

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

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Skees Family Foundation
P.O. Box 8143
Santa Cruz, CA 95061

A Employer identification number
83-0411607
B Telephone number (see the instructions)
831-600-7622
C If exemption application is pending, check here
D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
 ▶ \$ 2,657,439.
J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck ▶ <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	16.	16.		
	4 Dividends and interest from securities	75,385.	70,666.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-256,304.			
	b Gross sales price for all assets on line 6a	922,324.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	-180,903.	70,682.	0.		
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 1	5,363.	2,682.		2,681.
	b Accounting fees (attach sch) See St 2	4,525.	2,263.		2,262.
	c Other prof fees (attach sch) See St 3	19,470.	7,709.		11,250.
	17 Interest				
	18 Taxes (attach schedule) (see instr) See Stm 4	3,122.	3,112.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings	2,235.			2,235.	
22 Printing and publications					
23 Other expenses (attach schedule) See Statement 5	969.	-106.		1,030.	
24 Total operating and administrative expenses. Add lines 13 through 23	35,684.	15,656.		19,458.	
25 Contributions, gifts, grants paid Part XV	120,000.			120,000.	
26 Total expenses and disbursements. Add lines 24 and 25	155,684.	15,656.	0.	139,458.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-336,587.				
b Net investment income (if negative, enter -0-)		55,026.			
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		123,565.	72,195.	72,195.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – US and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) Statement 6		1,052,722.	807,405.	878,623.
	c	Investments – corporate bonds (attach schedule) Statement 7		1,755,087.	1,715,187.	1,706,621.
	11	Investments – land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)		2,931,374.	2,594,787.	2,657,439.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSET BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>					
	24	Unrestricted		2,931,374.	2,594,787.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see the instructions)		2,931,374.	2,594,787.		
31	Total liabilities and net assets/fund balances (see the instructions)		2,931,374.	2,594,787.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 2,931,374.
2	Enter amount from Part I, line 27a	2 -336,587.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 2,594,787.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6 2,594,787.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Sanford C. Bernstein & Co. (See Atatch)	P	Various	Various
b Sanford C. Bernstein & Co. (See Atatch)	P	Various	Various
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 449,234.		463,609.	-14,375.
b 473,090.		715,019.	-241,929.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-14,375.
b			-241,929.
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	-256,304.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 []	3	-14,375.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	193,873.	2,249,539.	0.086183
2008	205,280.	2,878,324.	0.071319
2007	202,519.	3,509,478.	0.057706
2006	75,632.	3,399,707.	0.022247
2005	99,680.	3,278,015.	0.030409

2 Total of line 1, column (d)	2	0.267864
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	0.053573
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,504,338.
5 Multiply line 4 by line 3	5	134,165.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	550.
7 Add lines 5 and 6	7	134,715.
8 Enter qualifying distributions from Part XII, line 4	8	139,458.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	550.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	550.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	550.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	2,602.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,602.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		2,052.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 2,052. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>http://skees.org</u>	X		
14	The books are in care of <u>Gregory W. Snow, CPA</u> Telephone no <u>408-354-8500</u> Located at <u>250 N. Santa Cruz Ave Los Gatos CA</u> ZIP + 4 <u>95030</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country		Yes	No
		16		X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc. organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5b N/A

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

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

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

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

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

If 'Yes' to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		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		

Total 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 N/A	

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 N/A	

2	

All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶ 0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	2,462,033.
b	Average of monthly cash balances	1b	80,442.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,542,475.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,542,475.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	38,137.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,504,338.
6	Minimum investment return. Enter 5% of line 5	6	125,217.

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	125,217.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	550.
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	550.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	124,667.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	124,667.
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	124,667.

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	139,458.
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	139,458.
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	550.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	138,908.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				124,667.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006	7,367.			
c From 2007	34,853.			
d From 2008	62,858.			
e From 2009	82,698.			
f Total of lines 3a through e	187,776.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 139,458.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2010 distributable amount				124,667.
e Remaining amount distributed out of corpus	14,791.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	202,567.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	202,567.			
10 Analysis of line 9				
a Excess from 2006	7,367.			
b Excess from 2007	34,853.			
c Excess from 2008	62,858.			
d Excess from 2009	82,698.			
e Excess from 2010	14,791.			

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 2010, enter the date of the ruling

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))
Suzanne Skees

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
None

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see 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
<p><i>a Paid during the year</i> See Statement 9</p>				
Total				▶ 3a 120,000.
<p><i>b Approved for future payment</i></p>				
Total				▶ 3b

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

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?

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

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

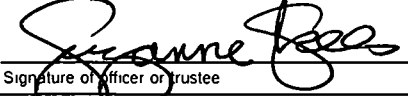
(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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
N/A		

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.

Sign Here  **15-12-2011** **Director**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if <input type="checkbox"/> self-employed	PTIN
Gregory W. Snow, CPA			<input type="checkbox"/>	N/A
Firm's name	Firm's address		Firm's EIN	
Snow, Bittleston & Co., CPAs, LLP	250 North Santa Cruz Avenue Los Gatos, CA 95030-7228		N/A	
Phone no			408-354-8500	

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
09/17/2009	01/06/2010	70	QUANTA SERVICES INC	21.53	24.01	1,507.33	1,680.97	-173.64
04/17/2009	01/11/2010	25	***ACE LTD	47.70	45.50	1,192.56	1,137.41	55.15
10/16/2009	01/11/2010	48	MICROSOFT CORP	30.26	26.44	1,452.32	1,269.30	183.02
12/31/2009	01/12/2010	90	HOME DEPOT INC	28.03	29.18	2,523.00	2,626.20	-103.20
12/31/2009	01/19/2010	135	NEWS CORP	13.37	13.93	1,804.55	1,879.89	-75.34
12/31/2009	01/19/2010	115	NEWS CORP	13.37	13.93	1,537.21	1,601.39	-64.18
12/31/2009	01/21/2010	70	US BANCORP	25.16	22.44	1,761.19	1,570.59	190.60
12/31/2009	01/22/2010	30	CHEVRON CORP	75.33	77.74	2,259.75	2,332.20	-72.45
12/31/2009	01/22/2010	5	US BANCORP	24.99	22.44	124.97	112.19	12.78
12/31/2009	01/22/2010	70	***VODAFONE GROUP PLC-SP ADR	21.86	23.07	1,529.92	1,615.00	-85.08
12/31/2009	01/26/2010	89	PFIZER INC	18.76	18.39	1,669.56	1,636.71	32.85
12/31/2009	01/26/2010	35	WESTERN DIGITAL CORP	41.21	44.82	1,442.49	1,568.54	-126.05
12/31/2009	01/27/2010	55	LOWE'S COS INC	22.17	23.60	1,219.60	1,298.00	-78.40
12/31/2009	01/28/2010	35	***BUNGE LTD	60.38	64.38	2,113.36	2,253.32	-139.96
12/31/2009	01/29/2010	75	TIME WARNER INC	27.41	29.33	2,055.59	2,199.61	-144.02
12/31/2009	02/01/2010	35	LOWE'S COS INC	21.91	23.60	766.82	828.00	-59.18
09/14/2009	02/01/2010	30	UNITED PARCEL SERVICE-CL B	57.82	58.99	1,734.66	1,769.77	-35.11
12/31/2009	02/04/2010	18	FEDEX CORP	79.54	84.50	1,431.70	1,521.00	-89.30
10/19/2009	02/04/2010	12	OCCIDENTAL PETROLEUM CORP	76.98	82.52	923.77	990.23	-66.46
12/31/2009	02/04/2010	83	OCCIDENTAL PETROLEUM CORP	76.98	82.36	6,389.37	6,835.88	-446.51
04/17/2009	02/05/2010	45	BANK OF NEW YORK MELLON CORP	26.61	30.57	1,197.42	1,375.80	-178.38
10/23/2009	02/05/2010	50	***INGERSOLL-RAND PLC	32.06	35.06	1,602.86	1,752.87	-150.01
11/09/2009	02/05/2010	13	***INGERSOLL-RAND PLC	32.06	34.58	416.74	449.53	-32.79
12/31/2009	02/05/2010	4	***INGERSOLL-RAND PLC	32.06	36.04	128.23	144.18	-15.95
12/31/2009	02/05/2010	15	QUALCOMM INC	37.81	46.88	567.18	703.20	-136.02
12/31/2009	02/09/2010	40	CORNING INC	17.82	19.30	712.89	772.00	-59.11
12/31/2009	02/10/2010	85	***TYCO ELECTRONICS LTD	24.74	24.64	2,103.11	2,094.03	9.08
11/24/2009	02/11/2010	2	AIR PRODUCTS & CHEMICALS INC	68.39	82.27	136.78	164.54	-27.76
12/31/2009	02/11/2010	11	TIME WARNER INC	27.23	29.33	299.48	322.61	-23.13
12/31/2009	02/12/2010	5	QUALCOMM INC	38.73	46.88	193.65	234.40	-40.75
12/31/2009	02/17/2010	60	DU PONT (E.I.) DE NEMOURS	33.10	33.81	1,985.71	2,028.60	-42.89
12/31/2009	02/17/2010	40	NORTHROP GRUMMAN CORP	59.66	56.71	2,386.54	2,268.46	118.08
12/31/2009	02/18/2010	35	METLIFE INC	34.87	35.60	1,220.45	1,246.02	-25.57
11/25/2009	02/18/2010	20	***VALE SA-SP ADR	28.31	29.54	566.10	590.85	-24.75
01/06/2010	02/18/2010	35	***VALE SA-SP ADR	28.31	31.02	990.68	1,085.72	-95.04
01/08/2010	02/18/2010	30	***VALE SA-SP ADR	28.31	31.77	849.15	953.15	-104.00
12/31/2009	02/18/2010	20	WESTERN DIGITAL CORP	42.41	44.82	848.28	896.31	-48.03
11/24/2009	02/19/2010	14	AIR PRODUCTS & CHEMICALS INC	69.66	82.27	975.31	1,151.80	-176.49
12/31/2009	02/19/2010	95	MASCO CORP	13.67	13.91	1,298.99	1,321.51	-22.52
12/31/2009	02/19/2010	125	VIACOM INC-CLASS B	29.85	30.05	3,731.59	3,756.21	-24.62
12/31/2009	02/22/2010	130	SYNANTEC CORP	16.93	18.13	2,200.76	2,356.67	-155.91
12/31/2009	02/25/2010	45	CORNING INC	17.40	19.30	783.04	868.50	-85.46
06/01/2009	02/25/2010	30	NATIONAL - OILWELL INC	42.96	39.96	1,288.77	1,198.76	90.01
11/24/2009	03/01/2010	29	AIR PRODUCTS & CHEMICALS INC	68.84	82.27	1,996.32	2,385.86	-389.54
12/31/2009	03/01/2010	35	WESTERN DIGITAL CORP	39.89	44.82	1,396.28	1,568.53	-172.25
12/16/2009	03/02/2010	50	J C PENNEY CO INC	28.21	27.76	1,410.26	1,388.02	22.24

