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Return of Private Foundation

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

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

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 DEER CREEK FOUNDATION		A Employer identification number 43-6052774
Number and street (or P O box number if mail is not delivered to street address) 720 OLIVE STREET, SUITE 1975	Room/suite	B Telephone number (314) 241-3228
City or town, state, and ZIP code ST LOUIS, MO 63101		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 35,793,498.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ If the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	1,465.	1,465.		STATEMENT 1
4	Dividends and interest from securities	988,805.	975,760.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-50,577.			STATEMENT 3
b	Gross sales price for all assets on line 6a	225,000.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	131,546.	-66,125.		STATEMENT 4
12	Total. Add lines 1 through 11	1,071,239.	911,100.		
13	Compensation of officers, directors, trustees, etc	135,000.	0.		135,000.
14	Other employee salaries and wages	47,512.	0.		47,512.
15	Pension plans, employee benefits	55,498.	0.		55,498.
16a	Legal fees	380.	0.		380.
b	Accounting fees	18,889.	0.		9,807.
c	Other professional fees	147,195.	140,382.		0.
17	Interest	26,820.	26,820.		0.
18	Taxes	2,720.	1,553.		68.
19	Depreciation and depletion	562.	0.		
20	Occupancy	27,623.	0.		27,623.
21	Travel, conferences, and meetings				
22	Printing and publications	1,727.	0.		1,727.
23	Other expenses	289,803.	233,612.		28,028.
24	Total operating and administrative expenses. Add lines 13 through 23	753,729.	402,367.		305,643.
25	Contributions, gifts, grants paid	941,252.			941,252.
26	Total expenses and disbursements. Add lines 24 and 25	1,694,981.	402,367.		1,246,895.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-623,742.			
b	Net investment income (if negative, enter -0-)		508,733.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Revenue

Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5.	5.	5.
	2 Savings and temporary cash investments	437,400.	690,614.	690,948.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	32,846,826.	31,969,952.	35,100,911.
	14 Land, buildings, and equipment: basis ▶ 14,743.			
	Less: accumulated depreciation STMT 11 ▶ 13,524.	1,781.	1,219.	1,219.
	15 Other assets (describe ▶ STATEMENT 12)	415.	415.	415.
	16 Total assets (to be completed by all filers)	33,286,427.	32,662,205.	35,793,498.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	1,288.	808.	
	23 Total liabilities (add lines 17 through 22)	1,288.	808.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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	33,285,139.	32,661,397.	
	31 Total liabilities and net assets/fund balances	33,286,427.	32,662,205.	

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	33,285,139.
2 Enter amount from Part I, line 27a	2	-623,742.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,661,397.
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	32,661,397.

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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,491.			-59,504.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-59,504.

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	-59,504.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	15,148,126.	40,726,923.	.371944
2008	1,453,697.	61,338,975.	.023699
2007	3,869,747.	65,088,216.	.059454
2006	1,631,345.	59,599,385.	.027372
2005	2,370,063.	58,907,430.	.040234

2 Total of line 1, column (d)	2	.522703
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	.104541
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	33,375,171.
5 Multiply line 4 by line 3	5	3,489,074.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,087.
7 Add lines 5 and 6	7	3,494,161.
8 Enter qualifying distributions from Part XII, line 4	8	1,246,895.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2011 estimated tax

14,139. Refunded

Part VII A Statements 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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) MO

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

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)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>MARY STAKE HAWKER</u> Telephone no. ► <u>(314) 241-3228</u> Located at ► <u>720 OLIVE STREET, SUITE 1975, ST LOUIS, MO</u> ZIP+4 ► <u>63101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 ► _____, _____, _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 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	X
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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No

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

N/A

☒

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? SEE STATEMENT ATTACHED

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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.

(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 14		135,000.	43,901.	0.

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

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

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

0

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,225,906.
b	Average of monthly cash balances	1b	41,611.
c	Fair market value of all other assets	1c	15,615,905.
d	Total (add lines 1a, b, and c)	1d	33,883,422.
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	33,883,422.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	508,251.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,375,171.
6	Minimum investment return. Enter 5% of line 5	6	1,668,759.

