

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

2009

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.

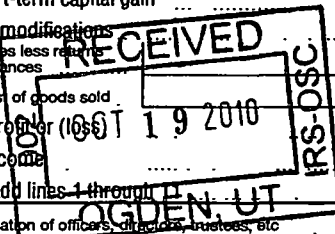
For calendar year 2009, or tax year beginning **JUN 1, 2009**, and ending **MAY 31, 2010**

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THOMAS D. BUCKLEY TRUST		A Employer identification number 47-6121041
	Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 647	Room/suite	B Telephone number 308-874-2929
	City or town, state, and ZIP code CHAPPELL, NE 69129		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,643,496. (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

(Part II) Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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	311.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	155.	155.		Statement 1
	4 Dividends and interest from securities	285,455.	285,455.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-216,824.			
	b Gross sales price for all assets on line 6a	1,415,888.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit (loss)					
11 Other income					
12 Total. Add lines 1 through 11	69,097.	285,610.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	57,500.	14,375.		43,125.
	14 Other employee salaries and wages	46,932.	11,733.		35,199.
	15 Pension plans, employee benefits	17,484.	4,371.		13,113.
	16a Legal fees				
	b Accounting fees Stmt 3	2,538.	635.		1,903.
	c Other professional fees Stmt 4	36,822.	36,822.		0.
	17 Interest				
	18 Taxes Stmt 5	12,337.	1,551.		4,653.
	19 Depreciation and depletion	7,193.	0.		
	20 Occupancy	3,389.	847.		2,542.
	21 Travel, conferences, and meetings	4,034.	1,009.		3,025.
	22 Printing and publications				
	23 Other expenses Stmt 6	5,849.	1,462.		4,387.
	24 Total operating and administrative expenses. Add lines 13 through 23	194,078.	72,805.		107,947.
	25 Contributions, gifts, grants paid	286,321.			286,321.
26 Total expenses and disbursements. Add lines 24 and 25	480,399.	72,805.		394,268.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-411,302.				
b Net investment income (if negative, enter -0-)		212,805.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	3,020.	4,064.	4,064.
	2	Savings and temporary cash investments	328,941.	424,210.	424,210.
	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			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock Stmt 7	9,471,318.	8,970,896.	7,395,001.
	c	Investments - corporate bonds Stmt 8	662,018.	662,018.	702,328.
11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment basis 140,566.				
	Less accumulated depreciation Stmt 9 22,673.	125,086.	117,893.	117,893.	
15	Other assets (describe)				
16	Total assets (to be completed by all filers)	10,590,383.	10,179,081.	8,643,496.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	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 <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,846,490.	3,846,490.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	6,743,893.	6,332,591.		
30	Total net assets or fund balances	10,590,383.	10,179,081.		
31	Total liabilities and net assets/fund balances	10,590,383.	10,179,081.		

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	10,590,383.
2	Enter amount from Part I, line 27a	2	-411,302.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	10,179,081.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,179,081.

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					
b See Attached Statements					
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					
b					
c					
d					
e 1,415,888.		1,632,712.	-216,824.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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			
a					
b					
c					
d					
e			-216,824.		
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	-216,824.
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). If (loss), enter -0- in Part I, line 8				3	N/A

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 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))
2008	526,609.	8,008,587.	.065756
2007	850,511.	11,320,165.	.075132
2006	738,381.	11,635,181.	.063461
2005	685,855.	11,330,621.	.060531
2004	662,254.	11,291,238.	.058652
2 Total of line 1, column (d)			2 .323532
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 .064706
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 8,479,603.
5 Multiply line 4 by line 3			5 548,681.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,128.
7 Add lines 5 and 6			7 550,809.
8 Enter qualifying distributions from Part XII, line 4			8 394,268.

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and amount of line 10 to be credited to 2010 estimated tax.

Part VII A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL filing, tax on political expenditures, reimbursement, IRS reporting, changes in governing instruments, unrelated business gross income, liquidation, section 508(e) requirements, assets, states reported to, Form 990-PF distribution, and substantial contributors.

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of CONNIE LOOS Telephone no. 308-874-2929
Located at 729 SECOND STREET, CHAPPELL, NE ZIP+4 69129
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
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 2009?
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2009 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2009?

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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)?
(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
[] Yes [X] No
[] Yes [X] No
[] Yes [X] No
[] Yes [X] No
[] Yes [X] 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)?

N/A
[]

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

N/A
[] Yes [] No

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

[] Yes [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.

[] Yes [X] No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

[] Yes [X] No

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

N/A

Table with 3 columns and 4 rows (5b, 6b, 7b) containing 'X' marks in the rightmost column.

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.

Table with 5 columns: (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. Rows include BILL HUGHES, D. FRANCIS KRIPAL, and DWIGHT E. SMITH.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

Table with 5 columns: (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. All entries are 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. 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	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments. See instructions.	
3	

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	8,337,495.
b	Average of monthly cash balances	1b	271,239.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,608,734.
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	8,608,734.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,131.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,479,603.
6	Minimum investment return. Enter 5% of line 5	6	423,980.

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	423,980.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,256.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,256.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	419,724.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	419,724.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	419,724.

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	394,268.
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	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	394,268.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	394,268.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				419,724.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	108,733.			
b From 2005	131,753.			
c From 2006	167,375.			
d From 2007	300,661.			
e From 2008	133,273.			
f Total of lines 3a through e	841,795.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	394,268.			
a Applied to 2008, 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 2009 distributable amount				394,268.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	25,456.			25,456.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	816,339.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	83,277.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	733,062.			
10 Analysis of line 9:				
a Excess from 2005	131,753.			
b Excess from 2006	167,375.			
c Excess from 2007	300,661.			
d Excess from 2008	133,273.			
e Excess from 2009				

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 2009, 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) 2009	(b) 2008	(c) 2007	(d) 2006	
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					
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 foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

CONNIE LOOS, 308-874-2929
PO BOX 647, CHAPPELL, NE 69129

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

SEE EXHIBIT D

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE EXHIBIT E				
Total				286,321.
b Approved for future payment				
SEE EXHIBIT F				
Total				88,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: 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. Row 8: SALE OF INVESTMENTS

THOMAS D. BUCKLEY TRUST

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 ADVISORS DISCIPLINED TRUST	P	09/18/07	07/29/09
b ADVISORS DISCIPLINED TRUST	P	06/17/08	05/20/10
c UT 937 PFD INCOME PORT	P	05/27/05	02/01/10
d UNTS VAN KAMPEN PEF SEC PORT 423	P	05/19/04	08/03/09
e UNTS VAN KAMPEN PEF SEC PORT 442	P	06/01/04	11/24/09
f UNTS VAN KAMPEN PEF SEC PORT 469	P	11/24/04	04/22/10
g CALAMOS GROWTH A	P	07/19/06	10/20/09
h CALAMOS GROWTH A	P	07/19/06	01/20/10
i COLUMBIA ACORN	P	07/19/06	Various
j DAVIS NEW YORK VENTURE	P	07/19/06	Various
k SENTINEL CAPITAL GROWTH FD	P	07/28/08	Various
l AAR CORP	P	11/26/07	05/17/10
m AFFILIATED COMPUTER SERVICES	P	05/24/06	02/05/10
n ALLEGHENY TECHNOLOGIES	P	08/05/08	05/17/10
o AMERICAN TOWER CORP	P	05/24/06	05/17/10