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/31/2009	03/02/2010	10	J C PENNEY CO INC	28.21	27.04	282.05	270.40	11.65
12/31/2009	03/05/2010	38	DEVON ENERGY CORPORATION	69.86	74.38	2,654.84	2,826.44	-171.60
12/31/2009	03/10/2010	110	LOWE'S COS INC	24.08	23.60	2,649.01	2,596.00	53.01
10/30/2009	03/10/2010	40	SYMANTEC CORP	17.42	17.60	696.99	704.20	-7.21
12/31/2009	03/10/2010	45	SYMANTEC CORP	17.42	18.13	784.12	815.77	-31.65
12/22/2009	03/11/2010	2	JPMORGAN CHASE & CO	42.90	41.94	85.80	83.88	1.92
10/30/2009	03/16/2010	60	SYMANTEC CORP	17.25	17.60	1,034.95	1,056.30	-21.35
11/06/2009	03/17/2010	18	***ANHEUSER-BUSH INBEV SPN ADR	51.73	48.39	931.13	871.02	60.11
12/31/2009	03/17/2010	19	FREEMPORT-MCHORAN COPPER	82.50	81.50	1,567.45	1,548.50	18.95
12/31/2009	03/19/2010	15	DEVON ENERGY CORPORATION	64.30	74.38	964.44	1,115.70	-151.26
01/07/2010	03/19/2010	200	MOTOROLA INC	7.29	8.07	1,458.14	1,614.06	-155.92
12/31/2009	03/19/2010	75	NEWS CORP	14.06	13.93	1,054.16	1,044.38	9.78
11/06/2009	03/23/2010	17	***ANHEUSER-BUSH INBEV SPN ADR	51.82	48.39	881.01	822.63	58.38
12/31/2009	03/23/2010	50	MERCK & CO. INC.	38.42	36.88	1,920.79	1,844.00	76.79
12/31/2009	03/25/2010	20	DU PONT (E.I.) DE NEHOIRS	38.33	33.81	766.53	676.20	90.33
11/05/2009	03/26/2010	46	CONOCOPHILLIPS	51.31	51.92	2,360.19	2,388.20	-28.01
11/06/2009	03/26/2010	19	CONOCOPHILLIPS	51.31	51.96	974.86	987.33	-12.47
11/06/2009	03/26/2010	1	CONOCOPHILLIPS	51.31	51.96	51.31	51.96	-0.65
11/06/2009	03/26/2010	5	CONOCOPHILLIPS	51.31	51.96	256.54	259.82	-3.28
08/06/2009	03/30/2010	80	VALERO ENERGY CORP	19.85	18.73	1,587.62	1,498.69	88.93
08/27/2009	03/30/2010	100	VALERO ENERGY CORP	19.85	18.70	1,984.52	1,870.02	114.50
12/22/2009	03/31/2010	30	JPMORGAN CHASE & CO	44.57	41.94	1,337.03	1,258.19	78.84
12/31/2009	04/05/2010	6	APPLE INC	237.42	213.15	1,424.54	1,278.88	145.66
12/31/2009	04/05/2010	22	FREEMPORT-MCHORAN COPPER	87.56	81.50	1,926.29	1,793.00	133.29
11/25/2009	04/06/2010	30	***VALE SA-SP ADR	33.05	29.54	991.55	886.27	105.28
11/20/2009	04/08/2010	15	AIR PRODUCTS & CHEMICALS INC	73.95	81.69	1,109.21	1,225.39	-116.18
12/31/2009	04/09/2010	13	FREEMPORT-MCHORAN COPPER	85.16	81.50	1,107.13	1,059.50	47.63
12/31/2009	04/09/2010	60	J.C. PENNEY CO INC	31.51	27.04	1,890.51	1,622.40	268.11
12/31/2009	04/09/2010	30	TARGET CORP	55.80	48.95	1,674.05	1,468.50	205.55
06/02/2009	04/12/2010	45	***NEXEN INC	25.61	25.68	1,152.50	1,155.79	-3.29
10/16/2009	04/12/2010	20	SUPERVALU INC	16.78	16.67	335.64	333.50	2.14
10/16/2009	04/12/2010	55	SUPERVALU INC	16.78	16.67	923.01	917.11	5.90
10/16/2009	04/12/2010	65	SUPERVALU INC	16.78	16.67	1,090.83	1,083.85	6.98
10/16/2009	04/12/2010	20	SUPERVALU INC	16.78	16.67	335.64	333.49	2.15
08/06/2009	04/13/2010	25	SPRINT NEXTEL CORP	4.20	3.87	105.04	96.76	8.28
12/31/2009	04/14/2010	65	DU PONT (E I) DE NEHOIRS	38.70	33.81	2,515.52	2,197.65	317.87
12/31/2009	04/16/2010	11	***DEUTSCHE BANK AG-REGISTERED	74.45	71.78	819.00	789.62	29.38
10/20/2009	04/16/2010	7	GOLDMAN SACHS GROUP INC	161.72	184.94	1,132.03	1,294.58	-162.55
10/23/2009	04/16/2010	5	GOLDMAN SACHS GROUP INC	161.72	182.22	808.59	911.12	-102.53
10/23/2009	04/16/2010	5	GOLDMAN SACHS GROUP INC	161.72	182.22	808.59	911.12	-102.53
11/25/2009	04/16/2010	4	GOLDMAN SACHS GROUP INC	161.72	169.83	646.88	679.32	-32.44
12/31/2009	04/16/2010	3	GOLDMAN SACHS GROUP INC	161.72	167.53	485.16	502.59	-17.43
09/28/2009	04/19/2010	135	AETNA INC	32.04	29.17	4,324.83	3,937.33	387.50
12/31/2009	04/19/2010	20	AETNA INC	32.04	32.35	640.72	647.00	-6.28
12/31/2009	04/20/2010	9	***ALCON INC	159.26	165.05	1,433.33	1,485.45	-52.12
12/31/2009	04/20/2010	4	APPLE INC	245.29	213.15	981.14	852.59	128.55
08/31/2009	04/20/2010	75	BANK OF AMERICA CORP	18.52	17.69	1,389.19	1,327.03	62.16
09/21/2009	04/21/2010	15	***CREDIT SUISSE GROUP-SPON AD	50.76	54.05	761.38	810.69	-49.31
12/31/2009	04/21/2010	80	***CREDIT SUISSE GROUP-SPON AD	50.76	49.68	4,060.71	3,974.54	86.17

