Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation: BROWNING KIMBALL FOUNDATION

A Employer identification number: 94-2766079

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 375 | Room/suite

B Telephone number (see page 10 of the instructions): (406) 454-1433

City or town, state, and ZIP code: GREAT FALLS, MT 59403-0375

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: ☒ 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) ▶ $ 17,057,148.

J Accounting method: ☐ 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) (see page 11 of the instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	0.			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	219,049.	219,049.		ATCH 1
4	Dividends and interest from securities	178,207.	178,207.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	195,475.			
b	Gross sales price for all assets on line 6a 3,392,355.				
7	Capital gain net income (from Part IV, line 2)		195,475.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	592,731.	592,731.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	30,000.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 3	746.	746.	0.	0.
b	Accounting fees (attach schedule) ATCH 4	8,865.	8,865.	0.	0.
c	Other professional fees (attach schedule) *	80,611.	80,611.		
17	Interest ATTACHMENT 6	19,078.	19,078.		
18	Taxes (attach schedule) (see page 14 of the instructions) **	9,465.	9,465.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	1,995.	1,995.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	150,760.	120,760.	0.	0.
25	Contributions, gifts, grants paid	508,000.			508,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	658,760.	120,760.	0.	508,000.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-66,029.			
b	**Net investment income** (if negative, enter -0-)		471,971.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	227,350.	236,801.	236,801.
3 Accounts receivable ▶			
Less. allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less. allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 9	8,752,654.	9,072,948.	10,643,777.
c Investments - corporate bonds (attach schedule) ATCH 10	6,266,137.	5,885,453.	6,169,398.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 11)	23,000.	7,172.	7,172.
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,269,141.	15,202,374.	17,057,148.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ ATCH 12)	984.	246.	
23 **Total liabilities** (add lines 17 through 22)	984.	246.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	15,268,157.	15,202,128.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	15,268,157.	15,202,128.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	15,269,141.	15,202,374.	

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	15,268,157.
2 Enter amount from Part I, line 27a	2	-66,029.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,202,128.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,202,128.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	195,475.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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? [X] Yes [ ] No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009			
2008			
2007			
2006			
2005			

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	9,439.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	9,439.
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	9,439.
6	Credits/Payments.			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 7,172.		
b	Exempt foreign organizations-tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	7,172.
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	2,267.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION OFFICE Telephone no ▶

Located at ▶ P.O. BOX 375 GREAT FALLS, MT ZIP + 4 ▶ 59403

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

		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		
	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)?		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? If "Yes," list the years ▶	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		30,000.	-0-	-0-

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

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

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

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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 (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,650,899.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	15,650,899.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,650,899.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	234,763.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,416,136.
6	**Minimum investment return.** Enter 5% of line 5	6	770,807.

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

1	Minimum investment return from Part X, line 6			1	770,807.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	9,439.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	9,439.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	761,368.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	761,368.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	761,368.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	508,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	508,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	508,000.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					761,368.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only					
b Total for prior years 20 08 ,20 07 ,20 06					
3 Excess distributions carryover, if any, to 2010:					
a From 2005					
b From 2006	35,825.				
c From 2007					
d From 2008	117,968.				
e From 2009	4,826.				
f Total of lines 3a through e		158,619.			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 508,000.					
a Applied to 2009, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d Applied to 2010 distributable amount					508,000.
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).)		158,619.			158,619.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions					
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions					
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					94,749.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a					
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 page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

BARBARA COWAN

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

N/A

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

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

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

ATTACHMENT 14

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

APPLICATION PACKAGE CONTAINS ALL REQUIREMENTS

c Any submission deadlines

N/A

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

N/A

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*				
ATTACHMENT 15				
Total . . . . . . ▶ **3a**				508,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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 (See page 28 of the instructions.)
	(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			14		219,049.
4 Dividends and interest from securities			14		178,207.
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		195,475.
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)					592,731.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 592,731.

(See worksheet in line 13 instructions on page 29 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). (See page 29 of the instructions)
3	ALL EARNINGS USED FOR OPERATING COSTS & EXEMPT PURPOSES
4	"
8	"

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

		Line	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		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

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

Wm S. Macfadden | 5-2-2011 | Ex. Dir.

