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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 7/1/2010, 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

Name of foundation <b>LEROY, ALFRED T/U/W</b>		A Employer identification number <b>95-6137858</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N A - PO Box 63954 MAC A0348-012</b>		B Telephone number (see page 10 of the instructions) <b>(888) 730-4933</b>
City or town, state, and ZIP code <b>SAN FRANCISCO CA 94163</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 554,925</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> 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	18,179	18,179		
	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	23,182			
	b Gross sales price for all assets on line 6a	209,399			
	7 Capital gain net income (from Part IV, line 2)		23,182		
	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	41,361	41,361	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,506	4,879		1,627
	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)	640	0	0	640
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,852	92	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)	127	117	0	10
	24 Total operating and administrative expenses. Add lines 13 through 23	9,125	5,088	0	2,277
	25 Contributions, gifts, grants paid	11,788			11,788
26 Total expenses and disbursements. Add lines 24 and 25	20,913	5,088	0	14,065	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	20,448				
b Net investment income (if negative, enter -0-)		36,273			
c Adjusted net income (if negative, enter -0-)			0		

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

Form **990-PF** (2010)

(HTA)

Form 990-PF (2010) LEROY, ALFRED T/U/W

95-6137858 Page 2

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		21,377	26,812	26,812
	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)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	0	0
	c	Investments—corporate bonds (attach schedule)		0	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)		459,618	476,948	528,113	
14	Land, buildings, and equipment basis ▶	0				
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶ )		0	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)		480,995	503,760	554,925	
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	<b>Total liabilities</b> (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. ▶ <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		480,995	503,760	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)		480,995	503,760		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		480,995	503,760		

## 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	480,995
2	Enter amount from Part I, line 27a	2	20,448
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,094
4	Add lines 1, 2, and 3	4	504,537
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	777
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	503,760

**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.)
<b>1a</b> See Attached Statement				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 0	0	0	0	
<b>b</b> 0	0	0	0	
<b>c</b> 0	0	0	0	
<b>d</b> 0	0	0	0	
<b>e</b> 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b> 0	0	0	0	
<b>b</b> 0	0	0	0	
<b>c</b> 0	0	0	0	
<b>d</b> 0	0	0	0	
<b>e</b> 0	0	0	0	
<b>2</b> 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 }			<b>2</b>	23,182
<b>3</b> 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			<b>3</b>	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.

(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	19,268	499,153	0.038601
2008	22,599	465,949	0.048501
2007			0.000000
2006			0.000000
2005			0.000000
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.087102
<b>3</b> 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			<b>3</b> 0.043551
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			<b>4</b> 531,337
<b>5</b> Multiply line 4 by line 3			<b>5</b> 23,140
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 363
<b>7</b> Add lines 5 and 6			<b>7</b> 23,503
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.			<b>8</b> 14,065

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

<b>1 a</b> 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 instructions)			
<b>b</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	<b>1</b>	725	
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0	
<b>3</b> Add lines 1 and 2	<b>3</b>	725	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	725	
<b>6</b> Credits/Payments			
<b>a</b> 2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	1,084	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments. Add lines 6a through 6d	<b>7</b>	1,084	
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	0	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	359	
<b>11</b> Enter the amount of line 10 to be Credited to 2011 estimated tax <b>Refunded</b>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> 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>b</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)? <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
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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
<b>3</b> 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
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
<b>5</b> 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
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>CA</b>		
<b>b</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	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**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 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? Website address ▶ N/A	13	X	
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			
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 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 ▶	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 checked="" type="checkbox"/> Yes <input 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <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

**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)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No  
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

**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? ☐ Yes ☒ 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? ☐ Yes ☒ No

**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 FRANCIS	Trustee	4 00	6,506	0
		00	0	0
		00	0	0
		00	0	0
		00	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
		0
<b>Total</b> number of others receiving over \$50,000 for professional services		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 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
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	515,987
<b>b</b>	Average of monthly cash balances	<b>1b</b>	23,441
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	539,428
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	539,428
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	8,091
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	531,337
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	26,567

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	26,567
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	725
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	725
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	25,842
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	25,842
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	25,842

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	14,065
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	14,065
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	14,065

