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Form **990-PF**

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

OMB No 1545-0052

2010Department 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

BESS SPIVA TIMMONS FOUNDATION, INC

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

C/O US BANK NA, TRUST DEPT PO BOX 8

Room/suite

City or town, state, and ZIP code

JOPLIN**MO 64802-0008**H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c),

line 16) **\$ 5,191,563** (Part I, column (d) must be on cash basis)J Accounting method ☐ Cash ☒ Accrual☐ Other (specify)

A Employer identification number

43-6075014

B Telephone number (see page 10 of the instructions)

417-625-3202C 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)

Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	74,648	74,648		
	4	Dividends and interest from securities	72,475	72,475		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,261			
	b	Gross sales price for all assets on line 6a	571,821			
	7	Capital gain net income (from Part IV, line 2)		5,261		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	152,384	152,384	0	
	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,440	1,440		
	c	Other professional fees (attach schedule)	26,271	26,271		
	17	Interest	128	128		
	18	Taxes (attach schedule) (See page 13 of the instructions)	1,061			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	17,839	17,839		
	22	Printing and publications				
	23	Other expenses (att sch)	598	598		
	24	Total operating and administrative expenses. Add lines 13 through 23	47,337	46,276	0	0
	25	Contributions, gifts, grants paid	264,800			264,800
	26	Total expenses and disbursements. Add lines 24 and 25	312,137	46,276	0	264,800
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-159,753			
	b	Net investment income (if negative, enter -0-)		106,108		
	c	Adjusted net income (if negative, enter -0-)			0	

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

Form **990-PF** (2010)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1,310	10,135	10,135
	2	Savings and temporary cash investments		34,915	63,090	63,090
	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 ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule) STMT 5		1,068,390	662,353	670,058
	b	Investments—corporate stock (attach schedule) SEE STMT 6		1,259,636	1,169,407	2,269,265
	c	Investments—corporate bonds (attach schedule) SEE STMT 7		677,048	882,581	897,223
	11	Investments—land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach sch) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
15	Other assets (describe ▶ SEE STATEMENT 8)		1,078,268	1,172,570	1,281,792	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		4,119,567	3,960,136	5,191,563	
Liabilities	17	Accounts payable and accrued expenses		-2,977	-1,916	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		-2,977	-1,916	
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		6,070,823	6,076,084	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		-1,948,279	-2,114,032	
	29	Retained earnings, accumulated income, endowment, or other funds		1		
	30	Total net assets or fund balances (see page 17 of the instructions)		4,122,545	3,962,052	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		4,119,568	3,960,136	

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	4,122,545
2	Enter amount from Part I, line 27a	2	-159,753
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,962,792
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	740
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,962,052

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 SCHEDULE ATTACHED		P		
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 571,821		566,560	5,261
b			
c			
d			
e			

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

(i) FMV 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			5,261
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	5,261
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	5,261

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	250,277	4,587,507	0.054556
2008	254,964	5,426,469	0.046985
2007	287,333	6,148,353	0.046733
2006	306,300	5,880,226	0.052090
2005	313,977	5,432,818	0.057793

2 Total of line 1, column (d)	2	0.258157
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051631
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,941,826
5 Multiply line 4 by line 3	5	255,151
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,061
7 Add lines 5 and 6	7	256,212
8 Enter qualifying distributions from Part XII, line 4 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.	8	264,800

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,061
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,061
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,061
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,977
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,977
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,916
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 1,916 Refunded	11	

Part VII-A Statements Regarding Activities

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

N/A

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? Website address ► TIMMONSFUNDATION.ORG	13	X	
14	The books are in care of ► US BANK, NA 402 S MAIN, PO BOX 8 Located at ► JOPLIN	Telephone no ► 417-625-3202 MO ZIP+4 ► 64802-0008		
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	► ☐	
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	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?	N/A	
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 ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20	N/A	
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)	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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)? **N/A** ☐ **5b**

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** ☒

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? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation** (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE	1.00	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				

Total number of other employees paid over \$50,000**0**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,005,509
b	Average of monthly cash balances	1b	11,573
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,017,082
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	5,017,082
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	75,256
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,941,826
6	Minimum investment return. Enter 5% of line 5	6	247,091

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

1	Minimum investment return from Part X, line 6	1	247,091
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,061
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,061
3	Distributable amount before adjustments Subtract line 2c from line 1	3	246,030
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	246,030
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	246,030