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
MARY KAY GRIFFIN	Mary Kay Griffin	3.3.2011		P00185675

Firm's name ▶ CBIZ MHM, LLC — Firm's EIN ▶ 34-1878512

Firm's address ▶ 175 S. WEST TEMPLE, SUITE 650, SALT LAKE CITY, UT 84101 — Phone no 801-364-9300

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		HARBOR INTL GRWTH - INST PROPERTY TYPE: SECURITIES				P	12/18/2009	05/13/2010
1,116.		1,156.					-40.	
		HARBOR INTL GRWTH - INST PROPERTY TYPE: SECURITIES				P	12/19/2008	05/13/2010
115,033.		165,939.					-50,906.	
		FEDERAL HOME LN BANK					01/07/2010	02/26/2010
300,000.		300,597.					-597.	
		FED HOME LOAN MTG CORP					10/19/2009	11/05/2010
500,000.		501,005.					-1,005.	
		FEDERAL NATTIONAL MTG ASSN					11/20/2006	08/27/2010
154,194.		151,619.					2,575.	
		FEDERAL NATL MTG ASSN					11/05/2008	03/22/2010
167,808.		156,090.					11,718.	
		GOLDMAN SACHS GROUP INC					11/25/2008	08/25/2010
261,297.		250,841.					10,456.	
		GOLDMAN SACHS GROUP INC					11/25/2008	08/27/2010
104,464.		100,336.					4,128.	
		D.A. DAVIDSON 18428550 (SEE ATTACHED)					VAR	VAR
158,840.		125,885.					32,955.	
		D.A. DAVIDSON 18428550 (SEE ATTACHED)					VAR	VAR
1,026,176.		927,650.					98,526.	
		D.A. DAVIDSON 11889092 (SEE ATTACHED)					VAR	VAR
202,305.		180,299.					22,006.	
		D.A. DAVIDSON 11889092 (SEE ATTACHED)					VAR	VAR
401,122.		335,463.					65,659.	
TOTAL GAIN(LOSS)		....					195,475.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
D.A. DAVIDSON 11889105	4.	4.
D.A. DAVIDSON-11889110	208,557.	208,557.
D.A. DAVIDSON-11889092	16.	16.
D.A. DAVIDSON-18428550	77.	77.
ORIGINAL ISSUE DISCOUNT	10,395.	10,395.
TOTAL	219,049.	219,049.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
D.A. DAVIDSON-11889105	15,100.	15,100.
D.A. DAVIDSON-11889110	40,505.	40,505.
D.A. DAVIDSON-11889092	11,317.	11,317.
D.A. DAVIDSON-18428550	111,285.	111,285.
TOTAL	178,207.	178,207.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	746.	746.		
TOTALS	746.	746.	0.	0.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	8,865.	8,865.		
TOTALS	8,865.	8,865.	0.	0.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	80,611.	80,611.
TOTALS	80,611.	80,611.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCRUED INTEREST EXPENSE	19,078.	19,078.
TOTALS	19,078.	19,078.

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAXES		7,170.	7,170.
PAYROLL TAXES		2,295.	2,295.
	TOTALS	9,465.	9,465.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
POSTAGE	17.	17.
INSURANCE	49.	49.
MISCELLANEOUS	3.	3.
FOREIGN TAXES PAID	1,856.	1,856.
OFFICE SUPPLIES	70.	70.
TOTALS	1,995.	1,995.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SM/MID CAP VAL FUND	862,198.	1,125,175.
EQUITY INCOME FUND	7,173,109.	8,565,583.
FOREIGN STOCK FUND	1,037,641.	953,019.
TOTALS	9,072,948.	10,643,777.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORP BONDS	5,885,453.	6,169,398.
TOTALS	5,885,453.	6,169,398.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PREPAID EXCISE TAX	7,172.	7,172.
TOTALS	7,172.	7,172.

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
PAYROLL TAXES PAYABLE		246.
	TOTALS	246.

