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INTERNAL REVENUE SERVICE

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation

RALPH L. SMITH FOUNDATION

(50-16-101-0482380/0482398)

A Employer identification number

44-6008508

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

Room/suite

B Telephone number (see page 10 of the instructions)

BANK OF AMERICA, N.A. P.O. BOX 831041

(800) 357-7094

City or town, state, and ZIP code

DALLAS, TX 75283-1041

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) \$ 12,538,084.

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

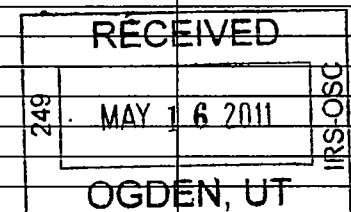
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	286,098.	286,098.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	208,073.			
b Gross sales price for all assets on line 6a	2,120,584.			
7 Capital gain net income (from Part IV, line 2)		208,073.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	2,624.			STMT 3
12 Total. Add lines 1 through 11	496,795.	494,171.		
13 Compensation of officers, directors, trustees, etc.	36,606.	14,642.		21,964.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 4	3,600.	NONE	NONE	3,600.
c Other professional fees (attach schedule) STMT 5	45,846.	45,846.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	5,250.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	4,559.			4,559.
22 Printing and publications				
23 Other expenses (attach schedule) STMT 7	1,245.			1,245.
24 Total operating and administrative expenses. Add lines 13 through 23	97,106.	60,488.	NONE	31,368.
25 Contributions, gifts, grants paid	633,038.			633,038.
26 Total expenses and disbursements. Add lines 24 and 25	730,144.	60,488.	NONE	664,406.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-233,349.			
b Net investment income (if negative, enter -0-)		433,683.		
c Adjusted net income (if negative, enter -0-)				



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

JSA

Form 990-PF (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments	509,175.	543,773.	543,773.		
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments - U.S. and state government obligations (attach schedule)	2,271,293.	1,633,845.	1,725,160.		
	b Investments - corporate stock (attach schedule)	6,202,145.	6,414,793.	9,809,694.		
	c Investments - corporate bonds (attach schedule)	250,863.	250,862.	250,897.		
	11 Investments - land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶					
	12 Investments - mortgage loans					
	13 Investments - other (attach schedule)	50,000.	208,940.	208,560.		
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,283,476.	9,052,213.	12,538,084.		
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds	9,283,476.	9,052,213.			
	28 Paid-in capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)	9,283,476.	9,052,213.			
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,283,476.	9,052,213.			

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	9,283,476.
2 Enter amount from Part I, line 27a	2	-233,349.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	3,888.
4 Add lines 1, 2, and 3	4	9,054,015.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	1,802.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,052,213.

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 SEE PART IV DETAIL					
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					
b					
c					
d					
e					
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					
2 Capital gain net income or (net capital loss)			2	208,073.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	2,053,727.	11,356,577.	0.18084031835
2008	5,430,075.	14,295,238.	0.37985201785
2007	1,219,829.	20,398,053.	0.05980124672
2006	1,107,951.	19,785,152.	0.05599911489
2005	1,177,811.	20,381,230.	0.05778900488
2 Total of line 1, column (d)			2 0.73428170269
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 0.14685634054
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 11,689,745.
5 Multiply line 4 by line 3			5 1,716,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,337.
7 Add lines 5 and 6			7 1,721,050.
8 Enter qualifying distributions from Part XII, line 4			8 664,406.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		1	8,674.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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-)		2	
3 Add lines 1 and 2		3	8,674.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	8,674.
6 Credits/Payments.			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	8,118.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,118.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	556.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 10		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ NONE				
14	The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no. ▶ (816) 292-4342			
	Located at ▶ 1200 MAIN ST, 14TH FL, KANSAS CITY, MO ZIP + 4 ▶ 64105-2100			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
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?	16	Yes	No X
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 ▶				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly).		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/>	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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
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

Form 990-PF (2010)

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)? **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? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ ☒ X
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		36,606.	-0-	-0-

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

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

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

Form 990-PF (2010)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2 NONE	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2010)

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	11,867,761.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	11,867,761.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,867,761.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	178,016.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,689,745.
6	Minimum investment return. Enter 5% of line 5	6	584,487.

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	584,487.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	8,674.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,674.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	575,813.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	575,813.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	575,813.

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	664,406.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	664,406.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	664,406.

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				575,813.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	176,615.			
b From 2006	160,085.			
c From 2007	232,838.			
d From 2008	4,717,029.			
e From 2009	1,491,634.			
f Total of lines 3a through e	6,778,201.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 664,406.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				575,813.
e Remaining amount distributed out of corpus	88,593.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,866,794.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				NONE
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	176,615.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,690,179.			
10 Analysis of line 9:				
a Excess from 2006	160,085.			
b Excess from 2007	232,838.			
c Excess from 2008	4,717,029.			
d Excess from 2009	1,491,634.			
e Excess from 2010	88,593.			

