Fed

Form 990-PF

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545 0052

2008

For calendar year 2008, or tax year beginning 10/01 **, 2008, and ending** 9/30 , 2009

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.

HERBERT I. & ELSA B. MICHAEL FOUNDATION 943023330
US BANK NATIONAL ASSOCIATION
PO BOX 3168
PORTLAND, OR 97208

A Employer identification number: 87-6122556

B Telephone number (see the instructions)

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 6,161,034.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	96,296.	96,296.	N/A	
	4 Dividends and interest from securities	70,832.	70,832.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-48,675.			
	b Gross sales price for all assets on line 6a 1,349,626.				
	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) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	118,453.	167,128.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	69,927.	55,942.		13,985.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	1,010.	808.		202.
	b Accounting fees (attach sch) SEE ST 2	200.	160.		40.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) SEE STMT 3	11,209.	8,967.		2,242.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	195.	156.		39.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	82,541.	66,033.		16,508.
	25 Contributions, gifts, grants paid PART XV	284,000.			284,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	366,541.	66,033.		300,508.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-248,088.			
	b **Net investment income** (if negative, enter -0-)		101,095.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS 1	Cash – non-interest-bearing			
2	Savings and temporary cash investments	521,396.	213,065.	213,065.
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
7	Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments – U S. and state government obligations (attach schedule) STATEMENT 5	662,445.	662,445.	702,765.
b	Investments – corporate stock (attach schedule) STATEMENT 6	4,098,159.	4,126,745.	4,420,786.
c	Investments – corporate bonds (attach schedule) STATEMENT 7	694,703.	773,824.	824,406.
11	Investments – land, buildings, and equipment: basis ► 1,332.			
	Less: accumulated depreciation (attach schedule) SEE STMT 8 ►	1,332.	1,332.	12.
12	Investments – mortgage loans			
13	Investments – other (attach schedule)			
14	Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	**Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	5,978,035.	5,777,411.	6,161,034.
LIABILITIES 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, & other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	5,978,035.	5,777,411.	
28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see the instructions)	5,978,035.	5,777,411.	
31	**Total liabilities and net assets/fund balances** (see the instructions)	5,978,035.	5,777,411.	

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	5,978,035.
2	Enter amount from Part I, line 27a	2	-248,088.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 9	3	47,464.
4	Add lines 1, 2, and 3	4	5,777,411.
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	5,777,411.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 10			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-48,675.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	3	6,623.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	353,966.	7,245,354.	0.048854
2006	391,629.	7,519,566.	0.052081
2005	403,803.	7,169,832.	0.056320
2004	218,709.	6,888,803.	0.031748
2003	468,422.	5,714,014.	0.081978

2	**Total** of line 1, column (d)	2	0.270981
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	0.054196
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	5,547,439.
5	Multiply line 4 by line 3	5	300,649.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,011.
7	Add lines 5 and 6	7	301,660.
8	Enter qualifying distributions from Part XII, line 4	8	300,508.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling letter. ________ (attach copy of ruling letter if necessary – see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	2,022.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	2,022.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	2,022.
6	Credits/Payments:			
a	2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 7,484.		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	7,484.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	5,462.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ► 5,462.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► N/A			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *Continued*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation 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 ► N/A

14 The books are in care of ► US BANK NATIONAL ASSOCIATION Telephone no ► 503 275 4327
Located at ► PO BOX 3168, PORTLAND, OR ZIP + 4 ► 97208

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 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.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) [ ] Yes [X] 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 [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)? — 5b: N/A

Organizations relying on a current notice regarding disaster assistance check here ► [ ]

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: No X

If you answered 'Yes' to 6b, also file Form 8870.

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? — 7b: N/A

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

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

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 11		69,927.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ► 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	5,068,762.
b Average of monthly cash balances	1b	563,156.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	5,631,918.
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	5,631,918.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	84,479.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,547,439.
6 **Minimum investment return.** Enter 5% of line 5	6	277,372.

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	277,372.
2a Tax on investment income for 2008 from Part VI, line 5 — 2a: 2,022.		
b Income tax for 2008 (This does not include the tax from Part VI) — 2b:		
c Add lines 2a and 2b	2c	2,022.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	275,350.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	275,350.
6 Deduction from distributable amount (see instructions)	6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	275,350.

