Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , **and ending**

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

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

Name of foundation: Hayward Family Foundation

Number and street (or P O box number if mail is not delivered to street address): 1223 Spring Street, #901 — Room/suite: 901

City or town, state, and ZIP code: Seattle, WA 98104-3576

A Employer identification number: 20-3180139

B Telephone number: 206-624-4285

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, col. (c), line 16)* ▶$ 1,571,164.

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).)

		(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	110,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2.	2.		Statement 1
	4 Dividends and interest from securities	15,863.	15,863.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<91,092.>			
	b Gross sales price for all assets on line 6a 219,740.				
	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 or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	34,773.	15,865.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	64,008.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	2,250.	0.		0.
	c Other professional fees Stmt 4	11,207.	0.		0.
	17 Interest				
	18 Taxes Stmt 5	5,811.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	83,276.	0.		0.
	25 Contributions, gifts, grants paid	42,000.			42,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	125,276.	0.		42,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<90,503.>			
	b **Net investment income** (if negative, enter -0-)		15,865.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,567.	102,165.	102,165.
	2 Savings and temporary cash investments	33,706.	46,160.	46,160.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶	100,000.		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 6	853,160.	753,605.	767,319.
	c Investments - corporate bonds Stmt 7	850,000.	850,000.	655,520.
	11 Investments - land, buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,842,433.	1,751,930.	1,571,164.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,842,433.	1,751,930.	
	30 **Total net assets or fund balances**	1,842,433.	1,751,930.	
	31 **Total liabilities and net assets/fund balances**	1,842,433.	1,751,930.	

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	1,842,433.
2	Enter amount from Part I, line 27a	2	<90,503.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,751,930.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,751,930.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	See Attached Statement			
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	219,740.		310,832.	<91,092.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<91,092.>

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** <91,092.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	85,289.	1,692,366.	.050396
2007	152,927.	2,073,865.	.073740
2006	148,860.	1,957,445.	.076048
2005	79,000.	981,576.	.080483
2004			

2	**Total** of line 1, column (d)	2	.280667
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	.070167
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,417,245.
5	Multiply line 4 by line 3	5	99,444.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	159.
7	Add lines 5 and 6	7	99,603.
8	Enter qualifying distributions from Part XII, line 4	8	42,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	317.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	317.
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	317.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
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	0.
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	317.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a 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 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?	2		X
If "Yes," attach a detailed description of the activities			
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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T			
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?	7	X	
If "Yes," complete Part II, col. (c), and Part XV.			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
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 2009 or the taxable year beginning in 2009 (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 Stmt 8	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ Cynthia Hayward Telephone no. ▶ 206-660-4360

Located at ▶ P.O. Box 239, Oysterville, WA ZIP+4 ▶ 98641

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)? N/A	1b		
	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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
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 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes [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)? ☐ 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)? N/A **5b**

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** X

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
Thomas Hayward 1223 Spring St., #901 Seattle, WA 98104	Chairman & Director 1.00	0.	0.	0.
Margaret Hayward 1223 Spring St., #901 Seattle, WA 98104	Vice Chairman & Director 0.25	0.	0.	0.
Colleen Hayward 2024 - 11th Ave. E. Seattle, WA 98102	Secretary & Director 4.00	32,004.	0.	0.
Cynthia Hayward P.O. Box 239 Oysterville, WA 98641	Treasurer & Director 4.00	32,004.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	1,345,028.
b	Average of monthly cash balances	1b	93,799.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,438,827.
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	1,438,827.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,582.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,417,245.
6	**Minimum investment return.** Enter 5% of line 5	6	70,862.

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	70,862.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	317.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	317.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	70,545.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	70,545.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	70,545.

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	42,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	42,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	42,000.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				70,545.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 56,544.				
c From 2006 50,988.				
d From 2007 50,030.				
e From 2008 671.				
f **Total** of lines 3a through e	158,233.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 42,000.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				42,000.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	28,545.			28,545.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	129,688.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	129,688.			
10 Analysis of line 9:				
a Excess from 2005 27,999.				
b Excess from 2006 50,988.				
c Excess from 2007 50,030.				
d Excess from 2008 671.				
e Excess from 2009				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

See Statement 9

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

None

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 10				
Total			▶ 3a	42,000.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	2.	
4 Dividends and interest from securities			14	15,863.	
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	<91,092.>	
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)		0.		<75,227.>	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 <75,227.>

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

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

Thomas B Hayward | 6/11/10 | Chairman

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ▶ ☐	Preparer's identifying number
James O. Gudd... CPA PFS	06/04/10		P00766306

Firm's name (or yours if self-employed), address, and ZIP code ▶ Harrison Berkman & Claypool, PLLC, 743 N 35th St, Seattle, WA 98103-8802

EIN ▶ 91-2002224

Phone no. (206) 548-5000

923622
02-02-10

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
Hayward Family Foundation	20-3180139

Organization type (check one).

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. ▶ $ ________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Hayward Family Foundation

Employer identification number

20-3180139

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Margaret Hayward 1223 Spring Street, #901 Seattle, WA 98104	$ 55,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	Thomas Hayward 1223 Spring Street, #901 Seattle, WA 98104	$ 55,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	MorganStanley SmithBarney #0B860, nominee	P		/ /09
b	MorganStanley SmithBarney #0B860, nominee	P		/ /09
c	MorganStanley SmithBarney #0C275, nominee	P		/ /09
d	MorganStanley SmithBarney #0C277, nominee	P		/ /09
e	MorganStanley SmithBarney #0C277, nominee	P		/ /09
f	MorganStanley SmithBarney #0C278, nominee	P		/ /09
g	MorganStanley SmithBarney #0C278, nominee	P		/ /09
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	67,382.		79,853.	<12,471.>
b	5,414.		8,403.	<2,989.>
c	1,797.		1,699.	98.
d	27,162.		44,181.	<17,019.>
e	44,063.		83,834.	<39,771.>
f	18,478.		18,310.	168.
g	55,444.		74,552.	<19,108.>
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<12,471.>
b				<2,989.>
c				98.
d				<17,019.>
e				<39,771.>
f				168.
g				<19,108.>
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	<91,092.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Source	Amount
Oppenheimer	2.
Total to Form 990-PF, Part I, line 3, Column A	2.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
SmithBarney 0B681	13.	0.	13.
SmithBarney 0B860	1,843.	0.	1,843.
SmithBarney 0C275	988.	0.	988.
SmithBarney 0C277	8,128.	0.	8,128.
SmithBarney 0C278	4,891.	0.	4,891.
Total to Fm 990-PF, Part I, ln 4	15,863.	0.	15,863.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	2,250.	0.		0.
To Form 990-PF, Pg 1, ln 16b	2,250.	0.		0.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management	11,207.	0.		0.
To Form 990-PF, Pg 1, ln 16c	11,207.	0.		0.