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	264,800
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	264,800
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,061
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	263,739

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
1 Distributable amount for 2010 from Part XI, line 7				246,030
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				2,274
c From 2007				6,087
d From 2008				
e From 2009				22,948
f Total of lines 3a through e	31,309			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 264,800				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				246,030
e Remaining amount distributed out of corpus	18,770			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	50,079			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
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) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	50,079			
10 Analysis of line 9				
a Excess from 2006				2,274
b Excess from 2007				6,087
c Excess from 2008				
d Excess from 2009				22,948
e Excess from 2010				18,770

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

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

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

Part XV Supplementary Information (Complete this part only if the 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
BESS SPIVA TIMMONS FOUNDATION
C/O US BANK NA, TRUST DEPT JOPLIN MO 64802-0008

b The form in which applications should be submitted and information and materials they should include
LETTER APPLICATION-SEE ATTACHED

c Any submission deadlines
AUGUST 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE				264,800
Total			▶ 3a	264,800
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

43-6075014

FYE: 12/31/2010

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	\$ 1,440	\$ 1,440	\$	\$
TOTAL	\$ 1,440	\$ 1,440	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TRUSTEE FEES	\$ 26,271	\$ 26,271	\$	\$
TOTAL	\$ 26,271	\$ 26,271	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 1,061	\$	\$	\$
TOTAL	\$ 1,061	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
ADMIN EXPENSE	349	349		
SECRETARY OF STATE	15	15		
BANK CHARGES	234	234		
TOTAL	\$ 598	\$ 598	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	\$ 1,068,390	\$ 662,353	COST	\$ 670,058
TOTAL	<u>\$ 1,068,390</u>	<u>\$ 662,353</u>		<u>\$ 670,058</u>

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	\$ 1,259,636	\$ 1,169,407	COST	\$ 2,269,265
TOTAL	<u>\$ 1,259,636</u>	<u>\$ 1,169,407</u>		<u>\$ 2,269,265</u>

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	\$ 677,048	\$ 882,581	COST	\$ 897,223
TOTAL	<u>\$ 677,048</u>	<u>\$ 882,581</u>		<u>\$ 897,223</u>

Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
MUTUAL FUNDS-SCHEDULE ATTACHED	\$ 1,078,268	\$ 1,172,570	\$ 1,281,792
TOTAL	<u>\$ 1,078,268</u>	<u>\$ 1,172,570</u>	<u>\$ 1,281,792</u>

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
RETURN OF CAPITAL	\$ 740
TOTAL	<u>\$ 740</u>

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER APPLICATION-SEE ATTACHED

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

AUGUST 1

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
Government Securities Funds			
\$100,000 FNMA 4.375% Due 9/13/10	102,192.00	102,656.00	4,375.00
\$ 50,000 FNMA 4.75% Due 11/19/12	50,691.40	54,125.00	2,375.00
\$100,000 FNMA MTN 5% Due 10/15/11	101,470.90	106,875.00	5,000.00
\$ 50,000 FHLB 4.125% Due 8/13/10	50,800.00	51,078.00	2,062.50
\$200,000 FHLB 5.125% Due 9/10/10	203,080.00	206,562.00	10,250.00
\$100,000 FHLB 3.25% Due 3/11/11	101,515.00	102,969.00	3,250.00
\$300,000 FHLB 4.875% Due 11/18/11	306,580.20	320,439.00	14,625.00
\$ 50,000 FHLMC 4.125% Due 4/14/10	49,965.00	50,536.00	2,062.50
\$100,000 FHLMC MTN 3.25% Due 2/25/11	102,095.20	102,750.00	3,250.00
TOTAL	1,068,389.70	1,097,990.00	47,250.00
Corporate Bonds			
\$ 50,000 American Express 5.55% Due 10/17/12	52,176.50	53,471.50	2,775.00
\$ 50,000 Berkshire Hath 4/6% Due 5/15/13	51,621.00	52,805.00	2,300.00
\$ 50,000 Caterpillar Fin Ser 4.85% Due 12/7/12	50,043.50	53,766.00	2,425.00
\$100,000 Disney 4/5% Due 12/12/13	107,719.00	106,225.00	4,500.00
\$ 50,000 Goldman Sachs 7.8% Due 1/28/10	50,331.50	50,213.00	3,900.00
\$100,000 Nike 4/7% Due 10/1/13	105,310.00	103,643.00	4,700.00
\$ 50,000 Wyeth 5.5% Due 2/1/14	52,800.00	54,473.50	2,750.00
\$100,000 Novartis Capital 4/125% Due 2/10/14	102,694.00	105,118.00	4,125.00
\$100,000 Oracle 3.75% Due 7/8/14	104,353.00	103,181.00	3,750.00
TOTAL	677,048.50	682,896.00	31,225.00
TOTAL BONDS	1,745,438.20	1,780,886.00	78,475.00