Capital Gains Report

SKES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/04/2010	04/21/2010	20	***CREDIT SUISSE GROUP-SPON AD	50.76	51.88	1,015.18	1,037.59	-22.41
12/31/2009	04/21/2010	13	GOLDMAN SACHS GROUP INC	160.10	167.53	2,081.24	2,177.88	-96.64
12/31/2009	04/23/2010	7	APPLE INC	270.25	213.15	1,891.77	1,492.03	399.74
07/16/2009	04/26/2010	50	DELL INC	17.09	12.58	854.42	628.94	225.48
08/12/2009	04/26/2010	125	DELL INC	17.09	13.86	2,136.04	1,732.58	403.46
11/23/2009	04/26/2010	100	DELL INC	17.09	14.69	1,708.83	1,469.40	239.43
08/25/2009	04/29/2010	115	AK STEEL HOLDING CORP	17.09	21.11	1,965.29	2,427.58	-462.29
12/31/2009	04/29/2010	5	MERCK & CO. INC	35.45	36.88	177.24	184.40	-7.16
12/31/2009	04/28/2010	5	MERCK & CO. INC	35.45	36.88	177.24	184.40	-7.16
12/31/2009	04/29/2010	25	MERCK & CO. INC	35.45	36.88	886.22	922.00	-35.78
01/04/2010	04/30/2010	29	BAXTER INTERNATIONAL INC	47.87	58.21	1,388.09	1,688.02	-299.93
05/11/2009	04/30/2010	39	GOLDMAN SACHS GROUP INC	145.85	137.58	5,688.07	5,365.58	322.49
11/30/2009	04/30/2010	5	GOLDMAN SACHS GROUP INC	145.85	166.46	729.24	832.29	-103.05
12/31/2009	04/30/2010	53	GOLDMAN SACHS GROUP INC	145.85	167.53	7,729.95	8,879.04	-1,149.09
02/16/2010	04/30/2010	10	GOLDMAN SACHS GROUP INC	145.85	156.10	1,458.48	1,560.97	-102.49
12/31/2009	04/30/2010	35	MEDCO HEALTH SOLUTIONS INC	59.40	64.93	2,079.12	2,272.55	-193.43
08/31/2009	05/03/2010	15	BANK OF AMERICA CORP	18.09	17.69	271.35	265.40	5.95
12/23/2009	05/03/2010	48	BANK OF AMERICA CORP	18.09	15.26	868.31	732.37	135.94
01/04/2010	05/03/2010	75	BANK OF AMERICA CORP	18.09	15.59	1,356.74	1,169.18	187.56
01/25/2010	05/03/2010	30	BANK OF AMERICA CORP	18.09	15.06	542.69	451.75	90.94
12/31/2009	05/04/2010	20	MERCK & CO. INC	35.97	36.88	719.40	737.60	-18.20
12/31/2009	05/05/2010	90	DU PONT (E.I.) DE NEHOURS	38.01	33.81	3,420.49	3,042.90	377.59
08/25/2009	05/06/2010	70	QUANTA SERVICES INC	20.34	23.25	1,424.02	1,627.72	-203.70
01/04/2010	05/07/2010	5	BAXTER INTERNATIONAL INC	45.05	58.21	225.24	291.04	-65.80
10/15/2009	05/11/2010	45	PRINCIPAL FINANCIAL GROUP	30.23	29.48	1,360.21	1,326.41	33.80
02/02/2010	05/12/2010	26	FREEPORT-MCMORAN COPPER	72.46	72.00	1,883.91	1,871.95	11.96
02/22/2010	05/12/2010	19	FREEPORT-MCMORAN COPPER	72.46	76.98	1,376.70	1,462.62	-85.92
08/06/2009	05/12/2010	250	SPRINT NEXTEL CORP	4.14	3.87	1,035.58	967.63	67.95
12/31/2009	05/14/2010	35	***DEUTSCHE BANK AG-REGISTERED	60.75	71.78	2,126.26	2,512.43	-386.17
02/18/2010	05/17/2010	40	***NOBLE CORP	34.13	42.34	1,365.16	1,693.55	-328.39
01/20/2010	05/18/2010	5	***ROYAL CARIBBEAN CRUISES LTD	31.10	26.83	155.51	134.13	21.38
01/20/2010	05/18/2010	55	***ROYAL CARIBBEAN CRUISES LTD	31.10	26.83	1,710.59	1,475.48	235.11
12/31/2009	05/19/2010	100	LIMITED BRANDS INC	24.61	19.60	2,461.04	1,959.58	501.46
10/23/2009	05/20/2010	55	AMERIPRISE FINANCIAL INC	39.02	37.06	2,145.93	2,038.10	107.83
10/23/2009	05/20/2010	15	AMERIPRISE FINANCIAL INC	39.02	37.06	585.25	555.84	29.41
10/26/2009	05/20/2010	20	AMERIPRISE FINANCIAL INC	39.02	36.40	780.34	728.02	52.32
12/31/2009	05/20/2010	65	MACY'S INC	20.79	17.22	1,351.11	1,119.30	231.81
01/07/2010	05/20/2010	200	MOTOROLA INC	6.72	8.07	1,343.96	1,614.06	-270.10
12/31/2009	05/20/2010	250	***NOKIA CORP-SPON ADR	9.95	12.87	2,487.35	3,217.50	-730.15
04/12/2010	05/20/2010	55	***NOKIA CORP-SPON ADR	9.95	15.07	547.22	828.66	-281.44
12/31/2009	05/20/2010	95	UNUH GROUP	21.42	20.07	2,034.77	1,906.73	128.04
12/31/2009	05/21/2010	30	CIMAREX ENERGY CO	64.03	54.06	1,920.88	1,621.76	299.12
02/18/2010	05/25/2010	5	ROMAN COMPANIES INC	22.93	24.67	114.63	123.37	-8.74
03/25/2010	05/25/2010	60	ROMAN COMPANIES INC	22.93	26.61	1,375.55	1,596.61	-221.06
10/27/2009	05/25/2010	180	SPRINT NEXTEL CORP	4.92	3.20	885.82	575.39	310.43
03/18/2010	05/26/2010	25	***RESEARCH IN MOTION	60.39	74.40	1,509.63	1,860.02	-350.39
03/31/2010	05/28/2010	471	BERNSTEIN INTERMEDIATE	13.58	13.48	6,397.10	6,350.00	47.10
068			DURATION PORTFOLIO					
695			BERNSTEIN INTERMEDIATE	13.58	13.59	9,443.04	9,450.00	-6.96

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
364 DURATION PORTFOLIO								
05/11/2010	06/01/2010	9	APPLE INC	263.63	252.13	2,372.64	2,269.17	103.47
12/31/2009	06/07/2010	70	MACY'S INC	21.11	17.22	1,477.43	1,205.40	272.03
10/14/2009	06/07/2010	45	***SUNCOR ENERGY INC	30.62	38.99	1,377.88	1,754.53	-376.65
01/04/2010	06/07/2010	10	***SUNCOR ENERGY INC	30.62	36.75	306.20	367.51	-61.31
12/31/2009	06/08/2010	60	INTEL CORP	20.03	20.60	1,201.64	1,236.00	-34.36
12/31/2009	06/09/2010	40	***ARCELOMITTAL-NY REGISTERED	27.47	46.54	1,098.86	1,861.60	-762.74
11/18/2009	06/09/2010	115	STEEL DYNAMICS INC	14.06	16.50	1,617.42	1,897.18	-279.76
03/03/2010	06/10/2010	15	***TRANSOCEAN LTD	44.58	82.77	668.73	1,241.58	-572.85
04/21/2010	06/10/2010	20	***TRANSOCEAN LTD	44.58	90.26	891.63	1,805.29	-913.66
12/31/2009	06/11/2010	5	MERCK & CO. INC.	34.96	36.88	174.78	184.40	-9.62
12/31/2009	06/11/2010	65	MERCK & CO. INC.	34.96	36.88	2,272.14	2,397.20	-125.06
10/16/2009	06/14/2010	155	GENERAL ELECTRIC CO	15.58	16.16	2,414.64	2,504.12	-89.48
12/31/2009	06/14/2010	135	US BANCORP	23.05	22.44	3,112.24	3,028.99	83.25
12/31/2009	06/16/2010	65	LIMITED BRANDS INC	25.34	19.60	1,646.85	1,273.73	373.12
10/28/2009	06/17/2010	5	FRANKLIN RESOURCES INC	92.65	105.52	463.26	527.59	-64.33
11/12/2009	06/17/2010	15	FRANKLIN RESOURCES INC	92.65	115.16	1,389.77	1,727.39	-337.62
02/22/2010	06/18/2010	5	DOVER CORP	45.69	45.97	228.46	229.83	-1.37
04/26/2010	06/18/2010	25	DOVER CORP	45.69	53.72	1,142.31	1,343.00	-200.69
10/21/2009	06/18/2010	5	ILLINOIS TOOL WORKS	45.65	49.14	228.23	245.70	-17.47
11/20/2009	06/18/2010	30	ILLINOIS TOOL WORKS	45.65	49.42	1,369.38	1,482.67	-113.29
10/09/2009	06/21/2010	85	DEAN FOODS CO	10.74	19.17	912.88	1,629.21	-716.33
12/31/2009	06/23/2010	4	APPLE INC	270.88	213.15	1,083.53	852.59	230.94
05/11/2010	06/23/2010	1	APPLE INC	270.88	252.13	270.88	252.13	18.75
12/03/2009	06/23/2010	18	CONOCOPHILLIPS	53.78	51.68	967.96	930.16	37.80
05/17/2010	06/23/2010	50	EXXON MOBIL CORP	61.35	63.44	3,067.71	3,171.81	-104.10
10/16/2009	06/23/2010	45	GENERAL ELECTRIC CO	15.56	16.16	700.08	727.00	-26.92
11/09/2009	06/23/2010	55	GENERAL ELECTRIC CO	15.56	15.88	855.66	873.59	-17.93
01/04/2010	06/23/2010	55	MICROSOFT CORP	25.39	30.93	1,396.19	1,701.37	-305.18
04/07/2010	06/23/2010	12	NOBLE ENERGY INC	62.46	75.93	749.57	911.21	-161.64
04/12/2010	06/23/2010	10	NOBLE ENERGY INC	62.46	77.03	624.64	770.31	-145.67
11/05/2009	06/25/2010	4	CONOCOPHILLIPS	52.08	51.92	208.32	207.67	0.65
12/03/2009	06/25/2010	7	CONOCOPHILLIPS	52.08	51.92	364.55	361.73	2.82
12/31/2009	06/25/2010	10	CONOCOPHILLIPS	52.08	51.68	520.79	511.80	8.99
12/31/2009	06/25/2010	15	FORD MOTOR CO	10.59	10.05	158.83	150.75	8.08
04/20/2010	06/25/2010	125	FORD MOTOR CO	10.59	13.85	1,323.59	1,731.56	-407.97
11/09/2009	06/25/2010	70	GENERAL ELECTRIC CO	14.97	15.88	1,048.24	1,111.84	-63.60
02/10/2010	06/25/2010	25	GENERAL ELECTRIC CO	14.97	15.75	374.37	393.85	-19.48
02/19/2010	06/25/2010	20	NEWFIELD EXPLORATION CO	52.22	50.47	1,044.43	1,009.48	34.95
12/31/2009	07/08/2010	90	INTEL CORP	20.03	20.60	1,803.14	1,854.00	-50.86
05/20/2010	07/12/2010	40	EXXON MOBIL CORP	58.91	61.14	2,356.58	2,445.65	-89.07
05/21/2010	07/12/2010	15	EXXON MOBIL CORP	58.91	60.43	883.72	906.52	-22.80
12/31/2009	07/12/2010	3	***INGERSOLL-RAND PLC	33.85	36.04	101.55	108.13	-6.58
03/16/2010	07/12/2010	47	***INGERSOLL-RAND PLC	33.85	35.48	1,590.97	1,667.70	-76.73
04/06/2010	07/12/2010	25	***INGERSOLL-RAND PLC	33.85	36.34	846.26	908.38	-62.12
09/22/2009	07/12/2010	20	KLA-TENCOR CORPORATION	29.50	35.84	590.06	716.87	-126.81
01/04/2010	07/12/2010	25	KLA-TENCOR CORPORATION	29.50	37.20	737.58	930.09	-192.51
12/31/2009	07/15/2010	15	DEVON ENERGY CORPORATION	63.09	74.38	946.30	1,115.70	-169.40
12/31/2009	07/15/2010	85	INTEL CORP	21.30	20.60	1,810.40	1,751.00	59.40