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

1	Minimum investment return from Part X, line 6	1	1,668,759.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	10,175.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	1,111.
c	Add lines 2a and 2b	2c	11,286.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,657,473.
4	Recoveries of amounts treated as qualifying distributions	4	27.
5	Add lines 3 and 4	5	1,657,500.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,657,500.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,246,895.
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	0.
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	1,246,895.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,246,895.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,657,500.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	11,598,284.			
f Total of lines 3a through e	11,598,284.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 1,246,895.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				1,246,895.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	410,605.			410,605.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	11,187,679.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	11,187,679.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	11,187,679.			
e Excess from 2010				

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				
CHARITABLE CONTRIBUTION PASSTHROUGH FROM FOUNDATION PARTNERS FUND, G.P.		PUBLIC	GENERAL OPERATING FUNDS	252.
SEE SCHEDULE ATTACHED				940,000.
THE FOUNDATION CENTER NEW YORK, NY		PUBLIC	GENERAL OPERATING FUNDS	1,000.
Total			3a	941,252.
b Approved for future payment				
SEE SCHEDULE ATTACHED				115,000.
Total			3b	115,000.

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
(2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
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

Print/Type preparer's name
**CHRISTOPHER D.
SHAMEL**

Preparer's signature

Date	
------	--

Check ☐ if
self-employed

PTIN

**Paid
Preparer
Use Only**

Firm's name ► **SHAMEL & COMPANY, LLC**

Firm's EIN ▶

Firm's address ▶ 5000 CEDAR PLAZA PKWY STE 210
ST. LOUIS, MO 63128

Phone no. (314) 849-5855

Form **990-PF** (2010)

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 THE COMMERCE TRUST COMPANY- SEE SCHEDULE ATTACHED			
b PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.			
c PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.			
d PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.			
e PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.			
f PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.			
g CAPITAL GAINS DIVIDENDS			
h			
i			
j			
k			
l			
m			
n			
o			

(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 225,000		209857	(LT) 15,143.
b			(ST) 102,914.
c			(LT) -178,048.
d			(SEC 1231) -81.
e			(SEC 1256-ST) -369.
f			(SEC 1256-LT) -554.
g			(LT) 1,491.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15,143.
b			102,914.
c			-178,048.
d			-81.
e			-369.
f			-554.
g			1,491.
h			
i			
j			
k			
l			
m			
n			
o			

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	-59,504.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A



The Commerce Trust Company
A Division of Commerce Bank, N.A.

2010 Tax Information

DEER CREEK FOUNDATION CUSTODY

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
PIMCO LOW DURATION FUND INST	693390304	6963.79	07/17/09	11/04/10	\$75,000.00	\$69,080.78	\$5,919.22
PIMCO LOW DURATION FUND INST	693390304	14191.11	07/17/09	12/01/10	\$150,000.00	\$140,775.78	\$9,224.22
Total long term gain/loss for sales of assets:					\$225,000.00	\$209,856.56	\$15,143.44

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

DEER CREEK FOUNDATION

FORM 990-PF PAGE 1

43-6052774

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	562.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs.	S/L	
c 40-year	/		40 yrs.	MM	S/L

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	562.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

SOURCE	AMOUNT
STATE OF KANSAS	103.
STATE OF MINNESOTA	1,276.
THE COMMERCE TRUST COMPANY - FINANCIAL SQUARE POP	79.
US BANK, NA	7.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,465.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FOUNDATION PARTNERS FUND, G.P. (INTEREST INCOME)	376,902.	0.	376,902.
FOUNDATION PARTNERS FUND, G.P. (INTEREST INCOME-UBTI)	13,045.	0.	13,045.
FOUNDATION PARTNERS FUND, G.P. (DIVIDEND INCOME)	581,773.	0.	581,773.
THE COMMERCE TRUST COMPANY - PIMCO LOW DURATION	18,576.	1,491.	17,085.
TOTAL TO FM 990-PF, PART I, LN 4	990,296.	1,491.	988,805.
			- 13,045.
			975,760.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

3

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
THE COMMERCE TRUST COMPANY- SEE SCHEDULE ATTACHED		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
225,000.	209,857.	0.	0.	(LT)	15,143.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
				(ST)	102,914.	