BROWNING KIMBALL FOUNDATION 94-2766079

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
BARBARA COWAN P.O. BOX 2607 HAVRE, MT 59501	PRESIDENT	
LISA COWAN P.O. BOX 2607 HAVRE, MT 59501	DIRECTOR	
WILLIAM COWAN P.O. BOX 2607 HAVRE, MT 59501	DIRECTOR	
WILLIAM B. COWAN P.O. BOX 2607 HAVRE, MT 59501	DIRECTOR	
WILLIAM S. MACFADDEN P.O. BOX 375 GREAT FALLS, MT 59405	ADMINISTRATOR 15.00	30,000.
	GRAND TOTALS	30,000.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WILLIAM MACFADDEN, ADMINISTRATOR
PO BOX 375
GREAT FALLS, MT 59403
406-454-1449

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICA NATIONAL CATTLE WOMEN 1602 COTTAGEWOOD DR BRANDON, FL 33510	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	10,000.
CENTER FOR MENTAL HEALTH FDN PO BOX 1653 GREAT FALLS, MT 59403	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	20,000.
CROSSROADS URBAN CENTERS 347 S 400 E SALT LAKE CITY, UT 84111	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	2,500.
DUTTON EMERGENCY MED SERVICES PO BOX 12 DUTTON, MT 59403	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	5,000.
EAGLE MOUNT PO BOX 2983 GREAT FALLS, MT 59403	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	40,000.
UTAH HEALTH & HUMAN RIGHTS PROJECT 225 SOUTH 200 EAST, SUITE 250 SALT LAKE CITY, UT 84111	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOPE THROUGH HEALTH PO BOX 605 MEDWAY, MA 02053	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	50,000.
INTERVARSITY CHRISTIAN 2629 GARLAND DR MISSOULA, MT 59803	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	20,000.
MT METH PROJECT P.O. BOX 8944 MISSOULA, MT 59807	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	100,000.
PEACEMAKER MINISTRIES PO BOX 81130 BILLINGS, MT 59108	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	10,000.
CM RUSSELL MUSEUM GEN O 400 13TH STREET NORTH GREAT FALLS, MT 59401	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	150,000.
UNION STATION FOUNDATION PO BOX 9936 OGDEN, UT 84409	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	8,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YOUR COMMUNITY CONNECTION 2261 ADAMS AV OGDEN, UT 84409	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	23,000.
YOUTH IMPACT 2305 GRANT AV OGDEN, UT 84401	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	40,000.
CAS-CAN 325 2 AVE N. GREAT FALLS, MT 59401	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	2,500.
PEACE HOSPICE OF MONTANA 1101 26TH STREET SOUTH GREAT FALLS, MT 59405	NONE/CHARITABLE ORANIZATION	UNRESTRICTED	8,000.
SCOTTISH RITE CHILDHOOD 4202 HERMITAGE RAOD RICHMOND, VA 23227-3755	NONE/CHARITABLE ORANIZATION	UNRESTRICTED	9,000.
ANGEL FLIGHT WEST 3161 DONALD DOUGLAS LOOP SOUTH SANT MONICA, CA 90405	NONE/CHARITABLE ORGANIZATION	UNRESTRICTED	5,000.
		TOTAL CONTRIBUTIONS PAID	508,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: BROWNING KIMBALL FOUNDATION

Employer identification number: 94-2766079

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	54,324.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	54,324.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	141,151.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	141,151.

Part III **Summary of Parts I and II**
Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			54,324.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			141,151.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			195,475.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 ..... 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if.*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30; go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: BROWNING KIMBALL FOUNDATION

Employer identification number: 94-2766079

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a HARBOR INTL GRWTH - INST	12/18/2009	05/13/2010	1,116.	1,156.	-40.
FEDERAL HOME LN BANK	01/07/2010	02/26/2010	300,000.	300,597.	-597.
D.A. DAVIDSON 18428550 (SEE ATTACHED)			158,840.	125,885.	32,955.
D.A. DAVIDSON 11889092 (SEE ATTACHED)			202,305.	180,299.	22,006.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 54,324.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

JSA
0F1221 1 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a HARBOR INTL GRWTH - INST	12/19/2008	05/13/2010	115,033.	165,939.	-50,906.
FED HOME LOAN MTG CORP	10/19/2009	11/05/2010	500,000.	501,005.	-1,005.
FEDERAL NATTIONAL MTG ASSN	11/20/2006	08/27/2010	154,194.	151,619.	2,575.
FEDERAL NATL MTG ASSN	11/05/2008	03/22/2010	167,808.	156,090.	11,718.
GOLDMAN SACHS GROUP INC	11/25/2008	08/25/2010	261,297.	250,841.	10,456.
GOLDMAN SACHS GROUP INC	11/25/2008	08/27/2010	104,464.	100,336.	4,128.
D.A. DAVIDSON 18428550 (SEE ATTACHED)			1,026,176.	927,650.	98,526.
D.A. DAVIDSON 11889092 (SEE ATTACHED)			401,122.	335,463.	65,659.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 141,151.