Form 990-PF Taxes Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Business license	125.	0.		0.
WA Dept. of Labor & Ind.	93.	0.		0.
Payroll service	717.	0.		0.
Payroll taxes, net of refund	4,209.	0.		0.
Foreign taxes	667.	0.		0.
To Form 990-PF, Pg 1, ln 18	5,811.	0.		0.

Form 990-PF Corporate Stock Statement 6

Description	Book Value	Fair Market Value
Equity Securities	753,605.	767,319.
Total to Form 990-PF, Part II, line 10b	753,605.	767,319.

Form 990-PF Corporate Bonds Statement 7

Description	Book Value	Fair Market Value
Debt Securities	850,000.	655,520.
Total to Form 990-PF, Part II, line 10c	850,000.	655,520.

Form 990-PF | List of Substantial Contributors Part VII-A, Line 10 | Statement 8

Name of Contributor	Address
Thomas Hayward	1223 Spring Street, #901 Seattle, WA 98104
Margaret Hayward	1223 Spring Street, #901 Seattle, WA 98104

Form 990-PF | Part XV - Line 1a List of Foundation Managers | Statement 9

Name of Manager
Thomas Hayward
Margaret Hayward

Form 990-PF Grants and Contributions Paid During the Year Statement 10

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Association of Naval Aviation 2550 Huntington Ave, Ste 202 Alexandria, VA 22303	None Support naval aviation history education		1,000.
Institute of World Politics 1521 16th St NE Washington, DC 20036	None Support graduate school of national security & international affairs		1,000.
International Center for Religion & Diplomacy 1625 Massachusetts Ave NW, Ste 601 Washington, DC 20036	None Support use of religion as tool for international diplomacy		1,000.
Marimed Foundation 45-021 Likeke Pl Kaneohe, HI 96744	None Support ocean-oriented treatment & eductation program for at-risk youth		1,000.
Naval Aviation Museum 1750 Radford Blvd, Ste B NAS Pensacola, FL 32508	None Support collection & preservation of historic naval aviation artifacts		1,000.
Naval Historical Foundation 1306 Dahlgren Ave SE Washington , DC 20374	None Support promotion of US Navy history		2,500.
Noel House 205 Second Ave N Seattle, WA 98109	None Support emergency shelter & services for women		5,000.
Northwest Film Forum 1515 12th Ave Seattle, WA 98122	None Support local filmmaking education & production		1,000.

Pacific Aviation Museum 319 Lexington Blvd Hololulu, HI 96818	None Support museum dedicated to pacific naval aviation preservation &	1,000.
The Downtown School 601 N Cherry St Winston-Salem, NC 27101	None Support community school dedicated to lifelone learning & citizenship	5,000.
Virginia Center for the Creative Arts 154 San Angelo Dr Amherst, VA 24521	None Support literary & creative arts	2,500.
Virginia Mason Foundation 1100 Ninth Ave. Seattle, WA 98101	None Support research by Dr. Low on quality of life	20,000.
Total to Form 990-PF, Part XV, line 3a		42,000.

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Hayward Family Foundation
Polen Large Cap Growth
1223 Spring Street Suite 901
Seattle WA 98104-3576

2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0B860-13

Short Term

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ABBOTT LABORATORIES	ABT	54.000	08/19/08	$3,204.85	01/02/09	$2,879.27	($325.58)
ALCON INC	ACL	1.000	08/19/08	171.36	02/03/09	83.09	(88.27)
	ACL	24.000	08/19/08	4,112.64	07/29/09	3,068.89	(1,043.75)
	Total	25.000		$4,284.00		$3,151.98	($1,132.02)
AUTOMATIC DATA PROCESSING INC	ADP	1.000	08/19/08	44.38	02/03/09	38.84	(5.54)
	ADP	128.000	08/19/08	5,680.63	02/05/09	4,871.05	(809.58)
	ADP	132.000	08/19/08	5,858.14	02/10/09	4,991.89	(866.25)
	Total	261.000		$11,583.15		$9,901.78	($1,681.37)
AMAZON COM INC	AMZN	15.000	12/18/08	813.11	02/03/09	904.96	91.85
	AMZN	42.000	12/18/08	2,276.70	07/24/09	3,633.59	1,356.89
	Total	57.000		$3,089.81		$4,538.55	$1,448.74
C R BARD INC NEW JERSEY	BCR	1.000	08/19/08	93.99	02/03/09	85.79	(8.20)
GENENTECH INC	DNA	2.000	12/11/08	155.95	02/03/09	164.63	8.68
	DNA	63.000	12/11/08	4,912.45	03/26/09	5,985.00	1,072.55
	DNA	23.000	01/21/09	1,877.43	03/26/09	2,185.00	307.57
	DNA	20.000	01/23/09	1,662.59	03/26/09	1,900.00	237.41
	DNA	24.000	02/02/09	1,965.02	03/26/09	2,280.00	314.98
	Total	132.000		$10,573.44		$12,514.63	$1,941.19
EXPEDITORS INTL OF WASH INC	EXPD	1.000	08/19/08	36.24	02/03/09	28.04	(8.20)
	EXPD	62.000	08/19/08	2,246.66	07/13/09	1,860.46	(386.20)
	EXPD	65.000	08/19/08	2,355.37	07/13/09	1,925.81	(429.56)
	EXPD	62.000	08/19/08	2,246.66	07/14/09	1,823.79	(422.87)

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Hayward Family Foundation
Polen Large Cap Growth
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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0B860-13

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	Total	190.000		$6,884.93		$5,638.10	($1,246.83)
MASTERCARD INC	MA	2.000	08/19/08	$483.66	02/03/09	$275.05	($208.61)
MICROSOFT CORP	MSFT	145.000	08/19/08	4,010.31	01/23/09	2,496.06	(1,514.25)
ORACLE CORP	ORCL	3.000	08/19/08	68.03	02/03/09	50.09	(17.94)
	ORCL	184.000	08/19/08	4,172.75	06/25/09	3,971.42	(201.33)
	Total	187.000		$4,240.78		$4,021.51	($219.27)
QUALCOMM INC	QCOM	2.000	08/19/08	110.89	02/03/09	69.51	(41.38)
SCHWAB CHARLES CORP	SCHW	230.000	07/08/09	3,797.92	08/20/09	4,050.81	252.89
	SCHW	214.000	06/18/09	3,745.43	08/20/09	3,769.02	23.59
	Total	444.000		$7,543.35		$7,819.83	$276.48
ST JUDE MEDICAL INC	STJ	161.000	08/19/08	7,405.52	01/06/09	5,360.92	(2,044.60)
	STJ	4.000	08/22/08	187.20	01/06/09	133.19	(54.01)
	Total	165.000		$7,592.72		$5,494.11	($2,098.61)
STRYKER CORP	SYK	106.000	08/19/08	7,149.17	03/11/09	3,330.66	(3,818.51)
	SYK	115.000	08/19/08	7,756.18	04/13/09	4,039.36	(3,716.82)
	SYK	30.000	12/03/08	1,122.85	04/13/09	1,053.74	(69.11)
	Total	251.000		$16,028.20		$8,423.76	($7,604.44)
VARIAN MEDICAL SYSTEMS INC	VAR	2.000	08/19/08	128.61	02/03/09	72.33	(56.28)
Short Term Total				**$79,852.69**		**$67,382.26**	**($12,470.43)**
Long Term							
CISCO SYS INC	CSCO	4.000	12/19/05	$70.09	02/03/09	$60.87	($9.22)