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
				(LT)	-178,048.	



The Commerce Trust Company
A division of Commerce Bank, N.A.

2010 Tax Information

DEER CREEK FOUNDATION CUSTODY

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
PIMCO LOW DURATION FUND INST	693390304	6963 79	07/17/09	11/04/10	\$75,000.00	\$69,080 78	\$5,919 22
PIMCO LOW DURATION FUND INST	693390304	14191 11	07/17/09	12/01/10	\$150,000.00	\$140,775 78	\$9,224 22
Total long term gain/loss for sales of assets:					\$225,000 00	\$209,856 56	\$15,143 44

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
				(SEC 1231) -81.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
				(SEC 1256-ST) -369.		

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.		PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS		
				(SEC 1256-LT) -554.		

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.						
				(E) DEPREC.	(F) GAIN OR LOSS (ST-UBTI)	54.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.						
				(E) DEPREC.	(F) GAIN OR LOSS (LT-UBTI)	12,210.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.						
				(E) DEPREC.	(F) GAIN OR LOSS (SEC 1231-UBTI)	-3,337.

NET GAIN OR LOSS FROM SALE OF ASSETS	-52,068.
CAPITAL GAINS DIVIDENDS FROM PART IV	1,491.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-50,577.

FORM 990-PF

OTHER INCOME

STATEMENT

4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME (LOSS) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	6,055.	6,055.	
PARTNERSHIP INCOME (LOSS) (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	-109,417.	0.	
OTHER PORTFOLIO INCOME (LOSS) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	22,951.	22,951.	
RENTAL INCOME (LOSS) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	-22,842.	-22,842.	
RENTAL INCOME (LOSS) (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	-53,345.	0.	
OTHER INCOME (LOSS) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	-72,686.	-72,686.	
ROYALTY INCOME (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	2.	0.	
CANCELLATION OF DEBT PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	397.	397.	
CANCELLATION OF DEBT (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	180.	0.	
OTHER PORTFOLIO INCOME (LOSS) (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND	148.	0.	
OTHER INCOME (LOSS) (UBTI) PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	29,371.	0.	
OTHER TAX EXEMPT INCOME PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	2,338.	0.	
BOOK VS TAX ACCOUNTING DIFF - PASSTHROUGH FROM FOUNDATION PARTNERS FUND, G.P.	317,300.	0.	
RECOVERY OF AMOUNT TREATED AS QUALIFYING DISTRIBUTION	27.	0.	
2008 STATE INCOME TAX REFUND (AZ)	1,199.	0.	
2005 STATE INCOME TAX REFUND (IN)	727.	0.	
2005 STATE INCOME TAX REFUND (KS)	1,230.	0.	
2005 STATE INCOME TAX REFUND (MN)	5,360.	0.	
2008 STATE INCOME TAX REFUND (MN)	395.	0.	
2005 STATE INCOME TAX REFUND (MO)	1,870.	0.	
2008 STATE INCOME TAX REFUND (MO)	286.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	131,546.	-66,125.	

FORM 990-PF	LEGAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BRYAN CAVE, LLP	380.	0.		380.
TO FM 990-PF, PG 1, LN 16A	380.	0.		380.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SHAMEL & COMPANY, LLC	18,889.	0.		9,807.
TO FORM 990-PF, PG 1, LN 16B	18,889.	0.		9,807.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODY FEES	781.	781.		0.
INVESTMENT MANAGEMENT FEES	146,414.	139,601.		0.
TO FORM 990-PF, PG 1, LN 16C	147,195.	140,382.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAX	1,553.	1,553.		0.
PERSONAL PROPERTY TAX	68.	0.		68.
STATE INCOME TAX	219.	0.		0.
FORM 990-T INCOME TAX	880.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,720.	1,553.		68.