JSA
0F1222 1 000

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IF A MUNICIPAL BOND, PURCHASED AT A DISCOUNT, WAS SOLD OR REDEEMED IN 2010, SEE IRS PUBLICATION 550 REGARDING THE TAX TREATMENT OF MARKET DISCOUNT.

** MANAGEMENT FEES PAID to D.A. Davidson & Co. during calendar year 2010 | 34,289.41 |

COST BASIS FOR 1099-B ITEMS

The IRS requires a gain or loss calculation for each transaction reported in the 1099-B section of this consolidated statement. The following information is not reported to the IRS but we are providing it to you as a service to assist in completing the gain or loss calculation on IRS Schedule D. In most instances, the information has been accumulated from transactions executed at D.A. Davidson & Co. or provided directly by you. Although we believe it is accurate, it is not intended to replace records you keep nor information that you may be provided directly by the issuer. Furthermore, unless we have been notified otherwise there is an assumed first-in, first-out (FIFO) assignment of tax-lots. Since the IRS holds each filer responsible for the accuracy of the information completed on Schedule D, we suggest that you review each transaction closely before completing the schedule. Again, please understand that we are providing this information as a service and you are not obligated to use it.

QUANTITY	DESCRIPTION	BUY DATE	COST	SALE DATE	PROCEEDS	PROFIT/LOSS
SHORT TERM						
935.000	APPLIED MATERIALS INC	10/19/09	12,730.20	03/09/10	11,500.35	1,229.85 -
485.000	CHURCH & DWIGHT CO INC	05/08/09	26,156.38	02/19/10	31,828.78	5,672.40
2,775.000	FORD MOTOR CO	06/24/10	30,016.62	11/19/10	45,090.76	15,074.14
475.000	GENZYME CORP (GENERAL DIVISION	12/10/09	23,712.70	08/25/10	32,076.78	8,364.08
795.000	QUALCOMM INC	03/26/10	33,269.08	11/17/10	38,343.07	5,073.99
TOTAL FOR SHORT TERM			**125,884.98**		**158,839.74**	**32,954.76**
LONG TERM						
565.000	COOPER INDUSTRIES PLC NEW	10/23/09	22,887.00	12/13/10	32,307.34	9,420.34
371.000	TRANSOCEAN LTD (NEW)	12/07/06	29,631.72	07/29/10	17,489.46	12,142.26 -
204.000	TRANSOCEAN LTD (NEW)	03/31/08	27,213.77	07/29/10	9,616.85	17,596 92 -
905.000	TRANSOCEAN LTD (NEW)	01/05/09	49,712.43	07/29/10	42,662.97	7,049.46 -
194.000	APPLE INC	02/22/08	23,297.12	05/12/10	50,841.08	27,543.96
16.000	APPLE INC	03/31/08	2,297.43	05/12/10	4,193.08	1,895.65
6,315.000	APPLIED MATERIALS INC	11/15/05	113,859.45	03/09/10	77,673.51	36,185.94 -
1,210.000	APPLIED MATERIALS INC	03/31/08	23,887.83	03/09/10	14,882.81	9,005.02 -
1,125.000	APPLIED MATERIALS INC	05/14/08	22,628.60	03/09/10	13,837.32	8,791.28 -
2,290.000	ARIBA INC NEW	02/11/08	20,385.50	05/28/10	34,464.14	14,078.64
820.000	ARIBA INC NEW	02/19/08	7,729.44	05/28/10	12,340.87	4,611.43
3,125.000	ARIBA INC NEW	02/19/08	29,456.69	12/13/10	73,691.56	44,234.87
505.000	COSTCO WHOLESALE CORP	11/15/05	24,923.75	02/10/10	29,839.01	4,915.26
1,420.000	COSTCO WHOLESALE CORP	11/15/05	70,082.61	07/27/10	80,336.98	10,254.37
380.000	COSTCO WHOLESALE CORP	03/31/08	24,747.77	07/27/10	21,498.63	3,249.14 -
475.000	DUPONT E I DE NEMOURS & CO	09/21/06	20,246.45	03/16/10	17,014.28	3,232.17 -
495.000	ENERGIZER HOLDINGS INC	10/15/08	31,015.07	10/12/10	36,346.74	5,331.67
775.200	FRONTIER COMMUNICATIONS CORP	11/15/05	5,869.80	07/20/10	5,786.77	83.03 -
148.800	FRONTIER COMMUNICATIONS CORP	03/31/08	1,331.92	07/20/10	1,110.77	221.15 -
107.495	FURIEX PHARMACEUTICALS INC	11/15/05	1,366.19	06/21/10	1,078.64	287.55 -
51.664	FURIEX PHARMACEUTICALS INC	03/31/08	906.16	06/21/10	518.41	387.75 -
74.580	FURIEX PHARMACEUTICALS INC	12/12/08	825.98	06/21/10	748.36	77.62 -
168.259	FURIEX PHARMACEUTICALS INC	05/21/09	1,387.84	06/21/10	1,688.35	300.51
535.000	GENZYME CORP (GENERAL DIVISION	06/18/08	35,942.79	07/23/10	33,781.41	2,161.38 -
1,150.000	GENZYME CORP (GENERAL DIVISION	06/18/08	77,260.19	08/25/10	77,659.56	399.37
1,495.000	INTUIT	11/15/05	36,930.99	08/20/10	64,904.33	27,973.34
720.000	ESTEE LAUDER COMPANIES INC	11/15/05	23,508.00	02/10/10	40,459.74	16,951.74

