Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
ODELL, ROBERT S & HELEN P FUND T/U/A

A Employer identification number
94-6132116

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - PO BOX 63954 MAC A0348-012

B Telephone number (see page 10 of the instructions)
(888) 730-4933

City or town, state, and ZIP code
SAN FRANCISCO CA 94163

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) ▶ $ 35,053,326

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

EWVELOPE POSTMARK DATE APR 2 9 2011

SCANNED MAY 0 5 2011

RECEIVED MAY 0 3 2011 IRS-OSC OGDEN, UT

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))*

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	858,730	858,730		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	1,499,283			
	b	Gross sales price for all assets on line 6a 3,354,634				
	7	Capital gain net income (from Part IV, line 2)		1,499,283		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	2,358,013	2,358,013	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	136,888	102,666		34,222
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	2,253	0	0	2,253
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	55,525	8,329	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	181,158	136,089	0	45,069
	24	**Total operating and administrative expenses.** Add lines 13 through 23	375,824	247,084	0	81,544
	25	Contributions, gifts, grants paid	1,415,000			1,415,000
	26	**Total expenses and disbursements** Add lines 24 and 25	1,790,824	247,084	0	1,496,544
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	567,189			
	b	**Net investment income** (if negative, enter -0-)		2,110,929		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

5

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		0	
	2	Savings and temporary cash investments	1,166,922	185,519	185,519
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	818,550	0	0
	b	Investments—corporate stock (attach schedule)	17,447,849	13,865,264	25,708,569
	c	Investments—corporate bonds (attach schedule)	3,185,901	0	0
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	9,146,376	9,159,236
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶ OTHER ASSETS)	2	2	2
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	22,619,224	23,197,161	35,053,326
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	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			
	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	22,619,224	23,197,161	
	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)	22,619,224	23,197,161	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	22,619,224	23,197,161	

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	22,619,224
2	Enter amount from Part I, line 27a	2	567,189
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	61,276
4	Add lines 1, 2, and 3	4	23,247,689
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	50,528
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,197,161

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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	1,499,283
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	0

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	1,609,295	29,342,691	0 054845
2008	2,474,583	37,910,237	0 065275
2007	2,561,992	43,005,967	0 059573
2006	2,188,187	39,709,944	0 055104
2005	2,338,225	39,683,753	0 058921

2 **Total** of line 1, column (d)	2	0 293718
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 058744
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	32,417,501
5 Multiply line 4 by line 3	5	1,904,334
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,109
7 Add lines 5 and 6	7	1,925,443
8 Enter qualifying distributions from Part XII, line 4	8	1,496,544

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	42,219
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	42,219
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	42,219
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a 28,093		
b	Exempt foreign organizations—tax withheld at source — 6b		
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	28,093
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	14,126
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ Refunded ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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
4 a	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	N/A	
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	
8 a	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*	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 ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ PO BOX 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?			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 ▶ 20_____ , 20_____ , 20_____ , 20_____					
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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____					
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	N/A	
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** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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** N/A

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
Wells Fargo Bank, N A PO BOX 63954 MAC A0348-012 SAN FRANCI!	Trustee 4 00	181,158	0	0
JAMES P CONN 949 CHILTERN ROAD HILLSBOROUGH CA 9⁄	CO-TRUSTEE 5 00	68,444	0	0
PAUL FAY III 395 OYSTER PT BLVD # 309 SOUTH SAN FR,	CO-TRUSTEE 5 00	68,444	0	0
	00	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
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (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		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	0
Total. Add lines 1 through 3 ▶	0

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	31,405,766
b	Average of monthly cash balances		1b	1,505,403
c	Fair market value of all other assets (see page 25 of the instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	32,911,169
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	
3	Subtract line 2 from line 1d		3	32,911,169
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	493,668
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	32,417,501
6	**Minimum investment return.** Enter 5% of line 5		6	1,620,875