FORM 990-PF

OTHER EXPENSES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	2,115.	0.		2,115.
OFFICE SUPPLIES & EXPENSE	1,816.	0.		1,816.
INSURANCE	9,486.	0.		9,486.
MEETINGS EXPENSE	73.	0.		73.
DUES & MEMBERSHIPS	2,029.	0.		2,029.
BANK CHARGES	755.	0.		755.
POSTAGE & DELIVERY EXPENSE	400.	0.		400.
PORTFOLIO DEDUCTIONS				
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	212,442.	212,442.		0.
NONDEDUCTIBLE EXPENSE				
PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	2,028.	0.		0.
OTHER DEDUCTIONS PASSTHROUGH - FOUNDATION PARTNERS FUND, G.P.	35,698.	21,170.		0.
COPIER EXPENSE	1,303.	0.		1,303.
COMPUTER RESEARCH	8,676.	0.		8,676.
COMPUTER EXPENSE	1,207.	0.		1,207.
SEC 59(E)(2)- FOUNDATION PARTNERS FUND, G.P.	11,607.	0.		0.
REPAIRS & MAINTENANCE	139.	0.		139.
BUSINESS MEALS	29.	0.		29.
TO FORM 990-PF, PG 1, LN 23	289,803.	233,612.		28,028.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FOUNDATION PARTNERS FUND, G.P.	FMV	31,969,952.	35,100,911.
TOTAL TO FORM 990-PF, PART II, LINE 13		31,969,952.	35,100,911.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FILE CABINET & BOOKCASE	220.	220.	0.
OFFICE FURNITURE	360.	360.	0.
FILE CABINETS	716.	716.	0.
FILE CABINETS	351.	351.	0.
TELEPHONE SYSTEM	2,012.	2,012.	0.
OFFICE FURNITURE	1,482.	1,482.	0.
REFRIGERATOR	450.	450.	0.
FILE CABINET	306.	306.	0.
TELEVISION	316.	316.	0.
6 FILE CABINETS	1,298.	1,298.	0.
TABLE	235.	235.	0.
HP LASERJET 2200 PRINTER (SECRETARY)	721.	721.	0.
COMPUTER #2900136 (ASSISTANT)	1,099.	1,099.	0.
COMPUTER #2900656 (DIRECTOR)	1,546.	1,546.	0.
PRINTER - LASERJET 1320 (BOOKKEEPER)	428.	428.	0.
COMPUTER HARD DRIVE (SECRETARY)	674.	557.	117.
COMPUTER MONITOR (SECRETARY)	203.	169.	34.
HP COLOR LASERJET PRINTER (ASSISTANT)	407.	334.	73.
COMPUTER (BOOKKEEPER)	572.	399.	173.
5 FILING CABINETS	1,197.	420.	777.
PRINTER HP DJ 6980 (SECRETARY)	150.	105.	45.
TOTAL TO FM 990-PF, PART II, LN 14	14,743.	13,524.	1,219.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
NML INS CO INS SERVICE ACCOUNT	415.	415.	415.
TO FORM 990-PF, PART II, LINE 15	415.	415.	415.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL TAXES PAYABLE	1,288.	808.	
TOTAL TO FORM 990-PF, PART II, LINE 22	1,288.	808.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLANS CONTRIB	EXPENSE ACCOUNT
M. PETER FISCHER 1034 S BRENTWOOD BLVD STE 1492 ST LOUIS, MO 63117	TRUSTEE 2 MTGS/YEAR	0.	0.	0.
MARY STAKE HAWKER 720 OLIVE, SUITE 1975 ST LOUIS, MO 63101	DIRECTOR FULL-TIME (40-70 HOURS PER WEEK)	135,000.	43,901.*	0.
MARTHA C. FISCHER 1034 S BRENTWOOD BLVD STE 1492 ST LOUIS, MO 63117	TRUSTEE 2 MTGS/YEAR	0.	0.	0.
MATTHEW A. FISCHER 1034 S BRENTWOOD BLVD STE 1492 ST LOUIS, MO 63117	TRUSTEE 2 MTGS/YEAR	0.	0.	0.
MICHAEL P. FISCHER 1034 S BRENTWOOD BLVD STE 1492 ST LOUIS, MO 63117	TRUSTEE 2 MTGS/YEAR	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		135,000.	43,901.	0.