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	300,508.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	300,508.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	300,508.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					275,350.
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only				0.	
b Total for prior years. 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2008:					
a From 2003					
b From 2004					
c From 2005	8,821.				
d From 2006	22,662.				
e From 2007					
f Total of lines 3a through e		31,483.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► $ 300,508.					
a Applied to 2007, 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 2008 distributable amount					275,350.
e Remaining amount distributed out of corpus		25,158.			
5 Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		56,641.			
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 2007. Subtract line 4a from line 2a. Taxable amount — see instructions				0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)		0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a		56,641.			
10 Analysis of line 9.					
a Excess from 2004					
b Excess from 2005	8,821.				
c Excess from 2006	22,662.				
d Excess from 2007					
e Excess from 2008	25,158.				

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 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)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2a 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 organization had $5,000 or more in assets at any time during the year – see instructions.)**

1 **Information Regarding Foundation Managers:**

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

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.

SEE STATEMENT 12

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total			► 3a	284,000.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	96,296.	
4 Dividends and interest from securities			14	70,832.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-48,675.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				118,453.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	118,453.

(See worksheet in the instructions for line 13 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	

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

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

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

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

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

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

SIGN HERE

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

US Bank National Association

► Carolyn O Malley By Authorized Signature | 1-14-10 | ► Trust Tax Officer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature ►	MATTHEW O. MCCLEARY	Date 1-12-10	Check if self-employed ► ☒ Preparer's Identifying number (See Signature in the instrs) N/A
Firm's name (or yours if self-employed), address, and ZIP code ►	KING & MCCLEARY, LLC 240 W. MAIN STREET AMERICAN FORK, UT 84003		EIN ► N/A Phone no ► (801) 756-2915

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 1,010.	$ 808.		$ 202.
TOTAL	$ 1,010.	$ 808.		$ 202.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 200.	$ 160.		$ 40.
TOTAL	$ 200.	$ 160.		$ 40.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	$ 7,954.	$ 6,363.		$ 1,591.
FOREIGN TAXES	3,176.	2,541.		635.
PROPERTY TAXES	79.	63.		16.
TOTAL	$ 11,209.	$ 8,967.		$ 2,242.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROYALTY EXPENSES	$ 195.	$ 156.		$ 39.
TOTAL	$ 195.	$ 156.		$ 39.

STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS US TREAS & AGENCY OBLIGATIONS	COST	$ 662,445.	$ 702,765.
		$ 662,445.	$ 702,765.
	TOTAL	$ 662,445.	$ 702,765.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS CORPORATE STOCKS	COST	$ 4,126,745.	$ 4,420,786.
	TOTAL	$ 4,126,745.	$ 4,420,786.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS CORPORATE BONDS	COST	$ 773,824.	$ 824,406.
	TOTAL	$ 773,824.	$ 824,406.

STATEMENT 8
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND	$ 1,332.		$ 1,332.	$ 12.
TOTAL	$ 1,332.	$ 0.	$ 1,332.	$ 12.

STATEMENT 9
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

TIMING DIFFERENCE ON INVESTMENT	$ 47,464.
TOTAL	$ 47,464.