citi smith barney

Hayward Family Foundation
Polen Large Cap Growth
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2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
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As of 02/23/2010

Acct. 854-0B860-13

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
MICROSOFT CORP	MSFT	311.000	12/19/05	$8,332.50	01/23/09	$5,353.61	($2,978.89)
Long Term Total				**$8,402.59**		**$5,414.48**	**($2,988.11)**
2009 Short & Long Term Total				**$88,255.28**		**$72,796.74**	**($15,458.54)**

** Gain/Loss is only calculated when an original cost basis is available.

The above summary/prices/quotes/statistics have been obtained from sources believed reliable but are not necessarily complete and cannot be guaranteed. The information contained in monthly account statements and confirmations reflects all transactions processed by Smith Barney, and as such supersedes all other reports for financial and tax purposes.

citi smith barney

Hayward Family Foundation
1223 Spring Street Suite 901
Seattle WA 98104-3576

2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0C275-10

Long Term

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
LIBERTY MEDIA	53045T102000	0.400	12/16/05	$5.57	11/20/09	$12.83	$7.26
ANADARKO PETROLEUM CORP	APC	5.000	12/16/05	240.60	10/12/09	340.80	100.20
DIRECTV CL A	DTV	0.602	12/16/05	7.55	11/25/09	19.23	11.68
GENZYME CORP	GENZ	10.000	12/16/05	716.59	02/02/09	695.67	(20.92)
	GENZ	10.000	12/16/05	716.59	02/13/09	726.25	9.66
	Total	20.000		$1,433.18		$1,421.92	($11.26)
LIBERTY MEDIA CORP LIBERTY	LSTZA	0.600	12/16/05	11.76	11/20/09	2.14	(9.62)
Long Term Total				**$1,698.66**		**$1,796.92**	**$98.26**
2009 Short & Long Term Total				**$1,698.66**		**$1,796.92**	**$98.26**

** Gain/Loss is only calculated when an original cost basis is available.

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Hayward Family Foundation
1223 Spring Street Suite 901
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2009 Realized Gain/Loss - Detail

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Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0C277-18

Short Term

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ALCOA INC	AA	65.000	11/13/08	$659.66	02/06/09	$549.54	($110.12)
	AA	90.000	11/13/08	913.37	02/17/09	614.61	(298.76)
	Total	155.000		$1,573.03		$1,164.15	($408.88)
BANK OF AMERICA CORP	BAC	80.000	12/10/08	1,314.28	02/03/09	424.87	(889.41)
CARDINAL HEALTH INC	CAH	15.000	02/20/09	540.45	08/25/09	518.49	(21.96)
	CAH	5.000	02/19/09	181.05	08/25/09	172.83	(8.22)
	CAH	15.000	02/25/09	522.60	08/25/09	518.49	(4.11)
	CAH	20.000	03/03/09	618.96	08/25/09	691.33	72.37
	CAH	10.000	03/10/09	312.36	08/25/09	345.67	33.31
	CAH	10.000	03/10/09	312.36	08/27/09	339.72	27.36
	Total	75.000		$2,487.78		$2,586.53	$98.75
CATERPILLAR INC	CAT	15.000	11/13/08	527.65	05/27/09	529.54	1.89
CENTURYTEL INC	CTL	0.129	02/23/09	3.19	07/01/09	3.98	0.79
	CTL	0.129	02/20/09	3.23	07/01/09	3.98	0.75
	CTL	0.193	03/02/09	4.75	07/01/09	5.96	1.21
	CTL	0.064	03/04/09	1.61	07/01/09	1.99	0.38
	CTL	0.129	03/05/09	3.17	07/01/09	3.98	0.81
	CTL	0.064	03/12/09	1.64	07/01/09	1.99	0.35
	CTL	0.193	03/13/09	4.70	07/01/09	5.96	1.26
	Total	0.900		$22.29		$27.84	$5.55
DOW CHEMICAL CO	DOW	60.000	01/12/09	945.19	03/02/09	425.42	(519.77)
GENERAL ELECTRIC CO	GE	5.000	09/17/08	116.91	04/14/09	61.30	(55.61)
	GE	5.000	09/18/08	114.25	04/16/09	59.07	(55.18)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	GE	10.000	09/22/08	$268.51	04/16/09	$118.15	($150.36)
	GE	40.000	09/17/08	935.31	04/16/09	472.58	(462.73)
	GE	50.000	09/22/08	1,342.52	04/20/09	569.71	(772.81)
	GE	15.000	09/22/08	402.76	04/23/09	175.23	(227.53)
	GE	45.000	09/24/08	1,082.50	04/23/09	525.69	(556.81)
	Total	170.000		$4,262.76		$1,981.73	($2,281.03)
HARTFORD FINL SVCS GROUP INC	HIG	15.000	06/05/08	1,084.16	03/04/09	67.37	(1,016.79)
	HIG	20.000	05/29/08	1,419.81	03/04/09	89.81	(1,330.00)
	HIG	15.000	05/21/08	1,042.22	03/04/09	67.36	(974.86)
	HIG	20.000	05/14/08	1,399.03	03/04/09	89.81	(1,309.22)
	Total	70.000		$4,945.22		$314.35	($4,630.87)
HOST HOTELS & RESORTS INC	HST	75.000	02/07/08	1,278.51	01/12/09	506.50	(772.01)
	HST	10.000	02/20/08	164.79	01/12/09	67.53	(97.26)
	HST	60.000	02/20/08	988.76	01/20/09	358.52	(630.24)
	HST	20.000	03/03/08	331.51	01/20/09	119.50	(212.01)
	HST	20.000	03/03/08	331.51	01/21/09	115.15	(216.36)
	HST	30.000	03/03/08	497.27	01/27/09	175.81	(321.46)
	HST	25.000	03/10/08	404.35	01/28/09	152.00	(252.35)
	HST	20.000	03/03/08	331.52	01/28/09	121.60	(209.92)
	HST	40.000	03/11/08	668.70	01/28/09	243.20	(425.50)
	Total	300.000		$4,996.92		$1,859.81	($3,137.11)
HARRIS STRATEX NETWORKS INC	HSTX	0.147	05/27/09	0.78	05/27/09	0.72	(0.06)
	HSTX	10.000	05/27/09	53.18	06/11/09	66.21	13.03
	HSTX	6.000	05/27/09	31.90	06/12/09	37.69	5.79
	Total	16.147		$85.86		$104.62	$18.76