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/31/2010	07/16/2010	15	PEPSICO INC	62.49	66.35	937.30	995.21	-57.91
12/31/2009	07/18/2010	100	***XL GROUP PLC	16.67	18.40	1,667.12	1,840.48	-173.36
04/20/2010	07/20/2010	35	RELIANCE STEEL & ALUMINUM	36.33	52.68	1,271.66	1,843.75	-572.09
12/31/2009	07/22/2010	23	AOL INC	20.85	23.64	479.51	543.79	-64.28
02/11/2010	07/22/2010	37	AOL INC	20.85	23.74	771.38	878.46	-107.08
11/25/2009	07/22/2010	65	SUPERVALU INC	11.10	14.81	721.46	962.76	-241.30
03/02/2010	07/26/2010	22	***TRANSOCEAN LTD	45.46	81.58	1,000.04	1,794.87	-794.83
03/03/2010	07/26/2010	3	***TRANSOCEAN LTD	45.46	82.77	136.37	248.32	-111.95
04/30/2010	07/26/2010	10	***TRANSOCEAN LTD	45.46	74.05	454.57	740.54	-285.97
12/31/2009	07/28/2010	110	MOTOROLA INC	7.70	7.73	847.51	850.30	-2.79
01/07/2010	07/28/2010	40	MOTOROLA INC	7.70	8.07	308.18	322.81	-14.63
01/27/2010	07/28/2010	100	MOTOROLA INC	7.70	7.33	770.46	733.19	37.27
02/02/2010	07/28/2010	100	MOTOROLA INC	7.70	6.45	770.46	644.52	125.94
12/31/2009	08/02/2010	35	CAMERON INTERNATIONAL CORP	40.90	42.03	1,431.39	1,471.05	-39.66
08/06/2009	08/03/2010	55	MERCK & CO. INC.	34.75	36.88	1,911.01	2,028.40	-117.39
11/06/2009	08/04/2010	30	VALERO ENERGY CORP	17.64	18.73	529.28	562.01	-32.73
11/18/2009	08/04/2010	20	CIMAREX ENERGY CO	72.47	45.22	1,449.41	904.44	544.97
12/31/2009	08/04/2010	15	CIMAREX ENERGY CO	72.47	48.10	1,087.06	721.44	365.62
05/03/2010	08/05/2010	95	COMCAST CORP-CL A	72.47	54.06	724.70	540.58	184.12
01/21/2010	08/05/2010	15	***COVIDIEN PLC	19.00	20.40	1,805.26	1,938.23	-132.97
01/25/2010	08/05/2010	20	***COVIDIEN PLC	38.12	51.39	571.87	770.81	-198.94
01/27/2010	08/05/2010	5	***COVIDIEN PLC	38.12	51.42	762.49	1,028.34	-265.85
03/29/2010	08/08/2010	50	CVS/CAREMARK CORP	38.12	50.75	190.62	253.75	-63.13
12/31/2009	08/12/2010	45	***ARCELORMITTAL-NY REGISTERED	29.63	36.99	1,481.32	1,849.34	-368.02
10/09/2009	08/12/2010	10	INTEL CORP	30.31	46.54	1,363.74	2,094.30	-730.56
12/31/2009	08/12/2010	50	INTEL CORP	19.50	20.13	195.03	201.29	-6.26
12/31/2009	08/13/2010	120	TEXTRON INC	19.50	20.60	975.14	1,030.00	-54.86
12/31/2009	08/17/2010	55	HEWLETT-PACKARD CO	18.59	18.94	2,231.11	2,272.93	-41.82
04/01/2010	08/17/2010	120	PRINCIPAL FINANCIAL GROUP	41.05	52.87	2,257.58	2,907.85	-650.27
12/31/2009	08/18/2010	25	DANAHER CORP	23.02	29.49	2,761.82	3,539.23	-777.41
10/21/2009	08/18/2010	20	ILLINOIS TOOL WORKS	37.49	37.91	937.23	947.74	-10.51
12/31/2009	08/18/2010	5	ILLINOIS TOOL WORKS	42.83	49.14	856.50	982.80	-126.30
03/24/2010	08/19/2010	25	GILEAD SCIENCES INC	42.83	48.70	214.13	243.52	-29.39
02/08/2010	08/24/2010	25	GILEAD SCIENCES INC	33.21	47.25	830.32	1,181.20	-350.88
12/07/2009	08/26/2010	173	BANK OF AMERICA CORP	32.25	46.24	806.27	1,155.90	-349.63
03/12/2010	08/26/2010	55	BANK OF AMERICA CORP	12.54	16.17	2,169.21	2,796.56	-627.35
03/24/2010	08/26/2010	75	BANK OF AMERICA CORP	12.54	17.11	689.63	941.29	-251.66
04/26/2010	08/26/2010	47	BANK OF AMERICA CORP	12.54	18.29	589.32	859.70	-270.38
04/27/2010	08/26/2010	50	BANK OF AMERICA CORP	12.54	17.78	626.94	889.10	-262.16
10/09/2009	08/27/2010	40	INTEL CORP	18.31	20.13	732.32	805.14	-72.82
05/10/2010	08/30/2010	18	TARGET CORP	51.11	56.67	919.95	1,020.08	-100.13
05/03/2010	08/30/2010	10	VISA INC - CLASS A SHRS	70.11	89.93	701.13	899.30	-198.17
12/31/2009	09/02/2010	45	***TYCO ELECTRONICS LTD	25.41	24.64	1,143.45	1,108.60	34.85
10/28/2009	09/03/2010	13	FRANKLIN RESOURCES INC	102.11	105.52	1,327.47	1,371.75	-44.28
12/31/2009	09/03/2010	7	FRANKLIN RESOURCES INC	102.11	105.50	714.79	738.51	-23.72
12/31/2009	09/03/2010	43	HEWLETT-PACKARD CO	40.24	52.87	1,730.30	2,273.41	-543.11
05/10/2010	09/03/2010	2	TARGET CORP	52.85	56.67	105.71	113.34	-7.63
05/03/2010	09/07/2010	4	FEDEX CORP	82.55	91.92	330.20	367.68	-37.48

