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

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

For calendar year **2008**, or tax year beginning , **2008**, and ending , **20**

G Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

**Use the IRS label. Otherwise, print or type. See Specific Instructions.**

Name of foundation: **WYSS FOUNDATION**  
**C/O JOSEPH FISHER**  
 Number and street (or P O box number if mail is not delivered to street address) Room/suite:  
**1302 WRIGHTS LANE EAST**  
 City or town, state, and ZIP code:  
**WEST CHESTER, PA 19380**

**A Employer identification number**  
**25-1823874**

**B Telephone number (see page 10 of the instructions)**  
**(202) 232-4418**

**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, col (c), line 16) ▶ \$ **95,020,059.****

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

**C** If exemption application is pending, check here

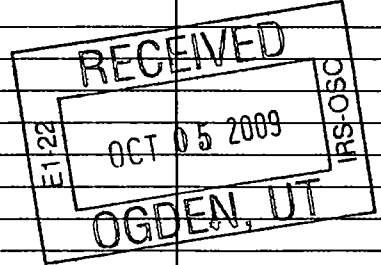
**D** 1 Foreign organizations check here   
 2 Foreign organizations meeting the 85% test check here and attach computation

**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

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc. received (attach schedule) . . . . .				
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
<b>3</b> Interest on savings and temporary cash investments . . . . .	1,446.	1,446.		STMT 1
<b>4</b> Dividends and interest from securities . . . . .	6,027,862.	5,966,773.		STMT 2
<b>5a</b> Gross rents . . . . .				
<b>b</b> Net rental income or (loss) . . . . .				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10 . . . . .	14,062,656.			
<b>b</b> Gross sales price for all assets on line 6a . . . . .	25,262,622.			
<b>7</b> Capital gain net income (from Part IV, line 2) . . . . .		23,904,469.		
<b>8</b> Net short-term capital gain . . . . .				
<b>9</b> Income modifications . . . . .				
<b>10a</b> Gross sales less returns and allowances . . . . .				
<b>b</b> Less Cost of goods sold . . . . .				
<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
<b>11</b> Other income (attach schedule) . . . . .	-28,072.	149,238.		STMT 3
<b>12 Total.</b> Add lines 1 through 11 . . . . .	20,063,892.	30,021,926.		
<b>13</b> Compensation of officers, directors, trustees, etc. . . . .	453,396.			302,264.
<b>14</b> Other employee salaries and wages . . . . .	213,249.			142,166.
<b>15</b> Pension plans, employee benefits . . . . .	82,357.			54,905.
<b>16a</b> Legal fees (attach schedule) . . . . . <b>STMT 4</b>	2,048.	NONE	NONE	NONE
<b>b</b> Accounting fees (attach schedule) . . . . .				
<b>c</b> Other professional fees (attach schedule) . . . . .				
<b>17</b> Interest . . . . . <b>STMT 5</b>	90,349.	77,267.		
<b>18</b> Taxes (attach schedule) (see page 14 of the instructions) * . . . . .	726,798.			24,314.
<b>19</b> Depreciation (attach schedule) and depletion . . . . .				
<b>20</b> Occupancy . . . . .	89,187.			59,458.
<b>21</b> Travel, conferences, and meetings . . . . .	134,123.			89,415.
<b>22</b> Printing and publications . . . . .				
<b>23</b> Other expenses (attach schedule) <b>STMT 7</b>	960,230.	806,991.		175,951.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	2,751,737.	884,258.	NONE	848,473.
<b>25</b> Contributions, gifts, grants paid . . . . .	14,034,527.			14,034,527.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	16,786,264.	884,258.	NONE	14,883,000.
<b>27 Subtract line 26 from line 12</b>				
<b>a Excess of revenue over expenses and disbursements . . . . .</b>	3,277,628.			
<b>b Net investment income (if negative, enter -0-)</b>		29,137,668.		
<b>c Adjusted net income (if negative, enter -0-)</b>			-0-	



