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
THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

A Employer identification number
94-3256658

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
ONE FRANKLIN PARKWAY
BUILDING 920/1

B Telephone number (see page 10 of the instructions)
( ) -

City or town, state, and ZIP code
SAN MATEO, CA 94403

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 42,897,643.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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)	5,002,381.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	245,642.	245,642.		ATCH 1
	4	Dividends and interest from securities	452,560.	452,560.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,082,108.			
	b	Gross sales price for all assets on line 6a 10,191,361.				
	7	Capital gain net income (from Part IV, line 2)		3,082,108.		
	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)	116,160.	7,391.		ATCH 3
	12	**Total.** Add lines 1 through 11	8,898,851.	3,787,701.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	300.	0.	0.	300.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)**	126,118.	16,999.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	123,867.	123,867.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	250,285.	140,866.	0.	300.
	25	Contributions, gifts, grants paid	1,775,000.			1,775,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	2,025,285.	140,866.	0.	1,775,300.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	6,873,566.			
	b	**Net investment income** (if negative, enter -0-)		3,646,835.		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the Instructions. JSA ** ATCH 5 Form **990-PF** (2010)

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1,149,430.	1,159,753.	1,159,753.
	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 (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 7	35,970,466.	41,737,890.	41,737,890.
	c	Investments - corporate bonds (attach schedule)			
	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 ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	37,119,896.	42,897,643.	42,897,643.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0.	
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	37,119,896.	42,897,643.	
	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			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	37,119,896.	42,897,643.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	37,119,896.	42,897,643.	

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	37,119,896.
2	Enter amount from Part I, line 27a	2	6,873,566.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	43,993,462.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 8	5	1,095,819.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	42,897,643.

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 3,082,108.

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? ☐ 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	1,670,160.	30,807,218.	0.054213
2008	1,517,373.	37,358,254.	0.040617
2007	1,550,160.	43,457,665.	0.035671
2006	1,912,784.	34,065,731.	0.056150
2005	655,000.	23,827,271.	0.027490

2	Total of line 1, column (d)	2	0.214141
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.042828
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	36,946,247.
5	Multiply line 4 by line 3	5	1,582,334.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	36,468.
7	Add lines 5 and 6	7	1,618,802.
8	Enter qualifying distributions from Part XII, line 4	8	1,775,300.

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	36,468.
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	36,468.
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	36,468.
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	109,084.		
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	109,084.
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	72,616.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 72,616. **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) ▶ 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 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* ATTACHMENT 9	10	X	

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

			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 ▶ MARIA DELUCCHI-KAHALE Telephone no ▶ 650-312-3000

Located at ▶ ONE FRANKLIN PARKWAY, SAN MATEO, CA ZIP + 4 ▶ 94403

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

			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.

			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		X
	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 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)*

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** X

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☐ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . **7b** 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 10		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE				

Total number of other employees paid over $50,000 . . . . ▶ NONE

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
NOT APPLICABLE		
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 NOT APPLICABLE	
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	34,747,910.
b	Average of monthly cash balances	1b	2,760,970.
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	37,508,880.
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	37,508,880.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	562,633.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	36,946,247.
6	**Minimum investment return.** Enter 5% of line 5	6	1,847,312.

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	1,847,312.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	36,468.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	36,468.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,810,844.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,810,844.
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	1,810,844.

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	1,775,300.
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	1,775,300.
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	36,468.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,738,832.

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					1,810,844.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				1,511,085.	
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					
c From 2007					
d From 2008					
e From 2009	0.				
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,775,300.					
a Applied to 2009, but not more than line 2a				1,511,085.	
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					264,215.
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					
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					1,546,629.
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		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	0.				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities 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).)

SEE ATTACHMENT 9

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

NONE

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

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

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

ATTACHMENT 11

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

N/A

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 12				
Total . . . . ▶ **3a**				1,775,000.
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	245,642.	
4 Dividends and interest from securities			14	452,560.	
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			14	3,082,108.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 13				116,160.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				8,898,851.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 8,898,851.