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/06/2010	09/07/2010	15	FEDEX CORP	82.55	85.00	1,238.23	1,274.97	-36.74
12/31/2009	09/09/2010	5	GOOGLE INC-CL A	479.47	624.75	2,397.35	3,123.75	-726.40
12/07/2009	09/13/2010	175	HUNTSMAN CORP	10.11	10.77	1,769.60	1,884.75	-115.15
05/03/2010	09/15/2010	50	COMCAST CORP-CL A	17.95	20.40	897.61	1,020.12	-122.51
12/31/2009	09/16/2010	33	HEWLETT-PACKARD CO	39.98	52.87	1,319.40	1,744.71	-425.31
04/22/2010	09/16/2010	38	WELLS FARGO & COMPANY	26.03	33.50	989.06	1,272.98	-283.92
12/31/2009	09/17/2010	20	HEWLETT-PACKARD CO	39.47	52.87	789.42	1,057.40	-267.98
04/22/2010	09/17/2010	35	WELLS FARGO & COMPANY	25.94	33.50	907.80	1,172.48	-264.68
02/05/2010	09/22/2010	20	GILEAD SCIENCES INC	36.06	45.98	721.25	919.69	-198.44
05/03/2010	09/22/2010	10	VISA INC - CLASS A SHRS	70.20	89.93	701.96	899.29	-197.33
07/16/2010	09/22/2010	13	VISA INC - CLASS A SHRS	70.20	72.84	912.54	946.87	-34.33
12/31/2009	09/23/2010	20	ILLINOIS TOOL WORKS	45.87	48.70	917.44	974.09	-56.65
01/04/2010	09/24/2010	25	SPX CORP	61.51	56.16	1,537.72	1,404.08	133.64
03/03/2010	09/29/2010	35	ROSS STORES INC	55.69	49.47	1,949.02	1,731.61	217.41
03/12/2010	09/29/2010	30	ROSS STORES INC	55.69	52.70	1,670.58	1,581.03	89.55
12/31/2009	09/30/2010	65	TIME WARNER INC	30.71	29.33	1,996.23	1,906.32	89.91
12/31/2009	10/01/2010	10	FRANKLIN RESOURCES INC	107.25	105.50	1,072.52	1,055.01	17.51
12/31/2009	10/01/2010	20	HEWLETT-PACKARD CO	40.56	52.87	811.26	1,057.40	-246.14
07/16/2010	10/01/2010	12	VISA INC - CLASS A SHRS	73.39	72.84	880.73	874.04	6.69
12/31/2009	10/04/2010	25	GILEAD SCIENCES INC	35.35	43.81	883.86	1,095.25	-211.39
02/05/2010	10/04/2010	5	GILEAD SCIENCES INC	35.35	45.98	176.77	229.92	-53.15
05/18/2010	10/04/2010	22	PROCTER & GAMBLE CO	59.92	63.40	1,318.22	1,394.72	-76.50
05/20/2010	10/04/2010	28	PROCTER & GAMBLE CO	59.92	62.24	1,677.74	1,742.85	-65.11
05/21/2010	10/04/2010	45	PROCTER & GAMBLE CO	59.92	61.55	2,696.37	2,769.84	-73.47
07/13/2010	10/04/2010	30	PROCTER & GAMBLE CO	59.92	62.61	1,797.58	1,878.41	-80.83
05/21/2010	10/04/2010	125	SARA LEE CORP	14.63	14.46	1,828.60	1,807.93	20.67
06/14/2010	10/04/2010	100	SARA LEE CORP	14.63	14.89	1,462.88	1,488.78	-25.90
06/09/2010	10/05/2010	45	HYATT HOTELS CORP - CL A	39.79	38.53	1,790.61	1,734.05	56.56
12/31/2009	10/06/2010	20	HEWLETT-PACKARD CO	40.71	52.87	814.19	1,057.40	-243.21
08/19/2010	10/07/2010	17	FREEMPORT-MCHORAN COPPER	91.31	72.84	1,552.28	1,238.36	313.92
12/31/2009	10/08/2010	3	TARGET CORP	54.20	48.95	162.60	146.85	15.75
04/14/2010	10/12/2010	45	COMMUNITY HEALTH SYSTEMS INC	32.50	39.45	1,462.28	1,775.38	-313.10
04/16/2010	10/12/2010	45	COMMUNITY HEALTH SYSTEMS INC	32.50	38.86	1,462.28	1,748.72	-286.44
02/08/2010	10/12/2010	3	DOVER CORP	53.75	42.02	161.24	126.06	35.18
02/22/2010	10/12/2010	20	DOVER CORP	53.75	45.97	1,074.91	919.33	155.58
12/31/2009	10/12/2010	25	**TYCO ELECTRONICS LTD	30.28	24.64	757.00	615.89	141.11
07/13/2010	10/14/2010	29	FREEMPORT-MCHORAN COPPER	99.37	64.47	2,881.79	1,869.75	1,012.04
07/20/2010	10/14/2010	1	FREEMPORT-MCHORAN COPPER	99.37	62.57	99.37	62.57	36.80
02/09/2010	10/15/2010	32	DOVER CORP	53.92	42.02	1,725.36	1,344.61	380.75
04/22/2010	10/15/2010	95	FORD MOTOR CO	13.73	14.12	1,304.13	1,341.70	-37.57
08/20/2010	10/15/2010	35	JUNIPER NETWORKS INC	31.54	27.13	1,103.79	949.61	154.18
12/31/2009	10/18/2010	2	FREEMPORT-MCHORAN COPPER	96.62	81.50	193.25	163.00	30.25
02/08/2010	10/18/2010	3	FREEMPORT-MCHORAN COPPER	96.62	70.99	289.87	212.98	76.89
07/20/2010	10/18/2010	14	FREEMPORT-MCHORAN COPPER	96.62	62.57	1,352.75	876.03	476.72
08/19/2010	10/18/2010	8	FREEMPORT-MCHORAN COPPER	96.62	72.84	773.00	876.03	-103.03
12/31/2009	10/19/2010	1	APPLE INC	310.59	213.15	310.59	213.15	97.44
09/07/2010	10/19/2010	4	APPLE INC	310.59	258.92	1,242.37	1,035.68	206.69
02/05/2010	10/19/2010	13	DOVER CORP	52.74	41.64	685.57	541.28	144.29
02/09/2010	10/19/2010	5	DOVER CORP	52.74	42.02	263.68	210.10	53.58

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/31/2009	10/20/2010	25	ILLINOIS TOOL WORKS	46.73	48.70	1,168.25	1,217.62	-49.37
03/31/2010	10/20/2010	5	PEPSICO INC	65.26	66.35	326.29	331.74	-5.45
12/07/2009	10/21/2010	127	BANK OF AMERICA CORP	11.70	16.17	1,486.19	2,052.97	-566.78
05/21/2010	10/21/2010	23	BANK OF AMERICA CORP	11.70	15.90	269.15	365.64	-96.49
05/03/2010	10/21/2010	80	COMCAST CORP-CL A	19.61	20.40	1,568.98	1,632.19	-63.21
05/05/2010	10/21/2010	35	COMCAST CORP-CL A	19.61	19.76	686.43	691.51	-5.08
02/02/2010	10/22/2010	225	MOTOROLA INC	7.86	6.45	1,768.59	1,450.17	318.42
05/03/2010	10/25/2010	16	FEDEX CORP	89.58	91.92	1,433.23	1,470.74	-37.51
12/31/2009	10/27/2010	35	HEWLETT-PACKARD CO	42.09	52.87	1,473.08	1,850.45	-377.37
12/31/2009	10/28/2010	2	GOOGLE INC-CL A	615.79	624.75	1,231.57	1,249.50	-17.93
04/22/2010	10/28/2010	25	KLA-TENCOR CORPORATION	35.75	34.01	893.86	850.20	43.66
12/31/2009	10/28/2010	30	***TEVA PHARMACEUTICAL-SP ADR	52.08	56.84	1,562.51	1,705.20	-142.69
05/05/2010	10/29/2010	50	COMCAST CORP-CL A	20.64	19.76	1,032.15	987.87	44.28
12/22/2009	11/01/2010	15	***COVIDIEN PLC	39.63	47.40	594.39	711.01	-116.62
01/27/2010	11/01/2010	20	***COVIDIEN PLC	39.63	50.75	792.52	1,014.99	-222.47
02/02/2010	11/02/2010	4	FREEPORT-MCMORAN COPPER	97.71	72.00	390.83	287.99	102.84
02/08/2010	11/02/2010	32	FREEPORT-MCMORAN COPPER	97.71	70.99	3,126.60	2,271.82	854.78
12/31/2009	11/03/2010	20	ILLINOIS TOOL WORKS	46.21	48.70	924.29	974.10	-49.81
02/05/2010	11/04/2010	27	DOVER CORP	55.29	41.64	1,492.73	1,124.21	368.52
01/08/2010	11/04/2010	5	***GARMIN LTD	31.77	33.29	158.86	166.47	-7.61
03/23/2010	11/04/2010	25	***GARMIN LTD	31.77	37.07	794.29	926.79	-132.50
06/24/2010	11/04/2010	10	POLO RALPH LAUREN CORP	99.06	76.83	990.65	768.26	222.39
12/31/2009	11/05/2010	160	CBS CORP-CLASS B NON VOTING	17.29	14.30	2,766.74	2,288.00	478.74
06/24/2010	11/10/2010	15	POLO RALPH LAUREN CORP	107.39	76.83	1,610.83	1,152.38	458.45
04/22/2010	11/11/2010	30	FORD MOTOR CO	16.39	14.12	491.65	423.70	67.95
04/29/2010	11/11/2010	20	FORD MOTOR CO	16.39	13.58	327.77	271.55	56.22
12/31/2009	11/11/2010	4	TIME WARNER CABLE	62.03	41.99	248.13	167.98	80.15
12/31/2009	11/11/2010	5	TIME WARNER CABLE	62.03	42.00	310.16	209.98	100.18
12/31/2009	11/11/2010	5	TIME WARNER CABLE	62.03	42.00	310.16	209.98	100.18
02/18/2010	11/12/2010	65	ROWAN COMPANIES INC	31.26	24.67	2,031.70	1,603.85	427.85
05/05/2010	11/16/2010	15	COMCAST CORP-CL A	20.35	19.76	305.24	296.36	8.88
06/10/2010	11/16/2010	35	COMCAST CORP-CL A	20.35	17.99	712.24	629.62	82.62
05/21/2010	11/16/2010	10	PROCTER & GAMBLE CO	63.68	61.55	636.77	615.52	21.25
06/17/2010	11/16/2010	30	PROCTER & GAMBLE CO	63.68	61.36	1,910.30	1,840.79	69.51
06/23/2010	11/16/2010	15	PROCTER & GAMBLE CO	63.68	60.98	955.16	914.67	40.49
06/28/2010	11/16/2010	5	PROCTER & GAMBLE CO	63.68	60.30	318.38	301.50	16.88
12/31/2009	11/17/2010	24	KOHL'S CORP	52.34	55.25	1,256.09	1,326.00	-69.91
10/29/2010	11/19/2010	25	DANAHER CORP	43.47	43.06	1,086.73	1,076.59	10.14
12/23/2009	11/22/2010	12	BANK OF AMERICA CORP	11.28	15.26	135.39	183.09	-47.70
01/25/2010	11/22/2010	245	BANK OF AMERICA CORP	11.28	15.06	2,764.27	3,689.31	-925.04
05/21/2010	11/22/2010	43	BANK OF AMERICA CORP	11.28	15.90	485.16	683.58	-198.42
06/15/2010	11/22/2010	100	BANK OF AMERICA CORP	11.28	15.60	1,128.27	1,559.82	-431.55
06/15/2010	11/22/2010	50	BANK OF AMERICA CORP	11.28	14.23	564.13	711.59	-147.46
12/31/2009	11/22/2010	30	ILLINOIS TOOL WORKS	47.25	48.70	1,417.51	1,461.14	-43.63
06/28/2010	11/22/2010	40	PROCTER & GAMBLE CO	63.30	60.30	2,531.86	2,412.03	119.83
12/31/2009	11/24/2010	120	FORD MOTOR CO	15.89	10.05	1,906.21	1,206.00	700.21
12/31/2009	11/29/2010	4	APPLE INC	313.41	213.15	1,253.63	852.59	401.04
10/29/2010	11/30/2010	20	DANAHER CORP	43.03	43.06	860.65	861.28	-0.63
02/02/2010	12/01/2010	200	MOTOROLA INC	8.05	6.45	1,609.52	1,289.04	320.48