(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 66,391.		122,929.	-56,538.
b 61,256.		88,741.	-27,485.
c 64,736.		86,190.	-21,454.
d 72,813.		108,862.	-36,049.
e 67,011.		97,930.	-30,919.
f 92,711.		118,216.	-25,505.
g 4,014.		4,738.	-724.
h 5,794.		6,480.	-686.
i 31,545.		36,180.	-4,635.
j 38,130.		48,848.	-10,718.
k 24,488.		28,868.	-4,380.
l 3,797.		4,730.	-933.
m 3,928.		3,284.	644.
n 5,608.		4,409.	1,199.
o 8,354.		6,080.	2,274.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-56,538.
b			-27,485.
c			-21,454.
d			-36,049.
e			-30,919.
f			-25,505.
g			-724.
h			-686.
i			-4,635.
j			-10,718.
k			-4,380.
l			-933.
m			644.
n			1,199.
o			2,274.

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
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). If (loss), enter "-0-" in Part I, line 8	3

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 ASTORIA FINANCIAL	P	05/24/06	05/17/10
b AUTODESK	P	05/24/06	05/17/10
c BECKMAN COULTER	P	05/24/06	05/04/10
d BORG WARNER	P	07/31/07	05/17/10
e BRINKER	P	05/24/06	05/17/10
f CEPHALON INC	P	10/02/08	05/17/10
g CENTENE CORP	P	12/10/09	05/17/10
h COVANCE	P	05/24/06	05/17/10
i CUMMINS	P	05/24/06	05/17/10
j D R HORTON	P	05/24/06	05/17/10
k D R HORTON	P	05/24/10	05/26/10
l DARDEN RESTAURANTS	P	05/24/06	05/17/10
m DELPHI FINANCIAL	P	12/26/07	05/17/10
n EASTMAN CHEMICAL	P	05/24/06	05/17/10
o EATON VANCE CORP	P	05/24/06	05/17/10

(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 4,031.		4,075.	-44.
b 3,422.		3,763.	-341.
c 1,863.		1,827.	36.
d 4,352.		3,734.	618.
e 2,249.		2,973.	-724.
f 2,325.		2,493.	-168.
g 3,609.		3,005.	604.
h 4,810.		5,026.	-216.
i 11,837.		4,615.	7,222.
j 3,726.		6,906.	-3,180.
k 10.		10.	0.
l 4,067.		3,308.	759.
m 5,165.		3,540.	1,625.
n 4,916.		4,350.	566.
o 4,776.		3,709.	1,067.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-44.
b			-341.
c			36.
d			618.
e			-724.
f			-168.
g			604.
h			-216.
i			7,222.
j			-3,180.
k			0.
l			759.
m			1,625.
n			566.
o			1,067.

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
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). If (loss), enter "-0-" in Part I, line 8	3

THOMAS D. BUCKLEY TRUST

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 EXPRESS SCRIPTS	P	05/24/06	05/17/10
b FLIR SYSTEMS	P	05/24/06	05/17/10
c GLOBAL PAYMENTS	P	05/24/06	05/17/10
d HARMAN INTERNATIONAL	P	05/25/06	05/17/10
e HARRIS CORP DEL	P	09/26/06	05/17/10
f HARRIS STRATEX NETWORKS INC	P	05/27/09	06/03/09
g HARSCO CORP	P	05/24/06	05/17/10
h HELIX ENERGY SOLUTIONS	P	08/01/08	05/17/10
i IMMUCOR	P	05/24/06	05/17/10
j INTERNATIONAL RECTIFIER CORP	P	05/24/06	05/17/10
k INTUIT	P	01/06/09	05/17/10
l JEFFERIES CORP	P	05/24/06	05/17/10
m KEYCORP	P	04/23/09	05/17/10
n MASCO CORP	P	01/15/08	05/17/10
o NEWFIELD EXPL CO	P	05/24/06	05/17/10

(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 10,743.		3,857.	6,886.
b 7,133.		2,908.	4,225.
c 4,842.		5,103.	-261.
d 2,982.		5,947.	-2,965.
e 5,064.		4,510.	554.
f 139.		133.	6.
g 3,859.		5,333.	-1,474.
h 2,755.		5,248.	-2,493.
i 4,293.		3,440.	853.
j		4,692.	-4,692.
k 3,689.		2,412.	1,277.
l 4,833.		5,452.	-619.
m 5,175.		4,536.	639.
n 3,623.		4,549.	-926.
o 7,914.		6,002.	1,912.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6,886.
b			4,225.
c			-261.
d			-2,965.
e			554.
f			6.
g			-1,474.
h			-2,493.
i			853.
j			-4,692.
k			1,277.
l			-619.
m			639.
n			-926.
o			1,912.

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
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). If (loss), enter "-0-" in Part I, line 8	3

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 ONEOK INC	P	05/24/06	05/17/10
b PHARMACEUTICAL PROD DEV INC	P	05/24/06	05/17/10
c PHILLIPS VAN HEUSEN	P	05/24/06	05/17/10
d PIONEER NATURAL RESOURCE CO	P	05/24/06	04/26/10
e PROTECTIVE LIFE CORP	P	05/24/06	05/17/10
f PULTE HOMES	P	05/24/06	05/17/10
g REINSURANCE GRP AMER INC	P	11/15/07	05/17/10
h REINSURANCE GRP AMER INC	P	05/28/10	05/28/10
i REPUBLIC SERVICES	P	05/24/06	05/17/10
j SBA COMM	P	02/23/09	05/17/10
k SCIENTIFIC GAMES CORP	P	05/24/06	05/17/10
l SCOTTS MIRACLE GROW	P	05/24/06	05/17/10
m SNAP ON	P	05/24/06	05/04/10
n SNAP ON	P	05/24/06	05/17/10
o SONIC CORP	P	05/24/06	05/17/10

(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 4,444.		2,826.	1,618.
b 5,340.		7,080.	-1,740.
c 7,115.		4,377.	2,738.
d 6,892.		5,663.	1,229.
e 3,210.		4,142.	-932.
f 5,163.		7,273.	-2,110.
g 4,294.		4,890.	-596.
h 11.		10.	1.
i 7,777.		6,683.	1,094.
j 4,102.		2,154.	1,948.
k 1,362.		4,649.	-3,287.
l 3,115.		2,778.	337.
m 197.		157.	40.
n 3,426.		2,540.	886.
o 2,129.		3,320.	-1,191.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,618.
b			-1,740.
c			2,738.
d			1,229.
e			-932.
f			-2,110.
g			-596.
h			1.
i			1,094.
j			1,948.
k			-3,287.
l			337.
m			40.
n			886.
o			-1,191.