(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)

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		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
NOT APPLICABLE		

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

▶ Signature of officer or trustee 11-15-11 Date ▶ TTEE Title

Paid Preparer Use Only

Print/Type preparer's name: Joe Silvestri

Preparer's signature

Date: 11/15/11

Check ☐ if self-employed

PTIN: P00542475

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ▶ THREE EMBARCADERO CENTER
SAN FRANCISCO, CA 94111

Phone no 415-498-5000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2010

Name of the organization	**Employer identification number**
THE MEADOWVIEW FOUNDATION C/O MARIA DELUCCHI-KAHALE, FTCI	94-3256658

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number 94-3256658

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ELLIZABETH WISKEMANN ONE FRANKLIN PARKWAY SAN MATEO, CA 94403	$ 5,002,346.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ELIZABETH WISKEMANN ONE FRANKLIN PARKWAY SAN MATEO, CA 94403	$ 35.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number 94-3256658

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	42865 SHARES OF BEN STOCK	$ 5,002,346.	12/1/2010

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

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)	
		FIDUCIARY TRUST - 441007510 (SEE STMT A)					VAR	VAR
113,004.		107,701.					5,303.	
		FIDUCIARY TRUST - 441007510 (SEE STMT A)					04/08/2009	VAR
13,253.		8,797.					4,456.	
		FIDUCIARY TRUST - 441007510 (SEE STMT A)					VAR	VAR
571,922.		631,557.					-59,635.	
		FIDUCIARY TRUST - 491206010 (SEE STMT B)					VAR	VAR
1,844,570.		1,614,676.					229,894.	
		FIDUCIARY TRUST - 491206000 (SEE STMT C)					VAR	VAR
481,112.		485,655.					-4,543.	
		FIDUCIARY TRUST - 491206000 (SEE STMT C)					VAR	VAR
5,527,600.		2,639,877.					2,887,723.	
		FIDUCIARY TRUST - 441007530 (SEE STMT D)					VAR	VAR
36,806.		27,607.					9,199.	
		FIDUCIARY TRUST - 441007530 (SEE STMT D)					VAR	VAR
405,289.		413,795.					-8,506.	
		FIDUCIARY TRUST - 441007520 (SEE STMT E)					VAR	VAR
419,653.		397,725.					21,928.	
		FIDUCIARY TRUST - 441007520 (SEE STMT E)					VAR	VAR
778,152.		781,863.					-3,711.	
TOTAL GAIN (LOSS)							3,082,108.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIDUCIARY 491206000	262.	262.
FICUCIARY 441007510	245.	245.
FIDUCIARY 441007520	243,871.	243,871.
FIDUCIARY 441007530	3.	3.
FIDUCIARY 491206010	1,261.	1,261.
TOTAL	245,642.	245,642.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIDUCIARY 491206000		194,212.	194,212.
FIDUCIARY 441007530		119,957.	119,957.
FIDUCIARY 441007510		119,558.	119,558.
FIDUCIARY 491206010		7,112.	7,112.
PORTSMOUTH		11,721.	11,721.
	TOTAL	452,560.	452,560.

THE MEADOWVIEW FOUNDATION 94-3256658

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	2,318.	2,318.
INCOME TAX REFUND	49,685.	
OVERPAYMENT APPLIED FROM 2009 FED TAX	59,084.	
NON-DIVIDEND DISTRIBUTIONS	5,073.	5,073.
TOTALS	116,160.	7,391.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FIDUCIARY 491206000	300.			300.
TOTALS	300.	0.	0.	300.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	16,999.	16,999.
2009 OVERPAYMENT APPLIED	59,084.	
2010 FED TAX PAYMENT	50,000.	
STATE TAXES	35.	
TOTALS	126,118.	16,999.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES	123,867.	123,867.
TOTALS	123,867.	123,867.

THE MEADOWVIEW FOUNDATION

94-3256658

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FIDUCIARY TRUST 491206000	23,359,715.	25,399,871.	25,399,871.
FIDUCIARY TRUST 441007510	3,540,146.	3,985,549.	3,985,549.
FIDUCIARY TRUST 441007530	3,656,838.	3,809,560.	3,809,560.
PORTSMOUTH	441,868.	438,324.	438,324.
FRANKLIN MONEY FUND	41,759.	0.	0.
FIDUCIARY TRUST 441007520	4,930,140.	5,080,953.	5,080,953.
FIDUCIARY TRUST 441206010	0.	3,023,633.	3,023,633.
TOTALS	35,970,466.	41,737,890.	41,737,890.

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

DESCRIPTION	AMOUNT
DECREASE OF STOCK FAIR MARKET VALUE	1,095,819.
TOTAL	1,095,819.

THE MEADOWVIEW FOUNDATION

94-3256658

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 9

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
ELLIZABETH WISKEMANN ONE FRANKLIN PARKWAY SAN MATEO, CA 94403	12/1/2010	5,002,346.
ELIZABETH WISKEMANN ONE FRANKLIN PARKWAY SAN MATEO, CA 94403	11/13/2010	35.
TOTAL CONTRIBUTION AMOUNTS		5,002,381.