COST BASIS FOR 1099-B ITEMS

QUANTITY	DESCRIPTION	BUY DATE	COST	SALE DATE	PROCEEDS	PROFIT/LOSS
LONG TERM						
1,005.000	MCGRAW-HILL COMPANIES INC	10/09/07	53,590.06	10/12/10	34,895.02	18,695.04 -
930.000	MEDCO HEALTH SOLUTIONS INC	11/15/05	25,121.12	12/01/10	58,026.17	32,905.05
1,385.000	MICROS SYSTEMS INC	01/14/09	19,724.99	05/24/10	46,399.76	26,674.77
1,290.000	PHARMACEUTICAL PRODUCT DEV INC	11/15/05	39,023.84	05/28/10	34,234.99	4,788.85 -
480.000	PRAXAIR INC	11/15/05	24,258.80	03/16/10	38,557.48	14,298.68
690.000	PRINCIPAL FINANCIAL GROUP INC	08/25/06	36,598.25	06/24/10	17,289.31	19,308.94 -
	TOTAL FOR LONG TERM		927,649.55		1,026,175.70	98,526.15
	TOTAL FOR SHORT AND LONG TERM		1,053,534.53		1,185,015.44	131,480.91

*** END OF STATEMENT ***

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IF A MUNICIPAL BOND, PURCHASED AT A DISCOUNT, WAS SOLD OR REDEEMED IN 2010, SEE IRS PUBLICATION 550 REGARDING THE TAX TREATMENT OF MARKET DISCOUNT.

** **MANAGEMENT FEES PAID to D.A. Davidson & Co. during calendar year 2010** 5,545.73

COST BASIS FOR 1099-B ITEMS

The IRS requires a gain or loss calculation for each transaction reported in the 1099-B section of this consolidated statement. The following information is not reported to the IRS but we are providing it to you as a service to assist in completing the gain or loss calculation on IRS Schedule D. In most instances, the information has been accumulated from transactions executed at D.A. Davidson & Co. or provided directly by you. Although we believe it is accurate, it is not intended to replace records you keep nor information that you may be provided directly by the issuer. Furthermore, unless we have been notified otherwise there is an assumed first-in, first-out (FIFO) assignment of tax-lots. Since the IRS holds each filer responsible for the accuracy of the information completed on Schedule D, we suggest that you review each transaction closely before completing the schedule. Again, please understand that we are providing this information as a service and you are not obligated to use it.