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

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

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

4942(j)(3) or

4942(j)(5)

	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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

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 STATEMENT 36				
Total			▶ 3a	633,038.
b Approved for future payment				
Total			▶ 3b	

Form **990-PF** (2010)

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	286,098.	
		18	208,073.	
		14	2,624.	
			496,795.	

13

496,795

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

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

NOT APPLICABLE

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

[illegible]

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					330.	
41,049.00		900. AFLAC INC COM PROPERTY TYPE: SECURITIES 39,429.00				P	08/09/2005	05/14/2010
							1,620.00	
4,561.00		100. AFLAC INC COM PROPERTY TYPE: SECURITIES 4,030.00				P	05/02/2005	05/14/2010
							531.00	
18,244.00		400. AFLAC INC COM PROPERTY TYPE: SECURITIES 17,517.00				P	08/12/2005	05/14/2010
							727.00	
27,366.00		600. AFLAC INC COM PROPERTY TYPE: SECURITIES 24,178.00				P	05/02/2005	05/14/2010
							3,188.00	
19,185.00		250. DANAHER CORP COM PROPERTY TYPE: SECURITIES 13,630.00				P	06/14/2005	01/13/2010
							5,555.00	
15,348.00		200. DANAHER CORP COM PROPERTY TYPE: SECURITIES 10,904.00				P	06/14/2005	01/13/2010
							4,444.00	
39,663.00		500. DANAHER CORP COM PROPERTY TYPE: SECURITIES 27,260.00				P	06/14/2005	05/21/2010
							12,403.00	
26,445.00		500. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES 16,855.00				P	06/04/2009	11/24/2010
							9,590.00	
150,000.00		150000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 152,690.00				P	09/01/2005	09/10/2010
							-2,690.00	
100,500.00		100000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 99,243.00				P	02/22/2006	09/17/2010
							1,257.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
100,000.00		100000. FEDERAL HOME LN BKS CONS BD PROPERTY TYPE: SECURITIES 99,243.00				P	02/22/2006 757.00	12/10/2010
22,935.00		500. FISERV INC COM PROPERTY TYPE: SECURITIES 14,055.00				P	10/02/2002 8,880.00	06/29/2010
3,073.00		67. FISERV INC COM PROPERTY TYPE: SECURITIES 2,313.00				P	09/19/2001 760.00	06/29/2010
11,467.00		250. FISERV INC COM PROPERTY TYPE: SECURITIES 7,920.00				P	10/25/2000 3,547.00	06/29/2010
8,394.00		183. FISERV INC COM PROPERTY TYPE: SECURITIES 5,393.00				P	06/26/2000 3,001.00	06/29/2010
883.00		883.2 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 902.00				P	05/20/2008 -19.00	01/15/2010
883.00		883.2 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 902.00				P	05/20/2008 -19.00	01/15/2010
887.00		886.78 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 906.00				P	05/20/2008 -19.00	01/31/2010
887.00		886.78 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 906.00				P	05/20/2008 -19.00	01/31/2010
891.00		890.84 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 910.00				P	05/20/2008 -19.00	02/28/2010
891.00		890.84 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 910.00				P	05/20/2008 -19.00	02/28/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis	Gain or (loss)	
898.00		898.06 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 917.00				05/20/2008 -19.00	03/31/2010
898.00		898.06 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 917.00				05/20/2008 -19.00	03/31/2010
911.00		911.02 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 930.00				05/20/2008 -19.00	04/30/2010
911.00		911.02 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 930.00				05/20/2008 -19.00	04/30/2010
914.00		913.78 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 933.00				05/20/2008 -19.00	05/31/2010
914.00		913.78 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 933.00				05/20/2008 -19.00	05/31/2010
909.00		908.97 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 928.00				05/20/2008 -19.00	06/30/2010
909.00		908.97 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 928.00				05/20/2008 -19.00	06/30/2010
947.00		947.02 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 967.00				05/20/2008 -20.00	07/31/2010
947.00		947.02 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 967.00				05/20/2008 -20.00	07/31/2010
26,844.00		26844.33 GOVERNMENT NATL MTG ASSN POOL # PROPERTY TYPE: SECURITIES 27,415.00				05/20/2008 -571.00	08/31/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis	Gain or (loss)	
26,844.00		26844.33 GOVERNMENT NATL MTG ASSN POOL # PROPERTY TYPE: SECURITIES 27,415.00				P 05/20/2008 -571.00	08/31/2010
810.00		810.09 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 827.00				P 05/20/2008 -17.00	09/30/2010
810.00		810.09 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 827.00				P 05/20/2008 -17.00	09/30/2010
814.00		813.8 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 831.00				P 05/20/2008 -17.00	10/31/2010
814.00		813.8 GOVERNMENT NATL MTG ASSN POOL #686 PROPERTY TYPE: SECURITIES 831.00				P 05/20/2008 -17.00	10/31/2010
809.00		809.18 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 826.00				P 05/20/2008 -17.00	11/30/2010
809.00		809.18 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 826.00				P 05/20/2008 -17.00	11/30/2010