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	1,620,875
2a	Tax on investment income for 2010 from Part VI, line 5	2a	42,219		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	42,219
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,578,656
4	Recoveries of amounts treated as qualifying distributions			4	50,000
5	Add lines 3 and 4			5	1,628,656
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	1,628,656

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	1,496,544
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,496,544
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,496,544

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				1,628,656
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			0	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2010				
a	From 2005 NONE				
b	From 2006 NONE				
c	From 2007 NONE				
d	From 2008 466,675				
e	From 2009 170,253				
f	**Total** of lines 3a through e	636,928			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,496,544				
a	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2010 distributable amount				1,496,544
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))*	132,112			132,112
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	504,816			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (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)	0			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	504,816			
10	Analysis of line 9				
a	Excess from 2006 0				
b	Excess from 2007 0				
c	Excess from 2008 334,563				
d	Excess from 2009 170,253				
e	Excess from 2010 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

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

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

EUGENE RANCHIASCI WELLS FARGO BANK 420 MONTGOMERY STREET SAN FRANCISCO CA 94104 (415)396-3215

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

LETTER DETAILING THE PROJECT FOR WHICH THE GRANT WAS REQUESTED

c Any submission deadlines

NONE

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

NONE

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* See Attached Statement				
Total . . . . ▶ **3a**				1,415,000
b *Approved for future payment* NONE				
Total . . . . ▶ **3b**				0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	858,730	
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	1,499,283	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		2,358,013	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,358,013

(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)
	Not Applicable

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
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

John N Salantic | 4/19/2011 | VP AND TAX DIRECTOR

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
Donald J. Roman		4/19/2011		P00364310
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
DOMINICAN SISTERS OF MISSION SAN JOSE
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	35,000

Name
DOMINICAN SISTERS VISION OF HOPE
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	35,000

Name
FAMILY AID - CATHOLIC EDUCATION
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	20,000

Name
GONZAGA UNIVERSITY
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	35,000

Name
HOLY FAMILY DAY HOMES OF SAN FRANCISCO
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	25,000

Name
IMMACULATE CONCEPTION ACADEMY
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	35,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
JUNIPERO SERRA HIGH SCHOOL						NONE	EXEMPT	CASH CONTRIBUTION	35,000
LOYOLA HIGH SCHOOL OF LOS ANGELES						NONE	EXEMPT	CASH CONTRIBUTION	10,000
MERCY HIGH SCHOOL - COLLEGE PREP						NONE	EXEMPT	CASH CONTRIBUTION	20,000
MEROLA OPERA PROGRAM						NONE	EXEMPT	CASH CONTRIBUTION	10,000
NATIVITY SCHOOLS OF SAN JOSE						NONE	EXEMPT	CASH CONTRIBUTION	35,000
RAPHAEL HOUSE OF SAN FRANCISCO, INC.						NONE	EXEMPT	CASH CONTRIBUTION	10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
SAINT FRANCIS HIGH SCHOOL					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 20,000

Name					
YOUTH TENNIS ADVANTAGE					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 40,000

Name					
SAINT JAMES SCHOOL					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 35,000

Name					
SALESIAN BOYS' AND GIRLS' CLUB					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 15,000

Name					
SAN FRANCISCO SCHOOL ALLIANCE FDN					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 10,000

Name					
SMUIN BALLET					
Street					
City		State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT				
Purpose of grant/contribution: CASH CONTRIBUTION					Amount: 20,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
FAMILY SERVICE AGENCY OF SAN MATEO						NONE	EXEMPT	CASH CONTRIBUTION	20,000
SAINT ANTHONY SCHOOL						NONE	EXEMPT	CASH CONTRIBUTION	20,000
SAINT ELIZABETH ELEMENTARY SCHOOL						NONE	EXEMPT	CASH CONTRIBUTION	20,000
SAINT IGNATIUS COLLEGE PREPARATORY						NONE	EXEMPT	CASH CONTRIBUTION	20,000
SISTERS OF THE HOLY FAMILY						NONE	EXEMPT	CASH CONTRIBUTION	5,000
REGINA APOSTOLORUM PONTIFICAL UNIVERSITY						NONE	EXEMPT	CASH CONTRIBUTION	50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
ARCHBISHOP RIORDAN HIGH SCHOOL				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 50,000