Operating and Administrative Expenses

3 914

**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	
<b>Assets</b>				
1 Cash - non-interest-bearing	534,124.	262,339.	262,339.	
2 Savings and temporary cash investments	9,385,740.	23,084,290.	23,178,806.	
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 page 15 of the instructions)				
7 Other notes and loans receivable (attach schedule) ▶ * Less allowance for doubtful accounts ▶	1,250,000.	* 8,050,000.	STMT 8 8,050,000.	
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10 a Investments - U.S. and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule) STMT 9	40,103,355.	30,164,455.	4,961,280.	
c Investments - corporate bonds (attach schedule)				
11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STMT 10	84,321,884.	77,632,807.	58,560,634.	
14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ STMT 11)	307,000.	7,000.	7,000.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	135,902,103.	139,200,891.	95,020,059.	
<b>Liabilities</b>				
17 Accounts payable and accrued expenses	44,008.	65,168.		
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 <b>Total liabilities</b> (add lines 17 through 22)	44,008.	65,168.		
<b>Net Assets or Fund Balances</b>				
<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>				
<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg. and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	135,858,095.	139,135,723.		
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	135,858,095.	139,135,723.		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	135,902,103.	139,200,891.		

**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	135,858,095.
2 Enter amount from Part I, line 27a	2	3,277,628.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	139,135,723.
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	139,135,723.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SEE PART IV SCHEDULE</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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	23,904,469.
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. . . . .			}	3

**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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	13,684,960.	97,735,506.	0.140020
2006	12,513,448.	63,821,246.	0.196070
2005	10,106,752.	55,914,499.	0.180754
2004	8,964,410.	58,995,261.	0.151951
2003	3,861,091.	50,260,457.	0.076822
2 Total of line 1, column (d) . . . . .			2 0.745617
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 0.149123
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 . . . . .			4 121,543,893.
5 Multiply line 4 by line 3 . . . . .			5 18,124,990.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 291,377.
7 Add lines 5 and 6 . . . . .			7 18,416,367.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 14,883,000.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of 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 letter _____ (attach copy of ruling letter if necessary - see instructions)		1	582,753.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2
3 Add lines 1 and 2			3 582,753.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4 NONE
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			5 582,753.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6 a	692,141.	7
b Exempt foreign organizations-tax withheld at source	6 b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6 c	NONE	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d			7 692,141.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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
10 Overpayment. If line 7 is more than the total of lines 5 and 8 enter the amount overpaid			10 109,388.
11 Enter the amount of line 10 to be Credited to 2009 estimated tax			11 109,388. Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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?	X	
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, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <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)(3)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	

Website address ▶ WYSSFOUNDATION.ORG

14 The books are in care of ▶ JOSEPH M. FISHER Telephone no ▶ 610-719-5217  
 Located at ▶ 1302 WRIGHTS LANE EAST, WEST CHESTER, PA ZIP + 4 ▶ 19380

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

**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? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . .	<input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? . . . . .		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 2008, did the foundation have any undistributed income (lines 6d and 6e Part XIII) for tax year(s) beginning before 2008? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) . . . . .		2b	X
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 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 2008) . . . . .		3b	X
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 2008? . . . . .		4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3) or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No

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

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If you answered "Yes" to 6b, also file Form 8870

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

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
SEE STATEMENT 12		453,396.	42,600.	NONE

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
JESSICA KELLEHER WASHINGTON, DC	PROGRAM MANAGER 40.	51,667.	7,500.	NONE
MATT HOLLAMBY WASHINGTON, DC	PROGRAM MANAGER 40.	59,983.	8,500.	NONE

Total number of other employees paid over \$50,000  NONE

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
1 -----		
-----		
-----		
-----		
-----		
-----		

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**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 <u>N/A</u> -----	
-----	
2 -----	
-----	
3 -----	
-----	
4 -----	
-----	

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 <u>NONE</u> -----	
-----	
2 -----	
-----	
All other program-related investments. See page 24 of the instructions	
3 <u>NONE</u> -----	
-----	
<b>Total.</b> Add lines 1 through 3 . . . . .	