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Acct. 854-0C277-18

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
LINCOLN NATIONAL CORP -IND-	LNC	25.000	08/19/08	$1,198.90	04/24/09	$249.80	($949.10)
	LNC	5.000	08/20/08	238.84	04/24/09	49.96	(188.88)
	LNC	20.000	09/23/08	962.82	04/27/09	199.88	(762.94)
	LNC	5.000	08/20/08	238.83	04/27/09	49.97	(188.86)
	LNC	5.000	09/26/08	241.22	04/27/09	49.97	(191.25)
	LNC	10.000	01/13/09	195.58	05/05/09	122.48	(73.10)
	LNC	15.000	09/26/08	723.65	05/05/09	183.74	(539.91)
	LNC	20.000	10/01/08	822.23	05/05/09	244.99	(577.24)
	LNC	20.000	10/03/08	816.58	05/05/09	244.99	(571.59)
	LNC	20.000	12/10/08	335.85	05/05/09	244.99	(90.86)
	LNC	80.000	12/11/08	1,386.67	05/05/09	979.95	(406.72)
	LNC	40.000	01/13/09	782.30	05/06/09	580.48	(201.82)
	Total	265.000		$7,943.47		$3,201.20	($4,742.27)
ANNALY CAPITAL MANAGEMENT INC	NLY	55.000	06/27/08	849.48	02/25/09	798.47	(51.01)
NORFOLK SOUTHERN CORP	NSC	15.000	03/24/09	497.99	11/11/09	778.77	280.78
	NSC	20.000	03/19/09	636.51	11/11/09	1,038.35	401.84
	NSC	5.000	03/24/09	165.99	11/12/09	260.42	94.43
	NSC	5.000	03/27/09	174.37	11/12/09	260.42	86.05
	NSC	10.000	03/30/09	334.39	11/12/09	520.84	186.45
	NSC	15.000	04/09/09	558.87	11/12/09	781.27	222.40
	Total	70.000		$2,368.12		$3,640.07	$1,271.95
PNC FINANCIAL SERVICES GROUP	PNC	20.000	01/05/09	962.44	03/04/09	460.41	(502.03)
	PNC	10.000	01/09/09	477.09	03/04/09	230.21	(246.88)
	PNC	5.000	01/09/09	238.54	03/11/09	126.06	(112.48)
	PNC	25.000	01/20/09	635.06	03/11/09	630.29	(4.77)
	PNC	10.000	01/28/09	367.60	03/11/09	252.11	(115.49)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	PNC	10.000	02/11/09	$319.50	03/13/09	$270.10	($49.40)
	PNC	10.000	01/28/09	367.59	03/13/09	270.11	(97.48)
	PNC	15.000	02/11/09	479.25	10/07/09	684.57	205.32
	PNC	30.000	02/17/09	773.29	10/07/09	1,369.13	595.84
	PNC	15.000	02/17/09	386.65	10/08/09	678.97	292.32
	PNC	20.000	02/23/09	496.79	10/08/09	905.30	408.51
	PNC	5.000	02/24/09	122.89	10/08/09	226.32	103.43
	Total	175.000		$5,626.69		$6,103.58	$476.89
SUPERVALU INC	SVU	25.000	02/18/09	442.36	11/20/09	374.07	(68.29)
	SVU	15.000	02/18/09	265.42	11/23/09	225.52	(39.90)
	SVU	30.000	02/19/09	535.12	11/23/09	451.04	(84.08)
	SVU	10.000	02/24/09	176.38	11/23/09	150.34	(26.04)
	SVU	25.000	02/25/09	446.02	11/27/09	361.88	(84.14)
	SVU	10.000	03/04/09	161.61	11/30/09	139.88	(21.73)
	SVU	30.000	03/05/09	460.20	11/30/09	419.64	(40.56)
	Total	145.000		$2,487.11		$2,122.37	($364.74)
WELLS FARGO & CO NEW	WFC	10.000	07/16/08	251.40	01/12/09	245.19	(6.21)
	WFC	5.000	07/16/08	125.70	03/09/09	48.16	(77.54)
	WFC	40.000	07/21/08	1,102.00	03/12/09	507.01	(594.99)
	WFC	40.000	07/18/08	1,105.77	03/12/09	507.01	(598.76)
	WFC	25.000	07/17/08	658.45	03/12/09	316.88	(341.57)
	WFC	20.000	07/16/08	502.80	03/12/09	253.50	(249.30)
	Total	140.000		$3,746.12		$1,877.75	($1,868.37)
Short Term Total				**$44,181.97**		**$27,162.30**	**($17,019.67)**
Long Term							