813.00		812.89 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 830.00				P 05/20/2008 -17.00	12/31/2010
813.00		812.89 GOVERNMENT NATL MTG ASSN POOL #68 PROPERTY TYPE: SECURITIES 830.00				P 05/20/2008 -17.00	12/31/2010
2,386.00		133. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 4,296.00				P 05/23/2002 -1,910.00	05/11/2010
2,996.00		167. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 4,522.00				P 12/04/2002 -1,526.00	05/11/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
11,966.00		667. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 18,056.00				P	07/25/2002	05/11/2010
							-6,090.00	
5,974.00		333. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,815.00				P	11/22/2002	05/11/2010
							-2,841.00	
3,588.00		200. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 5,150.00				P	12/10/2002	05/11/2010
							-1,562.00	
7,024.00		400. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 13,400.00				P	08/26/2005	05/14/2010
							-6,376.00	
5,865.00		334. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 10,778.00				P	05/23/2002	05/14/2010
							-4,913.00	
8,780.00		500. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 16,080.00				P	07/14/2006	05/14/2010
							-7,300.00	
2,932.00		167. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 4,522.00				P	12/04/2002	05/14/2010
							-1,590.00	
10,518.00		599. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 16,215.00				P	07/25/2002	05/14/2010
							-5,697.00	
2,335.00		133. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 3,425.00				P	12/10/2002	05/14/2010
							-1,090.00	
5,865.00		334. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,590.00				P	10/02/2002	05/14/2010
							-2,725.00	
9,359.00		533. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 1,201.00				P	04/13/1984	05/14/2010
							8,158.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,156.00		67. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 1,814.00				P	07/25/2002 -658.00	05/17/2010
5,744.00		333. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,815.00				P	11/22/2002 -3,071.00	05/17/2010
16,681.00		967. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 2,179.00				P	04/13/1984 14,502.00	05/17/2010
5,744.00		333. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,575.00				P	12/10/2002 -2,831.00	05/17/2010
5,744.00		333. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 8,565.00				P	10/02/2002 -2,821.00	05/17/2010
25,875.00		1500. GENERAL ELEC CO PROPERTY TYPE: SECURITIES 3,380.00				P	04/13/1984 22,495.00	05/17/2010
12,854.00		266. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 8,178.00				P	07/25/2002 4,676.00	01/13/2010
9,665.00		200. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 1,950.00				P	09/23/1993 7,715.00	01/13/2010
11,308.00		234. ILLINOIS TOOL WORKS INC COM PROPERTY TYPE: SECURITIES 7,053.00				P	03/24/2003 4,255.00	01/13/2010
109,948.00		1000. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 101,080.00				P	01/08/2009 8,868.00	11/17/2010
109,948.00		1000. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 101,080.00				P	01/08/2009 8,868.00	11/17/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
54,799.00		500. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 48,300.00				P	05/08/2009	11/18/2010 6,499.00
54,799.00		500. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 48,300.00				P	05/08/2009	11/18/2010 6,499.00
54,799.00		500. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 47,945.00				P	04/22/2009	11/18/2010 6,854.00
54,799.00		500. ISHARES IBOXX INV GR CORP BD FUND PROPERTY TYPE: SECURITIES 47,945.00				P	04/22/2009	11/18/2010 6,854.00
19,560.00		300. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 19,959.00				P	06/22/2005	04/07/2010 -399.00
2,152.00		33. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 2,156.00				P	03/28/2002	04/07/2010 -4.00
10,888.00		167. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 10,726.00				P	07/06/2005	04/07/2010 162.00
2,144.00		33. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 2,156.00				P	03/28/2002	04/09/2010 -12.00
17,347.00		267. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 17,021.00				P	03/11/2002	04/09/2010 326.00
24,816.00		400. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 25,500.00				P	03/11/2002	09/24/2010 -684.00
20,659.00		333. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 21,389.00				P	07/06/2005	09/24/2010 -730.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
10,361.00		167. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 10,646.00				P	03/11/2002 -285.00	09/24/2010
5,015.00		134. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 5,692.00				P	01/11/2006 -677.00	03/04/2010
9,956.00		266. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 11,284.00				P	06/27/2001 -1,328.00	03/04/2010
9,956.00		266. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 11,269.00				P	08/14/2001 -1,313.00	03/04/2010
1,273.00		34. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 1,411.00				P	09/05/2000 -138.00	03/04/2010
8,485.00		232. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 8,929.00				P	10/24/2001 -444.00	05/25/2010
7,314.00		200. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 7,418.00				P	08/14/2003 -104.00	05/25/2010
14,629.00		400. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 14,636.00				P	06/23/2003 -7.00	05/25/2010