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	113,266,116.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	509,779.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	9,618,920.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	123,394,815.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	123,394,815.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	1,850,922.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	121,543,893.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	6,077,195.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	6,077,195.
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	582,753.
<b>b</b>	Income tax for 2008 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	582,753.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	5,494,442.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	5,494,442.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	5,494,442.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	14,883,000.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	NONE
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	14,883,000.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	14,883,000.

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
<b>1</b> Distributable amount for 2008 from Part XI, line 7 . . . . .				<b>5,494,442.</b>
<b>2</b> Undistributed income if any as of the end of 2007				
<b>a</b> Enter amount for 2007 only . . . . .				
<b>b</b> Total for prior years 20__ 20__ 20__				
<b>3</b> Excess distributions carryover, if any, to 2008				
<b>a</b> From 2003 . . . . .	<b>1,593,104.</b>			
<b>b</b> From 2004 . . . . .	<b>6,196,579.</b>			
<b>c</b> From 2005 . . . . .	<b>7,404,683.</b>			
<b>d</b> From 2006 . . . . .	<b>9,450,614.</b>			
<b>e</b> From 2007 . . . . .	<b>9,474,351.</b>			
<b>f</b> Total of lines 3a through e . . . . .	<b>34,119,331.</b>			
<b>4</b> Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ <u>14,883,000.</u>				
<b>a</b> Applied to 2007, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
<b>d</b> Applied to 2008 distributable amount . . . . .				<b>5,494,442.</b>
<b>e</b> Remaining amount distributed out of corpus . . . . .	<b>9,388,558.</b>			
<b>5</b> Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>43,507,889.</b>			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
<b>e</b> Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	<b>1,593,104.</b>			
<b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a . . . . .	<b>41,914,785.</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2004 . . . . .	<b>6,196,579.</b>			
<b>b</b> Excess from 2005 . . . . .	<b>7,404,683.</b>			
<b>c</b> Excess from 2006 . . . . .	<b>9,450,614.</b>			
<b>d</b> Excess from 2007 . . . . .	<b>9,474,351.</b>			
<b>e</b> Excess from 2008 . . . . .	<b>9,388,558.</b>			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

**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 2008, 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) 2008	(b) 2007	(c) 2006	
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon				
<b>a</b> "Assets" alternative test - enter				
<b>(1)</b> Value of all assets				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed				
<b>c</b> "Support" alternative test - enter				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
<b>(3)</b> Largest amount of support from an exempt organization				
<b>(4)</b> 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 page 27 of 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))

**HANSJOERG WYSS**

**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

**N/A**

**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 page 28 of the 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

**SEE STATEMENT 13**

**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><b>a</b> Paid during the year <b>SEE ATTACHED SCHEDULE</b></p>				<p><b>14,034,527.</b></p>
<p><b>Total</b> . . . . . ▶ <b>3a</b></p>				<p><b>14,034,527.</b></p>
<p><b>b</b> Approved for future payment</p>				
<p><b>Total</b> . . . . . ▶ <b>3b</b></p>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, Other revenue, 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 (other than by providing funds for such purposes) (See page 28 of the instructions). Row 1 contains the text 'NOT APPLICABLE'.

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... 1a(1) Cash X 1a(2) Other assets X 1b(1) Sales of assets to a noncharitable exempt organization X 1b(2) Purchases of assets from a noncharitable exempt organization X 1b(3) Rental of facilities, equipment, or other assets X 1b(4) Reimbursement arrangements X 1b(5) Loans or loan guarantees X 1b(6) Performance of services or membership or fundraising solicitations X 1c Sharing of facilities, equipment, mailing lists, other assets, or paid employees X

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers transactions, and sharing arrangements. All cells contain '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 [X]

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Under penalties of perjury, I declare that I have examined this return... Signature of officer or trustee: Joseph Fisher, Date: 9/17/2009, Title: TREASURER. Preparer's signature, Date, Check if self-employed, Preparer's identifying number, Firm's name (or yours if self-employed), address, and ZIP code, EIN, Phone no.