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ALCOA INC	AA	40.000	09/14/07	$1,412.16	01/20/09	$350.58	($1,061.58)
	AA	25.000	09/20/07	934.52	01/20/09	219.12	(715.40)
	AA	10.000	09/20/07	373.81	01/29/09	83.08	(290.73)
	AA	35.000	09/25/07	1,289.05	01/29/09	290.78	(998.27)
	AA	25.000	09/28/07	981.76	01/29/09	207.71	(774.05)
	AA	10.000	09/28/07	392.71	02/06/09	84.55	(308.16)
	Total	145.000		$5,384.01		$1,235.82	($4,148.19)
BOEING CO	BA	20.000	08/06/08	1,298.62	10/27/09	956.99	(341.63)
	BA	15.000	08/08/08	1,023.62	10/27/09	717.74	(305.88)
	BA	15.000	08/12/08	990.63	10/27/09	717.74	(272.89)
	BA	10.000	08/14/08	651.44	10/27/09	478.50	(172.94)
	Total	60.000		$3,964.31		$2,870.97	($1,093.34)
BANK OF AMERICA CORP	BAC	20.000	12/19/05	932.83	01/28/09	144.44	(788.39)
	BAC	70.000	12/19/05	3,263.84	01/28/09	505.55	(2,758.29)
	BAC	20.000	12/19/05	932.52	02/03/09	106.22	(826.30)
	Total	110.000		$5,129.19		$756.21	($4,372.98)
BLACK & DECKER CORPORATION	BDK	10.000	07/27/07	850.52	05/12/09	322.49	(528.03)
	BDK	5.000	07/30/07	419.89	05/12/09	161.24	(258.65)
	BDK	5.000	08/03/07	440.52	05/12/09	161.24	(279.28)
	BDK	5.000	07/11/07	445.30	05/12/09	161.24	(284.06)
	BDK	10.000	07/12/07	942.55	05/12/09	322.49	(620.06)
	BDK	10.000	08/06/07	867.32	05/13/09	312.61	(554.71)
	BDK	5.000	08/13/07	441.43	05/14/09	155.34	(286.09)
	BDK	10.000	08/14/07	884.62	05/14/09	310.67	(573.95)
	Total	60.000		$5,292.15		$1,907.32	($3,384.83)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
CATERPILLAR INC	CAT	20.000	11/28/07	$1,421.88	05/27/09	$706.07	($715.81)
	CAT	15.000	12/04/07	1,076.74	05/27/09	529.55	(547.19)
	CAT	20.000	12/06/07	1,473.62	05/27/09	706.07	(767.55)
	CAT	15.000	12/11/07	1,138.96	05/27/09	529.55	(609.41)
	Total	70.000		$5,111.20		$2,471.24	($2,639.96)
CBS CORP NEW CLASS B	CBS	10.000	05/31/06	257.44	03/04/09	37.08	(220.36)
	CBS	15.000	05/31/06	386.16	03/11/09	56.11	(330.05)
	CBS	45.000	06/07/06	1,200.21	03/11/09	168.32	(1,031.89)
	CBS	15.000	06/26/06	397.14	03/11/09	56.10	(341.04)
	CBS	30.000	06/26/06	794.29	03/12/09	118.81	(675.48)
	CBS	50.000	06/30/06	1,357.89	03/12/09	198.02	(1,159.87)
	Total	165.000		$4,393.13		$634.44	($3,758.69)
CHEVRON CORP	CVX	5.000	12/19/05	287.47	04/09/09	343.64	56.17
DOW CHEMICAL CO	DOW	60.000	12/19/05	2,621.40	02/02/09	661.10	(1,960.30)
	DOW	5.000	12/19/05	218.45	02/11/09	50.17	(168.28)
	DOW	10.000	02/05/07	414.06	02/12/09	97.72	(316.34)
	DOW	15.000	12/19/05	655.35	02/12/09	146.58	(508.77)
	DOW	25.000	02/05/07	1,035.15	02/17/09	222.10	(813.05)
	DOW	35.000	02/06/07	1,459.05	02/17/09	310.94	(1,148.11)
	DOW	10.000	02/14/07	428.66	02/17/09	88.84	(339.82)
	DOW	20.000	02/14/07	857.32	02/23/09	149.33	(707.99)
	DOW	15.000	03/08/07	640.59	02/23/09	112.00	(528.59)
	DOW	20.000	03/13/07	858.86	02/23/09	149.33	(709.53)
	DOW	5.000	03/22/07	227.63	02/23/09	37.34	(190.29)
	DOW	20.000	03/22/07	910.53	03/02/09	141.81	(768.72)

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Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	Total	240.000		$10,327.05		$2,167.26	($8,159.79)
ENCANA CORP-CAD	ECA	10.000	08/25/08	$711.69	11/11/09	$580.32	($131.37)
	ECA	5.000	08/26/08	364.91	11/11/09	290.16	(74.75)
	ECA	15.000	09/02/08	1,060.43	11/11/09	870.47	(189.96)
	ECA	20.000	09/08/08	1,362.97	11/11/09	1,160.63	(202.34)
	ECA	5.000	09/15/08	325.45	11/11/09	290.16	(35.29)
	ECA	10.000	09/15/08	650.89	11/12/09	572.12	(78.77)
	Total	65.000		$4,476.34		$3,763.86	($712.48)
GLAXOSMITHKLINE PLC SP ADR	GSK	55.000	12/19/05	2,869.29	01/13/09	2,065.87	(803.42)
	GSK	5.000	12/19/05	260.84	02/06/09	185.32	(75.52)
	Total	60.000		$3,130.13		$2,251.19	($878.94)
HALLIBURTON CO HOLDINGS CO	HAL	35.000	01/07/08	1,291.11	07/27/09	802.54	(488.57)
	HAL	20.000	01/11/08	721.09	07/27/09	458.60	(262.49)
	HAL	15.000	01/11/08	540.81	07/28/09	332.24	(208.57)
	HAL	45.000	01/23/08	1,383.29	07/28/09	996.73	(386.56)
	HAL	40.000	01/25/08	1,344.79	07/28/09	885.98	(458.81)
	Total	155.000		$5,281.09		$3,476.09	($1,805.00)
HOME DEPOT INC	HD	15.000	12/18/07	388.21	04/27/09	387.80	(0.41)
INTEL CORP	INTC	95.000	01/31/08	1,997.39	02/18/09	1,260.49	(736.90)
	INTC	25.000	01/31/08	525.63	02/20/09	321.08	(204.55)
	INTC	20.000	02/04/08	426.97	02/20/09	256.86	(170.11)
	INTC	50.000	02/04/08	1,067.42	02/25/09	638.39	(429.03)
	INTC	50.000	02/04/08	1,067.41	02/26/09	654.11	(413.30)
	Total	240.000		$5,084.82		$3,130.93	($1,953.89)

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JPMORGAN CHASE & CO	JPM	125.000	12/19/05	$4,976.25	07/06/09	$4,010.10	($966.15)
LINCOLN NATIONAL CORP -IND-	LNC	5.000	12/19/05	259.49	03/04/09	33.68	(225.81)
	LNC	35.000	12/19/05	1,816.44	04/23/09	348.92	(1,467.52)
	LNC	40.000	12/19/05	2,075.94	04/24/09	399.67	(1,676.27)
	Total	80.000		$4,151.87		$782.27	($3,369.60)
OCCIDENTAL PETROLEUM CORP-DE	OXY	25.000	12/19/05	1,022.75	03/19/09	1,483.58	460.83
	OXY	15.000	12/19/05	613.65	03/24/09	882.29	268.64
	OXY	10.000	12/19/05	409.10	03/27/09	584.28	175.18
	OXY	10.000	12/19/05	409.10	04/03/09	597.24	188.14
	Total	60.000		$2,454.60		$3,547.39	$1,092.79
PFIZER INC	PFE	40.000	12/19/05	996.80	01/12/09	692.44	(304.36)
AT&T INC	T	20.000	12/19/05	495.40	01/12/09	519.00	23.60
	T	5.000	12/19/05	123.85	02/06/09	130.25	6.40
	Total	25.000		$619.25		$649.25	$30.00
VERIZON COMMUNICATIONS	VZ	35.000	12/19/05	1,027.50	05/29/09	1,006.92	(20.58)
WHIRLPOOL CORP	WHR	10.000	12/05/07	827.40	04/07/09	320.85	(506.55)
	WHR	5.000	12/13/07	416.35	04/07/09	160.42	(255.93)
	WHR	5.000	12/14/07	409.93	04/07/09	160.42	(249.51)
	WHR	5.000	12/14/07	409.93	04/09/09	175.34	(234.59)
	WHR	5.000	12/18/07	401.43	04/15/09	174.83	(226.60)
	WHR	10.000	12/18/07	802.85	04/16/09	354.73	(448.12)
	WHR	5.000	12/18/07	401.42	04/23/09	182.30	(219.12)
	WHR	10.000	01/03/08	797.03	04/23/09	364.59	(432.44)
	WHR	5.000	01/02/08	399.02	04/23/09	182.30	(216.72)