STATEMENT 10
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	ST CAP GAIN DIVIDENDS	PURCHASED	1/01/2009	2/01/2009
2	LONG-TERM 15% CAP GAIN DIVS	PURCHASED	1/01/2007	2/01/2009
3	NONQUAL ST CAP GAIN DIVS	PURCHASED	1/01/2009	2/01/2009
4	SETTLEMENTS	PURCHASED	1/01/2009	VARIOUS
5	725 AMERICAN MOVIL S A DE C V A D R	PURCHASED	1/01/2005	5/11/2009
6	12919.261 AMERICAN CENTURY INTERNATIONAL BOND	PURCHASED	1/01/2005	8/06/2009
7	750 AMERICAN EXPRESS CO	PURCHASED	1/01/2005	12/04/2008
8	AMERICAN INTL GROUP	PURCHASED	1/01/2005	6/24/2009
9	905 AMGEN INC	PURCHASED	1/01/2005	9/22/2009
10	716 APACHE CORP	PURCHASED	1/01/2005	9/22/2009
11	254 APPLE INC	PURCHASED	1/01/2005	8/10/2009
12	1000 AUTODESK INC	PURCHASED	1/01/2005	6/08/2009
13	654 BANK OF AM CORP	PURCHASED	1/01/2005	10/05/2009
14	1150 BANK OF AM CORP	PURCHASED	1/01/2005	3/03/2009
15	419 BARD C R INC	PURCHASED	1/01/2005	10/05/2009
16	340 BOEING CO	PURCHASED	1/01/2005	10/05/2009
17	1050 CITIGROUP INC	PURCHASED	1/01/2005	2/25/2009
18	1150 CITIGROUP INC	PURCHASED	1/01/2005	3/03/2009
19	1150 CITIGROUP INC	PURCHASED	1/01/2005	10/05/2009
20	858 CONOCOPHILLIPS	PURCHASED	1/01/2005	10/05/2009
21	20 FAIRPOINT COMMUNICATIONS, INC.	PURCHASED	1/01/2005	10/07/2008
22	5216 FIDELITY ADV DIVERSIFIED INTL CL A	PURCHASED	1/01/2005	12/08/2008
23	9515 FIRST AMER INTERNATIONAL	PURCHASED	1/01/2005	9/18/2009
24	11682 FIRST AMER INFLATION PRO	PURCHASED	1/01/2005	11/24/2008
25	694 JOHNSON & JOHNSON	PURCHASED	1/01/2005	10/05/2009
26	800 MC GRAW-HILL COS INC	PURCHASED	1/01/2005	10/02/2009
27	700 MERRILL LYNCH & CO	PURCHASED	1/01/2005	10/07/2008
28	500 MICROCHIP TECHNOLOGY INC	PURCHASED	1/01/2005	12/10/2008
29	1500 MOTOROLA INC	PURCHASED	1/01/2005	10/07/2008
30	100000 NATIONS BANK CORP	PURCHASED	1/01/2005	3/25/2009
31	600 PENNEY J C COMPANY INC	PURCHASED	1/01/2005	6/08/2009
32	300 PROCTER & GAMBLE CO	PURCHASED	1/01/2005	10/07/2008
33	ROYAL DUTCH PETE NY REG N GLDR	PURCHASED	1/01/2005	7/08/2009
34	1268 WELLS FARGO CO	PURCHASED	1/01/2005	10/05/2009

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	6.		0.	6.				$ 6.
2	127.		0.	127.				127.
3	5,897.		0.	5,897.				5,897.
4	720.		0.	720.				720.
5	26,948.		43,651.	-16,703.				-16,703.
6	192,755.		175,000.	17,755.				17,755.
7	15,658.		45,681.	-30,023.				-30,023.
8	671.		0.	671.				671.
9	55,461.		43,046.	12,415.				12,415.
10	64,659.		22,513.	42,146.				42,146.
11	41,833.		13,736.	28,097.				28,097.
12	22,011.		37,561.	-15,550.				-15,550.
13	11,106.		29,779.	-18,673.				-18,673.
14	16,109.		30,002.	-13,893.				-13,893.
15	32,984.		20,039.	12,945.				12,945.
16	18,416.		32,070.	-13,654.				-13,654.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
17	2,069.		7,960.	-5,891.				$ -5,891.
18	9,469.		28,681.	-19,212.				-19,212.
19	10,622.		30,631.	-20,009.				-20,009.
20	38,859.		39,042.	-183.				-183.
21	159.		169.	-10.				-10.
22	55,399.		100,000.	-44,601.				-44,601.
23	379,286.		251,070.	128,216.				128,216.
24	100,000.		115,811.	-15,811.				-15,811.
25	42,252.		40,649.	1,603.				1,603.
26	20,866.		30,717.	-9,851.				-9,851.
27	19,393.		37,461.	-18,068.				-18,068.
28	8,415.		17,677.	-9,262.				-9,262.
29	10,203.		26,487.	-16,284.				-16,284.
30	72,000.		100,879.	-28,879.				-28,879.
31	18,127.		28,952.	-10,825.				-10,825.
32	21,380.		17,209.	4,171.				4,171.
33	50.		0.	50.				50.
34	35,716.		31,828.	3,888.				3,888.
							TOTAL	$ -48,675.

