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 , 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: TRAVERS FAMILY FOUNDATION

A Employer identification number: 68-6095780

Number and street (or P O box number if mail is not delivered to street address): 2950 MERCED STREET — Room/suite: 109

B Telephone number: 510-483-1288

City or town, state, and ZIP code: SAN LEANDRO, CA 94577

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 ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 25541330.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	51.	51.	51.	STATEMENT 1
	4 Dividends and interest from securities	606766.	606766.	606766.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	107206.			
	b Gross sales price for all assets on line 6a 851929.				
	7 Capital gain net income (from Part IV, line 2)		107206.		
	8 Net short-term capital gain			N/A	
	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	714023.	714023.	606817.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	350000.	350000.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1775.	1775.	0.	0.
	c Other professional fees				
	17 Interest	31220.	31220.	0.	0.
	18 Taxes STMT 4	1354.	1354.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	44913.	44867.	0.	46.
	24 Total operating and administrative expenses. Add lines 13 through 23	429262.	429216.	0.	46.
	25 Contributions, gifts, grants paid	1161905.			1161905.
	26 Total expenses and disbursements. Add lines 24 and 25	1591167.	429216.	0.	1161951.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-877144.			
	b Net investment income (if negative, enter -0-)		284807.		
	c Adjusted net income (if negative, enter -0-)			606817.	

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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
Assets	1 Cash - non-interest-bearing	8759.	4710.	4710.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	23699359.	28253546.	25253546.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	327884.	283074.	283074.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	24036002.	28541330.	25541330.
Liabilities	17 Accounts payable and accrued expenses	1200000.	1550000.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	2653752.	3938009.	
	23 **Total liabilities** (add lines 17 through 22)	3853752.	5488009.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	20182250.	23053321.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	20182250.	23053321.	
	31 **Total liabilities and net assets/fund balances**	24036002.	28541330.	

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	20182250.
2	Enter amount from Part I, line 27a	2	-877144.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	3748115.
4	Add lines 1, 2, and 3	4	23053221.
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	23053221.

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 ATTACHED STATEMENT	P		
b	SEE ATTACHED STATEMENT	P		
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	312492.		211234.	101258.
b	539437.		533489.	5948.
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				101258.
b				5948.
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	107206.
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	101258.

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	1107348.	23354350.	.047415
2008	2255049.	22560067.	.099958
2007	1633580.	47933197.	.034080
2006	823597.	47805005.	.017228
2005	0.	985.	.000000

2 Total of line 1, column (d)	2	.198681
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	.039736
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	21948755.
5 Multiply line 4 by line 3	5	872156.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2848.
7 Add lines 5 and 6	7	875004.
8 Enter qualifying distributions from Part XII, line 4	8	1161951.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2848.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2848.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2848.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 6000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	6000.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3152.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	3152. **Refunded** ▶	11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CHARLES N TRAVERS Telephone no ▶510-483-1288

Located at ▶2950 MERCED STREET # 109, SAN LEANDRO, CA ZIP+4 ▶94577

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

		Line	Yes	No
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		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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	☐ Yes ☒ 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 instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	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

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 [X] 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 [X] No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes [X] 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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

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

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

3 Five highest-paid independent contractors for professional services. 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	Expenses
1 N/A	
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	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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	22278000.
b	Average of monthly cash balances	1b	5000.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	22283000.
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	22283000.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	334245.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21948755.
6	**Minimum investment return.** Enter 5% of line 5	6	1097438.

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	1097438.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 2848.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2848.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1094590.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1094590.
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	1094590.

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	1161951.
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	1161951.
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	2848.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1159103.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1094590.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1161905.	
b Total for prior years ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1161951.				
a Applied to 2009, but not more than line 2a			1161905.	
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				46.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				1094544.
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	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
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 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 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 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