6,144.00		168. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 5,484.00				P	11/20/2002 660.00	05/25/2010
6,071.00		166. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 6,890.00				P	09/05/2000 -819.00	05/25/2010
21,943.00		600. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES 23,565.00				P	06/27/2005 -1,622.00	05/25/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,116.00		468. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 18,011.00				P	10/24/2001	05/25/2010
							-895.00	
9,728.00		266. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 8,682.00				P	11/20/2002	05/25/2010
							1,046.00	
17,345.00		500. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 16,320.00				P	11/20/2002	06/30/2010
							1,025.00	
17,345.00		500. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 13,045.00				P	03/04/2003	06/30/2010
							4,300.00	
13,876.00		400. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 13,056.00				P	11/20/2002	06/30/2010
							820.00	
20,814.00		600. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 16,704.00				P	03/24/2003	06/30/2010
							4,110.00	
17,345.00		500. OMNICON GROUP INC COM PROPERTY TYPE: SECURITIES 13,045.00				P	03/04/2003	06/30/2010
							4,300.00	
41,956.00		1466. PATTERSON COMPANIES INC PROPERTY TYPE: SECURITIES 28,705.00				P	11/29/2001	06/30/2010
							13,251.00	
100,000.00		100000. PRIVATE EXPT FDG CORP SECD NT SE PROPERTY TYPE: SECURITIES 105,843.00				P	04/26/2007	01/15/2010
							-5,843.00	
100,000.00		100000. PRIVATE EXPT FDG CORP SECD NT SE PROPERTY TYPE: SECURITIES 105,843.00				P	04/26/2007	01/15/2010
							-5,843.00	
18,173.00		300. RESMED INC COM PROPERTY TYPE: SECURITIES 13,970.00				P	01/29/2008	06/29/2010
							4,203.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
24,230.00		400. RESMED INC COM PROPERTY TYPE: SECURITIES 18,404.00				P	01/24/2008	06/29/2010 5,826.00
13,486.00		200. RESMED INC COM PROPERTY TYPE: SECURITIES 9,313.00				P	01/29/2008	08/04/2010 4,173.00
6,743.00		100. RESMED INC COM PROPERTY TYPE: SECURITIES 4,601.00				P	01/24/2008	08/04/2010 2,142.00
6,743.00		100. RESMED INC COM PROPERTY TYPE: SECURITIES 4,576.00				P	11/29/2007	08/04/2010 2,167.00
6,743.00		100. RESMED INC COM PROPERTY TYPE: SECURITIES 4,576.00				P	11/29/2007	08/04/2010 2,167.00
28,401.00		1000. STRATASYS INC COM PROPERTY TYPE: SECURITIES 23,610.00				P	11/05/2007	10/14/2010 4,791.00
28,401.00		1000. STRATASYS INC COM PROPERTY TYPE: SECURITIES 22,870.00				P	11/08/2007	10/14/2010 5,531.00
16,897.00		500. STRATASYS INC COM PROPERTY TYPE: SECURITIES 9,563.00				P	02/23/2007	10/26/2010 7,334.00
33,793.00		1000. STRATASYS INC COM PROPERTY TYPE: SECURITIES 17,714.00				P	03/06/2008	10/26/2010 16,079.00
29,689.00		1000. SYSCO CORP COM PROPERTY TYPE: SECURITIES 4,898.00				P	04/19/1991	04/09/2010 24,791.00
46,590.00		1467. SYSCO CORP COM PROPERTY TYPE: SECURITIES 7,186.00				P	04/19/1991	04/26/2010 39,404.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
29,286.00		966. SYSCO CORP COM PROPERTY TYPE: SECURITIES 4,732.00				P	04/19/1991	05/14/2010
							24,554.00	
500.00		500. ALBINA COMMUNITY BANCORP PFD SER B PROPERTY TYPE: SECURITIES 50,000.00				P	03/01/1995	03/30/2010
							-49,500.00	
TOTAL GAIN(LOSS)							----- 208,073. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC COM	3,410.	3,410.
ALBERTO-CULVER CO NEW COM	2,040.	2,040.
AMETEK AEROSPACE PRODS INC COM	1,215.	1,215.
AUTOMATIC DATA PROCESSING INC COM	8,069.	8,069.
BB&T CORP COM	2,250.	2,250.
C H ROBINSON WORLDWIDE INC COM	3,000.	3,000.
DANAHER CORP COM	506.	506.
ECOLAB INC COM	3,100.	3,100.
EXPEDITORS INTL WASH INC	1,800.	1,800.
FEDERAL FARM CR BKS CONS BD	8,978.	8,978.
FEDERAL HOME LOAN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	9,000.	9,000.
FEDERAL HOME LN BKS CONS BD	6,750.	6,750.
FEDERAL HOME LN BKS CONS BD	8,458.	8,458.
FEDERAL HOME LN BKS CONS BD	5,000.	5,000.
GOVERNMENT NATL MTG ASSN POOL #686884	21,201.	21,201.
GENERAL ELEC CO	1,607.	1,607.
ILLINOIS TOOL WORKS INC COM	5,932.	5,932.
ISHARES IBOX INV GR CORP BD FUND	17,710.	17,710.
ISHARES BARCLAYS 1-3 YR CR BD FUND	5,176.	5,176.
JOHNSON & JOHNSON COM	7,641.	7,641.
KIMBERLY CLARK CORP	44,892.	44,892.
MARSHALL & ILSLEY CORP NEW COM	670.	670.
MEDTRONIC INC COM	4,630.	4,630.
MICROSOFT CORP	4,638.	4,638.
NATIONAL CITY CAP TR II GTD TR PFD SECS	828.	828.
NATIONAL CITY CAP TR III TR PFD SECS	2,484.	2,484.
NORTHERN TR CORP COM	3,005.	3,005.
OMNICOM GROUP INC COM	2,495.	2,495.
ORACLE CORPORATION COM	1,300.	1,300.
PATTERSON COMPANIES INC	147.	147.
PAYCHEX INC COM	8,029.	8,029.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PEPSICO INC COM	4,088.	4,088.
PRIVATE EXPT FDG CORP SECD NT SER I	7,200.	7,200.
PRIVATE EXPT FDG CORP SECD NT SER R	19,896.	19,896.
PRIVATE EXPT FDG CORP SECD NT SER V	9,800.	9,800.
PROCTER & GAMBLE CO COM	6,033.	6,033.
PRIVATEBANCORP INC COM	445.	445.
QUALCOMM INC	2,590.	2,590.
SCHLUMBERGER LTD COM	2,195.	2,195.
STARBUCKS CORP	2,700.	2,700.
STRYKER CORP COM	1,950.	1,950.
SYSCO CORP COM	1,717.	1,717.
TARGET CORP	3,654.	3,654.
USB CAP XI GTD TR PFD SECS	7,013.	7,013.
WALGREEN CO COM	3,948.	3,948.
WELLS FARGO & CO FDIC GTD NT	1,408.	1,408.
WELLS FARGO & CO NEW PFD DEP SHS SER J	6,500.	6,500.
	-----	-----
TOTAL	286,098.	286,098.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	2,624.