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As of 02/23/2010

Acct. 854-0C277-18

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	Total	60.000		$4,865.36		$2,075.78	($2,789.58)
WASTE MGMT INC DEL	WMI	35.000	01/14/08	$1,120.28	02/25/09	$980.25	($140.03)
WYETH	WYE	30.000	11/05/07	1,440.13	02/06/09	1,299.81	(140.32)
	WYE	5.000	11/08/07	230.42	02/17/09	215.24	(15.18)
	WYE	15.000	11/13/07	693.97	02/18/09	645.06	(48.91)
	WYE	20.000	11/08/07	921.68	02/18/09	860.09	(61.59)
	WYE	15.000	11/13/07	693.97	02/19/09	641.77	(52.20)
	WYE	10.000	11/19/07	464.56	02/23/09	421.39	(43.17)
	WYE	5.000	11/13/07	231.32	02/23/09	210.69	(20.63)
	WYE	15.000	11/19/07	696.83	02/25/09	627.48	(69.35)
	Total	115.000		$5,372.88		$4,921.53	($451.35)
Long Term Total				**$83,833.89**		**$44,062.70**	**($39,771.19)**
2009 Short & Long Term Total				**$128,015.86**		**$71,225.00**	**($56,790.86)**

** Gain/Loss is only calculated when an original cost basis is available.

citi smith barney

Hayward Family Foundation
1223 Spring Street Suite 901
Seattle WA 98104-3576

2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0C278-17

Short Term

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
ERICSSON L M TEL CO CL B	ERIC	30.000	03/19/08	$261.57	02/02/09	$233.26	($28.31)
	ERIC	108.000	03/19/08	941.65	03/11/09	885.46	(56.19)
	Total	138.000		$1,203.22		$1,118.72	($84.50)
GEMALTO NV-EUR	GTOFY	65.000	03/12/09	757.49	04/21/09	998.67	241.18
HACHIJUNI BANK LTD-JPY	HACBY	9.000	06/20/08	583.32	03/24/09	528.74	(54.58)
LIHIR GOLD LTD	LIHR	1.000	07/29/08	27.73	05/20/09	22.95	(4.78)
	LIHR	40.000	07/29/08	1,109.18	05/29/09	1,039.35	(69.83)
	Total	41.000		$1,136.91		$1,062.30	($74.61)
LONMIN PUB LTD CO SPON ADR	LNMIY	14.000	08/04/08	626.13	04/03/09	311.63	(314.50)
NOKIA CORP SPONSORED ADR	NOK	59.000	02/02/09	712.98	04/23/09	879.78	166.80
NOVARTIS AG ADR	NVS	31.000	02/13/09	1,329.87	12/02/09	1,743.89	414.02
PETRO-CANADA-CAD	PCZ	19.000	02/13/08	853.01	02/02/09	410.01	(443.00)
	PCZ	10.000	02/12/08	442.76	02/02/09	215.80	(226.96)
	PCZ	1.000	02/13/08	44.90	02/03/09	21.76	(23.14)
	Total	30.000		$1,340.67		$647.57	($693.10)
PROMISE CO LTD-UNSPON ADR	PMSEY	112.000	08/28/08	1,268.46	08/18/09	521.82	(746.64)
ROHM CO LTD-JPY	ROHCY	11.000	01/16/09	273.41	07/02/09	387.10	113.69
SOCIETE GENERALE SPON ADR	SCGLY	65.000	10/20/08	735.93	10/02/09	998.57	262.64
	SCGLY	140.000	10/07/09	0.01	10/07/09	111.23	111.22
	Total	205.000		$735.94		$1,109.80	$373.86

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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
SILVER STANDARD RESOURCES	SSRI	35.000	06/20/08	$976.56	03/19/09	$550.86	($425.70)
	SSRI	9.000	06/20/08	251.12	03/20/09	138.00	(113.12)
	Total	44.000		$1,227.68		$688.86	($538.82)
SUNCOR ENERGY INC	SU	17.000	07/23/08	915.07	07/15/09	498.04	(417.03)
	SU	29.000	01/28/09	594.81	08/20/09	922.89	328.08
	SU	33.000	01/28/09	676.85	10/01/09	1,111.20	434.35
	Total	79.000		$2,186.73		$2,532.13	$345.40
TDK CORP AMER DEPOSIT SHS	TDK	16.000	07/07/08	956.34	01/16/09	601.54	(354.80)
TECHNIP ADR	TKPPY	1.000	09/08/08	71.31	05/07/09	45.00	(26.31)
	TKPPY	17.000	09/08/08	1,212.32	07/24/09	1,013.79	(198.53)
	TKPPY	12.000	11/21/08	260.33	07/24/09	715.61	455.28
	Total	30.000		$1,543.96		$1,774.40	$230.44
TNT N V SPONSORED ADR-USD	TNTTY	0.225	04/01/09	3.70	04/28/09	4.14	0.44
	TNTTY	50.000	04/01/09	821.45	10/12/09	1,385.73	564.28
	Total	50.225		$825.15		$1,389.87	$564.72
TDK CORP AMER DEPOSIT SHS	TTDKY	3.000	07/07/08	179.31	07/01/09	140.72	(38.59)
	TTDKY	6.000	07/29/08	366.16	07/01/09	281.43	(84.73)
	TTDKY	10.000	10/23/08	329.96	08/03/09	528.83	198.87
	TTDKY	22.000	10/23/08	725.90	08/20/09	1,230.66	504.76
	Total	41.000		$1,601.33		$2,181.64	$580.31
Short Term Total				**$18,309.59**		**$18,478.46**	**$168.87**