*INCLUDES PARKING EXPENSE, RETIREMENT PLAN CONTRIBUTION, SOCIAL SECURITY AND
MEDICARE TAXES AND INSURANCE PREMIUMS PAID ON THE EMPLOYEE'S BEHALF.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MS MARY STAKE HAWKER, DEER CREEK FOUNDATION
720 OLIVE STREET, SUITE 1975
ST LOUIS, MO 63101

TELEPHONE NUMBER

(314) 241-3228

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE GUIDELINES ESTABLISHED BY THE FOUNDATION'S BOARD OF TRUSTEES NORMALLY
PRECLUDE SUPPORT FOR THE FOLLOWING TYPES OF ACTIVITIES: ENDOWMENT AND
CAPITAL CAMPAIGNS

DEER CREEK FOUNDATION
2010 FORM 990-PF
PART XV, LINES 2A THROUGH 2D

OBJECTIVES

The Deer Creek Foundation is a private philanthropy interested primarily in two program areas.

Program I: The advancement and preservation of the governance of society by rule of the majority, with protection of basic rights as provided by the United States Constitution and Bill of Rights, and in education in its relation to this concept.

Program II: Charitable projects that have the potential to enrich the cultural and artistic quality of life in the St. Louis Metropolitan area, and which are of a durable, physical nature.

GUIDELINES

*Guidelines for Program I**

The Foundation gives priority to the encouragement and support of those projects and programs which show promise of having significant regional and national impact. The one exception is that preference is sometimes given to local projects in St. Louis, Missouri, where the Foundation was established. As a general rule, action programs are favored.

Grants are most often made to organizations and institutions. Their ultimate purpose, however, is to assist individuals and groups of individuals in working toward the solution of problems in the Program I area.

*Guidelines for Program Area II**

Grantmaking in this program area is limited to unique projects of exceptional merit of a durable, physical nature, which have the potential to enrich the cultural and artistic quality of life in the St. Louis Metropolitan area, and may entail what heretofore would have been viewed as unusually large grants. Preference may be given to those projects which provide for and place sculpture in the St. Louis Metropolitan Area, and projects which create and/or maintain environments which can be enjoyed by the public in the St. Louis Metropolitan Area.

*The guidelines established by the Foundation's board of trustees normally preclude support for endowment and capital campaigns.

LETTER OF INQUIRY REQUIREMENTS

While the Foundation does not accept unsolicited proposals, it will accept letters of inquiry that meet the requirements set forth below.

For Program I: Applicants should submit a letter of inquiry, not to exceed three pages (not including the required attachments set forth below), which provides: (1) a very brief description of the problem the project seeks to address; (2) the objectives of the project; (3) the specific activities planned to achieve those objectives; (4) the qualifications of the organization and its principals to implement the project, including specifics about past accomplishments; and (5) a list of other organizations addressing the same issues. Attachments: (1) project and organizational income and expense budget; (2) existing and projected project support list (with dollar amounts); (3) list of recent organizational contributors (with dollar amounts); (4) Board of Directors list; (5) the organization's tax-status determination letter; and (6) copy of the organization's latest audit or 990.

For Program II: Applicants should submit a letter of inquiry, not to exceed three pages, which summarizes the proposed project and includes: the organization's history; project and organizational income and expense budget; existing and projected project support list (with dollar amounts); list of recent organizational contributors (with dollar amounts); Board of Directors list; the organization's tax-status determination letter; and copy of the organization's latest audit or 990.

DEADLINES

Letters of Inquiry may be submitted any time during the year.

ADDITIONAL INFORMATION

In light of the Foundation's limited resources, many worthy ideas and proposals cannot be funded.

Preference will ordinarily be given to applicants which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code. Public instrumentalities performing similar functions are eligible.

April 2009

FORM 990-PF

OTHER REVENUE

STATEMENT 16

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
BOOK VS TAX ACCOUNTING DIFF - PASSTHROUGH FROM FOUNDATION PARTNERS FUND RECOVERY OF AMOUNT TREATED AS QUALIFYING DISTRIBUTION			01 01		317,300. 27.
2008 STATE INCOME TAX REFUND (AZ)	531120	1,199.			
2005 STATE INCOME TAX REFUND (IN)	531120	727.			
2005 STATE INCOME TAX REFUND (KS)	531120	1,230.			
2005 STATE INCOME TAX REFUND (MN)	531120	5,360.			
2008 STATE INCOME TAX REFUND (MN)	531120	395.			
2005 STATE INCOME TAX REFUND (MO)	531120	1,870.			
2008 STATE INCOME TAX REFUND (MO)	531120	286.			
TOTAL TO FORM 990-PF, PG 11, LN 11		11,067.			317,327.