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
03/12/2010	12/03/2010	115	PEPCO HOLDINGS INC	18.65	17.03	2,144.97	1,958.90	186.07	
05/12/2010	12/07/2010	15	CELGENE CORP	57.17	59.64	857.61	894.62	-37.01	
08/09/2010	12/07/2010	15	CELGENE CORP	57.17	56.91	857.61	853.69	3.92	
04/22/2010	12/09/2010	12	COSTCO WHOLESALE CORP	70.57	59.73	846.81	716.82	129.99	
10/06/2010	12/10/2010	25	RAYTHEON COMPANY	45.76	45.64	1,144.09	1,140.88	3.21	
12/31/2009	12/13/2010	22	KOHL'S CORP	53.45	55.25	1,175.95	1,215.50	-39.55	
12/31/2009	12/13/2010	21	***TEVA PHARMACEUTICAL-SP ADR	53.43	56.84	1,122.12	1,193.64	-71.52	
12/22/2009	12/14/2010	25	***COVIDIEN PLC	45.09	47.40	1,127.18	1,185.01	-57.83	
12/31/2009	12/17/2010	7	***ALCON INC	162.14	165.05	1,134.98	1,155.35	-20.37	
12/31/2009	12/17/2010	13	HEWLETT-PACKARD CO	41.95	52.87	545.41	687.31	-141.90	
04/29/2010	12/17/2010	12	HEWLETT-PACKARD CO	41.95	52.84	503.46	634.09	-130.63	
04/29/2010	12/17/2010	24	HEWLETT-PACKARD CO	41.95	52.84	1,006.92	1,268.17	-261.25	
06/02/2010	12/17/2010	1	HEWLETT-PACKARD CO	41.95	46.52	41.95	46.52	-4.57	
12/31/2009	12/20/2010	5	***ALCON INC	161.70	165.05	808.50	825.25	-16.75	
09/20/2010	12/20/2010	10	NEWS CORP	14.45	13.83	144.47	138.34	6.13	
10/11/2010	12/20/2010	75	NEWS CORP	14.45	13.83	1,083.56	1,037.16	46.40	
05/10/2010	12/21/2010	20	***COVIDIEN PLC	45.67	44.75	913.33	895.03	18.30	
08/18/2010	12/22/2010	25	HESS CORP	76.22	52.76	1,905.42	1,319.03	586.39	
11/05/2010	12/22/2010	15	HESS CORP	76.22	69.30	1,143.25	1,039.56	103.69	
01/13/2010	12/22/2010	10	***ROYAL CARIBBEAN CRUISES LTD	46.39	26.28	463.94	262.84	201.10	
01/20/2010	12/22/2010	10	***ROYAL CARIBBEAN CRUISES LTD	46.39	26.83	463.94	268.27	195.67	
12/31/2009	12/30/2010	7	***ALCON INC	163.53	165.05	1,144.74	1,155.35	-10.61	
03/18/2010	12/31/2010	10	GAP INC/THE	22.28	23.26	222.75	232.59	-9.84	
03/25/2010	12/31/2010	65	GAP INC/THE	22.28	23.52	1,447.89	1,528.56	-80.67	
SUBTOTAL FOR SHORT-TERM							449,233.97	463,609.18	-14,375.21
LONG-TERM									
04/09/2008	01/05/2010	225	SPRINT NEXTEL CORP	4.10	6.57	923.47	1,478.48	-555.01	
04/09/2008	01/05/2010	25	SPRINT NEXTEL CORP	4.10	6.57	102.61	164.28	-61.67	
09/19/2008	01/05/2010	75	SPRINT NEXTEL CORP	4.10	7.01	307.82	525.93	-218.11	
02/06/2008	01/11/2010	20	CELGENE CORP	57.39	57.68	1,147.81	1,153.54	-5.73	
06/19/2008	01/25/2010	22	MERCK & CO. INC.	39.30	35.65	864.52	784.27	80.25	
05/04/2007	01/26/2010	2	CME GROUP INC	293.48	519.14	586.95	1,038.29	-451.34	
02/20/2008	01/26/2010	4	CME GROUP INC	293.48	512.50	1,173.90	2,050.01	-876.11	
02/11/2008	01/28/2010	14	WAL-MART STORES INC	52.68	48.67	737.48	681.45	56.03	
10/16/2008	01/28/2010	20	WAL-MART STORES INC	52.68	50.41	1,053.54	1,008.21	45.33	
03/02/2005	01/29/2010	16,394	ALLIANCEBERNSTEIN GLOBAL	7.46	12.86	122,300.00	210,828.16	-88,528.16	
		102	REAL ESTATE INVT FD II CL I						
		468	BERNSTEIN INTERMEDIATE						
		401	DURATION PORTFOLIO						
03/02/2005	01/29/2010	6	***ACE LTD	13.45	13.35	6,300.00	6,253.15	46.85	
01/26/2009	02/05/2010	30	***ACE LTD	48.28	44.50	1,448.54	1,335.13	113.41	
07/17/2008	02/05/2010	20	QUALCOMM INC	37.81	47.23	756.24	944.59	-188.35	
08/15/2007	02/11/2010	20	AIR PRODUCTS & CHEMICALS INC	68.39	84.98	1,367.79	1,699.59	-331.80	
05/15/2008	02/11/2010	1	TIME WARNER INC	27.23	34.29	27.23	34.29	-7.06	
08/07/2008	02/11/2010	33	TIME WARNER INC	27.23	30.74	898.43	1,014.57	-116.14	
06/11/2008	02/12/2010	45	QUALCOMM INC	38.73	46.61	1,742.81	2,097.38	-354.57	