QUANTITY	DESCRIPTION	BUY DATE	COST	SALE DATE	PROCEEDS	PROFIT/LOSS
SHORT TERM						
190.000	AIRGAS INC	08/25/09	8,846.02	02/05/10	11,477.05	2,631.03
135.000	AIRGAS INC	10/30/09	6,053.27	02/05/10	8,154.75	2,101.48
75.000	AIRGAS INC	10/30/09	3,362.93	03/01/10	4,872.17	1,509.24
220.000	AIRGAS INC	01/29/10	9,804.30	03/01/10	14,291.69	4,487.39
125.000	CAPELLA EDUCATION COMPANY	06/26/09	7,298.84	02/22/10	10,244.59	2,945.75
5.000	DISCOVER FINANCIAL SERVICES	03/03/09	27.16	01/20/10	73.46	46.30
665.000	DISCOVER FINANCIAL SERVICES	03/03/09	3,612.17	02/19/10	9,011.03	5,398.86
280.000	FLIR SYSTEMS INC	04/20/09	5,971.25	01/05/10	9,048.78	3,077.53
265.000	FTI CONSULTING INC	10/15/09	11,205.95	07/07/10	8,731.28	2,474.67 -
325.000	GAMESTOP CORP CL A (NEW)	05/20/09	8,615.63	02/10/10	6,230.53	2,385.10 -
215.000	GEOEYE INCORPORATED	09/24/09	5,585.18	08/31/10	7,841.02	2,255.84
235.000	THE GYMBOREE CORP	11/05/09	9,667.52	11/05/10	15,321.20	5,653.68
115.000	MARTIN MARIETTA MATERIALS INC	04/14/10	10,033.27	12/23/10	10,696.99	663.72
10.000	MARTIN MARIETTA MATERIALS INC	05/19/10	935.83	12/23/10	930.17	5.66 -
1,570.000	MILLER HERMAN INC	08/07/09	26,576.94	03/10/10	31,397.25	4,820.31
315.000	MYRIAD GENETICS INC	08/27/09	9,385.85	08/27/10	4,882.42	4,503.43 -
350.000	MYRIAD GENETICS INC	11/10/09	8,340.35	08/27/10	5,424.91	2,915.44 -
305.000	PEGASYSTEMS INC	03/03/10	10,759.06	12/14/10	10,691.01	68.05 -
445.000	RITCHIE BROS AUCTIONEERS INC	01/20/10	9,698.95	08/04/10	8,225.59	1,473.36 -
280.000	RITCHIE BROS AUCTIONEERS INC	02/05/10	5,683.16	08/04/10	5,175.66	507.50 -
145.000	RITCHIE BROS AUCTIONEERS INC	02/05/10	2,943.07	08/31/10	2,614.03	329.04 -
415.000	RITCHIE BROS AUCTIONEERS INC	03/11/10	9,029.11	08/31/10	7,481.53	1,547.58 -
485.000	STEC INC	11/06/09	6,863.26	01/14/10	9,488.05	2,624.79
TOTAL FOR SHORT TERM			**180,299.07**		**202,305.16**	**22,006.09**
LONG TERM						
170.000	ALLIANCE DATA SYSTEMS CORP	01/28/08	6,821.13	03/25/10	10,965.78	4,144.65
40.000	BLUE NILE INC	02/13/08	1,716.39	11/05/10	1,942.17	225.78
165.000	BLUE NILE INC	09/08/08	6,704.93	11/05/10	8,011.46	1,306.53
80.000	BLUE NILE INC	09/08/08	3,250.88	12/17/10	4,705.88	1,455.00
30.000	BLUE NILE INC	11/27/09	1,706.77	12/17/10	1,764.71	57.94
100.000	DISCOVER FINANCIAL SERVICES	10/21/08	1,189.57	01/20/10	1,469.24	279.67
375.000	DISCOVER FINANCIAL SERVICES	10/31/08	4,554.73	01/20/10	5,509.65	954.92
310.000	DISCOVER FINANCIAL SERVICES	11/12/08	3,011.69	01/20/10	4,554.65	1,542.96
145.000	FTI CONSULTING INC	07/25/08	10,171.71	06/29/10	6,502.73	3,668.98 -