CHARLES N TRAVERS, 510-483-1288
2950 MERCED STREET # 109, SAN LEANDRO, CA 94577

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

WRITTEN FORM PURPOSE OF FUNDS BRIEF HISTORY OF ORGANIZATION

c Any submission deadlines

NONE

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

NO

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
COMMONWEALTH CLUB OF CALIFORNIA SAN FRANCISCO, CA IFORNIA	NONE	EXEMPT	GENERAL PURPOSE	82231.
MARIN ROWING ASSOCIATION SAN RAFAEL, CA IFORNIA	NONE	EXEMPT	GENERAL PURPOSE	20000.
SILICON VALLEY SPCA SAN JOSE, CA IFORNIA	NONE	EXEMPT	GENERAL PURPOSE	200000.
UNIVERSITY OF CALIFORNIA BERKELEY, CA IFORNIA	NONE	EXEMPT	GENERAL PURPOSE	859674.
Total ▶ 3a				1161905.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

023611 12-07-10

Part XVI-A Analysis of Income-Producing Activities

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	(c) Exclusion code	(d) 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					51.
4 Dividends and interest from securities					606766.
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					107206.
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.		0.	714023.

13 Total. Add line 12, columns (b), (d), and (e) 13 714023.

(See worksheet in line 13 instructions to verify calculations)

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)

023621 12-07-10

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Charles W Travers | 5-11-11 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOHN HARPER	John Harper	5/6/11		

Firm's name ▶ JOHN HARPER, CPA — Firm's EIN ▶

Firm's address ▶ 2099 MT. DIABLO BLVD., STE. 201 WALNUT CREEK, CA 94596 — Phone no 925-295-3024

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

SOURCE	AMOUNT
LCGI MORTGAGE FUND LLC	46.
WELLS FARGO	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	51.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
TD AMERITRADE	606766.	0.	606766.
TOTAL TO FM 990-PF, PART I, LN 4	606766.	0.	606766.

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	1775.	1775.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	1775.	1775.	0.	0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	10.	10.	0.	0.
INTERNAL REVENUE SERVICE	1269.	1269.	0.	0.
CA ATTY GENERAL	75.	75.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1354.	1354.	0.	0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROOF OF PUBLICATION	46.	0.	0.	46.
LCGI MORTGAGE FUND LLC	44856.	44856.	0.	0.
OFFICE	11.	11.	0.	0.
TO FORM 990-PF, PG 1, LN 23	44913.	44867.	0.	46.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED INCREASE IN MARKETABLE SECURITIES	3748115.
TOTAL TO FORM 990-PF, PART III, LINE 3	3748115.

FORM 990-PF — CORPORATE STOCK — STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	28253546.	25253546.
TOTAL TO FORM 990-PF, PART II, LINE 10B	28253546.	25253546.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LCGI MORTGAGE LLC	COST	283074.	283074.
TOTAL TO FORM 990-PF, PART II, LINE 13		283074.	283074.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 9

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
TD AMERITRADE MARGIN LOAN	2653752.	3938009.
TOTAL TO FORM 990-PF, PART II, LINE 22	2653752.	3938009.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES N TRAVERS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 40.00	0.	0.	0.
ELIZABETH TRAVERS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 10.00	0.	0.	0.
TODD TRAVERS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 10.00	0.	0.	0.
GAYLE TRAVERS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 10.00	0.	0.	0.
NANCY LUCAS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 10.00	0.	0.	0.
LARRY LUCAS 2950 MERCED STREET SAN LEANDRO, CA 94577	DIRECTOR 10.00	0.	0.	0.
TARN SUBLETT 11026 SE 31ST STREET BELLEVUE, WA 98004	DIRECTOR 40.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