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
<u>CORPORATE COMMON STOCKS:</u>			
600 shares Abbott Labs	25,769.10	32,394.00	960.00
2,700 shares Alcoa	63,599.60	43,524.00	324.00
500 shares American Tower	21,324.15	21,605.00	0.00
500 shares Apache	15,987.50	51,585.00	300.00
200 shares Apple	25,928.97	42,146.40	0.00
2,000 shares ADP	11,169.48	85,640.00	2,720.00
1,100 shares Bristol Myers Squibb	8,100.48	27,775.00	1,408.00
2,000 shares Cisco Systems	43,869.00	47,880.00	0.00
900 shares Conoco Phillips	373.52	45,963.00	1,800.00
936 shares Duke Energy	14,028.92	16,108.56	898.56
1,300 shares E.I.DuPont De Nemours	12,914.57	43,771.00	2,132.00
500 shares Emerson Electric	28,673.10	21,300.00	670.00
500 shares Exelon	30,969.00	24,435.00	1,050.00
900 shares Exxon Mobil	1,981.68	61,371.00	1,512.00
500 shares FPL Group	24,030.50	26,410.00	945.00
200 shares Freeport -McMoran	19,655.55	16,058.00	120.00
2,200 shares General Electric	8,341.66	33,286.00	880.00
1,300 shares General Mills	19,232.65	92,053.00	2,548.00
1,300 shares Illinois Tool Works	62,307.96	62,387.00	1,612.00
1,500 shares Intel	35,712.00	30,600.00	840.00
2,000 shares Johnson and Johnson	15,143.75	128,820.00	3,920.00
2,200 shares Lowes	45,712.50	51,458.00	792.00
500 shares Marathon Oil	23,997.25	15,610.00	480.00
800 shares McDonalds	26,152.16	49,952.00	1,760.00
900 shares Medco Health Solutions	42,661.35	57,519.00	0.00
1,000 shares Merck	53,123.00	36,540.00	1,520.00
1,000 shares Microchip Technology	32,190.00	29,050.00	1,360.00
1300 shares Microsoft	22,739.60	39,624.00	676.00
1,000 shares Oracle	22,538.20	24,530.00	200.00
1,200 shares 3M Company	17,344.65	99,204.00	2,448.00
2,000 shares J P Morgan Chase & Co	35,783.78	83,340.00	400.00
400 shares Nike	26,306.92	26,428.00	432.00
700 shares Norfolk Southern	24,385.07	36,694.00	952.00
400 shares Nucor	24,362.94	18,660.00	576.00
1,300 shares Pepsico	34,876.57	79,040.00	2,340.00
3,182 shares Pfizer	28,986.06	57,880.58	2,291.04
1,000 shares Praxair	26,254.00	80,310.00	1,600.00
2,000 shares Procter & Gamble	24,105.72	121,260.00	3,520.00
1,000 shares Qualcomm	25,340.00	46,260.00	680.00
500 shares Schlumberger	13,445.00	32,545.00	420.00
960 shares Suntrust Banks	29,097.50	19,478.40	38.40
1,200 shares Target Corp	51,483.50	58,044.00	816.00
2,000 shares Texas Instruments	52,705.00	52,120.00	960.00
500 shares Verizon	19,241.93	16,565.00	950.00
2,600 shares Wells Fargo	67,690.00	70,174.00	520.00
TOTAL COMMON STOCKS	1,259,635.84	2,157,397.94	50,371.00