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					513,503.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					12853362.	
4,073,493.		BANK AM BELLEVUE - SYNTHES INC. PROPERTY TYPE: SECURITIES 12,750.				D	12/15/1988	09/01/2008
							4,060,743.	
6,468,434.		BANK AM BELLEVUE - SYNTHES INC. PROPERTY TYPE: SECURITIES 20,270.				D	12/15/1988	09/03/2008
							6,448,164.	
2,844.		BROWN BROTHERS HARRIMAN PROPERTY TYPE: SECURITIES				P		02/20/2008
							2,844.	
1,340,711.		PNC ADVISORS PROPERTY TYPE: SECURITIES 1,325,133.				P		
							15,578.	
10,275.		PNC ADVISORS PROPERTY TYPE: SECURITIES				P		
							10,275.	
TOTAL GAIN (LOSS) .....		.....					----- 23904469. =====	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PNC BANK NATIONAL ASSOCIATION	915.	915.
PNC BANK	531.	531.
TOTAL	1,446.	1,446.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PNC BANK - DIVIDEND INCOME	131,038.	131,038.
PNC BANK - INTEREST INCOME	81,743.	81,743.
BAUPOST VALUE PARTNERS - I INTEREST	1,705,381.	1,684,963.
BAUPOST VALUE PARTNERS - I DIVIDENDS	160,060.	159,570.
BAUPOST VALUE PARTNERS - III INTEREST	3,481,378.	3,442,185.
BAUPOST VALUE PARTNERS - III DIVIDENDS	399,945.	398,957.
BANK AM BELLEVUE - INTEREST	790.	790.
BANK AM BELLEVUE - DIVIDENDS	67,527.	67,527.
TOTAL	6,027,862.	5,966,773.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BAUPOST VALUE PARTNERS I & III	-28,072.	149,238.
<b>TOTALS</b>	<b>-28,072.</b>	<b>149,238.</b>

FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PROFESSIONAL FEES	2,048.			
TOTALS	2,048.	NONE	NONE	NONE

FORM 990PF, PART I - INTEREST EXPENSE  
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BAUPOST VALUE PARTNERS LP - I	31,988.	27,644.
BAUPOST VALUE PARTNERS LP- III	58,361.	49,623.
TOTALS	90,349.	77,267.

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
PAYROLL TAXES	36,471.
INCOME TAXES	640,000.
STATE & LOCAL TAXES	7,757.
FOREIGN TAXES PAID	42,570.
TOTALS	726,798.

CHARITABLE PURPOSES	24,314.
	=====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	1,870.		
PORTFOLIO DEDUCTIONS	593,411.	592,134.	19,445.
INSURANCE EXPENSE	29,167.		11,137.
TELEPHONE	16,706.		3,223.
COMPUTER CHARGES	4,835.		12,553.
DUES & SUBSCRIPTIONS	18,830.		9,948.
OFFICE EXPENSES	14,922.		7,638.
LICENSES & PERMITS	11,457.		112,007.
CONSULTING FEES	168,010.		
OTHER EXPENSES	6,273.		
IRC SECTION 59(E) EXPENSES	94,749.	94,749.	
DEPLETION EXPENSE		120,108.	
TOTALS	960,230.	806,991.	175,951.

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE  
=====

BORROWER: PACIFIC FOREST TRUST  
ORIGINAL AMOUNT: 625,050.  
DATE OF NOTE: 04/25/2005  
MATURITY DATE: 02/18/2010  
REPAYMENT TERMS: PAYABLE AT MATURITY  
SECURITY PROVIDED: MORTGAGE  
PURPOSE OF LOAN: LAND ACQUISITION

BEGINNING BALANCE DUE .....	1,250,000.
ENDING BALANCE DUE .....	1,250,000.
ENDING FAIR MARKET VALUE .....	1,250,000.