Name				
BASIC FUND				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 100,000

Name				
BELLARMINE COLLEGE PREPARATORY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 50,000

Name				
COMMUNITY MUSIC CENTER				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
JESUIT RETREAT CENTER				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
MEGAN FURTH ACADEMY				
Street				
City	State	Zip Code	Foreign Country	
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
MALTA OAKLAND CLINIC, INC				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 10,000

Name				
OUR LADY OF GUADALUPE SCHOOL				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
SACRED HEART CATHEDRAL PREPARATORY				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 40,000

Name				
SAINT EDWARD SCHOOL				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 30,000

Name				
GRANT TO ST ELIZABETH HIGH SCHOOL				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 40,000

Name				
ST FRANCIS CENTER OF REDWOOD CITY				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
ST JOSEPH/NOTRE DAME HIGH SCHOOL
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	30,000

Name
ST MARTIN DE PORRES
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	30,000

Name
SAINT MARY'S CHINESE SCHOOLS AND CENTER
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	20,000

Name
SAINT PAUL OF THE SHIPWRECK
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	20,000

Name
SAINT PAUL'S EPISCOPAL SCHOOL
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	20,000

Name
SAINT PETER'S ELEMENTARY SCHOOL
Street

City	State	Zip Code	Foreign Country

Relationship	Foundation Status
NONE	EXEMPT

Purpose of grant/contribution	Amount
CASH CONTRIBUTION	50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
SAINT VINCENT DE PAUL SOCIETY				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
SAN FRANCISCO CONSERVATORY OF MUSIC, INC				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 10,000

Name				
SAN FRANCISCO SYMPHONY				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
SANTA CLARA UNIVERSITY				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 20,000

Name				
STERN GROVE FESTIVAL ASSOCIATION				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 15,000

Name				
THOMAS AQUINAS COLLEGE				
Street				
City		State	Zip Code	Foreign Country
Relationship: NONE	Foundation Status: EXEMPT			
Purpose of grant/contribution: CASH CONTRIBUTION				Amount: 100,000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	36,968
Short Term CG Distributions	89,618

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	3,307,098	1,855,351	1,451,747
Other sales	47,536	0	47,536

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
1	X	ALTRIA GROUP INC	02209S103			12/21/1992		5/10/2010	257,877	71,851				186,026
2	X	BP PLC - ADR	055622104			4/28/1992		5/10/2010	743,964	506,862				237,102
3	X	FEDERAL FARM CR BKS 7 06	31331NPQ1			3/23/1998		5/24/2010	750,000	818,550				-68,550
4	X	PFIZER INC	717081103			12/16/1982		5/3/2010	615,262	52,829				562,433
5	X	PFIZER INC	717081103			10/16/2009		5/3/2010	233,090	241,532				-8,442
6	X	PHILIP MORRIS INTERNATION	718172109			12/21/1992		5/10/2010	580,319	163,727				416,592
7		PARTNERSHIP ST CAP GAIN							20,139					20,139
8		PARTNERSHIP LT CAP GAIN							27,397					27,397
9														0
10														0

Line 16b (990-PF) - Accounting Fees

		2,253	0	0	2,253
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,253			2,253
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		55,525	8,329	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	19,103			
2	ESTIMATED EXCISE TAX PAID	28,093			
3	FOREIGN TAX WITHHELD	8,329	8,329		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		181,158	136,089	0	45,069
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	180,237	135,178		45,059
3	ADR FEES				
4	STATE AG FEES	10			10
5	PARTNERSHIP EXPENSES	774	774		
6	STATE TAX WITHHELD	137	137		
7					
8					
9					
10					