THE MEADOWVIEW FOUNDATION 94-3256658

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ELIZABETH WISKEMANN FTCI ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	TRUSTEE	0.	0.	0.
KIM D. WISKEMANN BESSOLO FTCI ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	PRESIDENT	0.	0.	0.
CHRISTINE Y. WISKEMANN FTCI ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	VICE PRES. & SECRETARY	0.	0.	0.
ESTHER B. WISKEMANN TORRES FTCI ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	TREASURER	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

THE MEADOWVIEW FOUNDATION

FEIN: 94-3256658
ATTACHMENT 11

FORM 990-PF, PART XV, LINE 2A-D

ALL GIFTS ARE MADE PURSUANT TO TRUST INSTRUMENTS AND IN THE DISCRETION OF THE TRUSTEE.

GRANT REQUESTS ARE SENT TO:

THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE
ONE FRANKLIN PARKWAY
BUILDING 920/1
SAN MATAEO, CA 94403

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARIN GENERAL HOSPITAL	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	100,000.
DOCTORS WITHOUT BORDERS	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	50,000.
HOMEBOY INDUSTRIES	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	20,000.
PEGASUS PROJECT	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	40,000.
PEGASUS VOYAGES	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	40,000.
THE ALLAIRE SCHOOL	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	20,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE MARIN SCHOOL	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	500,000.
THE SMILE TRAIN	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	50,000.
WILDCARE (SAN RAFAEL)	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	40,000.
LOYOLA MARYMOUNT UNIVERSITY	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	100,000.
GOLDEN GATE UNIVERSITY	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	15,000.
NOVATO COMMUNITY HOSPITAL	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	100,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANIMAL ARC	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	20,000.
ALASKA RAPTOR	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	20,000.
MARINE MILITARY ACADEMY	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	25,000.
PACIFIC TSUNAMI MUSEUM	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	20,000.
ST. MARY'S COLLEGE OF CA	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	300,000.
MARINE MAMMAL CENTER	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	50,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PEDIATRIC BRAIN TUMOR FOUNDATION	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	50,000.
OSTEOPATHY'S PROMISE TO CHILDREN	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	25,000.
CHILDREN'S HOSTPITAL OF OAKLAND	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	40,000.
UC DAVIS REGENTS - DAVIS VET RESEARCH	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	100,000.
VETS HELPING HEROES	N/A 501(C)(3) CHARITY	CHARITABLE SUPPORT	50,000.
		TOTAL CONTRIBUTIONS PAID	1,775,000.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13 .

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME			14	2,318.	
INCOME TAX REFUND			14	49,685.	
OVERPAYMENT APPLIED FROM 2009 FED TAX			14	59,084.	
NON-DIVIDEND DISTRIBUTIONS			14	5,073.	
TOTALS				116,160.	

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 THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number 94-3256658

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	261,781.
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	261,781.

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	2,820,327.
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	2,820,327.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

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			261,781.
14 **Net long-term gain or (loss):**				
a Total for year	14a			2,820,327.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			4,456.
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			3,082,108.

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: THE MEADOWVIEW FOUNDATION

Employer identification number: 94-3256658

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 FIDUCIARY TRUST - 441007510 (SEE STMT A)	VAR	VAR	113,004.	107,701.	5,303.
FIDUCIARY TRUST - 491206010 (SEE STMT B)	VAR	VAR	1,844,570.	1,614,676.	229,894.
FIDUCIARY TRUST - 491206000 (SEE STMT C)	VAR	VAR	481,112.	485,655.	-4,543.
FIDUCIARY TRUST - 441007530 (SEE STMT D)	VAR	VAR	36,806.	27,607.	9,199.
FIDUCIARY TRUST - 441007520 (SEE STMT E)	VAR	VAR	419,653.	397,725.	21,928.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 261,781.

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

Schedule D-1 (Form 1041) 2010

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 FIDUCIARY TRUST - 441007510 (SEE STMT A)	04/08/2009	VAR	13,253.	8,797.	4,456.
FIDUCIARY TRUST - 441007510 (SEE STMT A)	VAR	VAR	571,922.	631,557.	-59,635.
FIDUCIARY TRUST - 491206000 (SEE STMT C)	VAR	VAR	5,527,600.	2,639,877.	2,887,723.
FIDUCIARY TRUST - 441007530 (SEE STMT D)	VAR	VAR	405,289.	413,795.	-8,506.
FIDUCIARY TRUST - 441007520 (SEE STMT E)	VAR	VAR	778,152.	781,863.	-3,711.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 2,820,327.