COST BASIS FOR 1099-B ITEMS

QUANTITY	DESCRIPTION	BUY DATE	COST	SALE DATE	PROCEEDS	PROFIT/LOSS
LONG TERM						
100.000	FTI CONSULTING INC	09/16/08	6,874.28	06/29/10	4,484.64	2,389.64 -
45.000	FTI CONSULTING INC	09/16/08	3,093.43	07/07/10	1,482.67	1,610.76 -
70.000	FTI CONSULTING INC	11/04/08	4,209.46	07/07/10	2,306.38	1,903.08 -
145.000	FTI CONSULTING INC	12/12/08	6,378.17	07/07/10	4,777.49	1,600.68 -
250.000	FIRST CASH FINANCIAL SERVICES	10/26/07	4,865.62	04/21/10	5,918.17	1,052.55
140.000	FIRST CASH FINANCIAL SERVICES	12/14/07	2,305.51	04/21/10	3,314.18	1,008.67
240.000	FIRST CASH FINANCIAL SERVICES	12/14/07	3,952.30	10/13/10	6,717.52	2,765.22
15.000	FIRST CASH FINANCIAL SERVICES	05/29/09	226.98	10/13/10	419.85	192.87
95.000	GAMESTOP CORP CL A (NEW)	05/04/07	3,168.64	01/29/10	1,893.37	1,275.27 -
255.000	GAMESTOP CORP CL A (NEW)	06/19/07	10,251.23	01/29/10	5,082.22	5,169.01 -
115.000	GAMESTOP CORP CL A (NEW)	06/19/07	4,623.10	02/10/10	2,204.65	2,418.45 -
275.000	GAMESTOP CORP CL A (NEW)	09/26/08	9,857.82	02/10/10	5,271.98	4,585.84 -
555.000	GERDAU AMERISTEEL CORP	12/17/07	7,132.27	06/03/10	6,088.25	1,044.02 -
620.000	GERDAU AMERISTEEL CORP	03/07/08	8,681.13	06/03/10	6,801.28	1,879.85 -
105.000	GERDAU AMERISTEEL CORP	03/26/09	388.20	06/03/10	1,151.83	763.63
1,755.000	GERDAU AMERISTEEL CORP	03/26/09	6,488.42	07/01/10	19,062.48	12,574.06
195.000	THE GYMBOREE CORP	10/29/07	6,746.08	06/30/10	8,376.45	1,630.37
185.000	THE GYMBOREE CORP	10/29/07	6,400.12	10/08/10	9,831.66	3,431.54
15.000	THE GYMBOREE CORP	11/21/07	466.03	10/08/10	797.16	331.13
430.000	THE GYMBOREE CORP	11/21/07	13,359.41	11/05/10	28,034.53	14,675.12
595.000	HQ SUSTAINABLE MARITIME IND	08/14/08	4,640.88	03/19/10	3,628.44	1,012.44 -
695.000	HQ SUSTAINABLE MARITIME IND	10/23/08	2,839.96	03/19/10	4,238.27	1,398.31
1,740.000	INNERWORKINGS INC	01/30/09	6,128.37	05/07/10	10,407.46	4,279.09
330.000	MADDEN STEVEN LTD	08/09/07	5,339.95	05/11/10	11,680.88	6,340.93
145.000	MADDEN STEVEN LTD	08/09/07	2,346.34	10/05/10	6,259.92	3,913.58
205.000	MICROS SYSTEMS INC	05/22/06	4,251.56	04/23/10	7,168.75	2,917.19
130.000	MICROS SYSTEMS INC	07/27/06	2,653.19	04/23/10	4,546.03	1,892.84
335.000	MICROS SYSTEMS INC	07/27/06	6,837.07	05/27/10	11,426.21	4,589.14
25.000	MICROS SYSTEMS INC	07/27/06	510.23	06/30/10	808.96	298.73
8.000	MICROS SYSTEMS INC	08/23/07	302.05	06/30/10	258.87	43.18 -
32.000	MICROS SYSTEMS INC	08/23/07	928.80	06/30/10	1,035.47	106.67