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
<u>MUTUAL FUNDS</u>			
500 000 Barclays I Pata Commodity Fund	19,322.63	21,130.00	0 00
1984.127 First American Inflation Prot. Fund	20,000 00	19,980.16	158 68
14937.11 First American Mid Cap Fund	285,000.00	299,339.62	3,823 90
7049 600 First American Small Cap Select Fund	80,000.00	82,057.40	42 30
4926 780 First American Real Estate Fund	80,000.00	70,452.98	2,379 64
3660 00 I Shares MSCI Eafe Index Fund	268,945.00	202,324.80	5,274 06
3027 731 Neuberger Berman Gensis Fund	107,000.00	114,327 12	0 00
5499.542 PIMCO Total Return Fund	60,000.00	59,395 05	3,343 72
5657 000 Scott International Fund	158,000.00	164,844.98	1,861 15
TOTAL MUTUAL FUNDS	1,078,267.63	1,033,852.11	16,883 45
TOTAL PRINCIPAL INVESTMENT SECURITIES	4,083,341.67	4,972,136.05	145,729.45

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-10

	COST	MARKET VALUE	ANNUAL INCOME
Government Securities Funds			
\$ 50,000 FNMA 4 75% Due 11/19/12	50,691 40	53,800 50	2,375 00
\$100,000 FNMA MTN 5% Due 10/15/11	101,470 90	103,609 00	5,000 00
\$100,000 FHLB 3 25% Due 3/11/11	101,515 00	100,571 00	3,250 00
\$300,000 FHLB 4 875% Due 11/18/11	306,580 20	311,661 00	14,625 00
\$100,000 FHLMC MTN 3 25% Due 2/25/11	102,095 20	100,416 00	3,250 00
TOTAL	662,352 70	670,057 50	28,500 00
Corporate Bonds			
\$ 50,000 American Express 5 55% Due 10/17/12	52,176 50	53,481 00	2,775 00
\$100,000 Bank of America 3/7% Due 9/01/15	101,323 00	99,137 00	3,700 00
\$ 50,000 Berkshire Hath 4/6% Due 5/15/13	51,621 00	53,782 00	2,300 00
\$ 50,000 Caterpillar Fin Ser 4 85% Due 12/7/12	50,043 50	53,637 50	2,425 00
\$100,000 Disney 4/5% Due 12/12/13	107,719 00	109,213 00	4,500 00
\$ 50,000 Goldman Sachs 5 375% Due 3/15/20	52,540 50	51,668 00	2,687 50
\$100,000 Nike 4/7% Due 10/1/13	105,310 00	107,206 00	4,700 00
\$ 50,000 Wyeth 5 5% Due 2/1/14	52,800 00	55,585 50	2,750 00
\$100,000 Novartis Capital 4/125% Due 2/10/14	102,694 00	106,719 00	4,125 00
\$100,000 Oracle 3 75% Due 7/8/14	104,353 00	106,288 00	3,750 00
\$100,000 Wespac Banking 3% Due 8/4/15	102,000 00	100,506 00	3,000 00
TOTAL	882,580 50	897,223 00	36,712 50
TOTAL BONDS	1,544,933 20	1,567,280 50	65,212 50

