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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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: MARION NINE CHARITABLE TRUST

A Employer identification number: 94-6307607

Number and street (or P O box number if mail is not delivered to street address): WELLS FARGO BANK - PO BOX 63954 MAC A0348-012

Room/suite:

B Telephone number (see instructions): (888) 730-4933

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

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 197,205

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	5,158	5,031		
	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	32,834			
	b	Gross sales price for all assets on line 6a 119,315				
	7	Capital gain net income (from Part IV, line 2)		32,834		
	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	37,992	37,865	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,531	1,898		633
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	850	0	0	850
	b	Accounting fees (attach schedule)	4,041	0	0	4,041
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	658	120	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)	10	0	0	10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,090	2,018	0	5,534
	25	Contributions, gifts, grants paid	11,945			11,945
	26	**Total expenses and disbursements.** Add lines 24 and 25	20,035	2,018	0	17,479
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	17,957			
	b	**Net investment income** (if negative, enter -0-)		35,847		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	0	0	
	2	Savings and temporary cash investments	16,177	8,070	8,070
	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 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	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)	153,723	188,760	189,135
	14	Land, buildings, and equipment: basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	169,900	196,830	197,205
Liabilities	17	Accounts payable and accrued expenses	0	0	
	18	Grants payable			
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	169,900	196,830	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	169,900	196,830	
	31	**Total liabilities and net assets/fund balances** (see instructions)	169,900	196,830	

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	169,900
2	Enter amount from Part I, line 27a	2	17,957
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	9,301
4	Add lines 1, 2, and 3	4	197,158
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	328
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	196,830

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	32,834
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 instructions). If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	9,444	196,355	0.048097
2009	12,059	176,903	0.068167
2008	10,147	219,855	0.046153
2007	13,614	258,942	0 052575
2006	11,712	243,354	0.048127

2	**Total** of line 1, column (d)	2	0.263119
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 052624
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	209,555
5	Multiply line 4 by line 3	5	11,028
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	358
7	Add lines 5 and 6	7	11,386
8	Enter qualifying distributions from Part XII, line 4	8	17,479

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 instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	358
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	358
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	358
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 297		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	297
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	61
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933
Located at ▶ PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011)*	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 2011?	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 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 (No)

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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	2,531	0	0
	.00	0	0	0
	.00	0	0	0
	.00	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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see 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 instructions 3 NONE	0
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	200,171
b	Average of monthly cash balances	1b	12,575
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	212,746
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	212,746
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	3,191
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	209,555
6	**Minimum investment return.** Enter 5% of line 5	6	10,478

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	10,478
2a	Tax on investment income for 2011 from Part VI, line 5	2a	358		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0		
c	Add lines 2a and 2b			2c	358
3	Distributable amount before adjustments Subtract line 2c from line 1			3	10,120
4	Recoveries of amounts treated as qualifying distributions			4	8,421
5	Add lines 3 and 4			5	18,541
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	18,541

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	17,479
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	17,479
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	358
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	17,121

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 instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				18,541
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only			3,170	
b	Total for prior years. 20 ____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2011				
a	From 2006 NONE				
b	From 2007 NONE				
c	From 2008 NONE				
d	From 2009 NONE				
e	From 2010 NONE				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 17,479				
a	Applied to 2010, but not more than line 2a			3,170	
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 2011 distributable amount				14,309
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions		0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				4,232
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2007 0				
b	Excess from 2008 0				
c	Excess from 2009 0				
d	Excess from 2010 0				
e	Excess from 2011 0				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter. (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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 Attached Statement				
Total . . . . ▶ 3a				11,945
b *Approved for future payment* NONE				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	5,158	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	32,834	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		37,992	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 37,992

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

John N Salenta | 4/12/2012 | VP AND TAX DIRECTOR

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		4/12/2012		P01251603
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	