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		818,550	0	770,168	0		
	Description	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	Check "X" if Federal Obligation	Check "X" if State/ Local Obligation
1	GOV OBLIGATIONS (SEE ATTACHED)	818,550		770,168			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			17,447,849	13,865,264	0	25,708,569
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE STOCK		17,447,849	13,865,264		25,708,569
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				3,185,901	0	0	0
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE BONDS			3,185,901			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

			0	9,146,376	9,159,236
	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS			9,146,376	9,159,236
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 15 (990-PF) - Other Assets

		2	2	2
	Description	Beginning Balance	Ending Balance	Fair Market Value
1	OTHER ASSETS	2	2	2
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Return of scholarship grant	1	50,000
2	Mutual Fund & CTF Income Additions	2	3,006
3	Undistributed CTF Capital Gain	3	8,270
4	Total	4	61,276

Line 5 - Decreases not included in Part III, Line 2

1	Mutual Fund & CTF Income Subtraction	1	3,539
2	Cost Basis Adjustment	2	2
3	Partnership Income Adjustment	3	46,987
4	Total	4	50,528

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	36,968
Short Term CG Distributions	89,618

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	3,228,048	0	1,855,351	1,372,697	0	0	0	1,372,697
1	ALTRIA GROUP INC	02209S103		12/21/1992	5/10/2010	257,877	0	71,851	186,026			0	186,026
2	BP PLC - ADR	055622104		4/28/1992	5/10/2010	743,964	0	506,862	237,102			0	237,102
3	FEDERAL FARM CR BKS 7 060% 5/24/1	31331NPQ1		3/23/1998	5/24/2010	750,000	0	818,550	-68,550			0	-68,550
4	PFIZER INC	717081103		12/16/1982	5/3/2010	615,262	0	52,829	562,433			0	562,433
5	PFIZER INC	717081103		10/16/2009	5/3/2010	233,090	0	241,532	-8,442			0	-8,442
6	PHILIP MORRIS INTERNATIONAL IN	718172109		12/21/1992	5/10/2010	580,319	0	163,727	416,592			0	416,592
7	PARTNERSHIP ST CAP GAIN					20,139	0	0	20,139			0	20,139
8	PARTNERSHIP LT CAP GAIN					27,397	0	0	27,397			0	27,397
9						0	0	0	0			0	0
10						0	0	0	0			0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

318,046

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A		PO BOX 63954 MAC A0348-012	SAN FRANCISCO	CA	94163		TRUSTEE	8	181,158
2	JAMES P CONN		949 CHILTERN ROAD	HILLSBOROUGH	CA	94163		CO-TRUSTEE	5	68,444
3	PAUL FAY III		395 OYSTER PT BLVD # 309	SOUTH SAN FRANCIS	CA	94163		CO-TRUSTEE	5	68,444
4										
5										
6										
7										
8										
9										
10										

Part

	Benefits	Expense Account	Explanation
	0	0	
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment		2	28,093
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	0
7	Total		7	28,093