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-10

	COST	MARKET VALUE	ANNUAL INCOME
<u>CORPORATE COMMON STOCKS:</u>			
600 shares Abbott Labs	25,769 10	28,746 00	1,056 00
2,700 shares Alcoa	63,599 60	41,553 00	324 00
500 shares American Tower	21,324 15	25,820 00	0 00
500 shares Apache	15,987 50	59,615 00	300 00
200 shares Apple	25,928 97	64,512 00	0 00
2,000 shares ADP	11,169 48	92,560 00	2,880 00
1,100 shares Bristol Myers Squibb	8,100 48	29,128 00	1,452 00
2,000 shares Cisco Systems	43,869 00	40,460 00	0 00
900 shares Conoco Phillips	373 52	61,290 00	1,980 00
936 shares Duke Energy	14,028 92	16,670 16	917 28
1,300 shares E I DuPont De Nemours	12,914 57	64,844 00	2,132 00
500 shares Emerson Electric	28,673 10	28,585 00	690 00
500 shares Exelon	30,969 00	20,820 00	1,050 00
900 shares Exxon Mobil	1,981 68	65,808 00	1,584 00
120 shares Frontier Communication	1,183 25	1,167.60	90 00
200 shares Freeport -McMoran	19,655 55	24,018 00	400 00
2,200 shares General Electric	8,341 66	40,238 00	1,232 00
1,300 shares General Mills	19,232 65	92,534 00	2,912 00
1,300 shares Illinois Tool Works	62,307 96	69,420 00	1,768.00
1,500 shares Intel	35,712 00	31,545 00	945 00
2,000 shares Johnson and Johnson	15,143 75	123,700 00	4,320 00
2,200 shares Lowes	45,712.50	55,176 00	968 00
500 shares Marathon Oil	23,997 25	18,515 00	500 00
800 shares McDonalds	26,152 16	61,408 00	1,952 00
900 shares Medco Health Solutions	42,661 35	55,143 00	0 00
1,000 shares Merck	53,123 00	36,040 00	1,520 00
1,000 shares Microchip Technology	32,190 00	34,210 00	1,380 00
1300 shares Microsoft	22,739 60	36,283 00	832 00
500 shares NEXTERA Energy	24,030 50	25,995.00	1,000 00
1,200 shares 3M Company	17,344 65	103,560 00	2,520 00
2,000 shares J P Morgan Chase & Co	35,783 78	84,840 00	400 00
400 shares Nike	26,306 92	34,168 00	496 00
700 shares Norfolk Southern	24,385 07	43,974 00	1,008 00
400 shares Nucor	24,362 94	17,528 00	580 00
1,300 shares Pepsico	34,876 57	84,929 00	2,496 00
3,182 shares Pfizer	28,986 06	55,716 82	2,545 60
1,000 shares Praxair	26,254 00	95,470 00	1,800 00
2,000 shares Procter & Gamble	24,105 72	128,660 00	3,854 00
1,000 shares Qualcomm	25,340 00	49,490 00	760 00
500 shares Schlumberger	13,445 00	41,750 00	420 00
960 shares Suntrust Banks	29,097 50	28,329 60	38 40
1,200 shares Target Corp	51,483 50	72,156 00	1,200 00
2,000 shares Texas Instruments	52,705 00	65,000 00	1,040 00
500 shares Verizon	18,058 48	17,890 00	975 00
TOTAL COMMON STOCKS	1,169,407 44	2,269,265 18	54,317 28

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-10

	COST	MARKET VALUE	ANNUAL INCOME
<u>MUTUAL FUNDS</u>			
500 000 Dow Jones UBS Commodity Fund	19,322.63	24,560 00	0 00
2930 201 First American Inflation Prot Fund	30,000 00	30,649 90	937 59
14937.11 First American Mid Cap Fund	285,000 00	356,698 12	4,630 50
7049.600 First American Small Cap Select Fund	80,000 00	101,161 83	42 30
4926 780 First American Real Estate Fund	79,261 11	89,618 16	2,133 30
3660 00 I Shares MSCI Eafe Index Fund	268,945 00	213,085 20	5,113 02
500 00 I Shares S&P Stock Index Fund	20,005 00	19,400 00	1,421 50
3027 731 Neuberger Berman Gensis Fund	107,000 00	139,154 52	0 00
11455 271 PIMCO Total Return Fund	125,036 56	124,289 69	4,032 26
5657 000 Scott International Fund	158,000 00	183,173 66	3,054 78
 TOTAL MUTUAL FUNDS	 <u>1,172,570 30</u>	 <u>1,281,791 08</u>	 <u>21,365 25</u>
 TOTAL PRINCIPAL INVESTMENT SECURITIES	 <u>3,886,910 84</u>	 <u>5,118,336 76</u>	 <u>140,895 03</u>

ACCT 2WYB 08730450
FROM 01/01/2010
TO 12/31/2010

U S BANK N A
STATEMENT OF CAPITAL GAINS AND LOSSES
TIMMONS, BESS S FOUNDATION PLG

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RUN 01/05/2011
01 49.50 PM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 303
TRUST ADMINISTRATOR 855
INVESTMENT OFFICER: 2589