YEAR END STATEMENT

ACCOUNT: MARION NINE CHARITABLE TRUST
ACCOUNT: 086476
EIN: 94-6307607
FYE: 12/31/2011

SECURITY	ACCOUNT NUMBER	CUSIP	ASSET NAME	UNITS	FED COST	FMV
Invest - Other	086476	999612906	TAXABLE SHORT-TERM BOND FUND	480 61	3,906 31	3,888 12
Invest - Other	086476	999708902	TAXABLE INTERMEDIATE TERM BD FD	966 16	9,263 48	9,825 83
Invest - Other	086476	991283912	TAXABLE TOTAL RETURN BOND FUND	1,279 24	8,887 37	9,888 50
Invest - Other	086476	140995127	CAPITAL PARTNERS CORE EQUITY FUND	1,011 06	11,241 38	11,121.70
Invest - Other	086476	589509108	MERGER FD SH BEN INT #260	259 26	4,200 00	4,041 86
Invest - Other	086476	693390882	PIMCO FOREIGN BD FD USD H-INST #103	329 66	3,517 49	3,487 82
Invest - Other	086476	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	100 00	3,048 47	3,249 00
Invest - Other	086476	81369Y605	AMEX FINANCIAL SELECT SPDR	309 00	4,708 94	4,017 00
Invest - Other	086476	81369Y100	AMEX MATERIALS SPDR	19 00	660 43	636 50
Invest - Other	086476	81369Y803	AMEX TECHNOLOGY SELECT SPDR	205 00	4,968 03	5,217 25
Invest - Other	086476	81369Y506	AMEX ENERGY SELECT SPDR	53 00	3,626 06	3,663 89
Invest - Other	086476	81369Y886	AMEX UTILITIES SPDR	18 00	594 42	647 64
Invest - Other	086476	464287804	ISHARES TR SMALLCAP 600 INDEX FD	188 00	13,378 84	12,840 40
Invest - Other	086476	464287705	ISHARES S&P MIDCAP 400 VALUE	84 00	6,721 65	6,382 32
Invest - Other	086476	464287606	ISHARES S&P MIDCAP 400 GROWTH	62 00	6,305 18	6,121 26
Invest - Other	086476	464287465	ISHARES MSCI EAFE	468 00	25,456 59	23,180 04
Invest - Other	086476	81369Y704	AMEX INDUSTRIAL SPDR	82 00	2,762 78	2,767 50
Invest - Other	086476	81369Y209	AMEX HEALTH CARE SPDR	84 00	2,877 35	2,913 96
Invest - Other	086476	81369Y407	AMEX CONSUMER DISCR SPDR	63 00	2,266 68	2,458 26
Invest - Other	086476	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	541 51	8,104 80	7,126 25
Invest - Other	086476	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	625 94	9,020 90	7,780 43
Invest - Other	086476	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	302 39	3,553 06	3,432 10
Invest - Other	086476	922908553	VANGUARD REIT VIPER	145 00	4,322 16	8,410 00
Invest - Other	086476	922042858	VANGUARD MSCI EMERGING MARKETS ETF	389 00	13,910 94	14,863 69
Invest - Other	086476	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	221 00	6,495 78	7,034 43
Invest - Other	086476	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	356 90	5,992 24	6,042 27
Invest - Other	086476	949917538	WELLS FARGO ADV HI INC-INS #3110	1,201 50	8,712 50	8,770 98
Invest - Other	086476	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	1,139 92	10,255 24	9,324 52
Other Assets	086476	MIX079336	CA, FRE, TR1476, L3 & PTN L8, 25 MI	1.00	1 00	1 00
Savings & Temp Inv	086476	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	2,785 59	2,785 59	2,785 59
Savings & Temp Inv	086476	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	5,284.57	5,284 57	5,284 57
					196,830 23	197,204 68