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

THOMAS D. BUCKLEY TRUST

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 SOUTH JERSEY INDUSTRIES	P	04/26/10	05/17/10
b STUDENT LOAN CORP	P	05/24/06	04/15/10
c TIMKEN CO	P	05/24/06	05/17/10
d TORO CO	P	04/28/08	05/17/10
e UNITED BANKSHARES INC	P	01/20/09	05/17/10
f VALSPAR CORP	P	05/24/06	05/17/10
g WGL HOLDINGS CORP	P	02/24/09	05/17/10
h WATSCO INC	P	05/24/06	05/17/10
i XTO ENERGY INC	P	05/24/06	05/17/10
j XEROX CORP	P	05/19/06	02/23/10
k FLEXTRONICS INC	P	05/24/06	05/17/10
l ADOBE SYSTEMS	P	01/23/07	06/26/09
m BIOGEN IDEC INC	P	05/25/06	06/26/09
n CABLEVISION SYSTEMS CORP	P	05/25/06	06/26/09
o COMCAST	P	05/25/06	06/26/09

(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 3,794.		3,662.	132.
b 1,869.		4,109.	-2,240.
c 3,098.		2,270.	828.
d 4,716.		3,372.	1,344.
e 3,891.		3,251.	640.
f 4,212.		3,658.	554.
g 2,341.		2,035.	306.
h 2,925.		3,005.	-80.
i 7,835.		5,574.	2,261.
j 3,203.			3,203.
k 3,904.		3,995.	-91.
l 9,872.		14,923.	-5,051.
m 12,132.		11,414.	718.
n 5,833.		6,425.	-592.
o 9,895.		15,545.	-5,650.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			132.
b			-2,240.
c			828.
d			1,344.
e			640.
f			554.
g			306.
h			-80.
i			2,261.
j			3,203.
k			-91.
l			-5,051.
m			718.
n			-592.
o			-5,650.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

THOMAS D. BUCKLEY TRUST

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 CREE INC	P	05/25/06	06/26/09
b DOLBY LABORATORIES	P	10/21/08	06/26/09
c FOREST LABS	P	05/25/06	06/26/09
d JACOBS ENGR GROUP	P	01/11/08	10/26/09
e L-1 IDENTITY SOLUTIONS	P	12/26/06	06/26/09
f LIBERTY MEDIA CORP	P	05/22/06	06/26/09
g MERCK & CO INC	P	01/17/07	06/26/09
h NUANCE COMM INC	P	12/18/06	06/26/09
i PFIZER INC	P	10/27/08	06/26/09
j TOYOTA MOTOR CORP	P	11/17/06	06/26/09
k UNITEDHEALTH GROUP	P	05/25/06	06/26/09
l COVIDIEN LIMITED	P	07/02/07	06/26/09
m SEAGATE TECHNOLOGY	P	03/23/07	06/26/09
n TYCO ELECTRONICS	P	05/22/06	06/26/09
o WEATHERFORD INT'L LTD	P	05/25/06	10/26/09

(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 5,009.		4,469.	540.
b 3,844.		3,301.	543.
c 5,630.		9,118.	-3,488.
d 5,090.		9,948.	-4,858.
e 4,492.		10,005.	-5,513.
f 8,283.		6,531.	1,752.
g 8,172.		14,440.	-6,268.
h 10,652.		11,460.	-808.
i 4,282.		5,007.	-725.
j 5,276.		9,194.	-3,918.
k 11,083.		18,695.	-7,612.
l 5,195.		4,992.	203.
m 3,695.		9,816.	-6,121.
n 2,688.		4,596.	-1,908.
o 9,950.		11,766.	-1,816.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			540.
b			543.
c			-3,488.
d			-4,858.
e			-5,513.
f			1,752.
g			-6,268.
h			-808.
i			-725.
j			-3,918.
k			-7,612.
l			203.
m			-6,121.
n			-1,908.
o			-1,816.

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
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). If (loss), enter "-0-" in Part I, line 8	3

THOMAS D. BUCKLEY TRUST

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 TYCO INTERNATIONAL	P	05/25/06	06/26/09
b FIRST EAGLE GLOBAL	P	04/15/09	05/24/10
c FIRST EAGLE GLOBAL	P	04/15/09	05/24/10
d JENSEN PORTFOLIO	P	04/15/09	05/24/10
e JENSEN PORTFOLIO	P	04/15/09	05/24/10
f NEUBERGER BERMAN GEN	P	04/13/09	05/20/10
g ISHARES TR RUSSELL MIDCAP	P	04/15/09	05/24/10
h ISHARES TR RUSSELL MIDCAP	P	05/19/09	05/24/10
i ISHARES TR RUSSELL 2000	P	04/15/09	05/24/10
j ISHARES TR RUSSELL 2000	P	05/19/09	05/24/10
k ISHARES TR LEHMAN 3-7 YR	P	07/15/08	06/08/09
l ISHARES TR LEHMAN 3-7 YR	P	10/03/08	06/08/09
m MARKET VECTORS ETF TRUST	P	09/24/07	06/26/09
n VANGUARD GROWTH	P	10/20/06	06/26/09
o WISDOM TREE TRUST	P	11/17/08	02/03/10

(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 3,725.		6,135.	-2,410.
b 11,872.		9,300.	2,572.
c 10,128.		8,904.	1,224.
d 18,096.		13,500.	4,596.
e 704.		546.	158.
f 21,800.		16,115.	5,685.
g 19,408.		13,452.	5,956.
h 3,163.		2,281.	882.
i 19,412.		13,492.	5,920.
j 3,481.		2,471.	1,010.
k 50,368.		49,942.	426.
l 49,717.		49,960.	-243.
m 15,243.		19,991.	-4,748.
n 10,714.		14,233.	-3,519.
o 99,936.		99,983.	-47.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-2,410.
b			2,572.
c			1,224.
d			4,596.
e			158.
f			5,685.
g			5,956.
h			882.
i			5,920.
j			1,010.
k			426.
l			-243.
m			-4,748.
n			-3,519.
o			-47.

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
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). If (loss), enter "-0-" in Part I, line 8	3

THOMAS D. BUCKLEY TRUST

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 WISDOM TREE TRUST LARGE CAP	P	02/10/09	05/24/10
b WISDOM TREE TRUST LARGE CAP	P	04/15/09	05/24/10
c WISDOM TREE TRUST SMALL CAP DIV	P	02/10/09	05/24/10
d AMCAP FD	P	05/02/06	Various
e GROWTH FD OF AMERICA	P	05/02/06	Various
f SMALLCAP WORLD FUND INC	P	05/02/06	Various
g CAPITAL WORLD GROWTH & INCOME	P	05/02/06	Various
h FUNDEMENTAL INVESTORS	P	05/02/06	Various
i INVESTMENT CO OF AMERICA	P	05/02/06	Various
j CAPITAL INCOME BUILDER FUNDS	P	05/02/06	Various
k AMERICAN BALANCED FUND	P	05/02/06	Various
l VARIOUS - PRIN RETURNED	P	Various	Various
m SENTINEL MID CAP VALUE	P	12/18/07	01/29/10
n			
o			