Account Name:

THE MEADOWVIEW FOUNDATION - VALUE 441007510

Account Number: 441007510

Tax I.D. Number: XX-XXX6658

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	SHORT-TERM SALES REPORTED ON FORM 1099-B·					

750.00000	APACHE CORP CONV PFD 6.00%	07/23/2010	08/04/2010	41,252 90	37,500 00	3,752.90
800.00000	ARCELORMITTAL NY REG	01/08/2010	01/28/2010	31,103 92	38,268 80	-7,164.88
0.12000	FREEPORT-MCMORAN COPPER & GOLD	08/18/2009	04/30/2010	8.43	8.00	0.43
0.04770	FRONTIER COMMUNICATIONS CORP	02/11/2010	07/02/2010	0.35	0.36	-0.01
288.00000	FRONTIER COMMUNICATIONS CORP	02/11/2010	08/19/2010	2,235.68	2,165.81	69 87
1,000.00000	GREAT PLAINS ENERGY INC	07/21/2009	06/23/2010	17,126 71	15,497 80	1,628 91
100.00000	MICROCHIP TECHNOLOGY INC	07/30/2009	07/27/2010	3,131 95	2,705.44	426.51
	SPDR GOLD TRUST	04/08/2009	12/31/2010	41 25	32 40	8 85
	SPDR GOLD TRUST	04/08/2009	12/31/2010	13 75	10.80	2.95
800.00000	SPECTRA ENERGY CORP	02/11/2009	01/21/2010	18,089.06	11,512.00	6,577 06
				-----------	-----------	-----------
	TOTAL SHORT-TERM SALES REPORTED ON 1099-B			113,004.00	107,701.41	5,302 59
				===========	===========	===========
	TOTAL SHORT-TERM SALES			113,004 00	107,701 41	5,302.59
				===========	===========	===========

Account Name:

THE MEADOWVIEW FOUNDATION - VALUE 441007510

Account Number: 441007510

Tax I.D. Number: XX-XXX6658

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	28% RATE SALES REPORTED ON FORM 1099-B: --------------------------------------					
100.00000	SPDR GOLD TRUST	04/08/2009	10/20/2010	13,131.11	8,711 00	4,420 11
	SPDR GOLD TRUST	04/08/2009	12/31/2010	89.60	63.35	26 25
	SPDR GOLD TRUST	04/08/2009	12/31/2010	32 83	22.99	9.84
				-----------	-----------	-----------
	TOTAL 28% RATE SALES REPORTED ON 1099-B			13,253.54	8,797.34	4,456 20
				===========	===========	===========
	15% MAXIMUM RATE SALES REPORTED ON FORM 1099-B --					
600.00000	AFLAC INC	09/28/2009	11/11/2010	33,365 15	25,572.03	7,793.12
900.00000	AT&T INC	12/22/2006	09/23/2010	25,621.58	31,419 00	-5,797.42
100.00000	CATERPILLAR INC	01/28/2008	06/23/2010	6,372.90	6,677 27	-304.37
200.00000	CATERPILLAR INC	02/01/2007	10/21/2010	15,747.73	13,003 92	2,743 81
100.00000	COCA COLA CO	07/18/2008	07/27/2010	5,502 24	5,453 04	49 20
250.00000	COCA COLA CO	07/18/2008	09/23/2010	14,454.74	12,507 70	1,947.04
400 00000	COCA COLA CO	07/18/2008	10/21/2010	24,611.90	19,758.70	4,853.20
350.00000	DIAGEO PLC SPONSORED ADR NEW	07/18/2008	05/17/2010	22,143.42	26,653.34	-4,509 92
900.00000	EXELON CORP	10/29/2009	12/09/2010	35,526 27	45,785 36	-10,259.09
100.00000	EXXON MOBIL CORP	01/28/2008	07/27/2010	6,072.58	8,042.94	-1,970 36
150.00000	GENERAL ELEC CO	12/22/2006	10/20/2010	2,413 48	5,640.00	-3,226.52
1,300.00000	GLAXO WELLCOME PLC SPONSORED ADR	03/24/2008	05/17/2010	44,242 80	56,590.79	-12,347 99
1,100.00000	GREAT PLAINS ENERGY INC	07/21/2009	10/20/2010	20,821.00	17,047.58	3,773.42
1,000.00000	GREAT PLAINS ENERGY INC	07/21/2009	11/05/2010	19,350.27	14,299.56	5,050.71
1,100.00000	HALLIBURTON CO	12/23/2008	05/06/2010	31,664.83	19,019.99	12,644.84
1,400.00000	INTEL CORP	01/30/2008	01/08/2010	28,801 88	28,612 37	189.51
100.00000	INTEL CORP	12/22/2006	10/20/2010	1,971.97	2,018 00	-46.03
750.00000	J P MORGAN CHASE & CO	12/22/2006	06/11/2010	28,287 42	35,730 00	-7,442 58
200.00000	MARSH & MCLENNAN COS INC	12/22/2006	07/27/2010	4,710 64	6,003 80	-1,293.16
4,000.00000	NOKIA CORP ADR 1 ADR REPS 1 A SH	11/14/2008	05/17/2010	40,427 72	69,878 22	-29,450.50
100.00000	PFIZER INC. R	12/22/2006	07/27/2010	1,523 97	2,603 00	-1,079.03
1,150.00000	PFIZER INC. R	12/22/2006	07/29/2010	17,360 92	29,934.50	-12,573.58
100.00000	ROCHE HLDG LTD SPONSORED ADR	01/28/2008	06/23/2010	3,493 94	4,438 00	-944.06
1,100 00000	SOUTHERN CO.	10/29/2009	12/09/2010	41,610.21	34,466.35	7,143.86
200 00000	SPECTRA ENERGY CORP	02/10/2009	07/27/2010	4,283.35	2,870.00	1,413 35
100.00000	TIME WARNER INC	02/21/2007	10/20/2010	3,180 96	4,550.08	-1,369 12
550.00000	TIME WARNER INC	02/06/2008	11/19/2010	16,792 75	22,684.05	-5,891 30
1,000.00000	US BANCORP DEL COM NEW	01/28/2008	06/11/2010	23,184 11	35,319 20	-12,135 09
100.00000	VODAFONE GROUP PLC SPONSORED ADR	12/22/2006	07/27/2010	2,355 96	2,772.38	-416 42
100 00000	WELLS FARGO & CO NEW	08/10/2007	07/27/2010	2,841.95	3,412.00	-570.05
1,600.00000	WELLS FARGO CAPITAL XII PFD 7.875% CALL DTD 3/12/2008 $1.9	06/09/2009	12/03/2010	43,183.11	38,793.76	4,389 35
				-----------	-----------	-----------
	TOTAL 15% MAXIMUM RATE SALES REPORTED ON 1099-B			571,921.75	631,556.93	-59,635 18
				===========	===========	===========
	TOTAL LONG-TERM SALES			585,175.29	640,354 27	-55,178.98
				===========	===========	===========