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1 0000 AOL TIME WARNER SECURITY LITIGATION - 887317105L						
SOLD		01/19/2010	55 26			
ACQ	1.0000	11/11/1931	55 26		55 26	LT15
ADDED 04/26/10 BAW						
50000 0000 GOLDMAN SACHS GRP	7 800	1/28/10	38141GAL8 - MINOR = 28			
SOLD		01/28/2010	50000 00			
ACQ	50000.0000	03/30/2000	50000 00	50331 50	-331 50	LT15
1828 1540 PIMCO TOTAL RETURN FUND INST - 693390700 - MINOR = 99						
SOLD		02/16/2010	20000 00			
ACQ	1828 1540	02/10/2010	20000.00	19963 44	36 56	ST
1 0000 NORTEL NETWORKS CORP SECURITY LITIGATION - 656568508L						
SOLD		03/12/2010	26 10			
ACQ	1.0000	11/11/1931	26 10		26 10	LT15
ADDED 04/26/10 BAW						
50000.0000 F H L M C M T N	4 125	4/14/10	3128X3AA1 - MINOR = 22			
SOLD		04/14/2010	50000 00			
ACQ	50000 0000	04/05/2004	50000.00	49965 00	35 00	LT15
1000 0000 ORACLE CORPORATION - 68189X105 - MINOR = 42						
SOLD		06/21/2010	23015 51			
ACQ	1000 0000	10/08/2007	23015.51	22538 20	477 31	LT15
2600 0000 WELLS FARGO CO - 949746101 - MINOR = 42						
SOLD		06/21/2010	72405 91			
ACQ	2600 0000	10/01/2003	72405 91	67690 00	4715 91	LT15
0199 FRONTIER COMMUNICATIONS CORP - 35906A108 - MINOR = 42						
SOLD		07/13/2010	0 15			
ACQ	0199	09/23/2004	0 15	0 20	-0 05	LT15
50000 0000 F H L B DEB	4 125	8/13/10	3133X06Q7 - MINOR = 22			
SOLD		08/13/2010	50000 00			
ACQ	50000 0000	10/22/2004	50000 00	50800 00	-800 00	LT15
200000 0000 F H L B DEB	5 125	9/10/10	3133XGLE2 - MINOR = 22			
SOLD		09/10/2010	200000 00			
ACQ	200000 0000	10/03/2007	200000.00	203080 00	-3080 00	LT15
100000.0000 F N M A M T N	4 375	9/13/10	31398AGU0 - MINOR = 22			
SOLD		09/13/2010	100000 00			
ACQ	100000 0000	05/14/2008	100000 00	102192 00	-2192 00	LT15
0000 AIG 2008 SECURITIES LITIGATION - 026874107L						
SOLD		09/24/2010	115 38			
ACQ			115 38		115 38	LT15
CHANGED 11/02/10 TJK						
0000 PRUDENTIAL SECURITIES INC SECURITIES LITIGATION - PSIFUNDLIT						
SOLD		09/29/2010	10 74			
ACQ			10.74		10 74	LT15
CHANGED 11/02/10 TJK						
0000 PRUDENTIAL SECURITIES INC SECURITIES LITIGATION - PSIFUNDLIT						
SOLD		09/30/2010	10 12			
ACQ			10 12		10 12	LT15
CHANGED 11/02/10 TJK						

TOTALS 565639 17 566560 34

WORLD COM LITIGATION

5.16

516 LTU

SUMMARY OF CAPITAL GAINS/LOSSES

565644 33

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	36 56	0 00	952.57	0 00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	4238 91	0 00	1938 23			0 00
	4275 47	0 00	985.46	0 00	0 00	0 00
STATE						
SUBTOTAL FROM ABOVE	36 56	0 00	952.57	0 00	0 00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	4238 91	0 00	1938 23			0 00
	4275 47	0 00	985.46	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
MISSOURI	N/A	N/A

