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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 7/01, 2010, and ending 6/30, 2011

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

Rossi Family Foundation
Janeen Tuitupou
1100 Sharon Park Drive #2
Menlo Park, CA 94025

A Employer identification number

94-3106122

B Telephone number (see the instructions)

650-854-3639

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, column (c), line 16)
 ▶ \$ 2,470,724.

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 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 (att sch)
 2 Ck ☒ if the foundn is not req to att Sch B
 3 Interest on savings and temporary cash investments
 4 Dividends and interest from securities
 5a Gross rents
 b Net rental income or (loss)
 6a Net gain/(loss) from sale of assets not on line 10
 b Gross sales price for all assets on line 6a 274,471.
 7 Capital gain net income (from Part IV, line 2)
 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/(loss) (att sch)
 11 Other income (attach schedule)
 See Statement 1
 12 **Total.** Add lines 1 through 11

51,078.

51,078.

51,078.

60,299.

60,299.

1,000.

1,158.

112,535.

111,377.

52,078.

ADMINISTRATIVE AND EXPENSES

- 13 Compensation of officers, directors, trustees, etc
 14 Other employee salaries and wages
 15 Pension plans, employee benefits
 16a Legal fees (attach schedule)
 b Accounting fees (attach sch) See St 2
 c Other prof fees (attach sch) See St 3
 17 Interest
 18 Taxes (attach schedule)(see instr) See Stm 4
 19 Depreciation (attach sch) and depletion
 20 Occupancy
 21 Travel, conferences, and meetings
 22 Printing and publications
 23 Other expenses (attach schedule)
 See Statement 5
 24 **Total operating and administrative expenses.** Add lines 13 through 23
 25 Contributions, gifts, grants paid Part XV
 26 **Total expenses and disbursements.** Add lines 24 and 25

3,298

16,326.

16,326.

1,527.

21,811.

16,326.

101,985.

123,796.

16,326.

0.

101,985.

101,985.

- 27 Subtract line 26 from line 12:
 a **Excess of revenue over expenses and disbursements**
 b **Net investment income** (if negative, enter -0-)
 c **Adjusted net income** (if negative, enter -0-)

-11,261.

95,051.

52,078.

914-15

7

SCANNED NOV 25 2011

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			
	2	Savings and temporary cash investments	8,152.	7,763.	7,763.
	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 the instructions)			
	7	Other notes and loans receivable (attach sch.) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule)			
	LIABILITIES	11	Investments — land, buildings, and equipment: basis ▶		
		Less: accumulated depreciation (attach schedule) ▶			
12		Investments — mortgage loans			
13		Investments — other (attach schedule) Statement 6	2,205,976.	2,195,104.	2,462,961.
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 instructions. Also, see page 1, item I)	2,214,128.	2,202,867.	2,470,724.
17		Accounts payable and accrued expenses			
18		Grants payable			
FUND ASSETS OR BALANCES	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, building, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	2,214,128.	2,202,867.		
30	Total net assets or fund balances (see the instructions)	2,214,128.	2,202,867.		
31	Total liabilities and net assets/fund balances (see the instructions)	2,214,128.	2,202,867.		

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	2,214,128.
2	Enter amount from Part I, line 27a	2	-11,261.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,202,867.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,202,867.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Attached Statement		P	Various	Various
b Capital Gain Distributions		P	Various	Various
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 261,883.		214,172.	47,711.
b 12,588.			12,588.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			47,711.
b			12,588.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	60,299.
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 the instructions) If (loss), enter -0- in Part I, line 8	<div><div></div></div>	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 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 (column (b) divided by column (c))
2009	110,508.	2,085,718.	0.052983
2008	92,984.	1,790,798.	0.051923
2007	124,230.	2,626,654.	0.047296
2006	141,146.	2,676,872.	0.052728
2005	110,280.	2,409,756.	0.045764

2 Total of line 1, column (d)	2	0.250694
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	0.050139
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,352,128.
5 Multiply line 4 by line 3	5	117,933.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	951.
7 Add lines 5 and 6	7	118,884.
8 Enter qualifying distributions from Part XII, line 4	8	101,985.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,901.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,901.
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	1,901.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	600.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	600.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,302.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11		
	Refunded		

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Janeen Tuitupou</u> Telephone no. <u>650-854-3639</u> Located at <u>1100 Sharon Park Drive, #2 Menlo Park CA</u> ZIP + 4 <u>94025</u>			
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 <u>N/A</u>	15		N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see 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. <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 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

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
See Statement 7		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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 X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	2,376,547.
b Average of monthly cash balances	1b	11,400.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,387,947.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,387,947.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	35,819.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,352,128.
6 Minimum investment return. Enter 5% of line 5	6	117,606.

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

1 Minimum investment return from Part X, line 6		1	117,606.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,901.	
b Income tax for 2010 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	1,901.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	115,705.	
4 Recoveries of amounts treated as qualifying distributions	4	1,000.	
5 Add lines 3 and 4	5	116,705.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	116,705.	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	101,985.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	101,985.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	101,985.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				116,705.
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				
b From 2006	12,429.			
c From 2007				
d From 2008	4,976.			
e From 2009	7,506.			
f Total of lines 3a through e	24,911.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 101,985.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				101,985.
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))	14,720.			14,720.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	10,191.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount — see 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 instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	10,191.			
10 Analysis of line 9.				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	2,685.			
d Excess from 2009	7,506.			
e Excess from 2010				

N/A

- 4942(1)(5)

(4) Gross investment income

[illegible]

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

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 Statement 9				
Total			3a	101,985.
b Approved for future payment				
Total			3b	

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Rossi Family Foundation
Janeen Tuitupou

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Federal tax refund	\$ 158.		
Grant Refunded	1,000.		
Total	\$ 1,158.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	\$ 3,298.			
Total	\$ 3,298.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment expenses	\$ 16,326.	\$ 16,326.		
Total	\$ 16,326.	\$ 16,326.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CA Dept. of Justice	\$ 50.			
Franchise Tax Board	10.			
IRS	600.			
Total	\$ 660.	\$ 0.	\$ 0.	\$ 0.

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Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative costs	\$ 13.			
Annual Board Meeting expense	1,480.			
Bank charges	34.			
Total	\$ 1,527.	\$ 0.	\$ 0.	\$ 0.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Publicly Traded Securities</u>			
Mutual Funds-Detail Attached	Cost	\$ 1,836,264.	\$ 2,089,503.
Bond Funds-Detail Attached	Cost	358,840.	373,458.
Total		\$ 2,195,104.	\$ 2,462,961.

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
L. Jay Rossi 18 Ohlone Portola Valley, CA 94028	President 0	\$ 0.	\$ 0.	\$ 0.
Marjorie Rossi 18 Ohlone Portola Valley, CA 94028	Vice President 0	0.	0.	0.
Safford J. Rossi 8884 Cortina Circle Roseville, CA 95678	Secretary/Treas 0	0.	0.	0.
Janeen Rossi Tuitupou 1100 Sharon Park Dr. #2 Menlo Park, CA 94025	Executive Direc 0	0.	0.	0.
Craig Hall Rossi 13219 Valley Vista Blvd Sherman Oaks, CA 91423	Director 0	0.	0.	0.

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Statement 7 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Lizabeth Rossi Schuetz 40 Oak Terrace Lake Bluff, IL 60044	Director 0	\$ 0.	\$ 0.	\$ 0.
Merilee Rossi 9 Jeffrey Court Novato, CA 94945	Director 0	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

Statement 8
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

L. Jay Rossi
 Marjorie Rossi

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
American Red Cross 85 Second St, 8th Floor San Francisco, CA 94105	N/A	501c3	General Support	\$ 300.
Stanford University 326 Galvez St Stanford, CA 94305	N/A	501c3	Grant to the school to support graduate, athletic and artistic programs.	17,000.
Avenidas Senior Center 450 Bryant Street Palo Alto, CA 94301	N/A	501c3	General support for community health services for senior citizens.	1,000.
Yosemite Conservancy 155 Montgomery St., #1104 San Francisco, CA 94104	N/A	501c3	to support Youth in Yosemite programs	5,000.

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Rossi Family Foundation
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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Environmental Volunteers 3921 East Bayshore Road Palo Alto, CA 94303	N/A	501c3	To support programs that teach love of nature; support eco center capital campaign	\$ 15,750.
KQED 2601 Mariposa Street San Francisco, CA 94110	N/A	501c3	General support for public television and radio	250.
Job Train 1200 O'Brien Drive Menlo Park, CA 94025	N/A	501c3	General support for programs to help people in need succeed in obtaining and keeping employment	2,500.
The Wesley School 4832 Tujunga Avenue North Hollywood, CA 91601	N/A	501c3	Faculty Development Support	750.
Children of Strength 1325 Valencia St San Francisco, CA 94110	N/A	501c3	To support Wind Solar project and "Next Step" program	8,000.
Marine Science Institute 500 Discovery Parkway Redwood City, CA 94063	N/A	501c3	To give finanacial assistance in support of summer camps	750.
SV2 P.O. Box 1792 Los Altos, CA 94023	N/A	501c3	General support	5,000.
Center Stage in Lake Forest 400 E. Illinois Lake Forest, IL 60045	N/A	501c3	For backstage and sound equipment for community theater	4,935.
Community Legal Aid Services in East Pal 2117B University Ave East Palo Alto, CA 94303	N/A	501c3	for legal services fund to assist disadvantaged	750.

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**Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year**

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Compassionate Friends 50 Indian Rock Court San Anselmo, CA 94960	N/A	501c3	To support organization that offers programs to families grieving death of a child	\$ 750.
Exploratorium 3600 Lyon St San Francisco, CA 94123	N/A	501c3	Educational program support	7,500.
The LaChris Connection 603 Manuel Drive Novato, CA 94945	N/A	501c3	To support programs for families with developmentally disabled children	750.
Mendocino Theater Co. PO Box 800 Mendocino, CA 95460	N/A	501c3	To provide stage lighting for community theater	5,000.
Parkinson's Institute & Clinical Center 675 Almanor Ave Sunnyvale, CA 94085	N/A	501c3	To support medical research	1,500.
Monterey Bay Aquarium 8886 Cannery Row Monterey, CA 93940	N/A	501c3	To support educational programs	3,000.
SFSU University Development 1600 Holloway Avenue San Francisco, CA 94132	N/A	501c3	For materials for Exercise Physiology Lab at State University	2,500.
Shelter Network of San Mateo 1450 Chapin Ave, 2nd floor Burlingame, CA 94010	N/A	501c3	To support parenting education initiative program	2,500.
Silicon Valley Community Foundation 2440 West El Camino Real Mountain View, CA 94040	None	501c3	To support programs in memory of John Wallace Mackenzie	5,000.

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Statement 9 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
USO P.O.Box 96355 Washington, DC 20090	N/A	501c3	To support programs for military personnel and their families	\$ 3,000.
California Bach Society P.O. Box 1526 Palo Alto, CA 94302	N/A	501c3	To support production of Bach Magnificat	1,000.
Mother's Trust Foundation 400 E. Illinois Lake Forest, IL 60045	N/A	501c3	To provide emergency assistance to disadvantaged children.	7,500.
Total				\$ <u>101,985.</u>

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
Small Company Stocks							
Mutual Funds							
5,026.520	DFA US Small Cap Value Fund	21.55	108,311.32	26.77	134,559.94	5.4	0.3
7,550.098	Vanguard Small Cap Index Fund Signal	21.42	161,706.15	33.72	254,589.30	10.3	1.0
			270,017.47		389,149.24	15.8	0.7
	Small Company Stocks Total		270,017.47		389,149.24	15.8	0.7
Int'l Small Co. Stocks							
Mutual Funds							
5,882.037	Morgan Stanley Inst'l Int'l Small Cap I	17.29	101,721.01	14.30	84,113.13	3.4	0.3
			101,721.01		84,113.13	3.4	0.3
	Int'l Small Co. Stocks Total		101,721.01		84,113.13	3.4	0.3
Emerging Markets Stocks							
Mutual Funds							
3,775.570	DFA Emerging Markets Portfolio	19.79	74,705.30	30.91	116,702.87	4.7	1.6
			74,705.30		116,702.87	4.7	1.6
	Emerging Markets Stock Total		74,705.30		116,702.87	4.7	1.6
Large Company Stocks							
Mutual Funds							
2,598.359	DFA US Large Cap Value Portfolio	16.04	41,684.52	21.68	56,332.42	2.3	1.4
25,220.864	DFA US Large Company Portfolio	9.62	242,627.34	10.41	262,549.19	10.6	1.6
1,311.578	Dodge & Cox Stock	104.92	137,605.96	113.62	149,021.49	6.0	1.4
6,262.475	Mutual Series Quest Z	17.54	109,842.81	18.55	116,168.91	4.7	2.2
4,476.273	T. Rowe Price Growth Stock Fund	28.28	126,585.79	33.84	151,477.08	6.1	0.0
			658,346.42		735,549.10	29.8	1.3
	Large Company Stocks Total		658,346.42		735,549.10	29.8	1.3

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
International Stocks							
Mutual Funds							
6,326.754	GMO Int'l Intrinsic Value III	22.91	144,941.34	23.47	148,488.92	6.0	1.8
2,289.692	Harbor Int'l Inst'l	37.54	85,963.19	64.89	148,578.11	6.0	1.2
10,130.731	Morgan Stanley Inst'l Int'l Equity I	16.59	168,063.08	14.43	146,186.45	5.9	1.2
			398,967.60		443,253.48	17.9	1.4
	International Stocks Total		398,967.60		443,253.48	17.9	1.4
Domestic REITs							
Mutual Funds							
4,715.883	Cohen & Steers Inst'l Realty Shares	39.78	187,603.45	41.79	197,076.75	8.0	1.1
			187,603.45		197,076.75	8.0	1.1
	Domestic REITs Total		187,603.45		197,076.75	8.0	1.1
International REITs							
Mutual Funds							
11,040.915	Cohen & Steers International Realty Fund I	13.12	144,902.49	11.20	123,658.25	5.0	2.3
			144,902.49		123,658.25	5.0	2.3
	International REITs Total		144,902.49		123,658.25	5.0	2.3
High Quality Bond Funds							
Intermediate Term							
21,036.075	DFA Intermediate Government Bond Portfolio	11.80	248,195.98	12.41	261,057.69	10.6	3.4
			248,195.98		261,057.69	10.6	3.4
	High Quality Bond Fund Total		248,195.98		261,057.69	10.6	3.4

Kaspick & Company
PORTFOLIO APPRAISAL
Rossi Family Foundation
Exempt Organization
June 30, 2011

<u>Quantity</u>	<u>Security</u>	<u>Unit Cost</u>	<u>Total Cost</u>	<u>Price</u>	<u>Market Value</u>	<u>Pct. Assets</u>	<u>Cur. Yield</u>
Investment Grade Bond Funds							
Intermediate Term							
10,227.520	PIMCO Total Return Fund Inst'l	10.82	110,644.76	10.99	112,400.44	4.5	3.3
			<u>110,644.76</u>		<u>112,400.44</u>	<u>4.5</u>	<u>3.3</u>
	Investment Grade Bond Total		<u>110,644.76</u>		<u>112,400.44</u>	<u>4.5</u>	<u>3.3</u>
Cash and Equivalents							
	Schwab Cash		<u>7,762.57</u>		<u>7,762.57</u>	<u>0.3</u>	<u>0.0</u>
			<u>7,762.57</u>		<u>7,762.57</u>	<u>0.3</u>	<u>0.0</u>
TOTAL PORTFOLIO			<u>2,202,867.06</u>		<u>2,470,723.52</u>	<u>100.0</u>	<u>1.6</u>

Kaspick & Company
REALIZED GAINS AND LOSSES
Rossi Family Foundation
Exempt Organization
From 07-01-10 Through 06-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
09-20-02	08-27-10	38 925	Cohen & Steers Inst'l Realty Shares	1,143 61	1,322.36		178 75
12-27-02	08-27-10	100 790	Cohen & Steers Inst'l Realty Shares	2,739 46	3,424 04		684 58
09-15-03	08-27-10	433 548	DFA Emerging Markets Portfolio	4,782 48	11,822 44		7,039 96
11-23-04	08-27-10	1,024 969	DFA Intermediate Government Bond Portfolio	12,178 55	13,079 46		900 91
08-21-09	08-27-10	1,331 196	PIMCO Total Return Fund Inst'l	14,208 94	15,259.21		1,050 27
12-27-02	09-01-10	71 189	Cohen & Steers Inst'l Realty Shares	1,934 90	2,499 41		564 51
12-27-02	09-01-10	8 578	Cohen & Steers Inst'l Realty Shares	233 15	301 17		68 02
12-12-05	09-01-10	110 756	Cohen & Steers International Realty Fund I	1,399 12	1,152 88		-246 24
12-13-00	09-01-10	158 730	Morgan Stanley Inst'l Int'l Equity I	3,271 56	1,951 64		-1,319 92
06-18-99	09-01-10	111 176	Mutual Series Quest Z	2,054 53	1,907 30		-147.23
12-17-01	11-15-10	247 548	DFA US Small Cap Value Fund	4,525 18	5,766 63		1,241 45
12-17-01	11-15-10	128.497	DFA US Small Cap Value Fund	2,348 93	2,993 33		644 40
10-31-02	11-15-10	74 792	DFA US Small Cap Value Fund	1,222.30	1,742 28		519 98
01-26-00	11-16-10	360 330	Vanguard Small Cap Index Fund Signal	7,964 22	10,293 57		2,329 35
01-26-00	01-04-11	556.317	Vanguard Small Cap Index Fund Signal	12,296 04	17,469 92		5,173.88
09-15-03	01-04-11	172 775	DFA Emerging Markets Portfolio	1,905 88	5,355 65		3,449 77
12-18-00	01-04-11	132 901	DFA US Large Cap Value Portfolio	2,105 38	2,709.74		604 36
10-31-02	01-04-11	373 535	DFA US Small Cap Value Fund	6,104 54	9,580 65		3,476 11
01-27-00	01-04-11	855 627	DFA US Large Company Portfolio	9,370 51	8,539 16		-831 35
05-24-01	01-04-11	100 154	Harbor Int'l Inst'l	3,365 21	6,115 18		2,749 97
12-12-05	01-04-11	360 920	T Rowe Price Growth Stock Fund	10,403 69	11,665 46		1,261 77
06-29-98	01-04-11	386 300	Morgan Stanley Inst'l Int'l Small Cap I	7,096 32	5,381.96		-1,714 36
07-15-98	01-04-11	21.959	Morgan Stanley Inst'l Int'l Small Cap I	397 02	305.93		-91 09
07-15-98	01-04-11	17 266	Morgan Stanley Inst'l Int'l Small Cap I	312 17	240 55		-71 62
12-23-98	01-04-11	95 355	Morgan Stanley Inst'l Int'l Small Cap I	1,429 37	1,328 50		-100 87
12-20-94	01-04-11	31 427	Dodge & Cox Stock	1,691 52	3,428 72		1,737 20
12-20-94	01-04-11	9 754	Dodge & Cox Stock	525 34	1,064 17		538 83
03-16-95	01-04-11	3 137	Dodge & Cox Stock	179 22	342 25		163.03
12-20-95	01-04-11	32 890	Dodge & Cox Stock	2,208 87	3,588 33		1,379 46
12-12-05	02-16-11	116 077	T Rowe Price Growth Stock Fund	3,345 98	4,015 16		669.18
12-20-95	02-16-11	13 886	Dodge & Cox Stock	932.58	1,619 62		687 04
03-20-96	02-16-11	2 512	Dodge & Cox Stock	180 61	292 99		112 38
03-20-96	02-16-11	0.387	Dodge & Cox Stock	27 79	45.14		17 35
12-18-96	02-16-11	17.781	Dodge & Cox Stock	1,401.13	2,073.91		672 78
01-27-00	02-16-11	477 099	DFA US Large Company Portfolio	5,225 01	5,023 33		-201 68

Kaspick & Company
REALIZED GAINS AND LOSSES
Rossi Family Foundation
Exempt Organization
From 07-01-10 Through 06-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
12-27-02	03-21-11	88.945	Cohen & Steers Inst'l Realty Shares	2,417.48	3,535.60		1,118.12
11-23-04	03-21-11	478.896	DFA Intermediate Government Bond Portfolio	5,690.18	5,873.86		183.68
01-26-00	04-04-11	320.793	Vanguard Small Cap Index Fund Signal	7,090.35	11,005.92		3,915.57
10-31-02	04-04-11	121.349	DFA US Small Cap Value Fund	1,983.16	3,397.03		1,413.87
12-16-02	04-04-11	57.286	DFA US Small Cap Value Fund	898.82	1,603.66		704.84
12-27-02	05-04-11	19.860	Cohen & Steers Inst'l Realty Shares	539.78	835.82		296.04
12-27-02	05-04-11	57.326	Cohen & Steers Inst'l Realty Shares	1,558.13	2,412.61		854.48
01-29-03	05-04-11	35.440	Cohen & Steers Inst'l Realty Shares	930.89	1,491.52		560.63
03-21-03	05-04-11	52.585	Cohen & Steers Inst'l Realty Shares	1,470.23	2,213.08		742.85
07-01-98	05-04-11	12.645	GMO Int'l Intrinsic Value III	303.23	302.49		-0.74
12-22-98	05-04-11	152.920	GMO Int'l Intrinsic Value III	3,183.79	3,658.15		474.36
01-27-00	05-16-11	473.037	DFA US Large Company Portfolio	5,180.53	4,961.68		-218.85
06-18-99	05-16-11	81.296	Mutual Series Quest Z	1,502.35	1,517.20		14.85
06-18-99	05-16-11	19.114	Mutual Series Quest Z	353.23	356.72		3.49
12-17-99	05-16-11	166.396	Mutual Series Quest Z	2,742.21	3,105.38		363.17
12-13-00	05-16-11	291.578	Morgan Stanley Inst'l Int'l Equity I	6,009.67	4,184.51		-1,825.16
12-18-00	05-16-11	55.403	Morgan Stanley Inst'l Int'l Equity I	953.49	795.10		-158.39
12-18-00	05-24-11	79.519	DFA US Large Cap Value Portfolio	1,259.71	1,711.79		452.08
12-18-00	05-24-11	94.649	DFA US Large Cap Value Portfolio	1,499.40	2,037.50		538.10
03-08-01	05-24-11	20.770	DFA US Large Cap Value Portfolio	379.71	447.11		67.40
06-08-01	05-24-11	27.240	DFA US Large Cap Value Portfolio	507.52	586.39		78.87
09-10-01	05-24-11	9.303	DFA US Large Cap Value Portfolio	155.47	200.27		44.80
03-21-03	05-24-11	66.042	Cohen & Steers Inst'l Realty Shares	1,846.48	2,747.79		901.31
06-20-03	05-24-11	78.258	Cohen & Steers Inst'l Realty Shares	2,375.78	3,256.05		880.27
08-21-09	05-24-11	453.309	PIMCO Total Return Fund Inst'l	4,838.54	4,990.00		151.46
12-18-96	05-24-11	1.845	Dodge & Cox Stock	145.39	209.36		63.97
12-18-96	05-24-11	4.787	Dodge & Cox Stock	377.20	543.20		166.00
03-27-97	05-24-11	4.692	Dodge & Cox Stock	385.32	532.42		147.10
03-27-97	05-24-11	1.694	Dodge & Cox Stock	139.14	192.22		53.08
12-29-97	05-24-11	4.293	Dodge & Cox Stock	398.38	487.14		88.76
12-29-97	05-24-11	21.845	Dodge & Cox Stock	2,027.22	2,478.83		451.61
12-29-97	05-24-11	4.811	Dodge & Cox Stock	446.46	545.92		99.46
05-24-01	06-09-11	98.747	Harbor Int'l Inst'l	3,317.93	6,306.19		2,988.26
12-18-00	06-09-11	277.498	Morgan Stanley Inst'l Int'l Equity I	4,775.74	3,999.06		-776.68
12-22-98	06-09-11	109.376	GMO Int'l Intrinsic Value III	2,277.21	2,524.81		247.60
12-22-98	06-09-11	98.818	GMO Int'l Intrinsic Value III	2,057.40	2,281.09		223.69
12-22-98	06-09-11	22.802	GMO Int'l Intrinsic Value III	474.73	526.36		51.63
12-23-98	06-09-11	67.825	Morgan Stanley Inst'l Int'l Small Cap I	1,016.70	973.37		-43.33

Kaspick & Company
REALIZED GAINS AND LOSSES
Rossi Family Foundation
Exempt Organization
From 07-01-10 Through 06-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-02-99	06-09-11	7 268	Morgan Stanley Inst'l Int'l Small Cap I	128.20	104 30		-23 90
12-17-99	06-09-11	169 889	Morgan Stanley Inst'l Int'l Small Cap I	3,161 64	2,438 13		-723 51
12-17-99	06-09-11	74 933	Morgan Stanley Inst'l Int'l Small Cap I	1,394 51	1,075 38		-319 13
11-23-04	06-09-11	460 154	DFA Intermediate Government Bond Portfolio	5,467 49	5,735 83		268 34
TOTAL GAINS						0 00	56,525 04
TOTAL LOSSES						0 00	-8,814 04
						214,171 88	261,882 88
TOTAL REALIZED GAIN/LOSS						0 00	47,711 00
CAPITAL GAIN DISTRIBUTIONS							
	12-08-10		PIMCO Total Return Fund Inst'l				1,435 53
	12-08-10		PIMCO Total Return Fund Inst'l			3,139 51	
	12-09-10		DFA Intermediate Government Bond Portfolio				726 71
	12-09-10		DFA Emerging Markets Portfolio				6,524 52
	12-09-10		DFA Emerging Markets Portfolio			3 69	
	12-17-10		Mutual Series Quest Z				3,900 84
	12-17-10		Mutual Series Quest Z			1,007 24	
TOTAL DISTRIBUTIONS				16,738.04		4,150 44	12,587 60
						4,150.44	60,298.60
TOTAL GAIN/LOSS				64,449 04			