DEER CREEK FOUNDATION

2010 FORM 990 - PF

PART XV, LINE 3 (a)

GRANTS PAID DURING THE YEAR (NONE OF THE 2010 GRANT RECIPIENTS IS AN INDIVIDUAL)

<u>Recipient</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Constitutional Accountability Center Washington, DC	Public	To support this think tank and public interest law firm that seeks to improve understanding of the U.S. Constitution and preserve the rights, freedoms, and structural safeguards it guarantees.	\$ 100,000
Economics for Equity and the Environment: The E3 Network, a project of Ecotrust Portland, OR	Public	For a nationwide network of economists designed to help environmental organizations challenge our nation's dependence on traditional cost-benefit economic analysis, to provide economic analysis to policymakers and the media, and to develop economic arguments for protection of the commons.	\$ 50,000
Investigative Reporting Workshop, a project of American University School of Communication Washington, DC	Public	To support research and production of the 20 th anniversary version of Barlett and Steele's book <i>America: What Went Wrong?</i> — an examination of how regulatory, tax, pension, trade policies and Wall Street practices have favored the privileged and the powerful over the past forty years, depressing middle-class incomes and moving America far from its ideal of itself — aimed at helping Americans connect these policy choices and political decisions to the observed impact on their lives and their communities. A companion website will enable readers and members of the press to explore project source materials.	\$ 100,000
Committee to Bridge the Gap Ben Lomond, CA	Public	For a program of monitoring, public education and litigation aimed at increasing government accountability with respect to the safe operation of nuclear facilities and safe handling of nuclear materials.	\$ 25,000

<u>Recipient</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Sequoia ForestKeeper Kernville, CA	Public	For the Sequoia National Forest (SNF) forest health GIS mapping program which will demonstrate how various USFS forest management techniques have affected the SNF, determine best management strategies in view of global warming, and enhance Sequoia ForestKeeper's ability to educate about sound forest management decisions.	\$ 15,000
Center for the Future of Arizona Phoenix, AZ	Public	For year three of a five-year special grant to the Center's Beat the Odds Institute which attempts to ensure that Latino-intensive, low-income schools succeed in improving student achievement despite the demographic odds against success.	\$ 25,000
Public Citizen Foundation Washington, DC	Public	For a constitutional amendment campaign to educate the American people about the threat to our democracy posed by the unprecedented corporate influence made possible by the U.S. Supreme Court's 2010 <i>Citizens United</i> decision, and the need to amend the U.S. Constitution to reverse this decision in order to protect our democracy.	\$ 300,000
The John Muir Project of the Earth Island Institute Cedar Ridge, CA	Public	For a monitoring, fire science research, public education, and litigation program designed to promote U.S. Forest Service compliance with existing environmental laws and regulations in Sierra Nevada National Forests.	\$ 60,000
Center for Progressive Reform Washington, DC	Public	To support a national network of progressive scholar-experts working to preserve and strengthen federal regulatory and other legal protections for public health, safety and the environment through research, public and policymaker education, and administrative agency advocacy.	\$ 100,000
Voter Action, a project of the International Humanities Center Amherst, MA	Public	To secure fair and trustworthy elections by: challenging use of unreliable and insecure electronic voting machines; assisting local jurisdictions seeking to recover taxpayer dollars spent on voting systems proven to be defective; and making recommendations to Congress for changes in existing electronic election systems that are unreliable.	\$ 35,000