485.000	MICROS SYSTEMS INC	01/09/09	7,032.92	06/30/10	15,693.84	8,660.92
130.000	MYRIAD GENETICS INC	02/27/09	5,194.42	05/20/10	2,400.97	2,793.45 -
150.000	MYRIAD GENETICS INC	03/23/09	5,812.28	05/20/10	2,770.35	3,041.93 -
160.000	MYRIAD GENETICS INC	04/30/09	6,109.15	05/20/10	2,955.04	3,154.11 -
50.000	MYRIAD GENETICS INC	05/05/09	1,647.84	05/20/10	923.45	724.39 -
180.000	MYRIAD GENETICS INC	05/05/09	5,932.24	08/27/10	2,789.95	3,142.29 -
200.000	MYRIAD GENETICS INC	07/02/09	5,343.53	08/27/10	3,099.95	2,243.58 -
285.000	NORTHEAST UTILITIES	12/12/08	6,694.79	05/19/10	7,540.31	845.52
85.000	NORTHEAST UTILITIES	12/23/08	1,975.59	05/19/10	2,248.87	273.28
195.000	NORTHEAST UTILITIES	12/23/08	4,532.24	08/03/10	5,522.69	990.45
355.000	NORTHEAST UTILITIES	02/09/09	8,751.17	08/03/10	10,054.14	1,302.97
450.000	OPTIONSXPRESS HOLDINGS INC	09/08/08	10,609.99	04/23/10	8,094.73	2,515.26 -
285.000	OPTIONSXPRESS HOLDINGS INC	10/10/08	3,907.90	04/23/10	5,126.66	1,218.76
90.000	OPTIONSXPRESS HOLDINGS INC	10/10/08	1,234.08	12/20/10	1,853.81	619.73
575.000	OPTIONSXPRESS HOLDINGS INC	12/16/08	7,156.99	12/20/10	11,843.76	4,686.77
440.000	OPTIONSXPRESS HOLDINGS INC	05/12/09	7,282.84	12/20/10	9,063.05	1,780.21
40.000	OPTIONSXPRESS HOLDINGS INC	09/18/09	707.62	12/20/10	823.91	116.29
415.000	RIGHTNOW TECHNOLOGIES	09/11/07	6,124.71	10/04/10	8,282.22	2,157.51
90.000	RIGHTNOW TECHNOLOGIES	01/08/08	1,281.97	10/04/10	1,796.14	514.17
90.000	RIGHTNOW TECHNOLOGIES	01/08/08	1,281.96	10/18/10	2,255.79	973.83
295.000	RIGHTNOW TECHNOLOGIES	01/08/08	4,201.99	10/18/10	7,393.99	3,192.00
125.000	STEC INC	02/06/07	1,249.94	01/14/10	2,445.37	1,195.43
240.000	SVB FINANCIAL GROUP	01/28/09	5,647.83	02/23/10	10,415.52	4,767.69
104.000	WHITING PETROLEUM	07/16/08	9,851.45	04/29/10	9,230.05	621.40 -
6.000	WHITING PETROLEUM	08/25/08	561.67	04/29/10	532.50	29.17 -
110.000	WHITING PETROLEUM	08/25/08	10,297.35	09/03/10	10,102.57	194.78 -

COST BASIS FOR 1099-B ITEMS

QUANTITY	DESCRIPTION	BUY DATE	COST	SALE DATE	PROCEEDS	PROFIT/LOSS
LONG TERM						
400.000	ZOLL MEDICAL CORP	12/03/07	8,896.50	01/11/10	11,401.09	2,504.59
40.000	ZOLL MEDICAL CORP	12/27/07	1,099.25	01/11/10	1,140.11	40.86
115.000	ZOLL MEDICAL CORP	02/22/08	2,888.09	01/11/10	3,277.81	389.72
270.000	ZOLL MEDICAL CORP	02/22/08	6,780.73	10/18/10	9,141.53	2,360.80
TOTAL FOR LONG TERM			**335,463.43**		**401,122.46**	**65,659.03**
TOTAL FOR SHORT AND LONG TERM			**515,762.50**		**603,427.62**	**87,665.12**

*** END OF STATEMENT ***