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
CALIFORNIA PACIFIC MEDICAL CENTER FOUNDATION	PO BOX 7999	SAN FRANCISCO	CA	94120		NONE	501(c)(3) PUBLIC CHARITY	GENERAL SUPPORT GRANT	10,970
CHURCH OF THE BRETHREN	1451 DUNDEE AVENUE	ELGIN	IL	60120		NONE	501(c)(3) PUBLIC CHARITY	GENERAL SUPPORT GRANT	103
MARJAREE MASON CENTER INC	1600 M STREET	FRESNO	CA	93721		NONE	501(c)(3) PUBLIC CHARITY	GENERAL SUPPORT GRANT	218
CENTRAL VALLEY YMCA	7797 NORTH 1ST STREET, SUITE 892	FRESNO	CA	93720		NONE	501(c)(3) PUBLIC CHARITY	GENERAL SUPPORT GRANT	218
UNIVERSITY OF LAVERNE	1950 3RD STREET	LA VERNE	CA	91750		NONE	501(c)(3) PUBLIC CHARITY	GENERAL SUPPORT GRANT	436
									0

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

	Amount
Long Term CG Distributions	346
Short Term CG Distributions	481

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	119,315	86,481	32,834
Other sales	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
1	X	CAPITAL PARTNERS CORE E	140995127			5/20/2011		10/21/2011	1,162	1,257				-95
2	X	DIAMOND HILL LONG-SHORT	25264S833			5/24/2011		10/21/2011	399	408				-9
3	X	HUSSMAN STRATEGIC GROW	448108100			2/8/2008		6/22/2011	310	388				-78
4	X	HUSSMAN STRATEGIC GROW	448108100			2/8/2008		8/31/2011	719	884				-165
5	X	ISHARES IBOXX $ INV GR CO	464287242			8/7/2009		5/20/2011	555	512				43
6	X	ISHARES IBOXX $ INV GR CO	464287242			2/6/2009		5/20/2011	1,110	982				128
7	X	ISHARES IBOXX $ INV GR CO	464287242			2/6/2009		6/22/2011	1,885	1,669				216
8	X	ISHARES MSCI EAFE	464287465			5/20/2011		8/31/2011	1,282	1,458				-176
9	X	ISHARES MSCI EAFE	464287465			5/20/2011		10/21/2011	568	668				-100
10	X	ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		5/20/2011	3,962	2,094				1,868
11	X	ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		6/22/2011	4,139	2,251				1,888
12	X	ISHARES S&P MIDCAP 400 GF	464287606			5/20/2011		10/21/2011	293	335				-42
13	X	ISHARES S&P MIDCAP 400 VA	464287705			5/20/2011		10/21/2011	217	257				-40
14	X	ISHARES TR SMALLCAP 600 I	464287804			5/20/2011		10/21/2011	706	808				-102
15	X	KEELEY SMALL CAP VAL FD (	487300808			8/11/2009		5/20/2011	3,714	2,510				1,204
16	X	KEELEY SMALL CAP VAL FD (	487300808			4/20/2009		5/20/2011	3,195	1,716				1,479
17	X	KEELEY SMALL CAP VAL FD (	487300808			4/20/2009		6/22/2011	7,308	4,050				3,258
18	X	MAINSTAY EP US EQUITY-INS	56063J302			12/2/2008		5/20/2011	7,348	5,290				2,058
19	X	MAINSTAY EP US EQUITY-INS	56063J302			12/2/2008		6/22/2011	7,708	5,760				1,948
20	X	PIMCO FOREIGN BD FD USD	693390882			9/2/2011		10/21/2011	276	277				-1
21	X	SPDR DJ WILSHIRE INTERNA	78463X863			5/20/2011		8/31/2011	1,577	1,703				-126
22	X	AMEX MATERIALS SPDR	81369Y100			5/20/2011		8/31/2011	247	271				-24
23	X	AMEX HEALTH CARE SPDR	81369Y209			5/20/2011		10/21/2011	692	760				-68
24	X	AMEX CONSUMER DISCR SP	81369Y407			5/20/2011		8/31/2011	262	283				-21
25	X	AMEX CONSUMER DISCR SP	81369Y407			5/20/2011		10/21/2011	235	243				-8
26	X	AMEX ENERGY SELECT SPDF	81369Y506			5/20/2011		8/31/2011	548	602				-54
27	X	AMEX FINANCIAL SELECT SP	81369Y605			5/20/2011		8/31/2011	239	285				-46
28	X	AMEX FINANCIAL SELECT SP	81369Y605			5/20/2011		10/21/2011	350	427				-77
29	X	AMEX INDUSTRIAL SPDR	81369Y704			5/20/2011		10/21/2011	744	863				-119
30	X	AMEX TECHNOLOGY SELECT	81369Y803			5/20/2011		8/31/2011	803	869				-66
31	X	TEMPLETON GLOBAL BOND F	880208400			5/11/2009		5/20/2011	119	102				17
32	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		5/20/2011	3,396	2,970				426
33	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		5/20/2011	472	400				72
34	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		6/22/2011	4,092	3,492				600
35	X	TEMPLETON GLOBAL BOND F	880208400			10/17/2008		6/22/2011	226	180				46
36	X	VANGUARD REIT VIPER	922908553			8/7/2009		5/20/2011	4,440	2,802				1,638
37	X	VANGUARD REIT VIPER	922908553			8/7/2009		6/22/2011	426	269				157
38	X	VANGUARD REIT VIPER	922908553			2/6/2009		6/22/2011	4,438	2,166				2,272
39	X	VANGUARD REIT VIPER	922908553			2/6/2009		8/31/2011	1,663	856				807
40	X	WELLS FARGO ADV INTL BON	94985D582			6/24/2011		8/31/2011	4,412	4,200				212
41	X	WELLS FARGO ADV INTL BON	94985D582			5/24/2011		8/31/2011	688	647				41
42	X	WF ADV CAPITAL GROWTH F	949915615			2/10/2009		5/20/2011	9,152	5,399				3,753
43	X	WF ADV CAPITAL GROWTH F	949915615			2/10/2009		6/22/2011	9,511	5,885				3,626
44	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		5/20/2011	105	96				9
45	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		6/22/2011	605	551				54
46	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		8/31/2011	1,695	1,535				160
47	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2006		10/21/2011	673	613				60
48	X	TAXABLE SHORT-TERM BONI	999612906			4/7/2004		8/31/2011	1,410	1,418				-8
49	X	TAXABLE SHORT-TERM BONI	999612906			5/20/2011		8/31/2011	199	200				-1
50	X	TAXABLE SHORT-TERM BONI	999612906			7/15/2005		8/31/2011	646	650				-4
51	X	TAXABLE INTERMEDIATE TEF	999708902			10/13/2006		6/22/2011	364	344				20