STATEMENT 11
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
US BANK NATIONAL ASSOCIATION PO BOX 3168 PORTLAND, OR 97208	TRUSTEE 0	$ 55,674.	$ 0.	$ 0.
FABIAN & CLENDENIN 215 S. STATE ST. SUITE 1200 SALT LAKE CITY, UT 84111	CO-TRUSTEE 0	1,755.	0.	0.
TRACY SMITH HOLLDAY, UT	CHAR COMMITTEE 0	2,490.	0.	0.
CHRISTINE M. DURHAM SALT LAKE CITY, UT	CHAR COMM 0	2,490.	0.	0.
MATHESON, MORTENSEN, OLSEN 648 EAST FIRST SOUTH SALT LAKE CITY, UT 84102	CO-TRUSTEE 0	5,028.	0.	0.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MICHAEL YOUNG SALT LAKE CITY, UT	CHAR COMM 0	$ 2,490.	$ 0.	$ 0.
	TOTAL	$ 69,927.	$ 0.	$ 0.

STATEMENT 12
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	U.S. BANK NATIONAL ASSOCIATION
NAME:	ATTN: MICHAEL I POLTER/SONGA CORBIN
CARE OF:	
STREET ADDRESS:	P.O. BOX 3058
CITY, STATE, ZIP CODE:	OR 97204
TELEPHONE:	
FORM AND CONTENT:	WRITTEN FORM, CLEARLY SETTING FORTH THE INTENDED PURPOSE.
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	FOR BENEFITS OF RESIDENTS AND PERSONS LIVING IN THE STATE OF UTAH.

STATEMENT 13
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE CHILDREN'S CENTER 1855 EAST MEDICAL DRIVE SALT LAKE CITY, UT 84112	N/A	PUBLIC	PARENT/TODDLER PROGRAM	$ 4,000.
AMERICAN LUNG ASSN OF UTAH 1930 S. 1100 E. SALT LAKE CITY, UT 84106	N/A	PUBLIC	ASSISTANCE WITH CAMP WYATT	1,500.
BOYS & GIRLS CLUB OF GR SLC 669 SOUTH 200 EAST, SUITE 100 SALT LAKE CITY, UT 84111	N/A	PUBLIC	GIRLS WITH A VOICE PROGRAM	5,000.

**STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CROSSROADS URBAN CENTER 347 SOUTH 400 EAST SALT LAKE CITY, UT 84111	N/A	PUBLIC	OPERATING EXPENSES FOR EMERGENCY FOOD PANTRY, THRIFT STORE, AND HOLIDAY FOOD PROGRAMS	$ 7,500.
RAPE RECOVERY CENTER 2035 SOUTH 1300 EAST SALT LAKE CITY, UT 84105	N/A	PUBLIC	HOSPITAL RESPONSE TEAM AND COMMUNITY EDUCATION PROGRAMS	5,000.
UTAH DISPUTE RESOLUTION 645 SOUTH 200 EAST SALT LAKE CITY, UT 84111	N/A	PUBLIC	FAMILY MEDIATION PROJECT	7,500.
CATHOLIC CSUT 2570 WEST 1700 SOUTH SALT LAKE CITY, UT 84104	N/A	PUBLIC	PREGNANCY COUNSELING PROGRAM	2,500.
SPLORE 880 EAST 3375 SOUTH SALT LAKE CITY, UT 84106	N/A	PUBLIC	BEYOND BARRIERS SCHOLARSHIP PROGRAM	3,000.
CHILDREN'S SERVICE SOC. OF UT. 124 SOUTH 400 EAST # 400 SALT LAKE CITY, UT 84111	N/A	PUBLIC	SPECIAL NEEDS ADOPTION SERVICES	7,000.
SCOTTISH RITE FND OF UTAH 1140 36TH STREET, #160 OGDEN, UT 84403	N/A	PUBLIC	SCHOLARSHIPS FOR LOW INCOME STUDENTS	10,000.
SLC DONATED DENTAL SERVICES 415 WEST 400 SOUTH SALT LAKE CITY, UT 84101	N/A	PUBLIC	EMERGENCY, URGENT AND COMPREHENSIVE DENTAL CARE FOR NEEDY	5,000.
ALLIANCE HOUSE 1724 SOUTH MAIN STREET SALT LAKE CITY, UT 84115	N/A	PUBLIC	EDUCATION AND TRANSITIONAL EMPLOYMENTPROGRA M	3,000.
NEIGHBORHOOD HOUSE 1050 WEST 500 SOUTH SALT LAKE CITY, UT 84104	N/A	PUBLIC	FOR MONEY MANAGEMENT AND CAREER EXPLORATION CLASS	3,000.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
BIG BROTHERS/BIG SISTERS OF UT 151 EAST 5600 SOUTH, SUITE 200 MURRAY, UT 84107	N/A	PUBLIC	FOR MENTORED MATCHES OF AT-RISK CHILDREN WITH RESPONSIBLE ADULTS	$ 2,000.
COMMUNITY NURSING SERVICES 6949 HIGH TECH DRIVE SALT LAKE CITY, UT 84047	N/A	PUBLIC	CHILDREN'S IMMUNIZATION PROGRAM FOR LOW-INCOME FAMILIES	5,000.
UTAH FOOD BANK 1025 SOUTH 700 WEST SALT LAKE CITY, UT 84105	N/A	PUBLIC	FOR GENERAL PROGRAM OPERATIONS	10,000.
VOLUNTEERS OF AMERICA 511 WEST 200 SOUTH SUITE 160 SALT LAKE CITY, UT 84101	N/A	PUBLIC	FOR TWO PROGRAMS - DROP-IN CENTER AND TRANSITION HOME	7,500.
THE FAMILY SUPPORT CENTER 777 WEST CENTER MIDVALE, UT 84047	N/A	PUBLIC	FOR CHILD ABUSE PROGRAMS	5,000.
UTAH ALCOHOLISM FOUNDATION 857 EAST 200 SOUTH SALT LAKE CITY, UT 84102	N/A	PUBLIC	HOUSE OF HOPE CHILDREN'S PROGRAM	3,000.
SALT LAKE LEGAL AID SOCIETY 205 NORTH 400 WEST SALT LAKE CITY, UT 84103	N/A	PUBLIC	SELF REP. FAMILY LAW CLINIC	7,500.
SOUTH VALLEY SANCTUARY, INC PO BOX 1028 WEST JORDAN, UT 84084	N/A	PUBLIC	SHELTER SERVICES FOR VIOLENCE VICTIMS	3,000.
CARING FOUNDATION FOR CHILDREN 2890 E COTTONWOOD PARKWAY SALT LAKE CITY, UT 84121	N/A	PUBLIC	DENTAL INSURANCE TO LOW-INCOME CHILDREN AT NO COST	3,000.
YWCA OF SLC 322 E. 300 S. SALT LAKE CITY, UT 84111	N/A	PUBLIC	INFANTS/CHILDREN SCHOLARSHIPS TO ATTEND CHILD CARE	5,000.
UTAH YOUTH VILLIAGE 5800 SOUTH HIGHLAND DRIVE SALT LAKE CITY, UT 84121	N/A	PUBLIC	FAMILIES FIRST PROGRAM OPERATION	3,000.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
NAT'L MULTIPLE SCHELEROSIS SOC 2995 S WEST TEMPLE, SUITE C SALT LAKE CITY, UT 84115	N/A	PUBLIC	MS WELLNESS PROGRAM	$ 2,500.
PREVENT CHILD ABUSE UTAH 2955 HARRISON BLVD., SUITE 104 SALT LAKE CITY, UT 84403	N/A	PUBLIC	SCHOOL-BASED CHILD ABUSE PREVENTION PROGRAMS FOR CHILDREN AND SCHOOL FACULTY	2,500.
BOYS & GIRLS CLUB OF SOUTH VAL PO BOX 57071 MURRAY, UT 84157	N/A	PUBLIC	POWER POINTS PROJECT	4,000.