TOTAL 5261.13

BESS TIMMONS SPIVA FOUNDATION
GRANT SCHEDULE 2010

Part XV Grants and Contributions GRANT RECIPIENT	ADDRESS	STATUS OF RECIPIENT	PURPOSE OF GRANT	Amount
About Care	Chandler, Az	Public Charity	Computer Assistance	2500
Alzheimer's Association-SW Mo	Joplin, Mo	Public Charity	Patient Services Program	2500
American Freedom Lodge	Frazeyburg, Oh	Public Charity	General Support	10250
American Indian College Fund	Denver, Co	Educational	Scholarships	2000
American Red Cross Greater Ozark	Joplin, Mo	Public Charity	Disaster Fund	2500
Arizona Outdoor Adventures	Phoenix, Az	Public Charity	General Support	2500
Arizona Rec Center for Handicapped	Phoenix, Az	Public Charity	Health & Wellness Program	2000
Bohart Museum of Entomology	Davis, Ca	Public Charity	General Support	6000
Boy Scouts-Ozark Trail Council	Joplin, Mo	Public Charity	General Support	4000
Cabool Development Fund	Cabool, Mo	Public Charity	General Support	500
Camp Penuei	Ironton, Mo	Public Charity	General Support	2000
Canelo Project	Elgin, Az	Public Charity	General Support	6000
Caring Ministries	Tucson, Az	Public Charity	Food Distribution	9000
Childrens Haven of SW Missouri	Joplin, Mo	Public Charity	Crisis Care	4000
Childrens Museum of Denver	Denver, Co	Public Charity	General Support	3000
City of Marquette Kansas	McPherson, Ks	Public Charity	McPherson Co Comm Fnd	10000
Colonial Fox Theatre Foundation	Pittsburg, Ks	Public Charity	Theatre Renovation	6000
Cumberland College	Williamsburg, Ky	Educational	Scholarships	2500
Development Ctr for Appropriate Tech	Tucson, Az	Public Charity	General Support	2000
Donnelly College	Kansas City, Ks	Educational	Scholarships	4000
Friends of Konza Prairie	Manhattan, Ks	Public Charity	General Support	2500
Friends of Saguara National Park	Tucson, Az	Public Charity	General Support	7500
Gabriel's Angels	Phoenix, Az	Public Charity	Pet Therapy Program	2500
Good Samaritan Foundation	Portland, Or	Public Charity	Nursing Support Project	10000
Greater Phoenix Youth at Risk Fnd	Phoenix, Az	Public Charity	Mentoring Program	2500
Health Care Access	Lawrence, Ks	Public Charity	Capacity Expansion Project	5000
Hozhoni Foundation	Flatstaff, Az	Public Charity	Home Refurbishment	2000
Humane Society of Southern Arizona	Tucson, Az	Public Charity	General Support	2500
Huntington Disease	New York, Ny	Public Charity	Family Guide for Huntingtons	10000
Joplin Association of the Blind	Joplin, Mo	Public Charity	Exams & Equipment	5000

Lawrence Free State HS	Lawrence, Ks	Educational	Cross Country Program	6000
Lift for Life Gym	St Louis, Mo	Public Charity	Healthy Bodies/Minds Proj	2500
Mobile Meals of Tucson	Tucson, Az	Public Charity	General Support	2500
Missouri College Fund	Kansas City, Mo	Educational	Scholarships	2000
Mt Gragam Safe House	Safford, Az	Public Charity	General Support	5000
Native Seeds/SEARCH	Tucson, Az	Public Charity	General Support	2500
New Dawn Livestock Resue & Sans	Tonopah, Az	Public Charity	Vehicle Project	2000
Ozark Center	Joplin, Mo	Public Charity	Center for Autism	5000
Prescott Pops Symphony	Prescott, Az	Public Charity	Youth Scholarships	3000
Rain-Central Missouri	Columbia, Mo	Public Charity	General Support	2400
Scared Heart Medical Center Fnd	Eugene, Or	Medical	In School Support Groups	4000
Serendity Center	Portland, Or	Public Charity	Therapeutic Arts Program	3000
Santa Cruz County Young Audiences	Nogales, Az	Public Charity	General Support	4000
Shoes that Fit	Claremont, Ca	Public Charity	Back to School Project	2500
Sisters of the Road	Portland, Or	Public Charity	Hot Meals/Barter Program	2500
St Andrews Nativity School	Portland, Or	Educational	Graduate Support Program	2000
St Joseph Institute for the Deaf	Chesterfield, Mo	Educational	General Support	5000
Stillwell Heritage and Education Fnd	Pittsburg, Ks	Public Charity	General Support	2000
Store to Door	Portland, Or	Public Charity	General Support	5000
Texas Co Mo Memorial Hospital	Houston, Mo	Medical	Spears Scholarship Fund	22000
Time Out	Payson, Az	Public Charity	Shelter & Education Support	5000
Trauma Intervention Prog of Arizona	Prescott Valley, Az	Public Charity	General Support	2000
UCP Wheels for Humanity	North Hollywood, Ca	Public Charity	Wheelchair Fitting & Distrib	5000
University of Arizona Foundation	Tucson, Az	Educational	Student Research Grant	5000
University of Kansas Endowment Fd	Lawrence, Ks	Educational	Rim Rock Project	1400
Volunteers of America	Portland, Or	Public Charity	Scholarships	6000
Yavapi Big Brothers/Big Sisters	Prescott, Az	Public Charity	General Support	10000
Yavapi Exceptional Industries	Prescott, Az	Public Charity	General Support	9750
You are Special	Orange, Ca	Public Charity	Refrig Update & Food Supply	2000
Youth on Their Own	Tucson, Az	Public Charity	General Support	1000
Total				264800