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

	Amount
Long Term CG Distributions	346
Short Term CG Distributions	481

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	119,315	86,481	32,834
Other sales	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 Improve-ments	Depreciation	Net Gain or Loss
52	X	TAXABLE INTERMEDIATE TEF	999708902			10/13/2006		8/31/2011	1,574	1,480				94
53	X	TAXABLE INTERMEDIATE TEF	999708902			10/13/2006		10/21/2011	678	646				32
54	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		5/20/2011	7,287	4,647				2,640
55	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		6/22/2011	7,664	5,053				2,611

Line 16a (990-PF) - Legal Fees

		850	0	0	850
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	850			850
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16b (990-PF) - Accounting Fees

		4,041	0	0	4,041
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEE	4,041			4,041
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		658	120	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	241			
2	ESTIMATED EXCISE TAX PAID	297			
3	FOREIGN TAX WITHHELD	120	120		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		10	0	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES				
3	STATE AG FEES	10			10
4					
5					
6					
7					
8					
9					

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
			153,723	188,760	189,135
1	OTHER INVESTMENTS		153,723	188,760	189,135
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

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

1	MUTUAL FUND AND CTF INCOME ADDITION	1	111
2	RETURN OF PY QUALIFYING DISTRIBUTION	2	8,421
3	FEDERAL EXCISE TAX REFUND	3	769
4	Total	4	9,301

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

1	COST BASIS ADJUSTMENT	1	31
2	MUTUAL FUND AND CTF INCOME ADJUSTMENT	2	234
3	UNDISTRIBUTED CTF CAPITAL LOSS	3	63
4	Total	4	328