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7				25,842
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			4,902	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2010				
<b>a</b> From 2005	NONE			
<b>b</b> From 2006	NONE			
<b>c</b> From 2007	NONE			
<b>d</b> From 2008	NONE			
<b>e</b> From 2009	NONE			
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 14,065				
<b>a</b> Applied to 2009, but not more than line 2a			4,902	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
<b>d</b> Applied to 2010 distributable amount				9,163
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				16,679
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006	0			
<b>b</b> Excess from 2007	0			
<b>c</b> Excess from 2008	0			
<b>d</b> Excess from 2009	0			
<b>e</b> Excess from 2010	0			

N/A

- ☐ 4942(I)(3) or ☐ 4942(I)(5)

- (4) Gross investment income**

[illegible]

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	11,788
<b>b</b> Approved for future payment NONE				
<b>Total</b>			▶ <b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>			0		0	0
<b>b</b>			0		0	0
<b>c</b>			0		0	0
<b>d</b>			0		0	0
<b>e</b>			0		0	0
<b>f</b>			0		0	0
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities			14	18,179	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property					
<b>b</b>	Not debt-financed property					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	23,182	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b> _____		0		0	0
<b>b</b>	_____		0		0	0
<b>c</b>	_____		0		0	0
<b>d</b>	_____		0		0	0
<b>e</b>	_____		0		0	0
<b>12</b>	Subtotal. Add columns (b), (d), and (e)		0		41,361	0
<b>13</b>	Total. Add line 12, columns (b), (d), and (e)				13	41,361

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

- |          |   | Yes          | No |
|----------|---|--------------|----|
| <b>1</b> | 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?   |              |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of   |              |    |
|          | (1) Cash  | <b>1a(1)</b> | X  |
|          | (2) Other assets  | <b>1a(2)</b> | X  |
| <b>b</b> | Other transactions  |              |    |
|          | (1) Sales of assets to a noncharitable exempt organization  | <b>1b(1)</b> | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization  | <b>1b(2)</b> | X  |
|          | (3) Rental of facilities, equipment, or other assets  | <b>1b(3)</b> | X  |
|          | (4) Reimbursement arrangements  | <b>1b(4)</b> | X  |
|          | (5) Loans or loan guarantees  | <b>1b(5)</b> | X  |
|          | (6) Performance of services or membership or fundraising solicitations  | <b>1b(6)</b> | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | <b>1c</b>    | X  |
| <b>d</b> | 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 |              |    |

[illegible]


- 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 A. Salsante* 10/14/2011 VP AND TAX DIRECTOR

Signature of officer or trustee Date Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="checked" type="checkbox"/> if self-employed	PTIN
	Donald J. Roman		10/14/2011		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