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/18/2007	02/19/2010	75	AT&T INC	25.11	41.99	1,883.36	3,149.18	-1,265.82
10/24/2007	02/19/2010	25	AT&T INC	25.11	41.17	627.79	1,029.14	-401.35
06/11/2008	02/24/2010	5	QUALCOMM INC	37.92	46.61	189.59	233.04	-43.45
07/23/2008	02/24/2010	40	QUALCOMM INC	37.92	43.40	1,516.74	1,736.10	-219.36
08/23/2007	03/04/2010	100	AT&T INC	24.89	40.05	2,489.49	4,005.05	-1,515.56
10/24/2007	03/04/2010	25	AT&T INC	24.89	41.17	622.37	1,029.13	-406.76
09/15/2008	03/05/2010	14	DEVON ENERGY CORPORATION	69.86	89.72	978.10	1,256.11	-278.01
03/08/2005	03/10/2010	35	JPMORGAN CHASE & CO	42.88	37.16	1,500.74	1,300.54	200.20
03/08/2005	03/11/2010	23	JPMORGAN CHASE & CO	42.90	37.16	986.68	854.64	132.04
01/10/2008	03/11/2010	20	MORGAN STANLEY	29.89	47.76	597.71	955.14	-357.43
08/19/2008	03/11/2010	10	MORGAN STANLEY	29.89	37.79	298.86	377.93	-79.07
08/15/2008	03/11/2010	35	XL CAPITAL LTD -CLASS A	18.57	19.90	649.95	696.67	-46.72
09/17/2008	03/11/2010	35	XL CAPITAL LTD -CLASS A	18.57	16.66	649.94	583.23	66.71
05/25/2006	03/17/2010	20	TRAVELERS COS INC/THE	53.08	43.64	1,061.55	872.86	188.69
06/19/2008	03/19/2010	20	MERCK & CO INC.	38.28	35.65	765.70	712.98	52.72
09/04/2008	03/19/2010	5	MERCK & CO INC	38.28	34.56	191.42	172.79	18.63
09/04/2008	03/23/2010	45	MERCK & CO INC	38.42	34.56	1,728.71	1,555.08	173.63
03/23/2006	03/25/2010	5	CBS CORP-CLASS B NON VOTING	14.17	24.92	70.87	124.60	-53.73
03/23/2006	03/25/2010	55	CBS CORP-CLASS B NON VOTING	14.17	24.92	779.56	1,370.55	-590.99
11/13/2006	03/26/2010	55	CONOCOPHILLIPS	51.31	62.88	2,821.96	3,458.18	-636.22
12/07/2006	03/26/2010	9	CONOCOPHILLIPS	51.31	69.16	461.78	622.41	-160.63
07/23/2008	03/26/2010	5	QUALCOMM INC	41.82	43.40	209.10	217.01	-7.91
10/15/2008	03/26/2010	65	QUALCOMM INC	41.82	39.51	2,718.32	2,568.40	149.92
06/15/2007	04/08/2010	10	AIR PRODUCTS & CHEMICALS INC	73.95	81.92	739.47	819.16	-79.69
04/09/2008	04/13/2010	275	SPRINT NEXTEL CORP	4.20	6.57	1,155.44	1,807.02	-651.58
09/16/2008	04/13/2010	175	SPRINT NEXTEL CORP	4.20	6.52	735.28	1,140.20	-404.92
09/16/2008	04/13/2010	25	SPRINT NEXTEL CORP	4.20	6.52	105.04	162.88	-57.84
08/21/2007	04/16/2010	4	***DEUTSCHE BANK AG-REGISTERED	74.45	125.20	297.82	500.81	-202.99
11/15/2007	04/16/2010	10	***DEUTSCHE BANK AG-REGISTERED	74.45	124.24	744.55	1,242.40	-497.85
02/01/2008	04/16/2010	10	***DEUTSCHE BANK AG-REGISTERED	74.45	115.02	744.54	1,150.19	-405.65
08/27/2007	04/16/2010	11	GOLDMAN SACHS GROUP INC	161.72	178.59	1,778.91	1,964.48	-185.57
09/09/2008	04/16/2010	10	GOLDMAN SACHS GROUP INC	161.72	162.35	1,617.19	1,623.47	-6.28
04/17/2009	04/26/2010	5	***ACE LTD	52.79	45.50	263.95	227.48	36.47
10/14/2008	04/28/2010	35	JPMORGAN CHASE & CO	42.93	43.22	1,502.46	1,512.75	-10.29
10/15/2008	04/28/2010	20	QUALCOMM INC	38.23	39.51	764.61	790.28	-25.67
03/31/2009	04/28/2010	50	QUALCOMM INC	38.23	39.14	1,911.52	1,956.80	-45.28
10/15/2008	04/30/2010	26	BAXTER INTERNATIONAL INC	47.87	60.51	1,244.49	1,573.26	-328.77
02/11/2008	04/30/2010	16	WAL-MART STORES INC	53.92	48.67	862.73	778.80	83.93
03/31/2009	05/07/2010	15	BAXTER INTERNATIONAL INC	45.05	51.06	675.71	765.93	-90.22
10/14/2008	05/07/2010	25	JPMORGAN CHASE & CO	40.36	43.22	1,009.07	1,080.54	-71.47
09/04/2008	05/11/2010	50	INTEL CORP	22.72	21.22	1,136.24	1,060.91	75.33
10/26/2008	05/20/2010	70	MACY'S INC	20.79	32.62	1,455.04	2,283.54	-828.50
05/23/2008	05/20/2010	50	MACY'S INC	20.79	22.62	1,039.32	1,130.89	-91.57
02/10/2009	05/20/2010	15	***NOKIA CORP-SPON ADR	9.95	12.74	149.24	191.16	-41.92
03/02/2005	05/28/2010	1,844	BERNSTEIN INTERMEDIATE	13.58	13.35	25,054.86	24,630.51	424.35
		.982	DURATION PORTFOLIO					
		6,184	BERNSTEIN TAX-MANAGED					
		.330	INTERNATIONAL PORTFOLIO					
02/16/2007	05/28/2010			13.21	27.39	81,695.00	169,388.81	-87,693.81
09/04/2008	06/07/2010			20.67	21.22	826.96	848.73	-21.77

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/19/2008	06/15/2010	40	MORGAN STANLEY	25.44	37.79	1,017.52	1,511.70	-494.18
01/26/2009	07/07/2010	100	***NOKIA CORP-SPON ADR	8.72	11.82	872.33	1,182.44	-310.11
02/10/2009	07/07/2010	55	***NOKIA CORP-SPON ADR	8.72	12.74	479.78	700.92	-221.14
07/05/2007	07/15/2010	25	SCHLUMBERGER LTD	57.73	87.90	1,443.28	2,197.59	-754.31
01/15/2008	07/16/2010	12	COSTCO WHOLESALE CORP	55.11	63.98	661.30	767.75	-106.45
07/03/2008	07/16/2010	10	COSTCO WHOLESALE CORP	55.11	72.84	551.09	728.40	-177.31
03/02/2005	07/22/2010	8	AOL INC	20.85	28.18	166.79	225.48	-58.69
05/15/2008	07/22/2010	4	AOL INC	20.85	25.88	83.39	103.54	-20.15
08/07/2008	07/22/2010	3	AOL INC	20.85	24.91	62.54	74.72	-12.18
09/26/2008	07/28/2010	325	MOTOROLA INC	7.70	7.51	2,504.00	2,440.56	63.44
11/16/2007	08/02/2010	15	CAMERON INTERNATIONAL CORP	40.90	44.27	613.45	664.10	-50.65
07/24/2009	08/03/2010	140	VALERO ENERGY CORP	17.64	18.00	2,469.96	2,519.68	-49.72
06/29/2009	08/17/2010	15	SPX CORP	59.82	48.97	897.30	734.55	162.75
06/29/2009	08/23/2010	20	SPX CORP	59.08	48.97	1,181.61	979.41	202.20
01/15/2008	08/24/2010	20	COSTCO WHOLESALE CORP	54.60	63.98	1,091.96	1,279.57	-187.61
07/17/2009	08/27/2010	75	INTEL CORP	18.31	18.67	1,373.09	1,400.16	-27.07
08/12/2009	09/02/2010	50	***TYCO ELECTRONICS LTD	25.41	23.79	1,270.50	1,189.64	80.86
05/14/2009	09/03/2010	15	TARGET CORP	52.85	41.14	792.81	617.17	175.64
04/30/2009	09/14/2010	1	TARGET CORP	53.98	40.98	53.98	40.98	13.00
05/14/2008	09/14/2010	15	TARGET CORP	53.98	41.14	809.65	617.16	192.49
12/12/2006	09/14/2010			14.93	25.99	13,133.60	22,862.82	-9,729.22
02/16/2007	09/14/2010			14.93	27.39	6,866.40	12,596.83	-5,730.43
01/15/2008	09/22/2010	3	COSTCO WHOLESALE CORP	62.04	63.98	186.12	191.94	-5.82
12/18/2008	09/22/2010	11	COSTCO WHOLESALE CORP	62.04	54.07	682.43	594.74	87.69
07/17/2009	09/30/2010	60	INTEL CORP	19.26	18.67	1,155.34	1,120.13	35.21
04/30/2009	10/01/2010	18	TARGET CORP	53.46	40.98	962.28	737.71	224.57
09/15/2009	10/05/2010	35	KLA-TENCOR CORPORATION	35.06	35.32	1,227.04	1,236.18	-9.14
02/16/2007	10/05/2010	1,569	BERNSTEIN EMERGING MARKETS PORTFOLIO	32.18	40.38	50,000.00	63,380.63	-13,380.63
12/18/2008	10/06/2010	14	COSTCO WHOLESALE CORP	63.80	54.07	893.18	756.94	136.24
09/21/2009	10/07/2010	20	EMC CORP/MASS	19.56	16.74	391.24	334.71	56.53
09/22/2009	10/07/2010	50	EMC CORP/MASS	19.56	17.15	978.11	857.54	120.57
04/30/2009	10/08/2010	16	TARGET CORP	54.20	40.98	867.17	655.74	211.43
08/01/2005	10/20/2010	4	PEPSICO INC	65.26	54.49	261.03	217.95	43.08
11/25/2008	10/20/2010	15	PEPSICO INC	65.26	56.47	978.87	846.98	131.89
10/13/2009	10/22/2010	5	***ALCON INC	167.34	143.39	836.71	716.95	119.76
10/21/2009	10/22/2010	5	***ALCON INC	167.34	146.31	836.71	731.55	105.16
09/15/2009	10/22/2010	15	KLA-TENCOR CORPORATION	36.08	35.32	541.24	529.79	11.45
09/17/2009	10/22/2010	10	KLA-TENCOR CORPORATION	36.08	34.98	360.83	349.76	11.07
08/01/2005	10/22/2010	15	PEPSICO INC	65.08	54.49	976.27	817.31	158.96
03/02/2005	10/26/2010	1,729	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	9.10	12.86	15,737.12	22,239.49	-6,502.37
12/27/2007	10/26/2010	380	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	9.10	11.57	3,462.88	4,402.80	-939.92
12/12/2006	10/26/2010	1,394	BERNSTEIN TAX-MANAGED INTERNATIONAL PORTFOLIO	15.75	25.99	21,963.67	36,243.54	-14,279.87
12/11/2007	10/26/2010	561	BERNSTEIN TAX-MANAGED INTERNATIONAL PORTFOLIO	15.75	25.33	8,836.33	14,211.07	-5,374.74