(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 17,591.		13,677.	3,914.
b 32,541.		21,611.	10,930.
c 34,733.		22,360.	12,373.
d 10,314.		11,843.	-1,529.
e 13,417.		16,299.	-2,882.
f 6,634.		8,723.	-2,089.
g 10,972.		12,262.	-1,290.
h 10,315.		10,916.	-601.
i 6,663.		7,897.	-1,234.
j 7,371.		7,857.	-486.
k 3,540.		3,811.	-271.
l 9,144.		9,144.	0.
m 4,670.		6,948.	-2,278.
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,914.
b			10,930.
c			12,373.
d			-1,529.
e			-2,882.
f			-2,089.
g			-1,290.
h			-601.
i			-1,234.
j			-486.
k			-271.
l			0.
m			-2,278.
n			
o			

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	-216,824.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

2009 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	Buildings														
2	BUILDING & ENHANCEMENTS	03/01/07	SL	39.00		MC17	91,421.				91,421.	5,176.		2,344.	7,520.
3	ELECTRICAL COMPONENT	03/01/07	SL	15.00		MC17	7,806.				7,806.	1,105.		520.	1,625.
4	CARPET	03/01/07	SL	7.00		MC17	6,529.				6,529.	1,983.		933.	2,916.
5	DOORS & CABINETS	03/01/07	SL	15.00		MC17	8,456.				8,456.	1,198.		564.	1,762.
6	HEATING & AIR COMPONENT	03/01/07	SL	15.00		MC17	7,979.				7,979.	1,130.		532.	1,662.
	* 990-PF Pg 1 Total Buildings						122,191.				122,191.	10,592.		4,893.	15,485.
	Furniture & Fixtures														
7	COMPUTERS & WIRING	03/01/07	SL	5.00		MC17	1,837.				1,837.	780.		367.	1,147.
8	FURNITURE	03/01/07	SL	7.00		MC17	7,386.				7,386.	2,242.		1,055.	3,297.
9	CHAIRS & TABLES	03/01/07	SL	7.00		MC17	3,979.				3,979.	1,207.		568.	1,775.
10	FRIDGE	03/01/07	SL	7.00		MC17	577.				577.	174.		82.	256.
11	FILE CABINETS	03/01/07	SL	7.00		MC17	1,596.				1,596.	485.		238.	713.
	* 990-PF Pg 1 Total Furniture & Fixtures						15,375.				15,375.	4,888.		2,300.	7,188.
	Land														
1	BUILDING LOT	03/01/07	L	39.00		MM	3,000.				3,000.			0.	
	* 990-PF Pg 1 Total Land						3,000.				3,000.	0.		0.	0.
	* Grand Total 990-PF Pg 1 DEBT						140,566.				140,566.	15,480.		7,193.	22,673.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
VARIOUS	155.
Total to Form 990-PF, Part I, line 3, Column A	155.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
VARIOUS	285,455.	0.	285,455.
Total to Fm 990-PF, Part I, ln 4	285,455.	0.	285,455.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	2,538.	635.		1,903.
To Form 990-PF, Pg 1, ln 16b	2,538.	635.		1,903.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	36,822.	36,822.		0.
To Form 990-PF, Pg 1, ln 16c	36,822.	36,822.		0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
PAYROLL TAXES	6,204.	1,551.		4,653.	
FEDERAL TAX ESTIMATES	6,133.	0.		0.	
To Form 990-PF, Pg 1, ln 18	12,337.	1,551.		4,653.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INSURANCE	1,943.	486.		1,457.	
DUES	645.	161.		484.	
POSTAGE AND BOX RENT	45.	11.		34.	
OFFICE SUPPLIES AND EXPENSE	1,532.	383.		1,149.	
COMPUTER MAINTENANCE	1,684.	421.		1,263.	
To Form 990-PF, Pg 1, ln 23	5,849.	1,462.		4,387.	

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
EXHIBIT B	8,970,896.	7,395,001.		
Total to Form 990-PF, Part II, line 10b	8,970,896.	7,395,001.		

Form 990-PF	Corporate Bonds	Statement	8
Description	Book Value	Fair Market Value	
EXHIBIT C	662,018.	702,328.	
Total to Form 990-PF, Part II, line 10c	662,018.	702,328.	

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	9
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
BUILDING LOT	3,000.	0.	3,000.
BUILDING & ENHANCEMENTS	91,421.	7,520.	83,901.
ELECTRICAL COMPONENT	7,806.	1,625.	6,181.
CARPET	6,529.	2,916.	3,613.
DOORS & CABINETS	8,456.	1,762.	6,694.
HEATING & AIR COMPONENT	7,979.	1,662.	6,317.
COMPUTERS & WIRING	1,837.	1,147.	690.
FURNITURE	7,386.	3,297.	4,089.
CHAIRS & TABLES	3,979.	1,775.	2,204.
FRIDGE	577.	256.	321.
FILE CABINETS	1,596.	713.	883.
Total To Fm 990-PF, Part II, ln 14	140,566.	22,673.	117,893.

Depreciation and Amortization 990-PF
 (Including Information on Listed Property)

2009

Attachment
 Sequence No. 67

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return: **THOMAS D. BUCKLEY TRUST**
 Business or activity to which this form relates: _____
 Identifying number: **47-6121041**
 Form 990-PF Page 1

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	7,193.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs.		S/L	
c	40-year	/	40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	7,193.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No

Table with 9 columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation deduction, (i) Elected section 179 cost.

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use 25

26 Property used more than 50% in a qualified business use: Table with 9 columns for property types and percentages.

27 Property used 50% or less in a qualified business use: Table with 9 columns for property types and percentages.

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table for Section B with 6 main rows (30-36) and 12 sub-columns for vehicle types and personal use availability.

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

Table for Section C with 5 rows (37-41) and 2 columns (Yes/No).

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

Table with 6 columns: (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year.