1099 Div	343,768 49
1099-B	479,992 51
Margin Interest	31,219 84

Description	Trans type	Qty	Open date	Adj cost	Close date	Adj proceeds	Adj ST gain($)	Adj LT gain($)
ABZ Feb 20 2010 42 0 Put	Buy to Close	1,000	1/13/2010	4,117 50	2/11/2010	1,692 47	(2,425 03)	
ABZ Jan 16 2010 42 5 Put	Buy to Close	1,000	6/29/2009	755 50	1/13/2010	18,642 02	17,886 52	
ABZ Mar 20 2010 42 0 Put	Buy to Close	1,000	2/11/2010	1,517 50	3/15/2010	4,394 44	2,876 94	
AIG Aug 21 2010 37 0 Put	Buy to Close	300	7/6/2010	305 25	8/17/2010	1,519 72	1,214 47	
AIG Jul 17 2010 38 0 Put	Buy to Close	300	6/14/2010	1,352 25	7/6/2010	1,309 72	(42 53)	
AIG Jun 19 2010 39 0 Put	Buy to Close	300	5/17/2010	1,172 25	6/14/2010	1,027 73	(144 52)	
AIG May 22 2010 41 0 Put	Buy to Close	300	2/11/2010	686 25	5/17/2010	4,503 69	3,817 44	
AIG Oct 16 2010 37 0 Put	Expire Short	300	9/13/2010	0 00	10/18/2010	595 73	595 73	
AIG Sep 18 2010 37 0 Put	Buy to Close	300	8/17/2010	245 25	9/13/2010	646 73	401 48	
AAR CORP (AIR)	Assign Call	400	6/3/2008	8,510 03	11/19/2010	9,186 80		676 77
AAR CORP (AIR)	Assign Call	500	6/6/2008	10,649 76	11/19/2010	11,483 49		833 73
AIR Apr 17 2010 25 0 Call	Buy to Close	1,900	3/15/2010	1,173 25	4/14/2010	3,074.71	1,901 46	
AIR Dec 18 2010 22 5 Call	Buy to Close	1,100	11/18/2010	5,783 25	12/16/2010	1,226 72	(4,556 53)	
AIR Jun 19 2010 22 5 Call	Expire Short	2,000	5/17/2010	0 00	6/21/2010	3,944 93	3,944 93	
AIR Mar 20 2010 25 0 Call	Buy to Close	1,900	3/3/2010	2,256 25	3/15/2010	1,022 73	(1,233 52)	
AIR May 22 2010 22 5 Call	Buy to Close	2,000	10/12/2009	2,883 00	5/17/2010	5,916 84	3,033 84	
AIR May 22 2010 25 0 Call	Expire Short	1,900	4/14/2010	0 00	5/24/2010	2,656 70	2,656 70	
AIR Nov 20 2010 22 5 Call	Buy to Close	1,100	10/7/2010	426 25	11/18/2010	537 34	111 09	
AXP Apr 17 2010 42 0 Put	Expire Short	1,000	3/15/2010	0 00	4/19/2010	2,244 47	2,244 47	
BOEING CO (BA)	Assign Call	500	8/18/2008	33,541 77	5/4/2010	31,641 22		(1,900 55)
BOEING CO (BA)	Assign Call	300.	8/27/2008	20,132 67	5/4/2010	18,984 73		(1,147 94)
BOEING CO (BA)	Assign Call	200.	9/19/2008	13,428 11	5/4/2010	12,656 49		(771 62)
BAC Apr 17 2010 18 0 Call	Buy to Close	1,000	3/25/2010	851 25	4/12/2010	507 16	(344 09)	
BAC Apr 17 2010 18 0 Call	Buy to Close.	500	3/25/2010	435 00	4/12/2010	253 58	(181 42)	
BAC Apr 17 2010 18 0 Call	Buy to Close	2,000	3/26/2010	2,084 09	4/12/2010	1,176 98	(907 11)	
BAC Apr 17 2010 18 0 Call	Short WS Adj	1,000	3/26/2010	(344 09)	4/12/2010		344 09	
BAC Jul 17 2010 17 0 Put	Buy to Close	4,000	6/14/2010	11,430 00	7/6/2010	6,121 89	(5,308 11)	
BAC Jun 19 2010 17 0 Put	Buy to Close	4,000	5/19/2010	5,310 00	6/14/2010	5,841 90	531 90	
BAC May 22 2010 17 0 Put	Buy to Close.	2,000	4/30/2010	2,055 00	5/19/2010	676 98	(1,378 02)	
BAC May 22 2010 17 0 Put	Buy to Close	2,000	5/6/2010	2,055 00	5/19/2010	836 98	(1,218 02)	
BAC May 22 2010 18 0 Call	Expire Short	3,500	4/12/2010	0.00	5/24/2010	4,205 66	4,205.66	