TOTALS	2,624.
	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	3,600.			3,600.
TOTALS	3,600.	NONE	NONE	3,600.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES - CAPITAL INVESTMENT SERVICES OF AMERICA	45,846. -----	45,846. -----
TOTALS	45,846. =====	45,846. =====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL EXCISE ESTIMATES	5,250.

TOTALS	5,250.
	=====

RALPH L. SMITH FOUNDATION

44-6008508

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
DUES - ASSOCIATION OF SMALL FOUNDATIONS	495.	495.
D&O LIABILITY INSURANCE	750.	750.
TOTALS	----- 1,245. =====	----- 1,245. =====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT - 2009	2,389.
Y/E SALES ADJUSTMENT - 2009	1,464.
Y/E SALES ADJUSTMENT - 2010	35.

TOTAL	3,888.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT
-----MUTUAL FUND ADJUSTMENT - 2010
NET ROUNDING

1,798.

4.

TOTAL

1,802.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MO

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 36,606.

OFFICER NAME:

PAUL N. DOUTHAT; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

NEIL T. SMITH; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

ELIZABETH SMITH; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:

NEIL T. DOUTHAT; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SUZANNE D. BIRKANS; C/O BOA

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

TITLE:

MANAGER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

36,606.

=====

RECIPIENT NAME:

JAMES J. MUETH - BANK OF AMERICA,N.A.

ADDRESS:

P.O. BOX 219119

KANSAS CITY, MO 64121-9119

RECIPIENT'S PHONE NUMBER: 816-292-4342

FORM, INFORMATION AND MATERIALS:

LETTER OF NO MORE THAN 3 PAGES WITH APPROPRIATE ATTACHMENTS-
ATTACHMENTS TO BE DETERMINED UPON INITIAL TELEPHONE CALL

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, EDUCATIONAL AND
ELEEMOSYNARY PURPOSES FOR THE BENEFIT OF THE PUBLIC

RECIPIENT NAME:
MCKENZIE RIVER GATHERING
FOUNDATION
ADDRESS:
2705 E BURNSIDE, SUITE 505
PORTLAND, OR 97214
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EUGENE-SPRINGFIELD SOLIDARITY NETWORK
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 12,269.

RECIPIENT NAME:
WESTERN STATES CENTER
ADDRESS:
917 OAK ST # 402
PORTLAND, OR 97205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MONEY IN POLITICS RESEARCH ACTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 12,269.

RECIPIENT NAME:
PETS FOR LIFE, INC.
C/O HECKER ANIMAL CLINIC
ADDRESS:
7240 WORNALL RD
KANSAS CITY, MO 64114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

TRUMAN MEDICAL CENTER
CHARITABLE FOUNDATION

ADDRESS:

2310 HOLMES, SUITE 735
KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT BEHAVIORAL HEALTH NETWORK

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BOYS & GIRLS CLUBS OF GREATER
KANSAS CITY

ADDRESS:

6301 ROCKHILL RD, SUITE 303
KANSAS CITY, MO 64131

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF DENVER - DANIELS
COLLEGE OF BUSINESS

ADDRESS:

2101 S UNIVERSITY BLVD
DENVER, CO 80208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

JAMES J & JEAN JOHNSTON ENDOWMENT FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

PEMBROKE HILL SCHOOL

ADDRESS:

5121 STATE LINE RD

KANSAS CITY, MO 64112

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HARVESTERS COMMUNITY FOOD
NETWORK

ADDRESS:

1811 N TOPPING AVE

KANSAS CITY, MO 64129

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

YMCA OF GREATER KANSAS CITY

ADDRESS:

3100 BROADWAY, SUITE 1020

KANSAS CITY, MO 64111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CHILDREN'S MERCY HOSPITAL

ADDRESS:

2401 GILLHAM RD

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

POWELL GARDENS

ADDRESS:

1609 NW US HIGHWAY 50

KINGSVILLE, MO 64061-9000

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CATO INSTITUTE

ADDRESS:

1000 MASSACHUSETTS AVE NW

WASHINGTON, DC 20001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

DRUID HILLS PRESBYTERIAN
CHURCH

ADDRESS:

1026 PONCE DE LEON AVE
ATLANTA, GA 30306

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

ORME SCHOOL

ADDRESS:

HC 63, BOX 3040
ORME, AZ 86333

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:

LITTLE BIG HORN COLLEGE

ADDRESS:

P.O. BOX 370
CROW AGENCY, MT 59022

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT SCHOLARSHIP PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

NORTH AMERICAN FOLK MUSIC AND
DANCE ALLIANCE, INC.

ADDRESS:

5232 E 2ND ST
TUCSON, AZ 85711

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT ODAIKO-SONORA FOR TAIKO DRUMMERS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

UNIVERSITY OF ARIZONA FOUNDATION

ADDRESS:

P.O. BOX 210109
TUCSON, AZ 85721

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT METEORITE FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

SIERRA CASCADE LAND TRUST
COUNCIL

ADDRESS:

P.O. BOX 2101
NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 43,000.

RECIPIENT NAME:

UNIVERSITY OF ARIZONA FOUNDATION

ADDRESS:

P.O. BOX 210109
TUCSON, AZ 85721

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PHYSICS BUS PROJECT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

TUCSON BOTANICAL GARDENS

ADDRESS:

2150 N ALVERNON WAY
TUCSON, AZ 85712

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

PUBLIC EDUCATION ENRICHMENT FUND

ADDRESS:

NEVADA CITY HWY
NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT IMAGINARIUM MUSEUM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,500.

=====

RECIPIENT NAME:

TSI-AKIM CORPORATION C/O

MAIDU TRIBAL COUNCIL

ADDRESS:

760 S AUBUM ST, SUITE C-2

GRASS VALLEY, CA 95945

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SOUTHERN OREGON UNIVERSITY

FOUNDATION

ADDRESS:

1250 SISKIYOU BLVD

ASHLAND, OR 97520

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT NATIVE AMERICAN STUDIES

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:

STUDENTS RUN LA

ADDRESS:

6505 ZELZAH AVE

RESEDA, CA 91335

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
MARGARET LANDELL SCHOOL
ADDRESS:
9739 DENNI ST
CYPRESS, CA 90630
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:
NEVADA SCHOOLS FOUNDATION
ADDRESS:
800 HOOVER LN
NEVADA CITY, CA 95959
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SEVEN HILLS SCHOOL CHORAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
GRASS VALLEY SCHOOL DISTRICT
ADDRESS:
10840 GILMORE WAY
GRASS VALLEY, CA 95945
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT BEFORE & AFTER SCHOOL PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT - LOCAL GOVT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

NEVADA CITY SCHOOLS FOUNDATION

ADDRESS:

800 HOOVER LN

NEVADA CITY, CA 95959

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESOURCE CENTER EQUIPMENT AT GOLD RUN SCHOOL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CHICAGO PARK SCHOOL

ADDRESS:

15725 MOUNT OLIVE RD

CHICAGO PARK, CA 95712

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - LOCAL GOVT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ST. MARY'S SCHOOL

ADDRESS:

816 N BLACK OAK DR

MEDFORD, OR 97504

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

STUDENT SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
STUDENTS RUN LA
ADDRESS:
5252 CREBS AVE
TARZANA, CA 91356
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT MARATHON TRAINING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SAINT ANNE SCHOOL
ADDRESS:
2015 COLOADO AVE
SANTA MONICA, CA 90404
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
STUDENT TUITION SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT - CHURCH
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SAINT RAPHAEL CATHOLIC SCHOOL
ADDRESS:
924 W 70TH ST
LOS ANGELES, CA 90044
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
STUDENT TUITION SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT - CHURCH
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CLARE FOUNDATION

ADDRESS:

1871 9TH ST

SANTA MONICA, CA 90404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BIG BROTHERS BIG SISTERS OF
GREATER LOS ANGELES, INC.

ADDRESS:

800 S FIGUEROA ST, SUITE 620

LOS ANGELES, CA 90017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

ALZHEIMERS ASSOCIATION

ADDRESS:

225 N MICHIGAN AVE, FL 17

CHICAGO, IL 60601

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

CHILDRENS HOSPITAL OF LOS ANGELES

ADDRESS:

4650 SUNSET BLVD MS #29

LOS ANGELES, CA 90027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

TUTWILER CLINIC

ADDRESS:

205 ALMA ST

TUTWILER, MS 38963

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ST. JOSEPH CENTER

ADDRESS:

204 HAMPTON DR

VENICE, CA 90291

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BOYS & GIRLS CLUBS OF SANTA MONICA

ADDRESS:

1228 LINCOLN BLVD

SANTA MONICA, CA 90401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NATIONAL MULTIPLE SCLEROSIS SOCIETY -
MID-AMERICA CHAPTER

ADDRESS:

7611 STATE LINE RD, SUITE 103

KANSAS CITY, MO 64114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

GREATER KANSAS CITY COMMUNITY
FOUNDATION

ADDRESS:

1055 BROADWAY, SUITE 130

KANSAS CITY, MO 64105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT RLS ILLUMINATION DONOR ADVISED FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
 ALS ASSOCIATION - KEITH WORTHINGTON
 CHAPTER
 ADDRESS:
 6950 SQUIBB RD, SUITE 210
 MISSION, KS 66202
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 UNRESTRICTED CONTRIBUTION
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC 501(C)(3)
 AMOUNT OF GRANT PAID 45,000.

RECIPIENT NAME:
 EMORY UNIVERSITY
 ADDRESS:
 1762 CLIFTON RD, PLAZA 1000
 ATLANTA, GA 30322
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 UNRESTRICTED CONTRIBUTION
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC 501(C)(3)
 AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
 LUNGEVITY FOUNDATION
 ADDRESS:
 435 N LASALLE ST, SUITE 310
 CHICAGO, IL 60654
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 SUPPORT 'LUNG HILL RUN'
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC 501(C)(3)
 AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ALS ASSOCIATION - KEITH WORTHINGTON
CHAPTER
ADDRESS:
8340 MISSION RD, SUITE B-4
PRAIRIE VILLAGE, KS 66206
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
ALS ASSOCIATION
ADDRESS:
1275 K ST NW, SUITE 1050
WASHINGTON, DC 20005
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
BISHOP MIEGE HIGH SCHOOL
ADDRESS:
5041 REINHARDT DR
SHAWNEE MISSION, KS 66205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT GOOD SAMARITAN SCHOLARSHIP FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
VILLAGE PRESBYTERIAN CHURCH
ADDRESS:
6641 MISSION RD
SHAWNEE MISSION, KS 66205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
EXEMPT - CHURCH
AMOUNT OF GRANT PAID 8,000.

RECIPIENT NAME:
ALS ASSOCIATION
ADDRESS:
6950 SQUIBB RD, SUITE 210
MISSION, KS 66202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT BIOMARKER RESEARCH PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
EPISCOPAL COMMUNITY SERVICES
ADDRESS:
11 E 40TH ST
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

HARTWIG LEGACY FOUNDATION

ADDRESS:

P.O. BOX 480227

KANSAS CITY, MO 64148-0227

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT KC HEALTHY KIDS FOUNDATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

NELSON GALLERY FOUNDATION

ADDRESS:

4525 OAK ST

KANSAS CITY, MO 64111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

KAUFFMAN CENTER FOR THE PERFORMING
ARTS

ADDRESS:

906 GRAND, FL 11

KANSAS CITY, MO 64106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

CRISTO REY KANSAS CITY

ADDRESS:

211 W LINWOOD BLVD

KANSAS CITY, MO 64111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ANIMAL HAVEN

ADDRESS:

9800 W 67TH ST

MERRIAM, KS 66203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BISHOP MIEGE HIGH SCHOOL

ADDRESS:

5041 REINHARDT DR

MISSION, KS 66205-1599

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

BOYS & GIRLS CLUBS OF KC

ADDRESS:

6301 ROCKHILL RD, SUITE 303

KANSAS CITY, MO 64131

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 'DREAMS TO REALITY' CAMPAIGN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CHILD ADVOCACY SERVICES CENTER

ADDRESS:

2 E 59TH ST

KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT THE CHILDREN'S PLACE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

BRIDGE-BRIDGING THE GAP, INC.

ADDRESS:

6033 SWOPE PARKWAY

KANSAS CITY, MO 64130

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
METROPOLITAN ARTS COUNCIL
ADDRESS:
906 GRAND BLVD, SUITE 10B
KANSAS CITY, MO 64106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT INSPIRATION GRANTS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
TLC FOR CHILDREN AND FAMILIES, INC.
ADDRESS:
480 S ROGERS RD
OLATHE, KS 66062-1706
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
FRONT PORCH ALLIANCE, INC.
ADDRESS:
3210 MICHIGAN
KANSAS CITY, MO 64109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HABITAT FOR HUMANITY KC, INC.

ADDRESS:

1423 E LINWOOD BLVD
KANSAS CITY, MO 64109

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

UNIVERSITY OF MISSOURI

ADDRESS:

408 CORNELL HALL
COLUMBIA, MO 65211

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT ROBERT TRULASKE COLLEGE OF BUSINESS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

TRUMAN MEDICAL CENTER
CHARITABLE FOUNDATION

ADDRESS:

2310 HOLMES, SUITE 735
KANSAS CITY, MO 64108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RALPH L. SMITH FOUNDATION

44-6008508

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

KANSAS CITY CENTER FOR URBAN
AGRICULTURE

ADDRESS:

4223 GIBBS RD
KANSAS CITY, MO 66106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 500.

TOTAL GRANTS PAID:

633,038.