42 Amortization of costs that begins during your 2009 tax year:

43 Amortization of costs that began before your 2009 tax year 43

44 Total. Add amounts in column (f). See the instructions for where to report 44

Form 990-PF, Part II, Line 10b
Investments - Corporate Stock & Investment Funds

			Col b.	Col c.
			Book	Market
			Value	Value
	COMPANY	SHARES		
AEP	AMERICAN ELECTRIC POWER CO.	3200.0000	99,906.89	102,272.00
T	A T & T INC COM	2000.0000	52,530.66	48,600.00
ONEPRW	BANK ONE CAPITAL TR VI	5000.0000	125,003.50	125,000.00
BMV	BRISTOL MYERS SQUIBB	975.0000	25,334.73	22,629.75
DPD	DOW 30 PREMIUM & DIVIDEND INCOME FUND**	19000.0000	380,980.58	247,000.00
FCJ	FORD MOTOR CREDIT PFD	6000.0000	150,003.50	138,600.00
FPCPRA	FPC CAP I SER A	4000.0000	100,002.50	100,480.00
MERPRD	MERRLL LYNCH PFD CAP TR III 7% PFD	4000.0000	100,002.50	85,040.00
MERPRE	ML CAPITAL TR IV	4000.0000	100,002.50	86,800.00
JDD	NUVEEN DIVERS DIV/INC**	6600.0000	99,000.00	66,000.00
JRO	NUVEEN FLOATING RATE INCOME OPPOR FUND	8300.0000	125,863.35	92,130.00
JGT	NUVEEN MULTI CURRENCY S/T GOVT INC FD**	12285.0000	245,705.00	172,972.80
JPC	NUVEEN PREF & CONV (MULTI STRATEGY INC/GRWT-	6666.0000	99,990.00	50,194.98
JPS	NUVEEN QUALITY PFD 2**	6670.0000	100,050.00	47,490.40
JHP	NUVEEN QUALITY PFD 3**	13333.0000	199,995.00	91,997.70
PBI	PITNEY BOWES INC	1000.0000	25,284.28	22,640.00
00768B644	ADVISORS DISCIPLINED TRUST UNIT 421	7449.0000	75,004.02	73,447.14
00768X52-1	ADVISORS DISCIPLINED TRUST UNIT 511 SER 8	10065.0000	100,008.82	91,893.45
30270K10E	FT UNIT 1100 PREF INC PORT SER 20	7451.0000	75,000.81	60,725.65
30272C70E	FT UNIT 1356 STRATEGIC INC CL END PORT SER 14	15210.0000	149,739.39	111,337.20
30274U661	FT UNIT 2347 BALANCE INCOME SER 15	6422.0000	60,000.32	59,467.72
30264J742	UTS FIRST TR 683 CORP INTER SR 1	97.0000	95,713.78	87,095.33
30268G447	UT 881 SR LN & HIGH YIELD CLOSED END PORT SER 3	10145.0000	99,802.66	64,725.10
92118B267	VAN KAMPEN INTERMEDIDATE CORP TR UNIT 46	101.0000	98,733.54	100,216.24
92117C787	UNTS VAN KAMPEN 496 PFD SER 7	10033.0000	77,846.83	59,495.69
	CALAMOS GROWTH CL A	7,031.120	356,887.18	294,885.17
	COLUMBIA ACORN CL A	25,960.531	707,812.84	602,009.75
	DAVIS NEW YORK VENTURE CL A	20,535.614	693,745.81	588,345.34
	SENTINEL MID CAP VALUE CLASS A	26,435.642	457,655.11	303,745.53
	SENTINEL CAPITAL GROWTH FUND	36,355.723	661,447.45	536,610.47
T	A T & T INCORPORATED	207.0000	5,028.63	5,030.10
T	A T & T INCORPORATED	401.0000	10,001.40	9,744.30
T	A T & T INCORPORATED	19.8180	514.91	481.60
AVAV	AEROVIRONMENT INC	413.0000	9,990.60	10,341.52
AA	ALCOA INC	655.0000	25,361.21	7,624.20
AA	ALCOA INC	583.0000	6,984.31	6,786.12
AA	ALCOA INC	2.8350	74.37	71.49
MO	ALTRIA GROUP INCORPORATED	257.0000	5,013.88	5,214.53
MO	ALTRIA GROUP INCORPORATED	613.0000	9,984.47	12,437.77
MO	ALTRIA GROUP INCORPORATED	573.0000	11,986.87	11,626.17
MO	ALTRIA GROUP INCORPORATED	29.7980	605.49	604.60
AMT	AMERICAN TOWER CORP	110.0000	4,016.95	4,458.30
AMT	AMERICAN TOWER CORP	100.0000	3,797.00	4,053.00
AMT	AMERICAN TOWER CORP	100.0000	3,959.00	4,053.00
AMT	AMERICAN TOWER CORP	76.0000	2,988.88	3,080.28
AMT	AMERICAN TOWER CORP	65.0000	2,961.60	2,634.45
APC	ANADARKO PETE CORP	215.0000	10,365.15	11,250.95
APC	ANADARKO PETE CORP	100.0000	4,161.00	5,233.00
APC	ANADARKO PETE CORP	129.0000	9,986.09	6,750.57
APC	ANADARKO PETE CORP	0.6390	79.98	63.42
APA	APACHE CORP	93.0000	9,898.51	8,327.22
APA	APACHE CORP	0.1330	27.92	25.88
BRK.B	BERKSHIRE HATHAWAY CLASS B	500.0000	28,067.25	35,275.00

CVS	CVS CORP	100.0000	3,059.00	3,463.00
CVS	CVS CORP	100.0000	3,301.00	3,463.00
CVS	CVS CORP	184.0000	6,978.16	6,371.92
CVS	CVS CORP	1.0210	67.29	66.94
ED	CONSOLIDATED EDISON	80.0000	3,510.95	3,407.20
DVA	DAVITA INC	73.0000	4,037.32	4,630.39
DVA	DAVITA INC	73.0000	4,065.06	4,630.39
DVA	DAVITA INC	75.0000	3,986.50	4,757.25
DE	DEERE & CO	90.0000	4,031.80	5,191.20
DE	DEERE & CO	90.0000	4,315.30	5,191.20
DE	DEERE & CO	34.0000	2,949.50	1,961.12
DE	DEERE & CO	36.0000	2,921.92	2,076.48
DE	DEERE & CO	37.0000	2,973.28	2,134.16
DE	DEERE & CO	1.5380	161.15	164.45
DEO	DIAGEO PLC SPON ADR NEW	116.0000	7,141.06	7,108.48
DD	DU PONT E I DE NEMOURS & COMPANY	152.0000	5,029.77	5,497.84
DD	DU PONT E I DE NEMOURS & COMPANY	396.0000	9,924.67	14,323.32
DD	DU PONT E I DE NEMOURS & COMPANY	6.4010	224.68	231.52
GE	GENERAL ELECTRIC COMPANY	630.0000	24,981.12	10,300.50
GE	GENERAL ELECTRIC COMPANY	219.0000	6,984.71	3,580.65
GE	GENERAL ELECTRIC COMPANY	217.0000	6,986.33	3,547.95
GE	GENERAL ELECTRIC COMPANY	241.0000	6,984.05	3,940.35
GE	GENERAL ELECTRIC COMPANY	14.8820	262.19	243.32
GIS	GENERAL MILLS	76.0000	5,008.79	5,413.48
GIS	GENERAL MILLS	180.0000	9,947.93	12,821.40
GIS	GENERAL MILLS	1.7370	251.73	250.09
GENZ	GENZYME CORP	190.0000	11,006.70	9,243.50
GR	GOODRICH CORP	73.0000	4,983.40	5,066.20
GR	GOODRICH CORP	74.0000	4,984.60	5,135.60
GR	GOODRICH CORP	1.1680	79.54	81.06
HAL	HALLIBURTON COMPANY	111.0000	5,004.58	2,756.13
HAL	HALLIBURTON COMPANY	101.0000	5,021.28	2,507.83
HAL	HALLIBURTON COMPANY	0.6270	38.22	31.39
HPQ	HEWLETT PACKARD CO	100.0000	4,064.00	4,601.00
HPQ	HEWLETT PACKARD CO	100.0000	4,131.00	4,601.00
HPQ	HEWLETT PACKARD CO	100.0000	4,301.00	4,601.00
HPQ	HEWLETT PACKARD CO	150.0000	6,416.50	6,901.50
HPQ	HEWLETT PACKARD CO	1.3630	72.06	62.71
JNJ	JOHNSON & JOHNSON	80.0000	5,001.75	4,664.00
JNJ	JOHNSON & JOHNSON	180.0000	10,003.73	10,494.00
JNJ	JOHNSON & JOHNSON	293.0000	17,987.59	17,081.90
JNJ	JOHNSON & JOHNSON	1.9860	127.40	115.78
KMB	KIMBERLY CLARK CORPORATION	87.0000	5,383.71	5,280.90
KFT	KRAFT FOODS INC	174.0000	5,008.84	4,976.40
KFT	KRAFT FOODS INC	100.0000	2,976.80	2,860.00
KFT	KRAFT FOODS INC	3.4210	101.42	97.84
LLL	L-3 COMMUNICATIONS HLDGS	110.0000	8,904.50	9,089.30
LLL	L-3 COMMUNICATIONS HLDGS	0.4550	82.68	77.34
LLY	LILLY ELI & COMPANY	153.0000	5,034.06	5,016.87
LLY	LILLY ELI & COMPANY	297.0000	9,987.06	9,783.63
LLY	LILLY ELI & COMPANY	6.2950	220.50	206.41
NOV	NATIONAL OILWELL CARCO INC	49.0000	3,642.66	1,868.37
NOV	NATIONAL OILWELL VARCO INS	100.0000	3,371.50	3,813.00
NOV	NATIONAL OILWELL VARCO INS	88.0000	5,914.16	3,355.44
NOV	NATIONAL OILWELL VARCO INS	42.0000	2,931.16	1,601.46
NOV	NATIONAL OILWELL VARCO INS	37.0000	2,949.97	1,410.81
NOV	NATIONAL OILWELL CARCO INC	21.0000	1,450.92	800.73
NOV	NATIONAL OILWELL CARCO INC	28.0000	673.58	1,067.64