Account Name:

MEADOWVIEW FOUNDATION - OTHER 491206010

Account Number: 491206010

Tax I.D. Number: XX-XXX6658

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
410.000	VISA INC CL A	07/13/2010	12/28/2010	29,064 41	31,104.69	-2,040 28
765.000	YUM BRANDS INC	07/13/2010	12/28/2010	37,614 41	31,752 17	5,862 24
6,000.000	LI & FUNG LTD (HKD) 0.025	07/14/2010	12/29/2010	34,546.45	29,168 23	5,378 22
220.000	ROCHE HOLDING AG BASEL (CHF)	07/14/2010	12/29/2010	32,208.40	31,317.16	891 24
1,585 000	HYUNDAI MOTOR CO GDR REG S	07/14/2010	12/29/2010	41,455 04	30,869 94	10,585 10
				-------------	-------------	-------------
	TOTAL SHORT-TERM SALES REPORTED ON 1099-B			1,844,570.33	1,614,675.85	229,894.48
				============	============	============
	TOTAL SHORT-TERM SALES			1,844,570 33	1,614,675 85	229,894.48
				============	============	============

STATEMENT B

Account Name:

MEADOWVIEW FOUNDATION 491206000

Account Number: 491206000

Tax I.D. Number: XX-XXX6658

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	SHORT-TERM SALES REPORTED ON FORM 1099-B: --					
4,840.000	ABB LTD SPONSORED ADR	01/14/2010	06/03/2010	82,640.63	81,061.72	1,578.91
125.000	INTUITIVE SURGICAL INC	09/24/2010	10/22/2010	33,376.01	38,079.55	-4,703.54
755.000	MONSANTO CO NEW	02/08/2010	04/16/2010	49,418.75	62,432.29	-13,013.54
405.000	NEW ORIENTAL EDUCATION & TECH GROUP ADR	05/21/2009	04/13/2010	36,445.33	22,665.42	13,779.91
1,725.000	PHARMACEUTICAL PROD DEV INC	07/01/2010	11/19/2010	44,116.12	42,555.41	1,560.71
1,875.000	POLYCOM INC	04/16/2010	06/10/2010	56,007.00	59,018.25	-3,011.25
2,985.000	POLYCOM INC	02/08/2010	07/29/2010	87,859.60	72,786.92	15,072.68
3,820.000	SHANDA GAMES LTD	09/24/2009	02/19/2010	33,318.00	47,750.00	-14,432.00
3,280.000	SHANDA GAMES LTD	09/24/2009	03/09/2010	22,074.12	41,000.00	-18,925.88
1,190.000	TANDBERG ASA (NOK) 1 NEW	04/17/2009	04/21/2010	35,856.08	18,305.82	17,550.26
				-------------	-------------	-------------
	TOTAL SHORT-TERM SALES REPORTED ON 1099-B			481,111.64	485,655.38	-4,543.74
				============	============	============
	TOTAL SHORT-TERM SALES			481,111.64	485,655.38	-4,543.74
				============	============	============