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

	Amount
Long Term CG Distributions	346
Short Term CG Distributions	481

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	118,488	0	86,481	32,007	0	0	0	32,007
1	CAPITAL PARTNERS CORE EQUITY FUI	140995127		5/20/2011	10/21/2011	1,162	0	1,257	-95			0	-95
2	DIAMOND HILL LONG-SHORT FD CL I #1	25264S833		5/24/2011	10/21/2011	399	0	408	-9			0	-9
3	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/8/2008	6/22/2011	310	0	388	-78			0	-78
4	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/8/2008	8/31/2011	719	0	884	-165			0	-165
5	ISHARES IBOXX $ INV GR CORP BD FD	464287242		8/7/2009	5/20/2011	555	0	512	43			0	43
6	ISHARES IBOXX $ INV GR CORP BD FD	464287242		2/6/2009	5/20/2011	1,110	0	982	128			0	128
7	ISHARES IBOXX $ INV GR CORP BD FD	464287242		2/6/2009	6/22/2011	1,885	0	1,669	216			0	216
8	ISHARES MSCI EAFE	464287465		5/20/2011	8/31/2011	1,282	0	1,458	-176			0	-176
9	ISHARES MSCI EAFE	464287465		5/20/2011	10/21/2011	568	0	668	-100			0	-100
10	ISHARES TR S & P MIDCAP 400 ID FD	464287507		2/6/2009	5/20/2011	3,962	0	2,094	1,868			0	1,868
11	ISHARES TR S & P MIDCAP 400 ID FD	464287507		2/6/2009	6/22/2011	4,139	0	2,251	1,888			0	1,888
12	ISHARES S&P MIDCAP 400 GROWTH	464287606		5/20/2011	10/21/2011	293	0	335	-42			0	-42
13	ISHARES S&P MIDCAP 400 VALUE	464287705		5/20/2011	10/21/2011	217	0	257	-40			0	-40
14	ISHARES TR SMALLCAP 600 INDEX FD	464287804		5/20/2011	10/21/2011	706	0	808	-102			0	-102
15	KEELEY SMALL CAP VAL FD CL I #2251	487300808		8/11/2009	5/20/2011	3,714	0	2,510	1,204			0	1,204
16	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	5/20/2011	3,195	0	1,716	1,479			0	1,479
17	KEELEY SMALL CAP VAL FD CL I #2251	487300808		4/20/2009	6/22/2011	7,308	0	4,050	3,258			0	3,258
18	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/2/2008	5/20/2011	7,348	0	5,290	2,058			0	2,058
19	MAINSTAY EP US EQUITY-INS #1204	56063J302		12/2/2008	6/22/2011	7,708	0	5,760	1,948			0	1,948
20	PIMCO FOREIGN BD FD USD H-INST #1	693390882		9/2/2011	10/21/2011	276	0	277	-1			0	-1
21	SPDR DJ WILSHIRE INTERNATIONAL RE	78463X863		5/20/2011	8/31/2011	1,577	0	1,703	-126			0	-126
22	AMEX MATERIALS SPDR	81369Y100		5/20/2011	8/31/2011	247	0	271	-24			0	-24
23	AMEX HEALTH CARE SPDR	81369Y209		5/20/2011	10/21/2011	692	0	760	-68			0	-68
24	AMEX CONSUMER DISCR SPDR	81369Y407		5/20/2011	8/31/2011	262	0	283	-21			0	-21
25	AMEX CONSUMER DISCR SPDR	81369Y407		5/20/2011	10/21/2011	235	0	243	-8			0	-8
26	AMEX ENERGY SELECT SPDR	81369Y506		5/20/2011	8/31/2011	548	0	602	-54			0	-54
27	AMEX FINANCIAL SELECT SPDR	81369Y605		5/20/2011	8/31/2011	239	0	285	-46			0	-46
28	AMEX FINANCIAL SELECT SPDR	81369Y605		5/20/2011	10/21/2011	350	0	427	-77			0	-77
29	AMEX INDUSTRIAL SPDR	81369Y704		5/20/2011	10/21/2011	744	0	863	-119			0	-119
30	AMEX TECHNOLOGY SELECT SPDR	81369Y803		5/20/2011	8/31/2011	803	0	869	-66			0	-66