BESS SPIVA TIMMONS FOUNDATION, INC
 INFORMATION FOR FORM 990-PF
 YEAR 2010
 43-6075014

Part VIII, Line 1

<u>Name and Address of Officers, Directors & Managers</u>	<u>Title and Average Hours per Week</u>	<u>Contributions to EBP</u>	<u>Expenses Allowances</u>	<u>Compensation</u>
U.S. Bank, NA P. O. Box 8 Joplin, MO 64802	Trustee Less than One	-0-	-0-	\$26,271
Leia Matern 2607 Allen Circle Woodland, CA 95776	Director Less than One	-0-	-0-	-0-
Tim Spears 3120 E. Lester St. Tucson, AZ 85716	Director Treasurer Less than One	-0-	-0-	-0-
Catherine S. Spillman 1500 SW Park Avenue #429 Portland, OR 97201	Officer President Less than One	-0-	-0-	-0-
Jennifer Svacina 1393 Mamerow Lane E Oconomowoc, WI 53066	Director Less than One	0	0	0
Dana Whitby 3318 Westridge Lane Concord, NC 28027	Director Vice President Less than One	-0-	-0-	-0-
George Timmons 124 Valley Ranch North Prescott, AZ 86303	Director Less than One	-0-	-0-	-0-
Sarah Timmons 624 N Wrigley Lane Lawrence, KS 66044	Director Less than One	-0-	-0-	-0-
Gregory G. Timmons 3725 Rimrock Road York, PA 17402	Director Secretary Less than One	-0-	-0-	-0-

THE BESS SPIVA TIMMONS FOUNDATION

BACKGROUND AND PHILOSOPHY

The Bess Spiva Timmons Foundation, a family foundation, was established by Mrs Timmons in 1967, to enable her children to carry on an already existing program of assistance in the areas of education, health, medical research, the arts, and programs with emphasis to benefit minority groups, social services, and ecology. Consideration is also given to experimental ventures in these designated areas. Small, struggling tax-exempt organizations, which have little or no federal, state or local financial assistance, are favored for grants.

The Foundation cannot consider requests from individuals or associations located in foreign countries, or for operating expenses, endowments, major building projects, or major acquisitions. The Foundation does not make permanent commitments of support.

The Foundation primarily limits its interest to the Central and Western United States. Grants generally range from one to ten thousand dollars.

No formal grant application forms are used. However, all requests should be stated in a letter following the guidelines listed below:

Application Information Required

Proposal letter should include the following:

1. Mission statement and background of organization.
2. Demonstration of need.
3. Amount requested.
4. Project title and name of project director
5. Purpose of program for which funds are sought.
6. Time-lines for program implementation.
7. Evaluation after implementation of program.

Attachments

1. Current financial statement
2. Copy of tax exempt status
3. Roster of Board of Directors
4. Optional materials.

Submission Date

Grant applications must be submitted prior to August 31st, for consideration at the annual meeting of the Timmons foundation, which is held in October each year. The notification of grant awards will be made as soon as possible after the annual meeting. We strive to notify all applicants within 30 days following the annual meeting as to the disposition of their grant request.

Reports

A status report and evaluation of any funded project should be received by the Foundation either upon completion of the project or not later than March 31st, of the following year. This is requested of all grant recipients without regard to the size of the grant. The organization receiving the grant should acknowledge the amount received and states the deposition of the funds. Twenty percent of each Grant in the amount of \$5,000 and more will be withheld until a status report is received.

Applications for grants should be forwarded to:

The Bess Spiva Timmons Foundation
U.S. Bank Private Client Group
P.O. Box 8
Joplin, MO 64802-0008

OR

Email: info@timmonsfoundation.org

If you have any questions, please call:

Catherine Spillman, President
(541) 998-3224