Long Term

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Hayward Family Foundation
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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
BARRICK GOLD CORP CAD	ABX	18.000	11/15/06	$525.44	10/20/09	$682.10	$156.66
	ABX	33.000	11/15/06	963.30	11/18/09	1,446.65	483.35
	Total	51.000		$1,488.74		$2,128.75	$640.01
ANGLOGOLD ASHANTI LTD	AU	23.000	10/03/07	1,004.30	02/17/09	722.61	(281.69)
	AU	9.000	10/03/07	392.99	03/11/09	285.19	(107.80)
	AU	15.000	02/13/08	519.62	03/11/09	475.31	(44.31)
	AU	7.000	03/05/08	255.56	03/13/09	239.07	(16.49)
	AU	17.000	02/13/08	588.91	03/13/09	580.59	(8.32)
	AU	21.000	03/05/08	766.67	09/08/09	904.36	137.69
	Total	92.000		$3,528.05		$3,207.13	($320.92)
BP PLC SPONS ADR	BP	16.000	02/23/07	1,007.34	10/28/09	920.01	(87.33)
DAIWA HOUSE INDUSTRIES ADR	DWAHY	3.000	10/24/07	374.11	03/19/09	237.26	(136.85)
	DWAHY	2.000	10/25/07	250.10	03/19/09	158.18	(91.92)
	DWAHY	2.000	10/25/07	250.09	04/09/09	171.23	(78.86)
	DWAHY	4.000	11/07/07	500.79	04/09/09	342.46	(158.33)
	DWAHY	2.000	01/07/08	255.99	04/09/09	171.22	(84.77)
	DWAHY	5.000	01/07/08	639.96	06/17/09	507.51	(132.45)
	Total	18.000		$2,271.04		$1,587.86	($683.18)
CENTRAIS ELETRICAS	EBR	24.000	03/05/07	239.52	04/24/09	305.89	66.37
ERICSSON L M TEL CO CL B	ERIC	116.000	11/21/07	1,378.36	02/02/09	901.95	(476.41)
	ERIC	14.000	11/20/07	177.38	02/02/09	108.86	(68.52)
	Total	130.000		$1,555.74		$1,010.81	($544.93)
CURRENCYSHARES JAPANESE YEN 1	FXY	14.000	02/15/07	1,173.49	07/09/09	1,496.66	323.17
GOLD FIELDS LTD SPONS ADR	GFI	28.000	02/14/07	488.29	01/30/09	300.29	(188.00)

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Hayward Family Foundation
1223 Spring Street Suite 901
Seattle WA 98104-3576

2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	GFI	10.000	05/10/07	$176.82	01/30/09	$107.24	($69.58)
	GFI	33.000	03/06/07	558.85	01/30/09	353.91	(204.94)
	GFI	30.000	05/10/07	530.44	03/06/09	333.36	(197.08)
	GFI	7.000	05/23/07	123.01	03/06/09	77.78	(45.23)
	GFI	64.000	05/23/07	1,124.64	03/12/09	784.88	(339.76)
	GFI	17.000	11/12/07	306.38	03/12/09	208.49	(97.89)
	GFI	23.000	11/12/07	414.52	03/18/09	282.22	(132.30)
	GFI	16.000	02/01/08	225.20	03/18/09	196.33	(28.87)
	Total	228.000		$3,948.15		$2,644.50	($1,303.65)
IMPALA PLATINUM HOLDINGS	IMPUY	23.000	09/02/08	583.75	09/11/09	567.47	(16.28)
IVANHOE MINES LIMITED-CAD	IVN	9.000	02/27/06	70.11	09/08/09	102.72	32.61
	IVN	40.000	05/16/06	279.66	09/08/09	456.55	176.89
	Total	49.000		$349.77		$559.27	$209.50
KIRIN HOLDING CO LTD	KNBWY	81.000	12/21/05	990.55	04/01/09	855.61	(134.94)
	KNBWY	169.000	12/21/05	2,066.70	04/09/09	1,873.14	(193.56)
	KNBWY	23.000	11/14/06	304.80	04/09/09	254.92	(49.88)
	KNBWY	38.000	11/15/06	503.85	04/09/09	421.18	(82.67)
	KNBWY	46.000	11/16/06	607.76	04/09/09	509.86	(97.90)
	Total	357.000		$4,473.66		$3,914.71	($558.95)
KT CORP SPONSORED ADR	KTC	125.000	12/16/05	2,698.11	04/14/09	1,824.89	(873.22)
	KTC	109.000	12/16/05	2,352.75	05/21/09	1,562.55	(790.20)
	KTC	63.000	12/16/05	1,359.85	12/02/09	1,045.42	(314.43)
	KTC	42.000	03/23/06	877.79	12/02/09	696.95	(180.84)
	KTC	27.000	05/16/08	616.78	12/02/09	448.03	(168.75)
	Total	366.000		$7,905.28		$5,577.84	($2,327.44)

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Hayward Family Foundation
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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
LIHIR GOLD LTD	LIHR	11.000	12/20/05	$174.53	03/05/09	$215.96	$41.43
	LIHR	21.000	12/20/05	333.20	05/20/09	481.93	148.73
	LIHR	13.000	04/29/08	364.74	05/20/09	298.34	(66.40)
	Total	45.000		$872.47		$996.23	$123.76
LONMIN PUB LTD CO SPON ADR	LNMIY	6.000	09/26/07	396.21	04/03/09	133.55	(262.66)
	LNMIY	23.000	12/20/05	658.52	04/03/09	511.96	(146.56)
	Total	29.000		$1,054.73		$645.51	($409.22)
MAGNA INTERNATIONAL CL A	MGA	18.000	06/03/08	1,262.16	11/06/09	906.76	(355.40)
	MGA	2.000	06/05/08	139.04	11/06/09	100.75	(38.29)
	Total	20.000		$1,401.20		$1,007.51	($393.69)
NEWCREST MINING LTD SPON	NCMGY	24.000	09/12/06	369.48	02/09/09	514.18	144.70
	NCMGY	4.000	09/13/06	62.12	02/09/09	85.70	23.58
	Total	28.000		$431.60		$599.88	$168.28
NEWMONT MINING CORP	NEM	5.000	05/23/07	197.27	02/06/09	205.44	8.17
	NEM	23.000	05/24/07	907.81	02/06/09	945.00	37.19
	NEM	15.000	05/31/07	603.33	02/27/09	631.24	27.91
	NEM	2.000	05/24/07	78.94	02/27/09	84.17	5.23
	NEM	13.000	05/31/07	522.89	07/08/09	500.47	(22.42)
	NEM	34.000	05/31/07	1,367.55	07/28/09	1,360.64	(6.91)
	NEM	12.000	06/19/07	486.73	07/28/09	480.23	(6.50)
	NEM	52.000	06/19/07	2,109.17	10/29/09	2,215.51	106.34
	Total	156.000		$6,273.69		$6,422.70	$149.01
NOVAGOLD RESOURCES INC-CAD	NG	6.000	03/10/08	61.31	03/23/09	14.26	(47.05)
	NG	44.000	03/11/08	449.31	03/23/09	104.58	(344.73)