LEROY, ALFRED T/U/W

95-6137858 Page 1 of 1

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

Recipient(s) paid during the year

Name

LOS ANGELES FIREMAN'S RELIEF ASSOC

Street

815 COLORADO BOULEVARD, 4TH FLOOR

City

LOS ANGELES

State

CA

Zip Code

90041

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

11,788

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										209,399	186,217		23,182		
Short Term CG Distributions										0	0		0		
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Other sales						
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation	Net Gain or Loss	
1	X	ISHARES TR SMALLCAP 600 I	464287804			4/30/2010		11/22/2010	569	587				-18	
2	X	ISHARES TR SMALLCAP 600 I	464287804			10/7/2010		11/22/2010	508	480				26	
3	X	ISHARES TR SMALLCAP 600 I	464287804			10/7/2010		2/7/2011	1,402	1,199				203	
4	X	ISHARES TR SMALLCAP 600 I	464287804			10/7/2010		4/29/2011	1,057	840				217	
5	X	KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		10/7/2010	11,926	7,908				4,018	
6	X	KEELEY SMALL CAP VAL FD C	487300808			8/11/2009		10/7/2010	5,323	4,442				881	
7	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		7/22/2010	471	471				0	
8	X	POWERSHARES DB COMMOT	73935S105			12/22/2008		10/7/2010	10,039	8,361				1,678	
9	X	POWERSHARES DB COMMOT	73935S105			2/6/2009		10/7/2010	3,265	2,708				557	
10	X	POWERSHARES DB COMMOT	73935S105			8/7/2009		10/7/2010	1,998	1,937				61	
11	X	POWERSHARES DB COMMOT	73935S105			4/30/2010		10/7/2010	2,680	2,684				-4	
12	X	POWERSHARES DB COMMOT	73935S105			7/22/2010		10/7/2010	926	856				70	
13	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/6/2009		10/7/2010	1,124	683				441	
14	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		11/22/2010	385	383				2	
15	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		2/7/2011	198	174				24	
16	X	AMEX MATERIALS SPDR	81369Y100			4/30/2010		4/29/2011	613	522				91	
17	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		11/22/2010	1,393	1,411				-18	
18	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		2/7/2011	646	627				19	
19	X	CONSUMER STAPLES SECTO	81369Y308			10/7/2010		11/22/2010	172	170				2	
20	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		11/22/2010	258	251				7	
21	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		2/7/2011	293	279				14	
22	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		4/29/2011	754	670				84	
23	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		10/7/2010	646	676				-30	
24	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		11/22/2010	793	783				10	
25	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		4/29/2011	608	534				74	
26	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		10/7/2010	291	302				-11	
27	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		11/22/2010	1,324	1,270				54	
28	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		2/7/2011	745	605				140	
29	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		11/22/2010	1,377	1,554				-177	
30	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		2/7/2011	1,506	1,488				18	
31	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		10/7/2010	513	534				-21	
32	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		11/22/2010	1,367	1,402				-35	
33	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		2/7/2011	925	834				91	
34	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		10/7/2010	279	286				-7	
35	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		11/22/2010	1,644	1,619				25	
36	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		2/7/2011	938	834				104	
37	X	ISHARES S&P MIDCAP 400 GF	464287606			4/30/2010		4/29/2011	569	449				120	
38	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		4/29/2011	294	262				32	
39	X	AMEX UTILITIES SPDR	81369Y886			4/30/2010		2/7/2011	318	304				14	
40	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		7/22/2010	17,261	16,046				1,215	
41	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		7/22/2010	3,220	2,899				321	
42	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		10/7/2010	21,886	18,735				3,151	
43	X	VANGUARD EMERGING MARK	922042858			4/30/2010		10/7/2010	234	213				21	
44	X	VANGUARD MSCI EMERGING N	922042858			4/30/2010		4/29/2011	251	213				38	
45	X	VANGUARD MSCI EMERGING N	922042858			7/22/2010		4/29/2011	402	328				74	
46	X	VANGUARD REIT VIPER	92208553			7/22/2010		10/7/2010	965	869				96	
47	X	VANGUARD REIT VIPER	92208553			2/6/2009		10/7/2010	483	266				217	
48	X	VANGUARD REIT VIPER	92208553			11/22/2010		2/7/2011	286	266				20	
49	X	VANGUARD REIT VIPER	92208553			2/6/2009		2/7/2011	2,570	1,333				1,237	
50	X	VANGUARD REIT VIPER	92208553			2/6/2009		4/29/2011	6,160	2,961				3,199	



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

Totals										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Long Term CG Distributions										209,399		186,217		23,182	
Short Term CG Distributions										0		0		0	
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	
51	X	WELLS FARGO ADV INTL BON	94985D562			10/12/2010		4/29/2011	205	209				-4	
52	X	WELLS FARGO ADV HI INC-IN	949917538			2/3/2006		7/22/2010	833	900				-67	
53	X	WELLS FARGO ADV HI INC-IN	949917538			2/3/2006		11/22/2010	1,204	1,257				-53	
54	X	TAXABLE TOTAL RETURN BO	991283912			7/29/1983		7/22/2010	7,702	6,718				984	
55	X	TAXABLE TOTAL RETURN BO	991283912			7/29/1983		10/7/2010	5,460	4,736				724	
56	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		10/7/2010	6,724	6,746				-22	
57	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		11/22/2010	2,693	2,715				-22	
58	X	TAXABLE SHORT-TERM BONI	999612906			4/30/2010		27/2011	7,584	7,620				-36	
59	X	TAXABLE SHORT-TERM BONI	999612906			7/22/2010		27/2011	7,011	7,030				-19	
60	X	TAXABLE SHORT-TERM BONI	999612906			4/21/2006		27/2011	743	742				1	
61	X	TAXABLE SHORT-TERM BONI	999612906			4/21/2006		4/29/2011	2,167	2,178				-11	
62	X	TAXABLE SHORT-TERM BONI	999612906			177/2004		4/29/2011	2,692	2,701				-9	
63	X	TAXABLE INTERMEDIATE TER	999708902			1/31/2006		7/22/2010	7,512	6,896				616	
64	X	TAXABLE INTERMEDIATE TER	999708902			1/31/2006		10/7/2010	5,217	4,765				452	
65	X	TAXABLE INTERMEDIATE TER	999708902			1/31/2006		11/22/2010	223	208				15	
66	X	CREDIT SUISSE COMM RT ST	22544R305			10/12/2010		11/22/2010	574	579				-5	
67	X	CREDIT SUISSE COMM RT ST	22544R305			10/12/2010		277/2011	1,699	1,627				72	
68	X	CREDIT SUISSE COMM RT ST	22544R305			10/12/2010		4/29/2011	988	877				111	
69	X	DREYFUS EMG MKT DEBT LQ	261980494			10/12/2010		4/29/2011	354	347				7	
70	X	HUSSMAN STRATEGIC GROV	448108100			2/11/2008		7/22/2010	1,219	1,434				-215	
71	X	ISHARES IBOXX \$ INV GR CO	464287242			4/30/2010		7/22/2010	1,313	1,284				29	
72	X	ISHARES IBOXX \$ INV GR CO	464287242			4/30/2010		10/7/2010	227	214				13	
73	X	ISHARES IBOXX \$ INV GR CO	464287242			2/6/2009		10/7/2010	1,021	883				138	
74	X	ISHARES IBOXX \$ INV GR CO	464287242			2/6/2009		277/2011	20,001	18,356				1,645	
75	X	ISHARES MSCI EAFE	464287465			4/30/2010		7/22/2010	354	386				-32	
76	X	ISHARES MSCI EAFE	464287465			4/30/2010		10/7/2010	2,339	2,261				78	
77	X	ISHARES MSCI EAFE	464287465			11/22/2010		277/2011	1,517	1,428				89	
78	X	ISHARES MSCI EAFE	464287465			11/22/2010		4/29/2011	765	686				79	
79	X	ISHARES S&P MIDCAP 400 GR	464287606			4/30/2010		11/22/2010	847	808				39	
80	X	ISHARES S&P MIDCAP 400 GR	464287606			4/30/2010		277/2011	2,109	1,796				313	
81	X	L/T CAP GAIN DIVIDEND							77					77	
82	X	SECTION 1256 LOSS FROM K								800				-800	
83	X	CTF CALENDAR YEAR S/T GA							1,491					1,491	
84	X	CTF CALENDAR YEAR L/T GA							534					534	
85	X	S/T LOSS FROM K1								5				-5	
86	X	L/T GAIN FROM K1							147					147	
87	X	FINAL YEAR K1 ADJ								1,517				-1,517	

**Line 16b (990-PF) - Accounting Fees**

		640	0	0	640
	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) 640
1	ACCOUNTING FEES	640			
2					
3					
4					
5					
6					
7					
8					
9					
10					

**Line 18 (990-PF) - Taxes**

		1,852	92	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	676			
2	ESTIMATED EXCISE TAX PAID	1,084			
3	FOREIGN TAX WITHHELD	92	92		
4					
5					
6					
7					
8					
9					
10					

**Line 23 (990-PF) - Other Expenses**

		127	117	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	STATE AG FEES	10			10
3	PARTNERSHIP EXPENSES	117	117		
4					
5					
6					
7					
8					
9					
10					

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		459,618	476,948	528,113
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	Undistributed CTF Capital Gain	1	818
2	Partnership Income Adjustment	2	2,276
3	Total	3	3,094

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

1	PY Return of Capital Adjustment	1	292
2	CTF Book to Tax Difference	2	480
3	Cost Basis Adjustment	3	5
4	Total	4	777

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV 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
	Long Term CG Distributions	Amount												
	Short Term CG Distributions	0												
1	ISHARES TR SMALLCAP 600 INDEX FD	464287804		4/30/2010	11/22/2010		569	0	587	-18			0	23,182
2	ISHARES TR SMALLCAP 600 INDEX FD	464287804		10/7/2010	11/22/2010		506	0	480	26			0	-18
3	ISHARES TR SMALLCAP 600 INDEX FD	464287804		10/7/2010	2/7/2011		1,402	0	1,199	203			0	26
4	ISHARES TR SMALLCAP 600 INDEX FD	464287804		10/7/2010	4/29/2011		1,057	0	840	217			0	203
5	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	10/7/2010		11,926	0	7,908	4,018			0	217
6	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/11/2009	10/7/2010		5,323	0	4,442	881			0	4,018
7	MERGER FD SH BEN INT #260	589509108		5/4/2010	7/22/2010		471	0	471	0			0	881
8	POWERSHARES DB COMMODITY INDE	739355105		12/22/2008	10/7/2010		10,039	0	8,361	1,678			0	0
9	POWERSHARES DB COMMODITY INDE	739355105		2/6/2009	10/7/2010		3,265	0	2,708	557			0	1,678
10	POWERSHARES DB COMMODITY INDE	739355105		8/7/2009	10/7/2010		1,998	0	1,937	61			0	557
11	POWERSHARES DB COMMODITY INDE	739355105		7/22/2010	10/7/2010		926	0	2,684	-4			0	61
12	POWERSHARES DB COMMODITY INDE	739355105		2/6/2009	10/7/2010		1,124	0	683	441			0	-4
13	SPDR DJ WILSHIRE INTERNATIONAL	81369Y100		4/30/2010	11/22/2010		385	0	383	2			0	70
14	AMEX MATERIALS SPDR	81369Y100		4/30/2010	11/22/2010		198	0	174	24			0	441
15	AMEX MATERIALS SPDR	81369Y100		4/30/2010	2/7/2011		613	0	522	91			0	24
16	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	11/22/2010		1,393	0	1,411	-18			0	91
17	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	11/22/2010		646	0	627	19			0	-18
18	CONSUMER STAPLES SECTOR SPDR	81369Y308		10/7/2010	11/22/2010		172	0	170	2			0	19
19	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	11/22/2010		258	0	251	7			0	2
20	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	2/7/2011		293	0	279	14			0	7
21	CONSUMER STAPLES SECTOR SPDR	81369Y308		4/30/2010	4/29/2011		754	0	670	84			0	14
22	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	10/7/2010		646	0	676	-30			0	-18
23	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	11/22/2010		793	0	783	10			0	84
24	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	4/29/2011		608	0	534	74			0	-30
25	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	10/7/2010		291	0	302	-11			0	10
26	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	11/22/2010		1,324	0	1,270	54			0	74
27	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	2/7/2011		745	0	605	140			0	-11
28	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	11/22/2010		1,377	0	1,554	-177			0	54
29	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	2/7/2011		1,506	0	1,488	18			0	140
30	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	10/7/2010		513	0	534	-21			0	-177
31	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	11/22/2010		1,367	0	1,402	-35			0	18
32	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	2/7/2011		925	0	834	91			0	-21
33	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	10/7/2010		279	0	286	-7			0	91
34	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	11/22/2010		1,644	0	1,619	25			0	-35
35	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	2/7/2011		938	0	834	104			0	25
36	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	4/29/2011		569	0	449	120			0	104
37	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	4/29/2011		294	0	262	32			0	120
38	AMEX UTILITIES SPDR	81369Y886		4/30/2010	2/7/2011		318	0	304	14			0	32
39	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	7/22/2010		17,261	0	16,046	1,215			0	14
40	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	7/22/2010		3,220	0	2,899	321			0	1,215
41	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	10/7/2010		21,886	0	18,735	3,151			0	321
42	VANGUARD EMERGING MARKETS ETF	922042858		4/30/2010	10/7/2010		234	0	213	21			0	3,151
43	VANGUARD MSCI EMERGING MARKETS	922042858		4/30/2010	4/29/2011		251	0	213	38			0	21
44	VANGUARD MSCI EMERGING MARKETS	922042858		7/22/2010	4/29/2011		402	0	328	74			0	38
45	VANGUARD REIT VIPER	922908553		7/22/2010	10/7/2010		965	0	869	96			0	74
46	VANGUARD REIT VIPER	922908553		2/6/2009	10/7/2010		483	0	266	217			0	96
47	VANGUARD REIT VIPER	922908553		2/6/2009	10/7/2010		286	0	266	20			0	217
48	VANGUARD REIT VIPER	922908553		2/6/2009	2/7/2011		2,570	0	1,333	1,237			0	20
49	VANGUARD REIT VIPER	922908553		2/6/2009	4/29/2011		6,160	0	2,961	3,199			0	1,237
50	WELLS FARGO ADV INTL BOND-IS #470	94985D582		10/12/2010	4/29/2011		205	0	209	-4			0	3,199
51	WELLS FARGO ADV HI INC-INS #3110	949917538		2/3/2006	7/22/2010		833	0	900	-67			0	-67
52	WELLS FARGO ADV HI INC-INS #3110	949917538		2/3/2006	11/22/2010		1,204	0	1,257	-53			0	-53
53	TAXABLE TOTAL RETURN BOND FUND	991283912		7/29/1983	7/22/2010		7,702	0	6,718	984			0	984
54	TAXABLE TOTAL RETURN BOND FUND	991283912		7/29/1983	10/7/2010		5,460	0	4,736	724			0	724
55	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	10/7/2010		6,724	0	6,746	-22			0	-22
56	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	11/22/2010		2,693	0	2,715	-22			0	-22
57	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	11/22/2010			0					0	

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	23,182	23,182	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions											
						Amount	0											
58	TAXABLE SHORT-TERM BOND FUND	999612906		4/30/2010	2/7/2011			7,584	0	7,620	-36			0				-36
59	TAXABLE SHORT-TERM BOND FUND	999612906		7/22/2010	2/7/2011			7,011	0	7,030	-19			0				-19
60	TAXABLE SHORT-TERM BOND FUND	999612906		4/21/2006	2/7/2011			743	0	742	1			0				1
61	TAXABLE SHORT-TERM BOND FUND	999612906		4/21/2006	4/29/2011			2,167	0	2,178	-11			0				-11
62	TAXABLE SHORT-TERM BOND FUND	999612906		1/7/2004	4/29/2011			2,592	0	2,701	-9			0				-9
63	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/31/2006	7/22/2010			7,512	0	6,896	616			0				616
64	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/31/2006	10/7/2010			5,217	0	4,765	452			0				452
65	TAXABLE INTERMEDIATE TERM BD FD	999708902		1/31/2006	11/22/2010			223	0	208	15			0				15
66	CREDIT SUISSE COMM RT ST-CO #215622544R305			10/12/2010	11/22/2010			574	0	579	-5			0				-5
67	CREDIT SUISSE COMM RT ST-CO #215622544R305			10/12/2010	2/7/2011			1,599	0	1,627	28			0				28
68	CREDIT SUISSE COMM RT ST-CO #215622544R305			10/12/2010	4/29/2011			988	0	877	111			0				111
69	DREYFUS EMG MKT DEBT LOC C-1 #608	261980494		10/12/2010	4/29/2011			354	0	347	7			0				7
70	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/11/2008	7/22/2010			1,219	0	1,434	-215			0				-215
71	ISHARES IBOX \$ INV GR CORP BD FD	464287242		4/30/2010	7/22/2010			1,313	0	1,284	29			0				29
72	ISHARES IBOX \$ INV GR CORP BD FD	464287242		4/30/2010	10/7/2010			227	0	214	13			0				13
73	ISHARES IBOX \$ INV GR CORP BD FD	464287242		2/6/2009	10/7/2010			1,021	0	883	138			0				138
74	ISHARES IBOX \$ INV GR CORP BD FD	464287242		2/6/2009	2/7/2011			20,001	0	18,356	1,645			0				1,645
75	ISHARES MSCI EAFE	464287465		4/30/2010	7/22/2010			354	0	386	-32			0				-32
76	ISHARES MSCI EAFE	464287465		4/30/2010	10/7/2010			2,339	0	2,261	78			0				78
77	ISHARES MSCI EAFE	464287465		11/22/2010	2/7/2011			1,517	0	1,428	89			0				89
78	ISHARES MSCI EAFE	464287465		11/22/2010	4/29/2011			765	0	686	79			0				79
79	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	11/22/2010			847	0	808	39			0				39
80	ISHARES S&P MIDCAP 400 GROWTH	464287606		4/30/2010	2/7/2011			2,109	0	1,796	313			0				313
81	LT CAP GAIN DIVIDEND							77	0	0	77			0				77
82	SECTION 1256 LOSS FROM K1							0	0	800	-800			0				-800
83	CTF CALENDAR YEAR S/T GAIN							1,491	0	0	1,491			0				1,491
84	CTF CALENDAR YEAR L/T GAIN							534	0	0	534			0				534
85	S/T LOSS FROM K1							0	0	5	-5			0				-5
86	L/T GAIN FROM K1							147	0	0	147			0				147
87	FINAL YEAR K1 ADJ							0	0	1,517	-1,517			0				-1,517



