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

2010

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

For calendar year 2010, or tax year beginning

, 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

ROBERT AND MARILYN HARRIS CHARITABLE
FOUNDATION TRUST (C/O D R JANSSEN)

A Employer identification number

47-0833594

Number and street (or P O box number if mail is not delivered to street address) Room/suite
233 SOUTH 13TH 1900

City or town, state, and ZIP code

LINCOLN, NE 68508

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 J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify)
► \$ 556,106. (Part I, column (d) must be on cash basis.)

B Telephone number

(402) 474-6900

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	583.	583.		STATEMENT 1
	4 Dividends and interest from securities	13,411.	13,411.		STATEMENT 2
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-2,137.			
	b Gross sales price for all assets on line 6a	33,250.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	11,857.	13,994.		0.
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 1,085.	543.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4 348.	248.		100.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5 2,443.	2,443.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,876.	3,234.		100.
	25 Contributions, gifts, grants paid	36,150.			36,150.
	26 Total expenses and disbursements. Add lines 24 and 25	40,026.	3,234.		36,250.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-28,169.			
	b Net investment income (if negative, enter -0-)		10,760.		
	c Adjusted net income (if negative, enter -0-)			N/A	

023501
12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments		35,921.	23,381.	23,381.
3	Accounts receivable ►	23.			
	Less: allowance for doubtful accounts ►		21.	23.	23.
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations	STMT 6	63,693.	78,444.	82,014.
b	Investments - corporate stock	STMT 7	372,530.	346,320.	437,967.
c	Investments - corporate bonds	STMT 8	16,641.	12,469.	12,721.
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers)		488,806.	460,637.	556,106.
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ►)				
23	Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted		488,806.	460,637.	
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		488,806.	460,637.	
31	Total liabilities and net assets/fund balances		488,806.	460,637.	

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	488,806.
2	Enter amount from Part I, line 27a	2	-28,169.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	460,637.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	460,637.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SCHWAB - SEE STATEMENT			P	VARIOUS	VARIOUS
b SCHWAB CAPITAL GAIN DISTRIBUTION			P	VARIOUS	VARIOUS
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 31,564.		35,387.		-3,823.	
b 1,686.				1,686.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				-3,823.	
b				1,686.	
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	-2,137.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	31,064.	441,495.	.070361
2008	35,949.	559,390.	.064265
2007	36,589.	693,357.	.052771
2006	36,280.	640,432.	.056649
2005	31,499.	578,695.	.054431

2 Total of line 1, column (d)

2 .298477

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 .059695

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 505,047.

5 Multiply line 4 by line 3

5 30,149.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 108.

7 Add lines 5 and 6

7 30,257.

8 Enter qualifying distributions from Part XII, line 4

8 36,250.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	<p>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)</p> <p>b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b</p> <p>c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>3 Add lines 1 and 2</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)</p> <p>5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-</p> <p>6 Credits/Payments:</p> <p>a 2010 estimated tax payments and 2009 overpayment credited to 2010</p> <p>b Exempt foreign organizations - tax withheld at source</p> <p>c Tax paid with application for extension of time to file (Form 8868)</p> <p>d Backup withholding erroneously withheld</p> <p>7 Total credits and payments. Add lines 6a through 6d</p> <p>8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p> <p>11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►</p>	1	108.
		2	0.
		3	108.
		4	0.
		5	108.
		6a	
		6b	
		6c	
		6d	
		7	0.
	8		
	9	108.	
	10		
	11		
	Refunded ►		

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>	1a	X
1c Did the foundation file Form 1120-POL for this year?	1b	X
1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	1c	X
1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.	2	X
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	3	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? <i>If "Yes," attach a conformed copy of the changes</i>	4a	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4b	X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	5	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	N/A	
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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►	8b	X
8b NE	9	X
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? <i>If "No," attach explanation</i>	10	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)? <i>If "Yes," complete Part XIV</i>		
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► ROBERT HARRIS Located at ► 407 ADAMS STREET, DENVER, CO	Telephone no ► (402) - 423 - 2691 ZIP+4 ► 80206	
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	N/A
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 X No X

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X 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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes	X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X 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	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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(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)? 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 instructions)?

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?

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

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?

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

N/A

5b

Yes No

Yes No

6b

X

Yes No

Yes No

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.

(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 9		0.	0.	0.

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

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

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

0

►

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A Summary of Direct Charitable Activities

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

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a Average monthly fair market value of securities	1a 483,734.
b Average of monthly cash balances	1b 29,004.
c Fair market value of all other assets	1c
d Total (add lines 1a, b, and c)	1d 512,738.
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	3 512,738.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 7,691.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 505,047.
6 Minimum investment return. Enter 5% of line 5	6 25,252.

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

1 Minimum investment return from Part X, line 6	1 25,252.
2a Tax on investment income for 2010 from Part VI, line 5	2a 108.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 108.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 25,144.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 25,144.
6 Deduction from distributable amount (see instructions)	6 0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 25,144.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 36,250.
b Program-related investments - total from Part IX-B	1b 0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3 Amounts set aside for specific charitable projects that satisfy the:	
a Suitability test (prior IRS approval required)	3a
b Cash distribution test (attach the required schedule)	3b
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 36,250.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 108.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 36,142.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				25,144.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	95.			
e From 2009	9,189.			
f Total of lines 3a through e	9,284.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 36,250.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				25,144.
e Remaining amount distributed out of corpus	11,106.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	20,390.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	20,390.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	95.			
d Excess from 2009	9,189.			
e Excess from 2010	11,106.			

Form 990-PF (2010)

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12-07-10

ROBERT AND MARILYN HARRIS CHARITABLE FOUNDATION TRUST (C/O D R JANSSEN)

Form 990-PF (2010)

FOUNDATION TRUST (C/O D R JANSSEN)

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Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a 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	
2	a 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.					
3	Subtract line 2d from line 2c					
	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 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).)

SEE STATEMENT 10

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

ROBERT AND MARILYN HARRIS CHARITABLE
FOUNDATION TRUST (C/O D R JANSSEN)

Form 990-PF (2010)

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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)				
<i>a Paid during the year</i>				
SEE STATEMENT 11				
Total			► 3a	36,150.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

023611 12-07-10

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	583.
4 Dividends and interest from securities			14	13,411.
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	-2,137.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)		0.	11,857.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	11,857.
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

ROBERT AND MARILYN HARRIS CHARITABLE FOU

47-0833594

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

SOURCE	AMOUNT
SCHWAB - INTEREST FROM US OBLIG	437.
SCHWAB - US GOV'T OID	146.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	583.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB- DIVIDENDS	13,411.	0.	13,411.
TOTAL TO FM 990-PF, PART I, LN 4	13,411.	0.	13,411.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,085.	543.		0.
TO FORM 990-PF, PG 1, LN 16B	1,085.	543.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	248.	248.		0.
PRIOR YEAR TAX LIABILITY	100.	0.		100.
TO FORM 990-PF, PG 1, LN 18	348.	248.		100.

ROBERT AND MARILYN HARRIS CHARITABLE FOU

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FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	18.	18.		0.
MILESTONE MANAGEMENT FEES	2,400.	2,400.		0.
MILESTONE - OTHER EXPENSE	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	2,443.	2,443.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP US GOVT HOLDINGS	X		78,444.	82,014.
TOTAL U.S. GOVERNMENT OBLIGATIONS			78,444.	82,014.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			78,444.	82,014.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP OTHER INVESTMENTS	346,320.	437,967.
TOTAL TO FORM 990-PF, PART II, LINE 10B	346,320.	437,967.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MILESTONE GROUP CORPORATE BONDS	12,469.	12,721.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,469.	12,721.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
ROBERT HARRIS 407 ADAMS STREET DENVER, CO 80206	TRUSTEE 1.00	0.	0.
MARILYN HARRIS 407 ADAMS STREET DENVER, CO 80206	TRUSTEE 1.00	0.	0.
MATTHEW C. HARRIS 6311 WOODSTOCK AVE. LINCOLN, NE 68512	ADVISORY 1.00	0.	0.
AMY HARRIS 6311 WOODSTOCK AVE. LINCOLN, NE 68512	ADVISORY 1.00	0.	0.
THEODORE A. HARRIS 2333 S. MILWAUKEE DENVER, CO 80210	ADVISORY 1.00	0.	0.
EMILY E. HARRIS 30 HOLYOKE ST APT 2 BOSTON, MA 02116	ADVISORY 1.00	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.

ROBERT AND MARILYN HARRIS CHARITABLE FOU

47-0833594

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

ROBERT HARRIS
MARILYN HARRIS

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
MONTVIEW BOULEVARD PREBYTERIAN CHURCH	AID TO COMMUNITY	PUBLIC	1,500.
CHERRY CREEK THEATRE	AID TO COMMUNITY	PUBLIC	500.
RONALD MCDONALD HOUSE	AID TO COMMUNITY	PUBLIC	1,500.
AS220	AID TO COMMUNITY	PUBLIC	1,500.
CAPITAL HUMANE SOCIETY	AID TO COMMUNITY	PUBLIC	2,000.
AMERICAN RED CROSS	AID TO COMMUNITY	PUBLIC	1,000.

ROBERT AND MARILYN HARRIS CHARITABLE FOU

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CEDARS FOUNDATION

PUBLIC

2,000.

AID TO COMMUNITY

SAINT ELIZABETH FOUNDATION

PUBLIC

1,000.

AID TO COMMUNITY

LINCOLN ARTS COUNCIL

PUBLIC

700.

AID TO COMMUNITY

RUNNERS WITH A REASON

PUBLIC

1,250.

AID TO COMMUNITY

KIPP

PUBLIC

1,200.

AID TO COMMUNITY

LINCOLN PUBLIC SCHOOLS
FOUNDATION

PUBLIC

10,000.

YOUTH DEVELOPMENT

MADONNA FOUNDATION

PUBLIC

10,000.

MEDICAL RESEARCH

MOURNING HOPE

PUBLIC

2,000.

AID TO COMMUNITY

TOTAL TO FORM 990-PF, PART XV, LINE 3A

36,150.

Realized Gains and Losses

Fiscal Year Ending 12/31/2010

Robert & Marilyn Harns Charitable Foun TR

Foundation Trust

Acct # 3068-7874

Realized Gains and Losses						
<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short - Term Gains/Losses</u>
DFA Intl Small Cap Value	12/22/2003	02/02/2010	0.223	3.36	2.58	0.78
DFA Intl Small Cap Value	12/22/2003	02/02/2010	9.340	140.81	108.25	32.56
DFA Intl Small Cap Value	12/22/2003	02/02/2010	20.904	315.13	242.28	72.85
DFA Intl Small Cap Value	05/17/2004	02/02/2010	78.567	1,184.40	949.90	234.50
DFA Intl Small Cap Value	10/08/2008	02/02/2010	56.802	856.30	655.83	200.47
			165.836	2,500.00	1,958.84	541.16
DFA US Large Cap Value	12/21/2007	02/02/2010	234.108	4,000.00	5,499.15	-1,499.15
Vanguard Emerging Markets	07/20/2007	02/02/2010	77.000	3,026.35	3,783.55	-757.20
Vanguard Europe Pacific ETF	01/07/2008	02/02/2010	90.000	3,006.01	4,214.54	-1,208.53
Vanguard REIT VIPERS	01/07/2008	02/02/2010	14.000	608.41	801.95	-193.54
Vanguard REIT VIPERS	01/07/2008	02/02/2010	45.000	1,955.59	2,577.70	-622.11
			59.000	2,564.00	3,379.65	-815.65
DFA US Micro Cap	01/07/2008	03/25/2010	218.237	2,500.00	2,811.89	-311.89
DFA US Small Cap Value	01/07/2008	03/25/2010	147.059	3,200.00	3,328.54	-128.54
Oppenheimer Commodity Strategy Inst	12/09/2008	03/25/2010	810.606	2,650.00	2,700.00	-50.00
Pimco Foreign Bond Instl - Hedged	09/30/2003	03/25/2010	105.923	1,084.37	1,131.47	-47.10
Pimco Foreign Bond Instl - Hedged	10/31/2003	03/25/2010	2.586	26.47	27.26	-0.79
Pimco Foreign Bond Instl - Hedged	11/28/2003	03/25/2010	2.189	22.41	23.01	-0.60
Pimco Foreign Bond Instl - Hedged	02/27/2004	03/25/2010	2.409	24.66	25.32	-0.66
Pimco Foreign Bond Instl - Hedged	03/31/2004	03/25/2010	2.699	27.63	28.39	-0.76
Pimco Foreign Bond Instl - Hedged	05/17/2004	03/25/2010	386.858	3,960.42	4,058.71	-98.29
Pimco Foreign Bond Instl - Hedged	08/31/2004	03/25/2010	4.479	45.85	47.07	-1.22
Pimco Foreign Bond Instl - Hedged	09/30/2004	03/25/2010	4.068	41.65	42.84	-1.19
Pimco Foreign Bond Instl - Hedged	10/29/2004	03/25/2010	4.213	43.13	44.62	-1.49
Pimco Foreign Bond Instl - Hedged	12/13/2004	03/25/2010	16.076	164.57	168.80	-4.23
Pimco Foreign Bond Instl - Hedged	12/13/2004	03/25/2010	41.581	425.68	436.60	-10.92
Pimco Foreign Bond Instl - Hedged	01/31/2005	03/25/2010	3.768	38.58	39.68	-1.10
Pimco Foreign Bond Instl - Hedged	03/31/2005	03/25/2010	4.401	45.05	46.47	-1.42

Realized Gains and Losses
Fiscal Year Ending 12/31/2010

Robert & Marilyn Harris Charitable Foun TR Foundation Trust Acct # 3068-7874

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short - Term Gains/Losses</u>	<u>Long - Term Gains/Losses</u>
Pimco Foreign Bond Instl. - Hedged	04/29/2005	03/25/2010	4,839	49.53	51.58		-2.05
			586,089	6,000.00	6,171.82		-171.82
iShares Russell® 2000	09/22/2003	05/13/2010	30,000	2,118.01	1,539.39		578.62
Long - Term Gains/Losses							
			31,564.37	35,387.37		35,387.37	-3,823.00
Total (Sales)			31,564.37	35,387.37			-3,823.00
Total Gains							-3,823.00

The information provided on the Realized Gains and Losses report regarding fixed income securities is supplementary in nature. The report does NOT include amortization or accretion of any bond transactions. The Milestone Group's general policy is to leave the treatment of amortization/accrual for these positions to the discretion of the client or the client's tax advisor

The Milestone Group cannot ensure that acquisition dates and cost basis for assets acquired prior to our management are accurate in their entirety. In cases where assets were acquired prior to The Milestone Group involvement, the cost basis may either be reported as \$0 or reflect the correct cost basis if we have been provided the information. Acquisition dates for those assets may reflect the date the asset was received by the custodian and not the original acquisition date. Where these cases exist, feel free to provide the information to us and we will update your reports

Specific 1099 information as reported by the custodian and supplied to the IRS should be relied upon for tax reporting purposes

Be aware that any gains pertaining to Treasury Inflation Protected Securities (TIPS) inflation accounts may be instead taxable as interest income in current and/or prior periods. As a result, adjustments to TIPS cost basis are likely necessary to account for changes in the inflation factor to the extent previously recognized as taxable interest income. This report excludes mutual fund capital gain distributions, which are reported on Form 1099 along with other portfolio income including interest and dividends received