<u>Recipient</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Cascadia Wildlands Eugene, OR	Public	To monitor, educate public and policymakers, organize citizens, undertake administrative advocacy, and litigate to ensure that environmental laws and regulations designed to protect the Cascadia region's forests, wildlife, and waterways are enforced.	\$ 20,000
Klamath-Siskiyou Wildlands Center Ashland, OR	Public	For monitoring, public education, citizen organizing, and litigation focusing on the Klamath-Siskiyou ecoregion of southwest Oregon and northwest California which is aimed at ensuring that management of public lands by the U.S. Forest Service and Bureau of Land Management complies with existing environmental laws and regulations.	\$ 20,000
Utah Environmental Congress Salt Lake City, UT	Public	For the Forest Monitoring Project which seeks to ensure that the U.S. Forest Service's management of Utah's six National Forests complies with existing environmental laws and regulations.	\$ 15,000
Western Lands Project Seattle, WA	Public	For a monitoring, public and policymaker education, administrative advocacy, and litigation program seeking to ensure that the public interest is served in the federal land exchange process and that ecologically important lands being considered for exchange are protected from development.	\$ 20,000
Tulane Environmental Law Clinic, a project of Tulane University Law School (Administrators of the Tulane Educational Fund) New Orleans, LA	Public	For a public education, citizen mobilization, administrative advocacy, and litigation program aimed at helping Louisiana residents secure enforcement of environmental laws and ensuring public participation in government decisions impacting environmental quality.	\$ 20,000
Union of Concerned Scientists Washington, DC	Public	For the Food and Environment Program's efforts to promote more protective government regulations and more responsible corporate policies with respect to agricultural biotechnology, transform U.S. agriculture from an industrial system to a sustainable one, and promote agricultural practices that minimize climate impact.	\$ 35,000
2010 GRANTS PAID DURING THE YEAR			\$ 940,000

DEER CREEK FOUNDATION

2010 FORM 990 - PF

PART XV, LINE 3 (b)

GRANTS APPROVED FOR FUTURE PAYMENT (NONE OF THE 2010 GRANT RECIPIENTS IS AN INDIVIDUAL)

<u>Recipient</u>	<u>Foundation</u> <u>Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Election Law Program, a joint project of the College of William & Mary School of Law and the National Center for State Courts Williamsburg, VA	Public	To develop and run a series of simulations at state judicial forums focusing on worst election day scenarios for the purpose of exposing weaknesses in state electoral infrastructure and developing solutions in advance of the November 2012 Presidential election. To also enhance the Election Law Program's <i>Election Law Manual</i> and election law web-course, which help state court judges resolve often highly contested, time-pressured election disputes, by embedding them with links to cases and statutes. This grant is subject to a matching condition.	\$ 65,000
Center for the Future of Arizona Phoenix, AZ	Public	For the last two years of a five-year special commemorative grant to the Center's Beat the Odds Institute which attempts to ensure that Latino-intensive, low-income schools succeed in improving student achievement despite the demographic odds against success.	\$ 50,000
2010 GRANTS APPROVED FOR FUTURE PAYMENT			\$ 115,000

Deer Creek Foundation 990-PF 2010

Part VII-B, Question 5c

Information relating to grants subject to expenditure responsibility:

Grantee: Gateway Foundation, 720 Olive Street, Suite 1977, St. Louis, MO 63101

Date Approved: April 20, 2009

Amount Approved: up to \$15,000,000

<u>Amount Paid:</u> May 14, 2009 -	\$ 6,100,000
June 16, 2009 -	\$ 1,800,000
June 26, 2009 -	\$ 1,000,000
July 16, 2009 -	\$ 1,000,000
September 3, 2009 -	\$ 1,000,000
October 2, 2009 -	<u>\$ 2,500,000</u>
	\$13,400,000 *

Purpose of Grant: For costs related to the design, construction, and maintenance of the Citygarden in downtown St. Louis, including financing and other soft costs related to the Citygarden but not including sculpture.

Amounts Expended by Grantee: \$13,400,000

Diversion of Funds: To the knowledge of the Deer Creek Foundation, and based on the report furnished by the grantee, no part of the grant has been used for other than its intended purpose.

Date of Report Received: February 8, 2010 and March 15, 2010 (final report).

Given our extensive pre-grant inquiry, and the content of the narrative and financial reports provided, the Deer Creek Foundation deemed further verification of the grantee's report unnecessary at this time.

*The grant commitment was fulfilled at \$13,400,000.