P61

Description	Trans type	Qty	Open date	Adj cost	Close date	Adj proceeds	Adj ST gain($)	Adj LT gain($)
BAC Nov 20 2010 17 0 Put	Buy to Close	100	7/6/2010	545 00	11/16/2010	329 04	(215 96)	
BAC Nov 20 2010 17 0 Put	Buy to Close	3,900	7/6/2010	19,890 00	11/16/2010	12,832 73	(7,057 27)	
BGC Dec 18 2010 35 0 Call	Expire Short	1,000	12/9/2010	0 00	12/20/2010	384.49	384.49	
BGC May 22 2010 35 0 Call	Expire Short	1,000	5/13/2010	0 00	5/24/2010	284 49	284 49	
BYO Feb 20 2010 17 0 Call	Expire Short	2,000	1/13/2010	0 00	2/22/2010	1,236 98	1,236 98	
BYO Feb 20 2010 18 0 Call	Expire Short	2,000	1/13/2010	0 00	2/22/2010	596 99	596 99	
BZD Jan 16 2010 55 0 Call	Buy to Close	1,000	1/4/2010	5,815 50	1/12/2010	1,684 45	(4,131 05)	
CATERPILLAR INC (CAT)	Assign Call	600	10/17/2008	26,807 71	10/20/2010	44,168 54		17,360 83
CATERPILLAR INC (CAT)	Assign Call	400	4/16/2009	15,914 07	10/20/2010	29,445 70		13,531 63
CAT Apr 17 2010 62 5 Call	Buy to Close	1,000	3/23/2010	4,257 50	4/14/2010	1,364 48	(2,893 02)	
CAT Aug 21 2010 65 0 Call	Buy to Close	1,000	4/14/2010	5,057 50	8/19/2010	5,184 41	126 91	
CAT Feb 20 2010 62 5 Call	Expire Short	1,000	1/19/2010	0 00	2/22/2010	1,984 47	1,984 47	
CAT Mar 20 2010 60 0 Call	Expire Short	1,000	3/3/2010	0 00	3/22/2010	984.48	984 48	
CHK Apr 17 2010 25 0 Call	Expire Short	1,200	1/12/2010	0 00	4/19/2010	4,610 94	4,610 94	
CHK Apr 17 2010 25 0 Put	Buy to Close	1,200	3/18/2010	657 00	4/14/2010	1,298 98	641 98	
CHK Jan 16 2010 24 0 Call	Buy to Close	1,200	9/16/2009	4,457 00	1/12/2010	7,154 81	2,697 81	
CHK Jul 17 2010 25 0 Put	Buy to Close	1,200	6/14/2010	4,953 00	7/6/2010	1,590 97	(3,362 03)	
CHK Jun 19 2010 25 0 Put	Buy to Close	1,200	5/17/2010	681 00	6/14/2010	3,042 94	2,361 94	
CHK Mar 20 2010 25 0 Put	Buy to Close	1,200	2/23/2010	545 00	3/18/2010	582 99	37 99	
CHK May 22 2010 25.0 Put	Buy to Close	1,200	4/14/2010	2,709 00	5/17/2010	1,602 97	(1,106 03)	
CHK Nov 20 2010 25 0 Call	Expire Short	1,200	10/12/2010	0 00	11/22/2010	738 98	738 98	
DSX Jan 16 2010 15 0 Call	Buy to Close	2,000	12/14/2009	2,263 00	1/12/2010	1,816 95	(446 05)	
DSX Jun 19 2010 17 5 Call	Expire Short	2,000	1/12/2010	0 00	6/21/2010	2,624 96	2,624 96	
EP Apr 17 2010 12 0 Call	Expire Short	1,500	3/3/2010	0 00	4/19/2010	355.74	355 74	
EP Jan 16 2010 10.0 Put	Expire Short	1,500	12/15/2009	0 00	1/19/2010	775 72	775 72	
EP Jan 16 2010 15 0 Put	Buy to Close	700	1/16/2009	3,128 25	1/13/2010	5,279 72	2,151 47	
FHU Apr 17 2010 32 0 Call	Buy to Close	2,000	3/26/2010	2,435 00	4/14/2010	1,276 98	(1,158 02)	
FHU Apr 17 2010 30 0 Put	Expire Short	3,300	3/15/2010	0 00	4/19/2010	3,630.20	3,630 20	
FHU Apr 17 2010 31 0 Put	Expire Short	2,000	2/16/2010	0 00	4/19/2010	8,084 89	8,084 89	
FHU Feb 20 2010 30 0 Put	Buy to Close	3,300	1/12/2010	9,173 75	2/16/2010	7,268 15	(1,905 60)	
FHU Feb 20 2010 31.0 Put	Buy to Close	2,000	1/5/2010	7,623 00	2/16/2010	7,336 81	(286 19)	
FHU Jan 16 2010 30 0 Put	Buy to Close	3,300	12/14/2009	5,246 75	1/12/2010	14,156 88	8,910 13	
FHU Jan 16 2010 31 0 Put	Buy to Close	2,000	6/29/2009	6,575 00	1/5/2010	16,516 57	9,941 57	
FHU Mar 20 2010 30 0 Put	Buy to Close	3,300.	2/16/2010	1,707 75	3/15/2010	9,647 12	7,939 37	
FMD Feb 20 2010 2.5 Call	Expire Short	1,500.	1/13/2010	0 00	2/22/2010	205 74	205 74	
GPY Apr 17 2010 175 0 Call	Buy to Close.	500.	3/15/2010	4,948 75	4/15/2010	2,416 21	(2,532 54)	
GPY Jan 16 2010 175 0 Call	Expire Short	500	9/15/2009	0 00	1/19/2010	7,426.05	7,426 05	