NOV	NATIONAL OILWELL CARCO INC	12.0000	305.39	457.56
NOV	NATIONAL OILWELL CARCO INC	10.1310	415.62	386.30
NOC	NORTHROP GRUMMAN CORP	69.0000	4,975.78	4,173.81
NOC	NORTHROP GRUMMAN CORP	65.0000	4,991.58	3,931.85
NOC	NORTHROP GRUMMAN CORP	0.8920	57.62	54.02
PLL	PALL CORP	230.0000	6,808.00	7,831.50
PLL	PALL CORP	0.9890	73.76	67.01
PEP	PEPSICO INCORPORATED	246.0000	15,945.62	15,470.94
PBR	PETROLEO BRASILEIRO SA	178.0000	9,986.87	6,340.36
PBR	PETROLEO BRASILEIRO SA	80.0000	4,925.60	2,849.60
PBR	PETROLEO BRASILEIRO SA	41.0000	2,988.05	1,460.42
PBR	PETROLEO BRASILEIRO SA	3.2620	137.69	116.19
PG	PROCTER & GAMBLE COMPANY	82.0000	4,999.57	5,009.38
PG	PROCTER & GAMBLE COMPANY	196.0000	9,955.63	11,973.64
PG	PROCTER & GAMBLE COMPANY	256.0000	15,944.97	15,639.04
PG	PROCTER & GAMBLE COMPANY	1.9880	257.22	253.03
SLB	SCHLUMBERGER LIMITED	76.0000	6,925.68	4,267.40
SLB	SCHLUMBERGER LIMITED	65.0000	6,916.85	3,649.75
SLB	SCHLUMBERGER LIMITED	67.0000	6,892.12	3,762.05
SLB	SCHLUMBERGER LIMITED	1.2780	87.49	71.76
SO	SOUTHERN COMPANY	118.0000	4,030.25	3,858.60
MMM	3M COMPANY	181.0000	14,550.88	14,355.11
VZ	VERIZON COMMUNICATIONS INCORPORATED	525.0000	14,697.41	14,448.00
VRTX	VERTEX PHARMACEUTICALS INC.	8.0000	204.44	276.72
VRTX	VERTEX PHARMACEUTICALS INC.	15.0000	407.38	518.85
ETP	ENERGY TRANSFER PARTNERS L P UNIT LTD PARTN	80.0000	4,280.40	3,528.00
ETP	ENERGY TRANSFER PARTNERS L P UNIT LTD PARTN	114.0000	5,992.32	5,027.40
ETP	ENERGY TRANSFER PARTNERS L P UNIT LTD PARTN	3.8990	350.26	346.27
SGENX	FIRST EAGLE GLOBAL FUND CLASS A M/F	552.2140	19,617.10	21,950.51
JENSX	JENSEN PORTFOLIO INC N/L	1,445.1590	54,211.66	64,720.63
NBGX	NEUBERGER BERMAN GENESIS	1,699.4540	60,684.87	74,836.90
TIP	ISHARES TR US TIPS BD FD	460.0000	49,881.44	48,806.00
TIP	ISHARES TR US TIPS BD FD	4.6590	485.55	494.32
SHY	ISHARES TR BARCLYS 1-3 YR	602.0000	49,968.70	50,471.68
SHY	ISHARES TR BARCLYS 1-3 YR	597.0000	49,990.12	50,052.48
SHY	ISHARES TR BARCLYS 1-3 YR	595.0000	49,964.72	49,884.80
SHY	ISHARES TR BARCLYS 1-3 YR	8.6610	722.25	726.14
IWR	ISHARES TR RUSSELL MIDCAP	220.0000	11,282.04	15,714.21
IWR	ISHARES TR RUSSELL MIDCAP	198.0000	13,440.83	17,002.26
IWR	ISHARES TR RUSSELL MIDCAP	219.0000	13,600.47	18,805.53
IWR	ISHARES TR RUSSELL MIDCAP	183.0000	13,410.80	15,714.21
IWR	ISHARES TR RUSSELL MIDCAP	8.0340	689.82	689.88
IWM	ISHARES TR RUSSELL 2000	285.0000	11,071.41	15,436.25
IWM	ISHARES TR RUSSELL 2000	253.0000	13,431.51	16,761.25
IWM	ISHARES TR RUSSELL 2000	280.0000	13,517.75	18,550.00
IWM	ISHARES TR RUSSELL 2000	235.0000	13,376.31	15,568.75
IWM	ISHARES TR RUSSELL 2000	8.7550	571.65	580.02
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	790.0000	11,334.38	14,309.26
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	290.0000	9,316.85	11,591.30
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	277.0000	9,319.46	11,071.69
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	261.0000	9,285.17	10,432.17
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	282.0000	9,353.25	11,271.54
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	245.0000	9,281.34	9,792.65
DLN	WISDOMTREE TRUST LARCAP DIVIDEND FUND	29.8850	1,261.55	1,194.50
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	842.0000	3,384.19	5,108.34
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	312.0000	9,325.26	13,980.72
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	304.0000	9,343.83	13,622.24

DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	278.0000	9,381.89	12,457.18
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	314.0000	9,462.63	14,070.34
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	254.0000	9,562.97	11,381.74
DON	WISDOMTREE TRUST MIDCAP DIVIDEND FUND	34.9610	1,576.22	1,566.60
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	907.0000	2,646.84	4,035.84
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	336.0000	9,310.54	14,125.44
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	323.0000	9,295.72	13,578.92
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	292.0000	9,295.51	12,275.68
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	324.0000	9,358.83	13,620.96
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	259.0000	9,235.71	10,888.36
DES	WISDOMTREE TRUST SMALLCAP DIVIDEND FUND	47.1250	1,927.41	1,981.14
949748WH	WELLS FARGO 4Y BRIC CURRENCY CD	40,000.0000	40,000.00	37,988.00
	AMCAP FD INC	14,797.170	292,141.88	242,525.62
	GROWTH FD OF AMERICA	11,673.154	383,122.78	307,354.14
	SMALLCAP WORLD FUND INC	5,043.161	206,170.09	159,767.34
	CAPITAL WORLD GROWTH & INCOME	7,837.504	316,975.60	238,103.37
	FUNDAMENTAL INVESTORS	7,537.380	298,202.20	236,372.24
	INV CO OF AMERICA	6,163.081	203,308.52	151,735.05
	CAPITAL INCOME BUILDER FD	3,701.100	208,932.39	165,920.31
	AMERICAN BALANCED FUND	5,165.325	94,908.54	82,955.12

\$ 8,970,896.15 \$ 7,395,001.40

**THOMAS D. BUCKLEY TRUST
YEAR-ENDED MAY 31, 2010**

EIN 47-6121041 EXHIBIT C

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

NAME	DAT	B	Col b.	Col c.
	RATE	FACE	Book	Market
			Value	Value
Caterpillar	6.750%	100,000	\$ 100,000.00	\$ 103,131.00
Ford Holdings Corp	9.375%	50,000	49,437.50	49,750.00
J.C. Penney	6.875%	100,000	100,524.00	107,000.00
General Electric	5.000%	125,000	125,819.44	131,514.38
Keybank National Assn	4.950%	100,000	88,155.00	100,485.00
Verizon New England Inc	6.500%	150,000	150,000.00	158,980.50
So CA Water Medium Term Notes	6.640%	50,000	48,082.00	51,467.00
			\$ 662,017.94	\$ 702,327.88

THOMAS D. BUCKLEY TRUST
APPLICATION FOR GRANT FORM

NAME OF APPLICANT: _____

ADDRESS: _____

CITY, STATE, & ZIP CODE: _____

PART I
INFORMATION ABOUT THE APPLICANT/ORGANIZATION

1. Is the Applicant organized as a nonprofit organization under State laws governing charitable organizations?
_____ Yes _____ No. If yes, what State? _____
If no, please explain:

2. Has the Applicant received a ruling or determination letter from the Internal Revenue Service about any of the following:

- | | | |
|-------------------------------|-----------|----------|
| (a) Exempt Status | _____ Yes | _____ No |
| (b) Private Foundation Status | _____ Yes | _____ No |
| (c) Grant-making Procedures | _____ Yes | _____ No |

Attach a photocopy of each such letter. If any items are marked no, please explain:

3. Describe the Applicant's purposes and activities in general.

4. Is the Applicant controlled by, related to, connected with, or sponsored by another organization? _____ Yes _____ No
If yes, identify the organization (including its purposes and activities) and explain the relationship:

5. List the name, address, and title of each member of the Applicant's governing board:

_____	_____
(Name)	(Title of Office)
_____	_____
(Street Address)	(City, State, and Zip Code)
_____	_____
(Name)	(Title of Office)
_____	_____
(Street Address)	(City, State, and Zip Code)
_____	_____
(Name)	(Title of Office)
_____	_____
(Street Address)	(City, State, and Zip Code)
_____	_____
(Name)	(Title of Office)
_____	_____
(Street Address)	(City, State, and Zip Code)
_____	_____
(Name)	(Title of Office)
_____	_____
(Street Address)	(City, State, and Zip Code)

(If more space is needed, attach a separate list.)

6. Has the Applicant received a grant from the Thomas D. Buckley Trust previously? _____ Yes _____ No.
If yes, give details:

PART II
USE OF THE PROPOSED GRANT

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. (Attach a separate sheet if more space is needed.)

8. Person to contact who will be administering the proposed program: _____

Title: _____ Phone Number (including area code): _____

9. Complete address where our response should be forwarded: _____

10. I state that the information given in Parts I and II is correct, and that the Application organization has authorized me to prepare this Application for Grant form.

Signature: _____ Title: _____

THE INFORMATION IN PART I AND II IS TO HELP THE GRANTOR FOUNDATION MEET THE REQUIREMENTS OF SECTION 4945(h) OF THE INTERNAL REVENUE CODE.

YOU MAY INCLUDE ANY ATTACHMENTS THAT YOU FEEL WOULD BE BENEFICIAL TO YOUR REQUEST FOR FUNDING.

PLEASE RETURN THE COMPLETED APPLICATION FOR GRANT FORM, ALONG WITH ANY ATTACHMENTS, TO THE THOMAS D. BUCKLEY TRUST AT P.O. BOX 647, CHAPPELL, NE 69129 OR DROP IT OFF AT THE

OFFICE AT 749 SECOND STREET, CHAPPELL, NEBRASKA. CONTACT CONNIE LOOS, EXECUTIVE DIRECTOR, AT 308-874-2929 IF YOU HAVE ANY QUESTIONS.

PART III
FOUNDATION ACTION

1. Evaluation by Trustees:

2. Special supervisory or follow-up requirements, if any:

3. Remarks:

Trustees

4. Action taken:

(a) Date Received

(b) Approved as requested

(c) Approved as modified, see Remarks

(d) Denied

(e) Date of grant agreement

(f) Amount of Grant \$ _____

(g) Date filed closed

(Date and Initial)

THOMAS D. BUCKLEY TRUST
2009 FISCAL YEAR GRANTS PAID

	ORGANIZATION	LOCATION	STATUS	PURPOSE	AMOUNT
06/10/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	\$ 2,000.00
	Deuel County, Nebraska	Chappell, NE	501(c)(3)	Miller Memorial Care Center	6,800.00
	Perkins County Health Services	Grant, NE	501(c)(3)	Ultrasound machine	5,000.00
	Haxtun School District	Haxtun, CO	501(c)(3)	FBLA National Convention	900.00
	Morrill County Hospital	Bridgeport, NE	501(c)(3)	Ultrasound machine	2,500.00
	Dalton Senior Citizens	Dalton, NE	501(c)(7)	Furnace repairs & rug	500.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Baseball field expenses	3,500.00
07/08/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	First National Bank	Chappell, NE	501(c)(3)	High School Scholarships	24,000.00
	First National Bank	Chappell, NE	501(c)(3)	Continuing Ed Scholarships	10,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Ambulance budget	5,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Lake benches	2,750.00
	Deuel County, Nebraska	Chappell, NE	501(c)(3)	Belt buckles	162.00
08/12/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	American Red Cross	Scottsbluff, NE	509(a)(1)	Disaster supplies	5,000.00
	United Methodist Church	Potter, NE	501(c)(3)	Vacation bible school	400.00
	Sedgwick County Health Services	Julesburg, CO	501(c)(3)	Cancer Walk expenses	500.00
	Nebraska Community Foundation	Lincoln, NE	509(a)(1)	Nebraska LEAD Program	500.00
	Chappell Fire District No. 1	Chappell, NE	509(a)(1)	Jaws of Life equipment	5,500.00
09/09/09	Chappell Senior Center	Chappell, NE	501(c)(3)	Annual gift for operating expenses	16,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Baseball field expenses	958.38
	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
10/14/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	Kimball Public Schools	Kimball, NE	501(c)(3)	Washington DC trip	1,300.00
	Nebraska Community Foundation	Oshkosh, NE	501(c)(3)	Garden County Schools-theatre group	428.00
	Association of Small Foundations	Winooski, VT	501(c)(3)	General operating expenses	750.00
	CAPstone	Scottsbluff, NE	509(a)(1)	Satellite office expenses	3,000.00
11/11/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	Mount Carmel Home	Keamey, NE	501(c)(3)	Annual gift	500.00
	St. Joseph's Catholic Church	Chappell, NE	501(c)(3)	Mass request	25.00
	Wesleyan Church	Lodgepole, NE	501(c)(3)	Church youth group expenses	600.00
	Phelps Hotel Historical Preservation	Big Springs, NE	509(a)(1)	Repairing & painting building	2,500.00
	United Methodist Church	Chappell, NE	501(c)(3)	Furnace replacement	10,000.00
12/09/09	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	United Methodist Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	Foursquare Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	Assembly of God Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	Grace Lutheran Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	St. Joseph's Catholic Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	Berea Lutheran Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	Zion Lutheran Church	Chappell, NE	501(c)(3)	Christmas gift	5,000.00
	South Platte Public Schools	Big Springs, NE	501(c)(3)	Students' Washington DC trip	1,400.00
	Leyton Public Schools	Dalton, NE	501(c)(3)	Post prom party	250.00
	WNCC Endowment Association	Sidney, NE	501(c)(3)	Scholarships	3,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Security cameras	5,000.00
01/13/10	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Spay Day Campaign	2,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Ambulance Defibrillator	5,000.00
	Deuel County, Nebraska	Chappell, NE	501(c)(3)	Miller Memorial Care Center	4,000.00

02/10/10	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	Potter-Dix High School	Potter, NE	501(c)(3)	Post prom party	250.00
	American Legion Auxiliary Girls State, Department of Nebraska	Lincoln, NE	501(c)(3)	Girls State	314.00
03/08/10	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	Garden County Health Services	Oshkosh, NE	501(c)(3)	Annual gift & equipment purchase	15,000.00
	South Platte Public Schools	Big Springs, NE	501(c)(3)	Post prom party	250.00
	Sandhills District Health Department	Ogallala, NE	501(c)(3)	CPR training	5,000.00
	Garden County Public Schools	Oshkosh, NE	501(c)(3)	Post prom party	250.00
	City of Oshkosh, Nebraska	Oshkosh, NE	501(c)(3)	Centennial Celebration	1,000.00
	Chappell Rotary Club	Chappell, NE	501(c)(7)	Boys State	384.00
	SUCCEED, Inc.	Chappell, NE	501(c)(3)	Baseball program	12,500.00
	Julesburg High School	Julesburg, CO	501(c)(3)	Post prom party	250.00
	Deuel County Fair Board	Chappell, NE	501(c)(3)	Stage covers	5,000.00
04/14/10	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	United Methodist Church	Chappell, NE	501(c)(3)	Vacation bible school	1,000.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Fishing Derby	750.00
	City of Chappell, Nebraska	Chappell, NE	501(c)(3)	Fireworks	2,500.00
	Creek Valley Public Schools	Chappell, NE	501(c)(3)	Post prom party	250.00
	Morrill County Community Hospital	Bridgeport, NE	501(c)(3)	Colonoscopy & gastroscopy	3,000.00
	North Platte Catholic Schools	North Platte, NE	501(c)(3)	Science lab renovations	3,000.00
	SUCCEED, Inc.	Chappell, NE	501(c)(3)	Car Club Show expenses	3,000.00
	Deuel County, Nebraska	Chappell, NE	501(c)(3)	Miller Memorial Care Center	12,300.00
	Revere High School	Ovid, CO	501(c)(3)	Odyssey of the Mind expenses	600.00
05/12/10	Volunteers of America	Lewellen, NE	509(a)	Chappell Child Care Center	2,000.00
	Volunteers of America	Lewellen, NE	509(a)	Preschool	500.00
	Big Springs Fire District	Big Springs, NE	501(c)(3)	Rescue Pumper Truck purchase	25,000.00
	City of Oshkosh, Nebraska	Oshkosh, NE	501(c)(3)	Plants and flowers for celebration	500.00
	Village of Gurley, Nebraska	Gurley, NE	501(c)(3)	Expenses for celebration	1,000.00

TOTAL AMOUNT OF GRANTS DISTRIBUTED FOR FISCAL 2009

\$286,321.38

THOMAS D. BUCKLEY TRUST
GRANTS APPROVED FOR FISCAL 2009 – PAYABLE AFTER 5/31/10

#2009-7 Approved 7/09	Volunteers of America Chappell Child Care Center grant Payable \$2,000 each month through June, 2010, for a total of \$24,000.00	\$2,000.00
#2006-16 Approved 6/06	Perkins County Health Services for renovation/construction project Payable \$5,000.00 each year for 5 years, starting in June, 2006, for a total of \$25,000.00	\$5,000.00
#2007-19 Approved 8/07	Garden County Health Services for CT scan purchase Payable \$5,000 each March for 5 years, starting in March, 2008, for a total of \$25,000.00	\$5,000.00
#2009-49 Approved 1/10	City of Chappell Final payment for ambulance budget Payable in July, 2010	\$5,000.00
#2007-84 Approved 3/08 Extension granted 4/09	Keith County Community Foundation Brule Community Center Association Matching funds grant for construction/ renovation project. Payable upon notification that they received the other grant funds.	\$10,000.00
#2009-53 Approved 2/10	Sedgwick County, Colorado Commitment for new 4WD ambulance Approved grant for \$6,000.00, payable upon request if they raise balance.	\$6,000.00
#2009-1 Approved 6/09	Nebraska Rural Radio Foundation for scholarships for farmers & ranchers Approved grant for \$12,500.00, payable \$2,500 yearly for five years.	\$2,500.00
#2009-56 Approved 3/10	Garden County Public Schools Commitment for tunnel greenhouse Approved grant for \$2,500.00, payable upon request if they approve project	\$2,500.00

Thomas D. Buckley Trust
For the Year Ended May 31, 2010

EIN 47-6121041

Exhibit F

#2009-72 Approved 4/10	Creek Valley Schools Commitment to pay one-half of the tuition for students to take the Driver's Ed Course. Grant depends on how many students enroll. Payable upon request when course completed.	\$Not determined
#2009-75 Approved 5/10	Big Springs Fire District #1 Purchase of new Rescue Pumper truck Approved grant for \$75,000.00, payable \$25,000 in May, 2010, and \$50,000 in February, 2011.	\$50,000.00
		Total <u>\$88,000.00</u>