BORROWER: WESTERN RIVERS CONSERVANCY  
ORIGINAL AMOUNT: 7,000,000.  
DATE OF NOTE: 10/01/2008  
MATURITY DATE: 10/01/2013  
REPAYMENT TERMS: PAYABLE AT MATURITY  
SECURITY PROVIDED: MORTGAGE  
PURPOSE OF LOAN: LAND ACQUISITION

ENDING BALANCE DUE .....	6,800,000.
ENDING FAIR MARKET VALUE .....	6,800,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	1,250,000.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	8,050,000.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	8,050,000.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE STOCK	30,164,455.	4,961,280.
TOTALS	30,164,455.	4,961,280.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BAUPOST VALUE PARTNERS L.P.	71,028,289.	51,956,116.
REAL ESTATE OWNED	6,604,518.	6,604,518.
TOTALS	77,632,807.	58,560,634.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SECURITY DEPOSIT ON RENTAL	7,000.	7,000.
TOTALS	7,000.	7,000.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOHN LESHY SAN FRANCISCO, CA	VICE CHAIRMAN 20.	94,992.	NONE	NONE
HANSJOERG WYSS 1302 WRIGHTS LANE EAST WEST CHESTER, PA 19380	CHAIRMAN	NONE	NONE	NONE
JOSEPH FISHER 1302 WRIGHTS LANE EAST WEST CHESTER, PA 19380	TREASURER	NONE	NONE	NONE
MOLLY MCUSIC WASHINGTON, DC	PRESIDENT	235,825.	29,400.	NONE
MARY KILLINGSWORTH DURANGO, CO	VICE PRESIDENT 40.	122,579.	13,200.	NONE
GRAND TOTALS		453,396.	42,600.	NONE

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

=====

THE WYSS FOUNDATION PRIMARILY MAKES DONATIONS TO GRASSROOTS ORGANIZATIONS THAT WORK TO PROTECT OPEN SPACES ON PUBLIC AND PRIVATE LANDS FROM THE ROCKY MOUNTAINS TO THE WEST COAST OF THE UNITED STATES AND ALASKA.

<u>Legal Name</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>Amount</u>	<u>Purpose</u>	<u>Status</u>
American Prairie Foundation	PO Box 908	Bozeman	MT	59771	1,500,000	Charitable Contribution	Public Charity
Arabella Legacy Fund	734 15th St, NW	Washington	DC	20005	832,000	Charitable Contribution	Public Charity
Arizona Wilderness Coalition	P O Box 40340	Tucson	AZ	85717-0340	85,000	Charitable Contribution	Public Charity
Bureau of Land Management	1849 C Street, NW	Washington	DC	20240	999,000	Charitable Contribution	Public Charity
Center for Native Ecosystems	1536 Wynkoop, Suite 303	Denver	CO	80202	50,000	Charitable Contribution	Public Charity
Colorado Conservation Voters Education Fund	1536 Wynkoop St., Suite 4-C	Denver	CO	80202	50,000	Charitable Contribution	Public Charity
Colorado Environmental Coalition, Inc	1536 Wynkoop Street #5C	Denver	CO	80202	100,000	Charitable Contribution	Public Charity
Colorado Plateau Archaeological Alliance	2529 S Jackson Avenue	Ogden	UT	84401	100,000	Charitable Contribution	Public Charity
Conservation Fund	1655 N Fort Myer Drive, Suite 1300	Arlington	VA	22209	173,000	Charitable Contribution	Public Charity
Conservation Voters for Idaho Education Fund Inc	PO Box 2802	Boise	ID	83701	50,000	Charitable Contribution	Public Charity
Conservation Voters New Mexico Education Fund	320 Aztec Street, Suite B	Santa Fe	NM	87501	50,000	Charitable Contribution	Public Charity
Defenders of Wildlife	1130 17th Street, NW	Washington	DC	20036	120,000	Charitable Contribution	Public Charity
Earthjustice	1400 Glenarm Place, Suite 300	Denver	CO	80202	125,000	Charitable Contribution	Public Charity
Earthworks	1612 K Street, NW Suite 808	Washington	DC	20006	75,000	Charitable Contribution	Public Charity
EcoFlight	307L Aspen Airport Business Center	Aspen	CO	81612	30,000	Charitable Contribution	Public Charity
Environment News Trust	Box 666	Antonito	CO	81120	100,000	Charitable Contribution	Public Charity
Four Corners School of Outdoor Education, Inc	P O Box 1029	Monticello	UT	84535	-5,000	Charitable Contribution	Public Charity
Friends of Nevada Wilderness	PO Box 9754	Reno	NV	89523	25,000	Charitable Contribution	Public Charity