31	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		5/11/2009	5/20/2011	119	0	102	17			0	17
32	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		8/11/2009	5/20/2011	3,396	0	2,970	426			0	426
33	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	5/20/2011	472	0	400	72			0	72
34	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		11/19/2007	6/22/2011	4,092	0	3,492	600			0	600
35	TEMPLETON GLOBAL BOND FD-ADV #6	880208400		10/17/2008	6/22/2011	226	0	180	46			0	46
36	VANGUARD REIT VIPER	922908553		8/7/2009	5/20/2011	4,440	0	2,802	1,638			0	1,638
37	VANGUARD REIT VIPER	922908553		8/7/2009	6/22/2011	426	0	269	157			0	157
38	VANGUARD REIT VIPER	922908553		2/6/2009	6/22/2011	4,438	0	2,166	2,272			0	2,272
39	VANGUARD REIT VIPER	922908553		2/6/2009	8/31/2011	1,663	0	856	807			0	807
40	WELLS FARGO ADV INTL BOND-IS #470	94985D582		6/24/2011	8/31/2011	4,412	0	4,200	212			0	212
41	WELLS FARGO ADV INTL BOND-IS #470	94985D582		5/24/2011	8/31/2011	688	0	647	41			0	41
42	WF ADV CAPITAL GROWTH FUND-I#312	949915615		2/10/2009	5/20/2011	9,152	0	5,399	3,753			0	3,753
43	WF ADV CAPITAL GROWTH FUND-I#312	949915615		2/10/2009	6/22/2011	9,511	0	5,885	3,626			0	3,626
44	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2006	5/20/2011	105	0	96	9			0	9
45	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2006	6/22/2011	605	0	551	54			0	54
46	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2006	8/31/2011	1,695	0	1,535	160			0	160
47	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2006	10/21/2011	673	0	613	60			0	60
48	TAXABLE SHORT-TERM BOND FUND	999612906		4/7/2004	8/31/2011	1,410	0	1,418	-8			0	-8
49	TAXABLE SHORT-TERM BOND FUND	999612906		5/20/2011	8/31/2011	199	0	200	-1			0	-1
50	TAXABLE SHORT-TERM BOND FUND	999612906		7/15/2005	8/31/2011	646	0	650	-4			0	-4
51	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/13/2006	6/22/2011	364	0	344	20			0	20
52	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/13/2006	8/31/2011	1,574	0	1,480	94			0	94
53	TAXABLE INTERMEDIATE TERM BD FD	999708902		10/13/2006	10/21/2011	678	0	646	32			0	32
54	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	5/20/2011	7,287	0	4,647	2,640			0	2,640
55	WF ADV INDEX FUND-ADMIN #88	94975G686		2/10/2009	6/22/2011	7,664	0	5,053	2,611			0	2,611

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

2,531

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N.A. Trust T	X	PO Box 63954 MAC A0348-012	SAN FRANCISCO	CA	94163		TRUSTEE	4.00	2,531
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	5/10/2011	1	297
2	First quarter estimated tax payment		2	
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	297

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

1	Distributable amounts for 2010 that remained undistributed at the beginning of the 2011 tax year	1	3,170
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,170