Account Name:

MEADOWVIEW FOUNDATION 491206000

Account Number: 491206000

Tax I.D. Number: XX-XXX6658

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	15% MAXIMUM RATE SALES REPORTED ON FORM 1099-B:					

1,755.000	AFLAC INC	03/12/2009	06/03/2010	77,980.70	25,512.96	52,467.74
620.000	ALLERGAN INC COM	11/21/2008	07/01/2010	35,871.80	19,655.18	16,216.62
290.000	AMERICA MOVIL S A DE C V SPON ADR SER L	01/16/2008	10/27/2010	16,491.59	15,993.93	497.66
100.000	APPLE COMPUTER INC NPV	01/16/2008	11/19/2010	30,767.41	16,092.28	14,675.13
1,180.000	BECTON DICKINSON & CO	03/12/2009	04/16/2010	92,037.02	80,732.29	11,304.73
1,000.000	CVS CORP	05/07/2007	07/29/2010	30,829.48	36,023.80	-5,194.32
3,240.000	CVS CORP	08/01/2008	07/30/2010	99,663.31	116,385.35	-16,722.04
1,545.000	DIAGEO PLC SPONSORED ADR NEW	06/27/2008	03/22/2010	102,949.92	119,716.33	-16,766.41
1,375.000	ENCANA CORP	03/27/2007	09/23/2010	38,323.76	36,149.78	2,173.98
15,000.000	FRANKLIN RESOURCES INC	07/01/2001	03/24/2010	1,663,019.87	665,192.05	997,827.82
15,000.000	FRANKLIN RESOURCES INC	07/01/2001	06/15/2010	1,383,240.62	665,192.06	718,048.56
15,000.000	FRANKLIN RESOURCES INC	04/15/2002	09/15/2010	1,594,312.55	351,132.71	1,243,179.84
1,655.000	HANSEN NATURAL CORP	04/04/2008	11/04/2010	85,402.85	65,200.51	20,202.34
85.000	ICICI BANK LTD SPON ADR	02/08/2007	11/19/2010	4,352.37	3,976.39	375.98
900.000	MEMC ELECTRONIC MATERIALS INC	06/27/2008	03/23/2010	13,319.83	56,892.78	-43,572.95
4,400.000	MEMC ELECTRONIC MATERIALS INC	11/13/2008	05/05/2010	54,731.11	105,574.14	-50,843.03
590.000	MONSANTO CO NEW	03/05/2009	04/16/2010	38,618.62	45,292.87	-6,674.25
220.000	NEW ORIENTAL EDUCATION & TECH GROUP ADR	05/21/2009	09/23/2010	25,132.85	12,306.73	12,826.12
1,200.000	NUCOR CORP.	01/16/2008	07/29/2010	47,003.93	65,786.30	-18,782.37
730.000	NUCOR CORP.	11/13/2008	07/30/2010	28,601.07	32,424.32	-3,823.25
950.000	TRANSOCEAN LTD	01/16/2008	05/06/2010	64,948.79	104,644.67	-39,695.88
				------------	------------	------------
	TOTAL 15% MAXIMUM RATE SALES REPORTED ON 1099-B			5,527,599.45	2,639,877.43	2,887,722.02
				============	============	============
	TOTAL LONG-TERM SALES			5,527,599.45	2,639,877.43	2,887,722.02
				============	============	============

Account Name:

THE MEADOWVIEW FOUNDATION - INTL 441007530

Account Number: 441007530

Tax I.D. Number: XX-XXX6658

DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	SHORT-TERM SALES REPORTED ON FORM 1099-B: --					
1,209.000	MAN SE	05/04/2010	12/03/2010	15,128 56	10,808 70	4,319.86
214.000	NATIONAL GRID PLC - SP ADR		06/30/2010	910.14	NONE	910.14
170.000	TELEFONICA DE ESPANA S A	06/12/2009	04/21/2010	11,766.11	11,100.36	665 75
8,000.000	SHANGAI ELECTRIC GROUP CO LTD H (HKD)	07/16/2010	12/01/2010	5,542 74	3,544.95	1,997.79
4,885.000	SHANGAI ELECTRIC GROUP CO LTD H (HKD)	07/16/2010	12/07/2010	3,458.94	2,152.59	1,306.35
				-----------	-----------	-----------
	TOTAL SHORT-TERM SALES REPORTED ON 1099-B			36,806.49	27,606.60	9,199.89
				===========	===========	===========
	TOTAL SHORT-TERM SALES			36,806 49	27,606.60	9,199.89
				===========	===========	===========

Account Name:

THE MEADOWVIEW FOUNDATION - INTL 441007530

Account Number: 441007530

Tax I.D. Number: XX-XXX6658

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	15% MAXIMUM RATE SALES REPORTED ON FORM 1099-B --					
368.000	CADBURY PLC SPONSORED ADR	12/11/2008	01/13/2010	19,055.76	13,971.77	5,083.99
684 000	CAP GEMINI SA ADR	09/23/2008	10/27/2010	17,188.97	17,713.42	-524.45
354.000	FUJIFILM HOLDINGS CORP ADR	12/21/2006	01/28/2010	11,502.80	14,682 61	-3,179.81
247.000	NOVARTIS AG SPONSORED ADR	04/26/2007	06/17/2010	12,064 02	14,543 91	-2,479.89
177 000	NOVARTIS AG SPONSORED ADR	04/26/2007	10/29/2010	10,285.50	10,422.15	-136.65
584.000	PEARSON PLC SPONS ADR	10/21/2008	06/16/2010	8,205.59	5,836.61	2,368.98
727 000	PEARSON PLC SPONS ADR	10/21/2008	10/27/2010	10,928.16	7,183.79	3,744.37
1,279.000	PORTUGAL TELECOM S A SPONSORED ADR	12/21/2006	02/03/2010	13,428.05	16,579 16	-3,151.11
723 000	PORTUGAL TELECOM S A SPONSORED ADR	01/25/2008	05/28/2010	7,560 79	9,337.14	-1,776.35
151.000	ROLLS-ROYCE PLC SPONSORED ADR	11/26/2007	03/31/2010	6,777.56	8,217.42	-1,439 86
77 000	TELEFONICA DE ESPANA S A	12/21/2006	04/21/2010	5,329.36	4,896.92	432.44
397.000	TELEKOM AUSTRIA AG SPON ADR	11/06/2007	06/21/2010	9,005.56	21,926 07	-12,920.51
884.000	VESTAS WIND SYSTEMS	10/15/2008	07/01/2010	12,271.74	19,519.25	-7,247.51
535.000	VINCI SA ADR	12/10/2008	01/27/2010	7,287 95	5,367 33	1,920.62
1,226.000	VINCI SA ADR	01/16/2009	10/29/2010	16,293 01	11,897.01	4,396 00
460.000	VODAFONE GROUP PLC SPONSORED ADR	01/25/2008	09/22/2010	11,749.95	14,711.62	-2,961 67
161.000	BMW (DEM) 50	12/22/2006	10/29/2010	11,313 19	9,101.01	2,212.18
30.000	ACCOR SA (FRF)	12/22/2006	10/06/2010	1,142 42	1,457.94	-315.52
310.000	ACCOR SA (FRF)	01/28/2008	10/06/2010	11,799.26	14,902.26	-3,103.00
340.000	EDENRED	01/28/2008	07/21/2010	6,124.43	9,613 44	-3,489.01
583.000	MICHELIN RTS EXP 10/13/2010	01/28/2008	10/01/2010	1,364.63	NONE	1,364.63
3,397.000	BRITISH SKY BROADCASTING GROUP PLC (GBP)	01/28/2008	10/22/2010	37,355.41	35,195.91	2,159.50
611.000	ADECCO SA (CHF) 1	06/05/2009	10/21/2010	35,255.37	25,595.14	9,660.23
199.000	LONZA GROUP AG ZUERICH (CHF)1	01/28/2008	08/25/2010	16,151.00	19,819.05	-3,668.05
185.000	NESTLE SA CHAM ET VEVEY (CHF)	12/22/2006	04/28/2010	8,916 93	6,568 87	2,348 06
179.000	NESTLE SA CHAM ET VEVEY (CHF)	12/22/2006	08/20/2010	9,110 90	6,355 82	2,755.08
409 000	NESTLE SA CHAM ET VEVEY (CHF)	12/22/2006	10/22/2010	22,366.30	14,522.53	7,843 77
310 000	TAKEDA PHARMACEUTICAL CO LTD (JPY)	01/28/2008	05/28/2010	12,732.37	18,680.78	-5,948.41
451.000	CHECK POINT SOFTWARE TECH LTD	12/21/2006	01/13/2010	15,324.07	9,891.28	5,432.79
281.000	CHECK POINT SOFTWARE TECH LTD	12/21/2006	08/25/2010	9,914.69	6,162.86	3,751.83
456.000	KONINKLIJKE PHILIPS ELEC NV (EUR) 2	12/22/2006	08/19/2010	13,591 04	17,042.47	-3,451.43
3,115.000	BANCO ESPIRITO SANTO E COMMERICAL (EUR)	04/23/2009	08/19/2010	13,892.59	22,079.30	-8,186.71
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	TOTAL 15% MAXIMUM RATE SALES REPORTED ON 1099-B			405,289 37	413,794 84	-8,505.47
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	TOTAL LONG-TERM SALES			405,289 37	413,794.84	-8,505 47
				===========	===========	===========