<u>Legal Name</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>Amount</u>	<u>Purpose</u>	<u>Status</u>
Georgetown University	Georgetown University Law Center 600 New Jersey Avenue, NW	Washington	DC	20001	160,000	Charitable Contribution	Public Charity
Grand Canyon Trust	2601 N Fort Valley Rd 607 E Seventh Avenue PO Box 2924	Flagstaff	AZ	86001	450,000	Charitable Contribution	Public Charity
Great Old Broads for Wilderness	PO Box 1874	Durango	CO	81301	45,000	Charitable Contribution	Public Charity
Greater Yellowstone Coalition, Inc	PO Box 844	Bozeman	MT	59771	202,800	Charitable Contribution	Public Charity
Idaho Conservation League, Inc	1920 L Street, NW, Suite 800	Boise	ID	83701	75,000	Charitable Contribution	Public Charity
League of Conservation Voters Education Fund	PO Box 853	Washington	DC	20036	211,500	Charitable Contribution	Public Charity
Montana Conservation Voters Education Fund	P.O. Box 7186	Billings	MT	59103	50,000	Charitable Contribution	Public Charity
Montana Trout Unlimited, Inc	30 South Ewing	Missoula	MT	59870	30,000	Charitable Contribution	Public Charity
The Montana Wilderness Association, Inc	PO Box 1175	Helena	MT	59601	50,000	Charitable Contribution	Public Charity
Montana Wildlife Federation	84-4th St	Helena	MT	59624	95,000	Charitable Contribution	Public Charity
National Center for Conservation Science and Policy	679 E 2nd Ave, Suite 3	Ashland	OR	97520	35,000	Charitable Contribution	Public Charity
National Conservation System Foundation Inc	110 Maryland Ave, NE Suite 108	Durango	CO	81301	552,800	Charitable Contribution	Public Charity
National Council of the Churches of Christ in the United States of America	1785 Massachusetts Ave, NW	Washington	DC	20002	80,000	Charitable Contribution	Public Charity
National Trust for Historic Preservation	11100 Wildlife Center Drive 40 West 20th Street 11th Floor	Washington	DC	20036	340,000	Charitable Contribution	Public Charity
National Wildlife Federation	8550 White Fir Street	Reston	VA	20190-5362	55,000	Charitable Contribution	Public Charity
Natural Resources Defense Council, Inc.	PO Box 25464	New York	NY	10011	188,000	Charitable Contribution	Public Charity
Nevada Wilderness Project		Reno	NV	89523	100,000	Charitable Contribution	Public Charity
New Mexico Wilderness Alliance		Albuquerque	NM	87125	142,500	Charitable Contribution	Public Charity