RC 2

Description	Trans type	Qty	Open date	Adj cost	Close date	Adj proceeds	Adj ST gain($)	Adj LT gain($)
GPY Mar 20 2010 170 0 Call	Buy to Close	500	3/5/2010	2,106 75	3/15/2010	938 23	(1,168 52)	
GS Jul 17 2010 180 0 Call	Expire Short	500.	4/15/2010	0 00	7/19/2010	6,183 14	6,183 14	
HAG Apr 17 2010 23 0 Call	Buy to Close	1,000	3/16/2010	3,407 50	4/16/2010	932 48	(2,475 02)	
HAG Jan 16 2010 20 0 Put	Expire Short	1,000	12/15/2009	0 00	1/19/2010	2,044 44	2,044 44	
HAG Mar 20 2010 22 0 Call	Buy to Close	1,000	3/3/2010	805 50	3/16/2010	534 49	(271 01)	
HOME DEPOT INC (HD)	Sell	1,000	11/27/2007	28,520 56	3/12/2010	32,491 58		3,971 02
HOME DEPOT INC (HD)	Assign Call	800	11/27/2007	22,833 48	5/18/2010	24,403 53		1,570 05
HOME DEPOT INC (HD)	Assign Call	600	12/12/2007	17,146 33	5/18/2010	18,302 65		1,156 32
HOME DEPOT INC (HD)	Assign Call	100	12/12/2007	2,857 72	5/21/2010	3,048 63		190 91
HOME DEPOT INC (HD)	Assign Call	500	12/21/2007	14,180 79	5/21/2010	15,243 16		1,062 37
HD Jun 19 2010 35 0 Call	Expire Short	2,000	5/17/2010	0 00	6/21/2010	2,616 95	2,616.95	
HD May 22 2010 35 0 Call	Buy to Close	2,000	4/14/2010	1,627 50	5/17/2010	1,476 97	(150 53)	
IKG Feb 20 2010 42 0 Put	Buy to Close	300	12/15/2009	4,366 25	2/11/2010	4,314 63	(51 62)	
ITW Jan 16 2010 50 0 Call	Expire Short	1,000	11/19/2009	0 00	1/19/2010	1,944 44	1,944 44	
JGL Feb 20 2010 27 0 Put	Expire Short	2,000	1/28/2010	0 00	2/22/2010	676 99	676 99	
JGL Feb 20 2010 28 0 Call	Buy to Close	2,000	1/12/2010	3,795 00	2/17/2010	1,884 97	(1,910 03)	
JGL Jan 16 2010 27 5 Call	Buy to Close	2,000	9/15/2009	1,723 00	1/12/2010	3,724.90	2,001 90	
MOT Feb 20 2010 8 0 Call	Expire Short	1,000	1/12/2010	0 00	2/22/2010	282 49	282 49	
MOT Jan 16 2010 7.5 Call	Buy to Close	1,000	11/19/2009	195 50	1/12/2010	1,222 46	1,026 96	
MORGAN STANLEY (MS)	Assign Call	400	12/17/2007	20,958 08	1/15/2010	12,869 20		(8,088 88)
MORGAN STANLEY (MS)	Assign Call	600	4/9/2008	28,399 62	1/15/2010	19,303 79		(9,095 83)
MS Apr 17 2010 30 0 Call	Buy to Close	1,000	3/26/2010	777 50	4/13/2010	384 49	(393 01)	
MS May 22 2010 31 0 Call	Expire Short	1,000	4/13/2010	0 00	5/24/2010	1,044 48	1,044 48	
OPTIONSXPRESS HOLDINGS INC (OXPS)	Sell	1,200	4/9/2008	23,920 07	3/5/2010	20,334 94		(3,585 13)
OPTIONSXPRESS HOLDINGS INC (OXPS)	Sell	800	4/18/2008	15,953 05	3/5/2010	13,556 62		(2,396 43)
QYB Mar 20 2010 17 5 Call	Expire Short	2,000	3/5/2010	0 00	3/22/2010	376 99	376 99	
TEX Jul 17 2010 24 0 Call	Expire Short	1,000	4/16/2010	0 00	7/19/2010	3,584 43	3,584 43	
TEX Jul 17 2010 24 0 Put	Buy to Close	700	6/14/2010	4,033 50	7/6/2010	2,390 11	(1,643 39)	
TEX Jul 17 2010 24 0 Put	Buy to Close	300	6/14/2010	1,734 00	7/6/2010	1,024 33	(709 67)	
TEX Jun 19 2010 24 0 Put	Buy to Close	1,000	5/19/2010	3,137 50	6/14/2010	2,984 44	(153 06)	
TEX May 22 2010 24 0 Put	Buy to Close	1,000	5/6/2010	2,207 50	5/19/2010	484 49	(1,723 01)	
TEX Nov 20 2010 24 0 Put	Expire Short	1,000	10/15/2010	0 00	11/22/2010	1,364 47	1,364 47	
TEX Oct 16 2010 24 0 Put	Buy to Close	1,000	7/6/2010	187 50	10/15/2010	6,200 38	6,012 88	
UEE Jan 16 2010 30 0 Put	Buy to Close.	500	8/27/2009	2,651 75	1/14/2010	4,093 14	1,441 39	
UEE Jan 16 2010 24 0 Put	Expire Short	2,000	12/15/2009	0 00	1/19/2010	3,196 91	3,196 91	
UEE Mar 20 2010 25 0 Call	Buy to Close.	2,000.	3/5/2010	1,843.00	3/16/2010	976 98	(866 02)	
UNITEDHEALTH GRP INC (UNH)	Assign Call	500	6/17/2008	16,226.36	3/19/2010	16,162 01		(64 35)