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FIDUCIARY TRUST COMPANY INTERNATIONAL
TAX LOT GAIN/LOSS REPORT (TRADE DATE)
Jan 01 2010 to Dec 08 2010

ACCOUNT: 441007520
THE MEADOWVIEW FOUNDATION TAXABLE FIXED
INCOME

ADMINISTRATOR: M Delucchi-Kahale
INV OFFICER: H Penny Knuff - CUST

TAX OFFICER: CUST 1099

Units	Security	Date Acquired	Trade Date Sold	Settle Date	Net Proceeds	Cost	Gain/(Loss)
Gain/loss period is short Disposal method: sale							
150,000	SCHERING PLOUGH CORP SR NT DTD 9/17/2007 6% 9/15/2017	04/30/09	02/25/10	03/02/10	170,070.00	160,794.00	9,276.00
200,000	UNITED STATES TREAS NTS INFLATION INDEX DTD 7/15/2003 1.875% 7/15/2013	07/30/09	06/03/10	06/04/10	249,583.08	236,930.98	12,652.10
Total for disposal method: sale					419,653.08	397,724.98	21,928.10
Total for Gain/Loss period: short					419,653.08	397,724.98	21,928.10
Gain/loss period is long Disposal method: redemption							
125,000	FEDERAL NATL MTG ASSN DTD 9/13/2007 4.375% 9/13/2010	05/05/09	09/13/10	09/13/10	125,000.00	130,837.50	5,837.50-
Total for disposal method: redemption					125,000.00	130,837.50	5,837.50-
Disposal method: sale							
150,000	CME GROUP INC SR NT DTD 2/9/2009 5.75% 2/15/2014	08/03/09	11/01/10	11/04/10	170,721.00	163,485.00	7,236.00

STATEMENT E PG 1 OF 2

FIDUCIARY TRUST COMPANY INTERNATIONAL
TAX LOT GAIN/LOSS REPORT (TRADE DATE)
Jan 01 2010 to Dec 08 2010

ACCOUNT: 441007520 (cont.)
THE MEADOWVIEW FOUNDATION TAXABLE FIXED
INCOME

ADMINISTRATOR: M Delucchi-Kahale
INV OFFICER: H Penny Knuff - CUST

TAX OFFICER: CUST 1099

Units	Security	Date Acquired	Trade Date Sold	Settle Date	Net Proceeds	Cost	Gain/(Loss)
Gain/loss period is long Disposal method: sale							
200,000	FEDERAL NATL MTG ASSN NT DTD 8/17/2006 5.25% 9/15/2016	05/05/09	12/07/10	12/08/10	232,372.20	224,470.00	7,902.20
250,000	UNITED STATES TREAS NTS DTD 10/15/2005 4.25% 10/15/2010				250,058.59	263,070.31	13,011.72-
200,000	Lot #: 1	04/22/09	10/12/10	10/13/10	200,046.87	210,445.31	10,398.44-
50,000	Lot #: 2	04/29/09	10/12/10	10/13/10	50,011.72	52,625.00	2,613.28-
Total for disposal method: sale					653,151.79	651,025.31	2,126.48
Total for Gain/Loss period: long					778,151.79	781,862.81	3,711.02-
Account Total Gain/Loss							18,217.08

This information may not be all inclusive and has not necessarily been verified. In addition, for the purposes of computing gains and losses on limited partnership interests, the cost basis of any master limited partnership has not been adjusted to reflect the current capital account. This statement may include information furnished by the client or the client's agent. Consultation with your Tax Advisor may be advisable.