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

[illegible]

**Part**

	0	0	0
	Benefits	Expense Account	Explanation
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	11/10/2010	2 1,084
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 1,084

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	4,902
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	4,902

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Other	807973	999612906	TAXABLE SHORT-TERM BOND FUND	59,242	7,251	59,397
Invest - Other	807973	999708902	TAXABLE INTERMEDIATE TERM BD FD	55,350	5,496	52,215
Invest - Other	807973	991283912	TAXABLE TOTAL RETURN BOND FUND	55,246	7,376	51,380
Invest - Other	807973	140995127	CAPITAL PARTNERS CORE EQUITY FUND	17,693	1,597	16,701
Savings & Temp Inv	807973	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	16,678	16,678	16,678
Savings & Temp Inv	807973	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	10,134	10,134	10,134
Invest - Other	807973	589509108	MERGER FD SH BEN INT #260	16,419	1,011	15,887
Invest - Other	807973	81369Y308	CONSUMER STAPLES SELECT SPDR TR	5,340	171	4,773
Invest - Other	807973	81369Y605	AMEX FINANCIAL SELECT SPDR	8,535	556	8,897
Invest - Other	807973	81369Y100	AMEX MATERIALS SPDR	1,614	41	1,426
Invest - Other	807973	81369Y803	AMEX TECHNOLOGY SELECT SPDR	9,638	375	8,813
Invest - Other	807973	81369Y506	AMEX ENERGY SELECT SPDR	6,782	90	5,357
Invest - Other	807973	81369Y886	AMEX UTILITIES SPDR	670	20	608
Invest - Other	807973	464287804	ISHARES TR SMALLCAP 600 INDEX FD	18,550	253	15,084
Invest - Other	807973	464287705	ISHARES S&P MIDCAP 400 VALUE	9,324	111	8,461
Invest - Other	807973	464287606	ISHARES S&P MIDCAP 400 GROWTH	9,209	83	7,455
Invest - Other	807973	464287465	ISHARES MSCI EAFE	42,579	708	31,294
Invest - Other	807973	81369Y704	AMEX INDUSTRIAL SPDR	6,145	165	5,356
Invest - Other	807973	81369Y209	AMEX HEALTH CARE SPDR	6,324	178	5,577
Invest - Other	807973	81369Y407	AMEX CONSUMER DISCR SPDR	4,906	122	4,171
Invest - Other	807973	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	12,028	797	11,942
Invest - Other	807973	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	16,611	1,353	19,571
Invest - Other	807973	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	66,905	5,571	66,104
Invest - Other	807973	922908553	VANGUARD REIT VIPER	18,691	311	9,209
Invest - Other	807973	922042858	VANGUARD MSCI EMERGING MARKETS ETF	13,176	271	6,474
Invest - Other	807973	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	18,696	463	14,459
Invest - Other	807973	949917538	WELLS FARGO ADV HI INC-INS #3110	32,434	4,313	30,625
Invest - Other	807973	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	16,007	1,738	15,712
Cash	807973			-	-	-
				554,925		503,760