Capital Gains Report

SKEES FAMILY FOUNDATION (Account: 888-18783)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
.037 INTERNATIONAL PORTFOLIO									
12/18/2008	10/27/2010	13	COSTCO WHOLESALE CORP	62.77	54.07	816.06	702.88	113.18	
09/17/2009	10/28/2010	15	KLA-TENCOR CORPORATION	35.75	34.98	536.32	524.64	11.68	
10/20/2009	10/28/2010	16	TARGET CORP	52.33	49.95	837.22	799.24	37.98	
03/23/2006	11/05/2010	15	CBS CORP-CLASS B NON VOTING	17.29	24.92	259.38	373.78	-114.40	
08/01/2005	11/08/2010	16	PEPSICO INC	65.09	54.49	1,041.40	871.80	169.60	
11/13/2008	11/08/2010	9	PEPSICO INC	65.09	53.86	585.78	484.75	101.03	
03/02/2005	11/11/2010	23	TIME WARNER CABLE	62.03	50.54	1,426.74	1,162.35	264.39	
05/15/2008	11/11/2010	10	TIME WARNER CABLE	62.03	53.37	620.32	533.72	86.60	
08/07/2008	11/11/2010	8	TIME WARNER CABLE	62.03	48.15	496.26	385.18	111.08	
11/13/2008	11/17/2010	6	PEPSICO INC	63.90	53.86	383.38	323.16	60.22	
03/31/2009	11/17/2010	6	PEPSICO INC	63.90	52.10	383.37	312.60	70.77	
07/27/2009	11/17/2010	165	PULTE GROUP INC	6.75	10.58	1,113.70	1,745.50	-631.80	
12/18/2008	11/19/2010	12	COSTCO WHOLESALE CORP	66.53	54.07	798.30	648.81	149.49	
10/20/2009	11/19/2010	9	TARGET CORP	55.33	49.95	497.99	449.58	48.41	
10/27/2009	11/19/2010	6	TARGET CORP	55.33	48.40	332.00	290.43	41.57	
10/27/2009	11/22/2010	15	ILLINOIS TOOL WORKS	47.25	47.27	708.75	709.12	-0.37	
06/11/2009	11/23/2010	145	D R HORTON INC	10.10	9.55	1,464.73	1,384.81	79.92	
11/05/2009	11/30/2010	10	DANAHER CORP	43.03	35.62	430.33	356.24	74.09	
01/06/2009	12/03/2010	100	ARCHER-DANIELS-MIDLAND CO	30.40	28.73	3,040.11	2,873.05	167.06	
01/30/2009	12/03/2010	40	ARCHER-DANIELS-MIDLAND CO	30.40	27.31	1,216.04	1,092.36	123.68	
08/21/2009	12/08/2010	20	ILLINOIS TOOL WORKS	50.54	42.28	1,010.85	845.67	165.18	
09/03/2009	12/08/2010	20	ILLINOIS TOOL WORKS	50.54	41.04	1,010.85	820.72	190.13	
10/27/2009	12/08/2010	15	ILLINOIS TOOL WORKS	50.54	47.27	758.13	709.12	49.01	
08/20/2007	12/09/2010	5	AT&T INC	28.73	38.63	143.66	193.13	-49.47	
08/20/2007	12/09/2010	65	AT&T INC	28.73	38.63	1,867.52	2,510.65	-643.13	
11/13/2007	12/09/2010	50	AT&T INC	28.73	39.47	1,436.55	1,973.39	-536.84	
11/17/2009	12/16/2010	20	TYCO ELECTRONICS LTD	34.85	24.52	696.95	490.40	206.55	
08/20/2007	12/22/2010	5	AT&T INC	29.02	38.62	145.10	193.12	-48.02	
05/18/2009	12/22/2010	50	AT&T INC	29.02	24.93	1,451.04	1,246.27	204.77	
06/02/2009	12/22/2010	5	AT&T INC	29.02	24.92	145.10	124.58	20.52	
12/18/2009	12/22/2010	35	COMCAST CORP-CL A	22.22	17.05	777.86	596.87	180.99	
10/01/2009	12/23/2010	46	CONOCOPHILLIPS	66.92	45.20	3,078.39	2,079.34	999.05	
SUBTOTAL FOR LONG-TERM								715,018.96	-241,929.01

TOTAL 922,323.92 1,178,628.14 -256,304.22

** ACCOUNT TOTALS **
 CURRENT PERIOD - G/L -256,304.22
 SHORT TERM -14,375.21
 LONG TERM -241,929.01

Skees Family Foundation

83-0411607

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Ferrari Ottoboni-General Counseling				
	\$ 5,363.	\$ 2,682.		\$ 2,681.
Total	\$ 5,363.	\$ 2,682.	\$ 0.	\$ 2,681.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Snow, Bittleston-Fin & Tax Planning				
	\$ 565.	\$ 283.		\$ 282.
Snow, Bittleston-Prep of Form 990PF				
	3,960.	1,980.		1,980.
Total	\$ 4,525.	\$ 2,263.	\$ 0.	\$ 2,262.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting Within Reach-Website	\$ 7,500.			\$ 7,500.
Sanford Bern Mgmt Fee-Tax Exempt Portion				
	515.			
Sanford Bernstein-Inv Mgmt Fee	7,705.	\$ 7,705.		
Tactical Philanthropy-Consulting	3,750.			3,750.
Total	\$ 19,470.	\$ 7,705.	\$ 0.	\$ 11,250.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes	\$ 3,112.	\$ 3,112.		
Franchise Tax Board	10.			
Total	\$ 3,122.	\$ 3,112.	\$ 0.	\$ 0.

Skees Family Foundation

83-0411607

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Attorney General Registry	\$ 25.			
Bank Charges	25.	\$ 12.		\$ 13.
Investment Account Adjustment	-140.	-140.		
Membership	995.			995.
P O Box Fee	44.	22.		22.
Secretary of State	20.			
Total	\$ 969.	\$ -106.	\$ 0.	\$ 1,030.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Bernstein Acct-Stocks	Cost	\$ 807,405.	\$ 878,623.
	Total	\$ 807,405.	\$ 878,623.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Bernstein Acct-Mutual Funds	Cost	\$ 1,715,187.	\$ 1,706,621.
	Total	\$ 1,715,187.	\$ 1,706,621.

Statement 8
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen-sation</u>	<u>Contri-bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Suzanne Skees P O Box 8143 Santa Cruz, CA 95061	Director 30.00	\$ 0.	\$ 0.	\$ 0.
Jasmine P. Skees P O Box 8143 Santa Cruz, CA 95061	Director 5.00	0.	0.	0.

Skees Family Foundation

83-0411607

Statement 8 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP & DC</u>	<u>Expense Account/ Other</u>
Hugh B. Skees P O Box 8143 Santa Cruz, CA 95061	Director 5.00	\$ 0.	\$ 0.	\$ 0.
Lisa I. Caputo 333 W. Santa Clara St., #700 San Jose, CA 95113-1716	Secretary 0	0.	0.	0.
Gregory W. Snow 250 N. Santa Cruz Ave Los Gatos, CA 95030	CFO 0	0.	0.	0.
		Total \$ 0.	\$ 0.	\$ 0.

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

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found-ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Freedom from Hunger 1644 Da Vinci Court Davis, CA 95616		501c3	First of a three year grant of \$150,000 to bring healthcare education and services to the ultra poor.	\$ 50,000.
VDay II East 22nd Street #5 New York, NY 10010		501c3	First of a three year, \$150,000 grant form 2010 through 2012, to be used in VPeace Scholarship Program	50,000.
Saint Joseph the Worker Mission 16961 State Highway #80 Elkhorn City, KY 41522		501c3	To remodel and equip a laundromat run by residents of Elkhorn City.	7,000.
Dayton International Peace Museum 208 W. Monument Ave Dayton, OH 45402		501c3	General Support	7,000.

Skees Family Foundation

83-0411607

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

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Dayton Christian Center 1352 West Riverview Ave Dayton, OH 45402		501c3	To remodel the center's commercial kitchen for meals to homeless kids.	\$ 6,000.
			Total	<u>\$ 120,000.</u>