ODELL, ROBERT S & HELEN P FUND T/U/A
086484
12/31/2010

Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Fed Cost
Common Stock	Invest - Corp Stock	086484	001055102	AFLAC INC	547,371	436,791
Common Stock	Invest - Corp Stock	086484	002824100	ABBOTT LABS	1,054,020	885,584
Common Stock	Invest - Corp Stock	086484	037833100	APPLE INC	193,536	112,860
Common Stock	Invest - Corp Stock	086484	149123101	CATERPILLAR INC	1,835,736	283,517
Common Stock	Invest - Corp Stock	086484	17275R102	CISCO SYSTEMS INC	971,040	246,000
Common Stock	Invest - Corp Stock	086484	254687106	WALT DISNEY CO	367,598	199,442
Common Stock	Invest - Corp Stock	086484	260543103	DOW CHEMICAL CO	365,298	61,231
Common Stock	Invest - Corp Stock	086484	291011104	EMERSON ELECTRIC CO	1,600,760	411,945
Common Stock	Invest - Corp Stock	086484	369604103	GENERAL ELECTRIC CO	673,072	36,258
Common Stock	Invest - Corp Stock	086484	458140100	INTEL CORP	841,200	144,250
Common Stock	Invest - Corp Stock	086484	459200101	INTERNATIONAL BUSINESS MACHS CORP	880,560	609,801
Common Stock	Invest - Corp Stock	086484	478160104	JOHNSON & JOHNSON	1,175,150	25,920
Common Stock	Invest - Corp Stock	086484	594918104	MICROSOFT CORP	1,395,500	1,393,666
Common Stock	Invest - Corp Stock	086484	681919106	OMNICOM GROUP	458,000	247,273
Common Stock	Invest - Corp Stock	086484	69331C108	PG&E CORP COM	956,800	701,124
Common Stock	Invest - Corp Stock	086484	713448108	PEPSICO INC	1,175,940	305,261
Common Stock	Invest - Corp Stock	086484	931142103	WAL MART STORES INC	916,810	884,645
Common Stock	Invest - Corp Stock	086484	911312106	UNITED PARCEL SERVICE-CL B	616,930	515,085
Common Stock	Invest - Corp Stock	086484	30231G102	EXXON MOBIL CORPORATION	1,038,304	46,216
Common Stock	Invest - Corp Stock	086484	088606108	BHP BILLITON LIMITED - ADR	1,672,560	803,556
Common Stock	Invest - Corp Stock	086484	46625H100	JPMORGAN CHASE & CO	1,102,920	904,140
Common Stock	Invest - Corp Stock	086484	902973304	US BANCORP DEL NEW	674,250	513,377
Common Stock	Invest - Corp Stock	086484	G1151C101	ACCENTURE PLC	160,017	125,326
Common Stock	Invest - Corp Stock	086484	166764100	CHEVRON CORP	1,095,000	693,816
Common Stock	Invest - Corp Stock	086484	084670702	BERKSHIRE HATHAWAY INC	480,660	431,160
Common Stock	Invest - Corp Stock	086484	20030N101	COMCAST CORP CLASS A	1,054,560	923,717
Common Stock	Invest - Corp Stock	086484	92826C839	VISA INC-CLASS A SHRS	464,508	447,088
Common Stock	Invest - Corp Stock	086484	58405U102	MEDCO HEALTH SOLUTIONS INC	900,669	846,416
Common Stock	Invest - Corp Stock	086484	65339F101	NEXTERA ENERGY INC	1,039,800	629,801
Bank CTFs	Invest - Other	086484	999708902	TAXABLE INTERMEDIATE TERM BD FD	4,106,855	4,064,539
Mutual Fund	Invest - Other	086484	464287465	ISHARES MSCI EAFE	2,619,900	2,633,200
Mutual Fund	Invest - Other	086484	922042866	VANGUARD PACIFIC ETF	684,480	759,000
Market Index	Invest - Other	086484	RCI992202	RICI LINKED PAM TOTAL INDEX (SF)	498,083	500,000
Mutual Fund	Invest - Other	086484	922908751	VANGUARD SMALL CAP VIPER	428,517	399,724
Mutual Fund	Invest - Other	086484	922908629	VANGUARD MIDCAP VIPER	416,976	392,768
Mutual Fund	Invest - Other	086484	922042858	VANGUARD EMERGING MARKETS ETF	404,426	397,147
Other Assets	Other Assets	086484	MIX089285	CA BUT S00 T20N R01E 52 475% MI	1	1
Demand Note	Savings & Temp Inv	086484	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	185,519	185,519
					35,053,326	**23,197,161**