PG 3

Description	Trans type	Qty	Open date	Adj cost	Close date	Adj proceeds	Adj ST gain($)	Adj LT gain($)
UNITEDHEALTH GRP INC (UNH)	Assign Call	1,000	7/11/2008	25,821 03	3/19/2010	32,324 03		6,503 00
UNITEDHEALTH GRP INC (UNH)	Assign Call	1,000	7/11/2008	25,821 02	6/2/2010	32,762 96		6,941 94
UNH Feb 20 2010 30 0 Put	Expire Short	1,500	2/4/2010	0 00	2/22/2010	355 74	355 74	
UNH Jan 16 2010 26 0 Call	Buy to Close	1,000	8/24/2009	5,795 50	1/12/2010	4,764 37	(1,031 13)	
US BANCORP (USB)	Assign Call	2,000	1/1/2005	57,780 01	3/19/2010	48,357 32		(9,422 69)
USB Dec 18 2010 26.0 Put	Buy to Close	1,600	9/9/2010	428 00	12/16/2010	5,659 90	5,231 90	
USB Jul 17 2010 26 0 Put	Buy to Close	1,600	6/15/2010	6,076 00	7/7/2010	5,115 91	(960 09)	
USB Jun 19 2010 26 0 Call	Expire Short	2,000	3/16/2010	0 00	6/21/2010	2,424 96	2,424 96	
USB Jun 19 2010 26 0 Put	Buy to Close	1,600	5/19/2010	4,908 00	6/15/2010	3,693 54	(1,214 46)	
USB May 22 2010 26 0 Put	Buy to Close	2,000	4/27/2010	3,795 00	5/19/2010	1,336 97	(2,458 03)	
USB May 22 2010 28 0 Call	Expire Short	2,000	4/20/2010	0 00	5/24/2010	1,476 97	1,476 97	
USB Sep 18 2010 26 0 Put	Buy to Close	1,600	7/7/2010	5,052 00	9/9/2010	6,283 89	1,231 89	
VLB Apr 17 2010 21 0 Call	Expire Short	2,000	4/5/2010	0 00	4/19/2010	576 98	576 98	
VLO May 22 2010 22 0 Call	Expire Short	1,500	5/3/2010	0 00	5/24/2010	670 73	670 73	
WELLS FARGO & CO (WFC)	Sell	188	7/20/2007	6,441 92	3/23/2010	5,735 99		(705.93)
WELLS FARGO & CO (WFC)	Sell	700	11/6/2007	22,387 87	3/23/2010	21,357 42		(1,030 45)
WELLS FARGO & CO (WFC)	Assign Call	1,000	11/6/2007	31,982 66	11/2/2010	25,622 94		(6,359 72)
WFC Jul 17 2010 31 0 Put	Buy to Close	600	6/15/2010	3,364 50	7/6/2010	2,159 46	(1,205 04)	
WFC Jun 19 2010 31 0 Put	Buy to Close	600	5/19/2010	2,056 50	6/15/2010	1,343 08	(713 42)	
WFC May 22 2010 31 0 Put	Buy to Close	2,000	5/6/2010	2,695 00	5/19/2010	1,076 98	(1,618 02)	
WFC May 22 2010 33 0 Call	Expire Short	2,000	4/14/2010	0 00	5/24/2010	2,416 95	2,416 95	
WFC May 22 2010 34 0 Call	Expire Short	2,000	4/20/2010	0 00	5/24/2010	1,776 96	1,776 96	
WFC Oct 16 2010 31 0 Put	Buy to Close	600	7/6/2010	3,244 50	10/12/2010	3,587 43	342.93	