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STATEMENT 36

RALPH L SMITH FOUNDATION
44-6008508
Balance Sheet
12/31/2010



Cusip	Asset	Units	Basis	Market Value
001055102	AFLAC INC	2500.000	97,560 70	141,075.00
00724F101	ADOBE SYS INC	4500.000	130,684 00	138,510 00
013078100	ALBERTO-CULVER CO NEW	6000 000	145,591 90	222,240 00
031100100	AMETEK INC NEW	6750 000	179,634 00	264,937.50
03662Q105	ANSYS INC	4750 000	138,477 56	247,332 50
037604105	APOLLO GROUP INC	3758 000	124,905 66	148,403 42
053015103	AUTOMATIC DATA PROCESSING INC	5933.000	42,456.01	274,579 24
054937107	BB&T CORP	6500.000	180,429.95	170,885 00
057665200	BALCHEM CORP	4216 000	102,382.88	142,542 96
12541W209	C H ROBINSON WORLDWIDE INC	3500 000	184,208 75	280,665 00
156782104	CERNER CORP	1250.000	100,037 50	118,425 00
17275R102	CISCO SYS INC	8500 000	233,785 95	171,955 00
222816100	COVANCE INC	3200 000	196,456 54	164,512 00
235851102	DANAHER CORP DEL	5600 000	148,698 00	264,152 00
278865100	ECOLAB INC	5000 000	189,571 10	252,100 00
302130109	EXPEDITORS INTL WASHINGTON INC	4250 000	140,164 05	232,050 00
31331VTX4	FEDERAL FARM CR BKS	175000 000	175,805 00	176,851 50
3133X9ZZ6	FEDERAL HOME LOAN BKS	200000 000	193,142 00	208,212 00
3133XCTG8	FEDERAL HOME LN BKS	200000 000	204,514 00	212,918 00
3133XES91	FEDERAL HOME LN BKS	100000 000	98,320 00	109,088 00
337738108	FISERV INC	4767.000	108,185 05	279,155 52
36296CCV0	GOVERNMENT NATL MTG ASSN	345045 840	352,378 10	368,626 27
38259P508	GOOGLE INC	300 000	162,011 50	178,191 00
452308109	ILLINOIS TOOL WKS INC	4500 000	46,109 82	240,300 00
464288646	ISHARES	2000 000	208,940 00	208,560 00
478160104	JOHNSON & JOHNSON	2766 000	168,059.36	171,077 10
494368103	KIMBERLY CLARK CORP	17400 000	22,727 91	1,096,896 00
571837103	MARSHALL & ILSLEY CORP	17000.000	170,128 20	117,640 00
585055106	MEDTRONIC INC	5384 000	96,940 48	199,692.56
594918104	MICROSOFT CORP	8432 000	143,774.47	235,337 12
63540T200	NATIONAL CITY CAP TR II	3000 000	73,769 70	74,940.00
63540X201	NATIONAL CITY CAP TR III	3411 000	82,909 24	84,797 46
665859104	NORTHERN TR CORP	3383 000	141,961 99	187,452 03
68389X105	ORACLE CORP	6500 000	138,315 00	203,450 00

RALPH L SMITH FOUNDATION
44-6008508
Balance Sheet
12/31/2010



Cusip	Asset	Units	Basis	Market Value
704326107	PAYCHEX INC	6475 000	128,901.39	200,142 25
713448108	PEPSICO INC	2500.000	136,782 50	163,325 00
742651CY6	PRIVATE EXPT FDG CORP	400000 000	409,322 00	440,944 00
742651DC3	PRIVATE EXPT FDG CORP	200000.000	200,364.00	208,520.00
742718109	PROCTER & GAMBLE CO	3200 000	185,329 60	205,856 00
742962103	PRIVATEBANCORP INC	12250 000	262,341 95	176,155 00
747525103	QUALCOMM INC	3500 000	155,386 00	173,215 00
761152107	RESMED INC	6000.000	124,372 19	207,840 00
779376102	ROVI CORP	3000.000	138,078 40	186,030 00
806857108	SCHLUMBERGER LTD	2950 000	142,122 00	246,325 00
855244109	STARBUCKS CORP	7500 000	151,705 00	240,975 00
858912108	STERICYCLE INC	3350 000	124,368 99	271,082 00
862685104	STRATASYS INC	5000.000	85,761.55	163,200 00
863667101	STRYKER CORP	3250 000	186,908.50	174,525 00
87612E106	TARGET CORP	4350 000	192,295 00	261,565 50
903300200	USB CAP XI	7000 000	172,839 80	175,700 00
92978U207	WACHOVIA CAP TR IV	2000 000	48,680 00	49,160 00
931422109	WALGREEN CO	6317 000	199,879 64	246,110 32
941848103	WATERS CORP	2950 000	154,724 97	229,244 50
949744AD8	WELLS FARGO & CO	250000 000	250,862 50	250,897 50
949746879	WELLS FARGO & CO NEW	5000 000	134,378 00	135,950 00
	Cash/Cash Equivalent	543772 990	543,772 99	543,772 99
		Totals	9,052,213.34	12,538,084.24