<u>Legal Name</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>Amount</u>	<u>Purpose</u>	<u>Status</u>
New Mexico Wildlife Federation	2610 San Mateo Blvd, NE PO Box 4094	Albuquerque	NM	87110	50,000	Charitable Contribution	Public Charity
Northern Arizona University Foundation Inc	Building 10, Old Main	Flagstaff	AZ	86011	173,080	Charitable Contribution	Public Charity
Oregon Natural Desert Association	16 NW Kansas	Bend	OR	97701	115,000	Charitable Contribution	Public Charity
Policy Consensus Initiative, Inc	P. O. Box 1762	Portland	OR	97207	87,500	Charitable Contribution	Public Charity
Powder River Basin Resource Council	934 N Main St	Shendan	WY	82801	52,800	Charitable Contribution	Public Charity
Resources Legacy Fund	555 Capitol Mall Ste 675	Sacramento	CA	95814	25,000	Charitable Contribution	Public Charity
San Juan Citizens Alliance	P O Box 2461, 1022 1/2 Main Ave	Durango	CO	81302	125,000	Charitable Contribution	Public Charity
Save Our Wild Salmon Coalition	200 First Avenue West, #201	Seattle	WA	98119	77,800	Charitable Contribution	Public Charity
Sky Island Alliance	P.O. Box 41165	Tucson	AZ	85717-1165	45,000	Charitable Contribution	Public Charity
Soda Mountain Wilderness Council, Inc	PO Box 512	Ashland	OR	97520	35,000	Charitable Contribution	Public Charity
The Sonoran Institute	7650 E Broadway Blvd Suite 203	Tucson	AZ	85710	684,000	Charitable Contribution	Public Charity
Nature Conservancy Inc	32 S Ewing, Suite 215 Environment	Helena	MT	59601	177,000	Charitable Contribution	Public Charity
The Regents of the University of Michigan	440 Church Street	Ann Arbor	MI	48109-1041	129,186	Charitable Contribution	Public Charity
Wilderness Society	1615 M St. NW	Washington	DC	20036	165,000	Charitable Contribution	Public Charity
Trout Unlimited National Office	1300 North 17th Street, Suite 500	Arlington	VA	22209-3801	383,000	Charitable Contribution	Public Charity
Trust for Public Land	806 SW Broadway, Suite 300	Portland	OR	97205	1,454,520	Charitable Contribution	Public Charity
University of Montana Foundation	PO Box 7159	Missoula	MT	59807	183,058	Charitable Contribution	Public Charity
Western Colorado Congress	546 Main Street, Suite 406 P O Box 1931	Grand Junction	CO	81502	25,000	Charitable Contribution	Public Charity

<u>Legal Name</u>	<u>Street Address</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>Amount</u>	<u>Purpose</u>	<u>Status</u>
Western Conservation Foundation	1536 Wynkoop Street, Suite 510	Denver	CO	80203	1,000,000	Charitable Contribution	Public Charity
Western Mining Action Project	PO Box 349	Lyons	CO	80540	155,000	Charitable Contribution	Public Charity
Western Organization of Resource Councils Education Project	220 S 27th Street, Suite B	Billings	MT	59101	185,000	Charitable Contribution	Public Charity
Western Resource Advocates	2260 Baseline Road, Suite 200	Boulder	CO	80302	395,000	Charitable Contribution	Public Charity
Wilderness Land Trust	PO Box 1420	Carbondale	CO	81623	500,000	Charitable Contribution	Public Charity
Wild Salmon Center	721 NW 9th Avenue, Suite 290	Portland	OR	97209	205,000	Charitable Contribution	Public Charity
Winter Wildlands Alliance Inc	910 Main St, Ste 235	Boise	ID	83702	45,000	Charitable Contribution	Public Charity
Wyoming Conservation Voters Education Fund	P.O. Box 2664	Casper	WY	82602	50,000	Charitable Contribution	Public Charity
Wyoming Outdoor Council	262 Lincoln Street	Lander	WY	82520	75,000	Charitable Contribution	Public Charity
Yale University	205 Prospect Street	New Haven	CT	06511	114,985	Charitable Contribution	Public Charity
Baupost Value Partners LP - I	K-1 Pass-Through				364	Charitable Contribution	Public Charity
Baupost Value Partners LP - III	K-1 Pass-Through				634	Charitable Contribution	Public Charity
					14,034,527		

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

# Capital Gains and Losses

OMB No 1545 0092

**2008**

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust **WYSS FOUNDATION**  
**C/O JOSEPH FISHER**

Employer identification number  
**25-1823874**

**Note:** Form 5227 filers need to complete *only* Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	<b>1b</b>	
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>3</b>	<b>513,503.</b>
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	<b>5</b>	<b>513,503.</b>

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo day yr)	(c) Date sold (mo day yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>	<b>10,537,604.</b>
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>	<b>12,853,362.</b>
<b>9</b> Capital gain distributions	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	<b>12</b>	<b>23,390,966.</b>

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		<b>513,503.</b>
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		<b>23,390,966.</b>
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		<b>23,904,469.</b>

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041 line 2b(1), and Form 4952 line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,200 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the <b>smaller</b> of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions) . . . . .			<b>33</b>
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T) . . . . .			<b>34</b>

