/04/2010 852.00
15,008.00		200. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES 11,348.00				P	10/05/2009	10/04/2010 3,660.00
9,000.00		72. METTLER-TOLEDO INTERNATIONAL PROPERTY TYPE: SECURITIES 7,113.00				P	06/11/2007	10/04/2010 1,887.00
9,393.00		393. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 10,472.00				P	05/24/2010	10/04/2010 -1,079.00
14,011.00		315. NATIONAL-OILWELL INC COM PROPERTY TYPE: SECURITIES 13,093.00				P	10/05/2009	10/04/2010 918.00
16,011.00		200. NIKE INC CL B COM PROPERTY TYPE: SECURITIES 13,199.00				P	03/02/2010	10/04/2010 2,812.00
12,514.00		220. NOVARTIS AG ADR PROPERTY TYPE: SECURITIES 11,482.00				P	01/07/2010	10/04/2010 1,032.00

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,141.00		100. OCCIDENTAL PETROLEUM COM PROPERTY TYPE: SECURITIES 8,124.00				P	03/02/2010	10/04/2010
							17.00	
15,187.00		227. PEPSICO INC PROPERTY TYPE: SECURITIES 13,829.00				P	10/05/2009	10/04/2010
							1,358.00	
8,945.00		100. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 7,940.00				P	10/05/2009	10/04/2010
							1,005.00	
13,237.00		135. PUBLIC STORAGE INC COM PROPERTY TYPE: SECURITIES 11,207.00				P	06/11/2007	10/04/2010
							2,030.00	
4,971.00		165. QEP RESOURCES INC PROPERTY TYPE: SECURITIES 3,881.00				P	10/05/2009	10/04/2010
							1,090.00	
8,019.00		182. QUALCOMM INC COM PROPERTY TYPE: SECURITIES 6,547.00				P	05/24/2010	10/04/2010
							1,472.00	
7,706.00		447. QUESTAR CORP COM PROPERTY TYPE: SECURITIES 6,770.00				P	08/13/2010	10/04/2010
							936.00	
15,916.00		400. REGENCY CENTERS CORPORATION PROPERTY TYPE: SECURITIES 13,901.00				P	03/02/2010	10/04/2010
							2,015.00	
11,635.00		196. SPDR S&P BIOTECH ETF PROPERTY TYPE: SECURITIES 9,990.00				P	10/05/2009	10/04/2010
							1,645.00	
5,973.00		100. SIGMA-ALDRICH CORP COM PROPERTY TYPE: SECURITIES 5,487.00				P	11/12/2009	10/04/2010
							486.00	
13,243.00		141. SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 9,377.00				P	10/05/2009	10/04/2010
							3,866.00	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,295.00		400. STAPLES INC COM COM PROPERTY TYPE: SECURITIES 9,540.00				P	08/31/2007	10/04/2010
							-1,245.00	
8,039.00		210. STATE STREET CORP PROPERTY TYPE: SECURITIES 12,931.00				P	08/31/2007	10/04/2010
							-4,892.00	
10,325.00		146. STERICYCLE INC PROPERTY TYPE: SECURITIES 6,402.00				P	06/11/2007	10/04/2010
							3,923.00	
12,952.00		242. TEVA PHARMACEUTICAL-ADR PROPERTY TYPE: SECURITIES 10,987.00				P	04/16/2009	10/04/2010
							1,965.00	
10,577.00		221. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES 9,752.00				P	10/05/2009	10/04/2010
							825.00	
9,642.00		110. 3M COMPANY PROPERTY TYPE: SECURITIES 9,133.00				P	01/07/2010	10/04/2010
							509.00	
8,019.00		154. TOTAL SA SPONSORED ADR PROPERTY TYPE: SECURITIES 11,491.00				P	06/11/2007	10/04/2010
							-3,472.00	
13,766.00		635. U S BANCORP PROPERTY TYPE: SECURITIES 13,729.00				P	10/05/2009	10/04/2010
							37.00	
7,218.00		250. ULTA SALON COSMETICS & FRAGRANCE IN PROPERTY TYPE: SECURITIES 6,362.00				P	06/21/2010	10/04/2010
							856.00	
14,953.00		209. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 12,519.00				P	10/05/2009	10/04/2010
							2,434.00	
5,007.00		79. VANGUARD TELECOM SERVICE ETF PROPERTY TYPE: SECURITIES 4,225.00				P	10/05/2009	10/04/2010
							782.00	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
16,751.00		314. WAL-MART STORES INC COM PROPERTY TYPE: SECURITIES 15,906.00				845.00	10/04/2010
173,230.00		1750. ISHARES BARCLAYS 7-10 YR TREAS BON PROPERTY TYPE: SECURITIES 166,456.00				6,774.00	10/25/2010
31,491.00		300. ISHARES BARCLAYS 1-3 YEAR CREDIT BO PROPERTY TYPE: SECURITIES 31,344.00				147.00	10/25/2010
20,994.00		200. ISHARES BARCLAYS 1-3 YEAR CREDIT BO PROPERTY TYPE: SECURITIES 19,982.00				1,012.00	10/25/2010
54,463.00		1150. VANGUARD EMERGING MARKETS INDEX ET PROPERTY TYPE: SECURITIES 52,128.00				2,335.00	10/25/2010
288.00		14.348 ALLIANZ NFJ INTL VALUE FUND PROPERTY TYPE: SECURITIES 267.00				21.00	10/26/2010
4,774.00		237.993 ALLIANZ NFJ INTL VALUE FUND PROPERTY TYPE: SECURITIES 4,255.00				519.00	10/26/2010
5,212.00		457.62 FRONTEGRA NETOLS SMALL CAP VALUE PROPERTY TYPE: SECURITIES 5,075.00				137.00	10/26/2010
5,905.00		347.574 THOMAS WHITE INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 5,255.00				650.00	10/26/2010
16,366.00		591.698 THORNBURG INTL VALUE FUND I PROPERTY TYPE: SECURITIES 15,000.00				1,366.00	10/26/2010
10,207.00		724.94 WALTHAUSEN SMALL CAP VALUE FUND PROPERTY TYPE: SECURITIES 8,764.00				1,443.00	10/26/2010

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
50,001.00		800. ISHARES MSCI ALL COUNTRY ASIA EX-JA PROPERTY TYPE: SECURITIES 50,806.00				10/25/2010 -805.00	12/23/2010
4,035.00		372.243 ABSOLUTE STRATEGIES FUND INST'L PROPERTY TYPE: SECURITIES 4,050.00				10/26/2010 -15.00	12/27/2010
55,209.00		5093.086 ABSOLUTE STRATEGIES FUND INST'L PROPERTY TYPE: SECURITIES 55,056.00				07/17/2007 153.00	12/27/2010
48,469.00		3924.622 HUSSMAN STRATEGIC GROWTH FUND PROPERTY TYPE: SECURITIES 52,014.00				10/26/2010 -3,545.00	12/27/2010
51,398.00		4161.818 HUSSMAN STRATEGIC GROWTH FUND PROPERTY TYPE: SECURITIES 63,202.00				10/05/2009 -11,804.00	12/27/2010
TOTAL GAIN (LOSS) .....						----- 187,963. =====	

## FORM 990PF, PART I - OTHER INCOME

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
PRINCE, LOBEL, GLOVSKY & TYE LLP RETAINER REFUND	2,500.
	-----
TOTALS	2,500.
	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FIDUCIARY TRUST CO. INVESTMENT MANAGEMENT	24,217.	24,217.
	-----	-----
TOTALS	24,217. =====	24,217. =====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAX ON DIVS	211.	1,217.
EXCISE TAX	2,779.	
	-----	-----
TOTALS	2,990.	1,217.
	=====	=====



FORM 990PF, PART I - OTHER EXPENSES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
-----	-----	-----

FILING FEE	35.	35.
TAX PREP FEE	1,040.	1,040.
POSTAGE	20.	20.
FEDEX CHARGES	12.	12.

TOTALS	----- 1,107.	----- 1,107.
	=====	=====

04-6070226

GRIMES -KING FOUNDATION PRI

FORM 990-PF, PART II - BALANCE SHEET

PAR VALUE/SHARE	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	EST ANNUAL INCOME
CASH/CASH EQUIVALENTS					
43193.00	DREYFUS GOVT CASH MANAGEMENT-INSTL SHS	43,193.00	43,193.00	43,193.00	4.60
EQUITIES/COMMON STOCK - STATEMENT 5					
974.00	ISHARES BARCLAYS 1-3 YEAR CREDIT BOND	96,613.35	98,235.07	101,568.72	2,520.71
1.00	ISHARES BARCLAYS 7-10 YR TREAS BOND ETF	94.79	95.12	93.82	3.04
1845.00	PIMCO 1-5 YEAR US TIPS INDEX ETF	95,617.99	95,622.09	97,010.10	1,053.50
430.00	SPDR GOLD TRUST	36,713.40	36,713.40	59,649.60	0.00
2125.00	TORTOISE ENERGY INFRASTRUCTURE CORP	66,656.38	66,656.38	81,281.25	4,590.00
1622.00	VANGUARD MSCI EMERGING MARKETS INDEX ETF	60,808.45	66,083.24	78,092.81	1,321.93
825.00	WISDOMTREE INT'L REAL ESTATE INDEX ETF	16,702.56	17,496.98	23,619.75	2,194.50
TOTAL EQUITIES/COMMON STOCK					
		373,206.92	380,902.28	441,316.05	11,683.67
CORPORATE BONDS & NOTES - STATEMENT 6					
50000.00	GOLDMAN SACHS GROUP INC	50,716.50	50,716.50	53,368.00	2,850.00
	DTD 8/27/2002 5.7000% 9/1/2012				
MUTUAL FUND INVESTMENTS - STATEMENT 7					
14403.973	ABSOLUTE STRATEGIES FUND INST'L	152,226.17	153,348.24	156,139.07	1,267.55
4809.625	ALLIANZ NPJ INTL VALUE FUND	72,526.69	73,841.01	100,280.68	2,010.42
12738.606	DIAMOND HILL LARGE CAP FUND CL I	176,429.69	176,429.69	188,786.14	789.79
5600.15	FRANKLIN INT'L SMALL CAP GROWTH ADV	79,087.40	79,087.40	94,026.52	1,618.44
4754.666	FRONTIERA NETOLS SMALL CAP VALUE INSTL	52,221.51	52,311.46	61,049.91	9.51
8439.285	HUSSMAN STRATEGIC GROWTH FUND	107,345.74	113,656.66	103,718.81	143.47
6741.602	JP MORGAN RESEARCH MKT NEUTRAL FUND	104,225.17	104,225.17	104,427.41	0.00
19156.318	LATEEF FUND CL I	176,429.69	176,429.69	190,605.36	134.09
2239.475	MATTHEWS PACIFIC TIGER FUND	52,112.59	52,112.59	52,493.29	174.68
4953.668	MERGER FUND	78,168.88	78,168.88	78,168.88	1,496.01
22561.341	MOUNT LUCAS US FOCUSED EQUITY FUND I	176,429.69	176,429.69	195,155.60	1,173.19
18331.382	TEMPLETON GLOBAL BOND FUND ADVISOR CL	213,245.00	213,479.87	248,573.54	11,237.14
5557.705	THOMAS WHITE INTERNATIONAL FUND	64,457.54	66,986.42	95,759.26	1,089.31
3237.542	THORNBURG INTL VALUE FUND I	77,257.94	78,167.69	92,723.20	919.46
4597.559	VANGUARD GNMA FUND ADMIRAL SHS	50,978.81	50,978.81	49,377.78	1,797.48

04-6070226

GRIMES -KING FOUNDATION PRI

FORM 990-PF, PART II- BALANCE SHEET

PAR VALUE/SHARE	DESCRIPTION	COST	BOOK VALUE	MARKET VALUE	EST ANNUAL INCOME
MUTUAL FUND INVESTMENTS (Cont.) - STATEMENT 7					
15950.672	VANGUARD LTD TERM TAX-EXEMPT ADMIRAL SHS	177,850.00	177,850.00	175,457.39	4,292.85
3837.141	WALTHAUSEN SMALL CAP VALUE FUND	45,009.67	45,546.08	61,624.48	0.00
TOTAL MUTUAL FUND INVESTMENTS					
		1,856,002.18	1,869,049.35	2,048,367.32	28,153.40
TOTAL INVESTMENTS					
		2,323,118.60	2,343,861.13	2,586,244.37	
CASH					
		0.00	0.00	0.00	
CASH RECEIVABLES					
		0.00	0.00	0.00	
CASH PAYABLES					
		0.00	0.00	0.00	
GRAND TOTAL					
		2,323,118.60	2,343,861.13	2,586,244.37	42,691.67

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

ROUNDING ADJUSTMENT

1.

TOTAL

1.

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STATE(S) WHERE THE FOUNDATION IS REGISTERED  
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MA

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

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OFFICER NAME:

SEE ATTACHED STATEMENT

ADDRESS:

GRIMES - KING FOUNDATION FOR THE ELDERLY  
FORM 990PF, PART XV - LINES 2a - 2d

04-6070226

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RECIPIENT NAME:

LINN SPALDING

ADDRESS:

P.O. BOX 55806

BOSTON, MA 02205-5806

FORM, INFORMATION AND MATERIALS:

LETTER TO THE TREASURER

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ELDERLY BLACK COMMUNITY OF BOSTON

STATEMENT 11

RECIPIENT NAME:

KIT CLARK SENIOR SERVICES

ADDRESS:

1500 DORCHESTER AVENUE  
DORCHESTER, MA 02122

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

MASSACHUSETTS SENIOR  
ACTION COUNCIL

ADDRESS:

565 WARREN STREET  
DORCHESTER, MA 02121

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

UNITED SOUTH END  
SETTLEMENTS

ADDRESS:

566 COLUMBUS AVENUE  
BOSTON, MA 02118

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 25,000.



RECIPIENT NAME:  
ALZHEIMER'S ASSOCIATION  
ADDRESS:  
311 ARSENAL STREET  
WATERTOWN, MA 02472  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSES  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
THE CARIBBEAN FOUNDATION  
OF BOSTON  
ADDRESS:  
317 BLUE HILL AVENUE  
BOSTON, MA 02121  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSES  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
H.O.M.E.  
ADDRESS:  
137 SOUTH STREET  
BOSTON, MA 02111  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSES  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:  
ELDERS HEALTH CARE DISPARITIES  
COALITION

ADDRESS:  
11 WIGGLESWORTH ST  
BOSTON, MA 02120

RELATIONSHIP:  
NONE

PURPOSE OF GRANT:  
GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:  
EXEMPT

AMOUNT OF GRANT PAID ..... 20,000.

TOTAL GRANTS PAID: 105,000.  
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**GRIMES-KING FOUNDATION FOR THE ELDERLY, INC.**  
**2010 - 2011 Board of Directors**

<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE</u>
Ms. Pamela J. Boone	7 Granite Lane South Easton, MA 02375	508/230-3673 (H) 617/664-6670 (W) 508/944-3647 (Cell)
Mrs. Marilyn Anderson Chase	47 Hutchins Street Dorchester, MA 02121	617/442-0378 (H)
Dr. Jane Cloutterbuck	P.O. Box 998 Brookline, MA 02446	617/287-7521 (W)
Mrs. Frieda Garcia	25 Concord Square Boston, MA 02118	617/262-5023 (H)
Ms Pearl B. Hines	250 Washington Street, 7 <sup>th</sup> Fl Boston, MA 02108	617/624-6761 (W)
Mrs. Ruth-Arlene W. Howe	19 Akron Street Roxbury, MA 02119	617/445-2344 (H) 617/304-1851 (Cell)
Mr. Walter Jennings	189 Parmenter Road West Newton, MA 02465	617/527-6292 (H)
Mrs. Margaret H. McKinney	126 Lancaster Terr. #1 Brookline, MA 02446	617/739-2338 (H)
Mrs. Laura B Morris	40 Westminster Drive Marlborough, MA 01752	508/460-6148 (H)
Ms. Renée F. Morris	11 Head of Cove Road Hampton Bays, NY 11946	631/594-2116 (H) 631/275-8450 (Cell)
Dr. Richard Rowland	11 Parsons Street West Newton, MA 02465	617/244-3986 (H)
Dr. Sylvia Q Simmons	19 Clifford Street Roxbury, MA 02119	617/445-5014 (H) 857/891-8171 (Cell)
Dr. Melvin W. Simms	99 School Street Somerville, MA 02145	617/776-7348 (H) 617/417-3820
Ms. Linn T. Spalding	V.P. Fiduciary Trust 175 Federal Street P.O. Box 55806 Boston, MA 02205-5806	617/574-3443 (W)
Mr. James H. Staton	92 Long Avenue Belmont, MA 02478	617/484-7879 (H)

Charlie A. Titus	49 Fort Hill Avenue Roxbury, MA 02119	617/287-7895 (W)
Wendy S. Vincent	225 Fellsway Somerville, MA 02145	617/435-4814 (H)
Laila Bramwell Yasin, Esq.	20 Kenton Street Jamaica Plain, MA 02130	617/983-3547 (H) 617/504-6608 (Cell)

### Emeritus

Mr. Daniel A. Phillips	P.O. Box 1083 Cambridge, MA 02238-1082	617/491-2435 (H)
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## 2010 – 2011 OFFICERS

President	Ruth-Arlene W. Howe
1 <sup>st</sup> Vice President	Charlie A. Titus
2d Vice President	Sylvia Q. Simmons
Treasurer	Linn T. Spalding
Clerk	Laila B. Yasin
Assistant Clerk	James H. Staton

## Nominating Committee for 2010 to 2011

Pamela J. Boone  
 Walter Jennings  
 Laura B. Morris, Chair  
 Margaret H. McKinney, Emeritus Member  
 James H. Staton

**Grimes-King Foundation for the Elderly, Inc.**  
**2010 - 2011 Board of Directors**

<u>Name</u>	<u>Fax</u>	<u>E-Mail</u>
Pamela J. Boone		<a href="mailto:pjboone@statestreet.com">pjboone@statestreet.com</a>
Marilyn Anderson Chase		<a href="mailto:marilyn.chase@state.ma.us">marilyn.chase@state.ma.us</a>
Jane Cloutterbuck		<a href="mailto:jane.cloutterbuck@umb.edu">jane.cloutterbuck@umb.edu</a>
Frieda Garcia	617/859-0569	<a href="mailto:garciafrieda@comcast.net">garciafrieda@comcast.net</a>
Pearl Hines	617/624-5777	<a href="mailto:pearl.hines@state.ma.us">pearl.hines@state.ma.us</a>
Ruth-Arlene W. Howe	617/442-3962	<a href="mailto:rutharlenewhowe@comcast.net">rutharlenewhowe@comcast.net</a>
Walter R. Jennings		<a href="mailto:wrjennings@verizon.net">wrjennings@verizon.net</a>
Renée F. Morris		<a href="mailto:rflmorris@earthlink.net">rflmorris@earthlink.net</a> <a href="mailto:rmorris@mba1986.hbs.edu">rmorris@mba1986.hbs.edu</a>
Richard Rowland		<a href="mailto:rowlandr@bc.edu">rowlandr@bc.edu</a>
Sylvia Q. Simmons	617/541-1345	<a href="mailto:ssimm38414@aol.com">ssimm38414@aol.com</a>
Melvin W. Simms		<a href="mailto:m.simms@neu.edu">m.simms@neu.edu</a>
Linn T. Spalding		<a href="mailto:linn@fiduciary-trust.com">linn@fiduciary-trust.com</a>
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Wendy S. Vincent		<a href="mailto:Vincent_Wendy@emc.com">Vincent_Wendy@emc.com</a>
Laila Bramwell Yasin		<a href="mailto:lbyasin@gmail.com">lbyasin@gmail.com</a>