WEYERHAEUSER CO (WY)	Assign Call	100	11/6/2008	4,326 28	1/6/2010	3,984 15		(342 13)
WEYERHAEUSER CO (WY)	Assign Call	400	11/6/2008	17,305.09	1/15/2010	16,004 32		(1,300 77)
WEYERHAEUSER CO (WY)	Assign Call	500	11/11/2008	21,644 04	1/15/2010	20,005 40		(1,638 64)
Total:				**744,723.10**		**851,928 75**	**101,258.14**	**5,947.51**

LT 533489 539437 5948

ST 211234 312492 101258

PG 4

PROOF OF PUBLICATION
(2015.5 C.C.P.)

NOTICE OF AVAILABILITY

TRAVERS FAMILY FOUNDATION

STATE OF CALIFORNIA
County of Marin } SS

Proof of Publication of

I am a citizen of the United States and a resident of the County aforesaid: I am over the age of eighteen years, and not a party to or interested in the above matter. I am the principal clerk of the printer of the MARIN INDEPENDENT JOURNAL, a newspaper of general circulation, printed and published daily in the County of Marin, and which newspaper has been adjudged a newspaper of general circulation by the Superior Court of the County of Marin, State of California, under date of FEBRUARY 7, 1955, CASE NUMBER 25568; that the notice, of which the annexed is a printed copy (set in type not smaller than nonpareil), has been published in each regular and entire issue of said newspaper and not in any supplement *thereof on the following dates, to-wit:*

MAY 2

all in the year 2011.

I certify (or declare) under penalty of perjury that the foregoing is true and correct.

Signature
Donna Lazarus

Dated this 2 day of MAY 2011

NOTICE OF AVAILABILITY OF ANNUAL REPORT

Pursuant to Section 6104(d) of the Internal Revenue Code, notice is hereby given that the annual report for the calendar year 2010 of the TRAVERS FAMILY FOUNDATION, a private foundation is available at the foundation's principal office for inspection during regular business hours from 8:00 am to 12:00 Noon by any citizen who requests it within 180 days after the date of this publication. The foundations principal office is located at 2950 Merced St. Suite 109, San Leandro, CA 94577. The principal manager of the foundation is CHARLES TRAVERS.
NO. 672 MAY 2, 2011

PROOF OF PUBLICATION