DISABILITY LAW CENTER 205 NORTH 400 WEST SALT LAKE CITY, UT 84103	N/A	PUBLIC	SHORT-TERM ASSISTANCE TEAM	6,000.
THE ROAD HOME 210 S RIO GRANDE STREET SALT LAKE CITY, UT 84101	N/A	PUBLIC	SELF-SUFFICIENCY PROGRAM	5,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	MEDICAL EDUCATION REFERENCE JOURNALS	5,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	ASSISTANCE & EDUCATION FOR UNDERSERVED POPULATION	10,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	PRO BONO INITIATIVE	15,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	OPPORTUNITY SCHOLARS PROGRAM	15,000.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	NAVAJO NATION DOCUMENTARY PROJECT	$ 5,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	ART-IN-A-BOX EDUCATION OUTREACH	3,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	YOUTH TEACHING YOUTH PROGRAM	7,500.
COMMUNITY CENTER 850 SOUTH MAIN STREET SALT LAKE CITY, UT 84101	N/A	PUBLIC	FAMILIES WITH CHILDREN WITH DISABILITIES	2,500.
ASSISTANCE LEAGUE OF SALT LAKE PO BOX 9353 SALT LAKE CITY, UT 84109	N/A	PUBLIC	OPERATION SCHOOL BELL	5,000.
FAMILY CONNECTION CENTER 1360 EAST 1450 SOUTH CLEARFIELD, UT 84015	N/A	PUBLIC	BOUNTIFUL & CLEARFIELD CRISIS/RESPITE NURSERY PROGRAM	3,000.
UTAH COUNCIL OF THE BLIND 1301 WEST 500 SOUTH WOODS CROSS, UT 84087	N/A	PUBLIC	TRANSITION AND EXPANDING THE WORLD FOR CHILDREN WHO ARE BLIND	3,000.
EYE CARE FOR KIDS 6895 S STATE STREET MIDVALE, UT 84047	N/A	PUBLIC	THROUGH A CHILD'S EYES	3,000.
ABILITY FOUNDATION 5236 S GREENPINE DRIVE MURRAY, UT 84123	N/A	PUBLIC	EQUIPMENT PLACEMENT PROGRAM	3,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	MESTIZO ARTS AND EDUCATION PROGRAM	3,000.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	MICHAEL ENDOWMENT FOR SPECIAL EDUCATION	$ 5,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	READY TO LEARN INITIATIVE	5,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	GATEWAY TO LEARNING EDUCATOR WORKSHOP	3,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	SCHOLARSHIPS FOR MINORITY WOMEN	10,000.
U OF U UTAH MUSEUM OF FINE ARTS 201 S PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY, UT 84112	N/A	PUBLIC	YOUTH EDUCATION AND SUCCESS ACADEMIC CONSULTANT	10,000.
UTAHNS AGAINST HUNGER 455 EAST 400 SOUTH SUITE 407 SALT LAKE CITY, UT 84111	N/A	PUBLIC	SUMMER FOOD SERVICE PROGRAM OUTREACH	5,000.
GIRL SCOUTS OF UTAH PO BOX 57280 SALT LAKE CITY, UT 84157	N/A	PUBLIC	DISCOVER GIRL SCOUTS COMMUNITY OUTREACH	1,000.
THE SHARING PLACE 1695 EAST 3300 SOUTH SALT LAKE CITY, UT 84157	N/A	PUBLIC	COMPLICATED GRIEF SUPPORT GROUP	1,500.
UTAH LEGAL SERVICES 205 NORTH 400 WEST SALT LAKE CITY, UT 84103	N/A	PUBLIC	BENEFITS ENROLLMENT AND REPRESENTATION	7,500.
NAT'L ALLIANCE MENTAL ILLNESS UTAH 450 SOUTH 900 EAST, SUITE 100 SALT LAKE CITY, UT 84102	N/A	PUBLIC	FAMILY-TO-FAMILY EDUCATIONAL PROGRAM	2,500.

STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
COLUMBUS COMMUNITY CENTER 3495 SOUTH WEST TEMPLE SALT LAKE CITY, UT 84115	N/A	PUBLIC	DIGNITY THROUGH WORK SCHOLARSHIP FUND	$ 2,500.
UTAH STATE COURTS PO BOX 14022 LOGAN, UT 84322	N/A	PUBLIC	SELF-HELP CENTER PILOT PROGRAM	5,000.
MALIHEH FREE CLINIC 415 EAST 3900 SOUTH SALT LAKE CITY, UT 84107	N/A	PUBLIC	HEALTHY FAMILIES SUPPORT PROGRAM	5,000.
			TOTAL	$ 284,000.