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Hayward Family Foundation
1223 Spring Street Suite 901
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2009 Realized Gain/Loss - Detail

Prepared by Lubner/Allen
Ph. 425 453 3450

As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	NG	17.000	03/02/07	$279.02	03/23/09	$40.41	($238.61)
	NG	36.000	01/12/07	575.30	03/23/09	85.57	(489.73)
	NG	8.000	02/27/07	131.72	03/23/09	19.01	(112.71)
	NG	9.000	02/28/07	147.63	03/23/09	21.39	(126.24)
	Total	120.000		$1,644.29		$285.22	($1,359.07)
NEXEN INC	NXY	4.000	09/24/07	121.02	06/02/09	101.89	(19.13)
	NXY	39.000	10/02/07	1,186.98	06/02/09	993.46	(193.52)
	Total	43.000		$1,308.00		$1,095.35	($212.65)
PETRO-CANADA-CAD	PCZ	13.000	12/05/07	631.91	02/02/09	280.53	(351.38)
	PCZ	25.000	01/18/08	1,207.57	02/02/09	539.49	(668.08)
	Total	38.000		$1,839.48		$820.02	($1,019.46)
PROMISE CO LTD-UNSPON ADR	PMSEY	1.000	12/20/05	32.48	03/17/09	6.72	(25.76)
	PMSEY	52.000	02/03/06	1,452.55	03/17/09	349.37	(1,103.18)
	PMSEY	9.000	10/24/06	169.74	05/11/09	61.66	(108.08)
	PMSEY	42.000	09/21/06	844.69	05/11/09	287.77	(556.92)
	PMSEY	5.000	02/03/06	139.67	05/11/09	34.26	(105.41)
	PMSEY	37.000	04/25/06	1,091.04	05/11/09	253.51	(837.53)
	PMSEY	24.000	07/10/06	606.67	05/11/09	164.44	(442.23)
	PMSEY	20.000	10/25/06	360.89	08/18/09	93.18	(267.71)
	PMSEY	9.000	10/24/06	169.73	08/18/09	41.93	(127.80)
	Total	199.000		$4,867.46		$1,292.84	($3,574.62)
STORA ENSO OYJ ADR	SEOAY	48.000	04/17/08	562.78	08/03/09	312.51	(250.27)
	SEOAY	235.000	12/20/05	3,096.71	08/03/09	1,530.00	(1,566.71)
	SEOAY	30.000	04/17/08	351.73	08/19/09	197.85	(153.88)
	SEOAY	143.000	08/01/08	1,255.67	08/19/09	943.06	(312.61)

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Hayward Family Foundation
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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	SEOAY	158.000	08/01/08	$1,387.38	09/11/09	$1,178.10	($209.28)
	Total	614.000		$6,654.27		$4,161.52	($2,492.75)
SIEMENS A G SPONS ADR	SI	11.000	09/29/08	1,026.20	10/29/09	1,052.50	26.30
SEKISUI HOUSE UNSPONS ADR	SKHSY	46.000	12/20/05	596.39	02/03/09	393.35	(203.04)
	SKHSY	62.000	12/20/05	803.84	04/09/09	517.12	(286.72)
	SKHSY	1.000	09/06/07	12.12	04/09/09	8.34	(3.78)
	SKHSY	30.000	09/06/07	363.56	05/12/09	280.19	(83.37)
	SKHSY	19.000	09/13/07	223.13	05/12/09	177.46	(45.67)
	Total	158.000		$1,999.04		$1,376.46	($622.58)
SANOFI-AVENTIS	SNY	31.000	09/27/07	1,312.17	01/20/09	974.34	(337.83)
	SNY	14.000	09/27/07	592.59	10/28/09	538.35	(54.24)
	SNY	20.000	10/03/07	850.02	10/28/09	769.06	(80.96)
	Total	65.000		$2,754.78		$2,281.75	($473.03)
SUNCOR ENERGY INC	SU	34.000	12/16/05	1,092.85	03/12/09	821.40	(271.45)
	SU	4.000	12/16/05	128.57	07/15/09	117.18	(11.39)
	SU	8.000	01/17/08	364.59	07/15/09	234.37	(130.22)
	SU	4.000	07/23/08	215.31	08/20/09	127.30	(88.01)
	Total	50.000		$1,801.32		$1,300.25	($501.07)
TECHNIP ADR	TKPPY	18.000	08/09/06	969.06	02/09/09	662.81	(306.25)
	TKPPY	7.000	01/30/08	456.67	05/07/09	314.97	(141.70)
	TKPPY	2.000	08/09/06	107.67	05/07/09	89.99	(17.68)
	Total	27.000		$1,533.40		$1,067.77	($465.63)
TOMKINS F H PLC SPON ADR	TKS	97.000	12/20/05	2,068.71	07/02/09	933.52	(1,135.19)
	TKS	54.000	12/20/05	1,151.65	10/08/09	636.90	(514.75)

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Hayward Family Foundation
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2009 Realized Gain/Loss - Detail

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As of 02/23/2010

Acct. 854-0C278-17

Description	Symbol/CUSIP	Quantity	Purchase	Cost Basis	Sold	Net Proceeds	Gain/Loss
	TKS	48.000	09/08/06	$885.25	10/08/09	$566.13	($319.12)
	Total	199.000		$4,105.61		$2,136.55	($1,969.06)
TOPPAN PRTG LTD ADR	TONPY	80.000	12/20/05	4,661.60	12/10/09	3,388.03	(1,273.57)
TDK CORP AMER DEPOSIT SHS	TTDKY	13.000	07/29/08	793.35	08/03/09	687.48	(105.87)
VODAFONE GROUP PLC SPONS	VOD	11.542	02/21/06	280.55	11/24/09	261.31	(19.24)
	VOD	28.458	05/26/06	724.84	11/24/09	644.26	(80.58)
	Total	40.000		$1,005.39		$905.57	($99.82)
Long Term Total				**$74,552.41**		**$55,444.04**	**($19,108.37)**
2009 Short & Long Term Total				**$92,862.00**		**$73,922.50**	**($18,939.50)**

** Gain/Loss is only calculated when an original cost basis is available

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

COPY

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print	Name of Exempt Organization	**Employer identification number**
	Hayward Family Foundation	20-3180139
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O. box, see instructions 1223 Spring Street, #901, No. 901	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. Seattle, WA 98104-3576	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ Cynthia Hayward P.O. Box 239 - Oysterville, WA 98641

  Telephone No. ▶ 206-660-4360 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until August 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ____ , and ending ____

2 If this tax year is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions