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: CAMPION FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 1904 THIRD AVENUE — Room/suite: 405

City or town, state, and ZIP code: SEATTLE, WA 98101

A Employer identification number: 20-3421717

B Telephone number: 206-686-5310

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 ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 33983740.

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

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

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

		(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				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1179.	1179.	1179.	STATEMENT 1
	4 Dividends and interest from securities	792713.	720620.	792713.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-668692.			
	b Gross sales price for all assets on line 6a 13023686.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			N/A	
	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	125200.	721799.	793892.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	312254.	0.	0.	0.
	14 Other employee salaries and wages	38677.	0.	0.	38677.
	15 Pension plans, employee benefits	78466.	0.	0.	78466.
	16a Legal fees STMT 3	24232.	0.	0.	24232.
	b Accounting fees STMT 4	3385.	0.	0.	3385.
	c Other professional fees STMT 5	102388.	0.	0.	102388.
	17 Interest				
	18 Taxes STMT 6	37099.	5167.	0.	31932.
	19 Depreciation and depletion	41533.	0.	29287.	
	20 Occupancy	78141.	0.	0.	78141.
	21 Travel, conferences, and meetings	71533.	0.	0.	71533.
	22 Printing and publications	1853.	0.	0.	1853.
	23 Other expenses STMT 7	220812.	111469.	0.	103078.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1010373.	116636.	29287.	533685.
	25 Contributions, gifts, grants paid	5270887.			5270887.
	26 **Total expenses and disbursements.** Add lines 24 and 25	6281260.	116636.	29287.	5804572.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-6156060.			
	b **Net investment income** (if negative, enter -0-)		605163.		
	c **Adjusted net income** (if negative, enter -0-)			764605.	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	68301.	167049.	167049.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	8869233.	7277384.	7277384.
	b Investments - corporate stock STMT 9	13641742.	14514585.	15284734.
	c Investments - corporate bonds STMT 10	14505150.	8985131.	9114899.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	1079000.	1643080.	1643080.
	14 Land, buildings, and equipment: basis ▶ 235860.			
	Less accumulated depreciation STMT 12▶ 110758.	138402.	125102.	125102.
	15 Other assets (describe ▶ STATEMENT 13)	951007.	371492.	371492.
	16 **Total assets** (to be completed by all filers)	39252835.	33083823.	33983740.
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	39252835.	33083823.	
	30 **Total net assets or fund balances**	39252835.	33083823.	
	31 **Total liabilities and net assets/fund balances**	39252835.	33083823.	

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	39252835.
2	Enter amount from Part I, line 27a	2	-6156060.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	33096775.
5	Decreases not included in line 2 (itemize) ▶ PAYMENT OF 2009 ESTIMATED TAXES	5	12952.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33083823.

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	SCHWAB #8393-3455 CD'S	P		
b	SCHWAB #7813-4429(DETAIL ATTACHED)	P		
c	SCHWAB #7813-4429(DETAIL ATTACHED)	P		
d	COMPUTER	P		
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	5024000.		5024000.	0.
b	2540116.		2649408.	-109292.
c	5459320.		6018970.	-559650.
d	250.			250.
e				

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				0.
b				-109292.
c				-559650.
d				250.
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	-668692.
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	-109292.

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	6555070.	42020339.	.155998
2007	5684963.	27119752.	.209624
2006	2819425.	7622500.	.369882
2005	25202.	1265953.	.019908
2004			

2	**Total** of line 1, column (d)	2	.755412
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	.188853
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	36052232.
5	Multiply line 4 by line 3	5	6808572.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6052.
7	Add lines 5 and 6	7	6814624.
8	Enter qualifying distributions from Part XII, line 4	8	5804572.

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	12103.
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	12103.
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	12103.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 21480.		
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	21480.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	9377.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 9377. **Refunded** ▶		11	0.

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? *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? N/A	4b		
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, col (c), and Part XV*	7	X	
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	10		X

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?	13	X	

Website address ▶ WWW.CAMPIONFOUNDATION.ORG

14 The books are in care of ▶ LISA JAGUZNY Telephone no. ▶ 206-686-5310

Located at ▶ 1904 THIRD AVE, STE 405, SEATTLE, WA ZIP+4 ▶ 98101

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

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

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

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

				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 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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	X	
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? SEE STATEMENT 15 ☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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
SEE STATEMENT 14		312254.	36157.	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

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.

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	25722229.
b	Average of monthly cash balances	1b	10879022.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	36601251.
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	36601251.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	549019.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36052232.
6	**Minimum investment return** Enter 5% of line 5	6	1802612.

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	1802612.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 12103.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	12103.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1790509.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1790509.
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	1790509.

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	5804572.
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	5804572.
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	5804572.

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					1790509.
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	25202.				
c From 2006	2585446.				
d From 2007	5139175.				
e From 2008	4475525.				
f **Total** of lines 3a through e		12225348.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 5804572.					
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					1790509.
e Remaining amount distributed out of corpus		4014063.			
5 Excess distributions carryover applied to 2009 (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		16239411.			
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		16239411.			
10 Analysis of line 9:					
a Excess from 2005	25202.				
b Excess from 2006	2585446.				
c Excess from 2007	5139175.				
d Excess from 2008	4475525.				
e Excess from 2009	4014063.				

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).)

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 ▶ [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:

LISA JAGUZNY, 206-686-5310
1904 THIRD AVE, STE 405, SEATTLE, WA 98101

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

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient 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 16				
Total			▶ 3a	5270887.
b Approved for future payment				
ALASKA WILDERNESS LEAGUE 122 C STREET NW, #240 WASHINGTON, DC 20001		501(C)(3)	FURTHER CHARITABLE GOALS	1515000.
SOUTHEAST ALASKA CONSERVATION COUNCIL INC-SEACC - 419 SIXTH ST, SUITE 200 JUNEAU, AK		501(C)(3)	FURTHER CHARITABLE GOALS	20000.
Total			▶ 3b	1535000.

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	1179.	
4 Dividends and interest from securities			14	792713.	
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	-668692.	
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.		125200.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 125200.

(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

Signature of officer or trustee — Date 8/12/10 — Title Executive Director

Paid Preparer's Use Only

Preparer's signature	L. O. Hostek	Date 8/10/10	Check if self-employed ▶ ☒	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	LOREN D. HOSTEK, CPA 108 SOUTH WASHINGTON, SUITE 300 SEATTLE, WA 98104	EIN ▶	Phone no. 206-623-9395

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS	110106	SL	39.00	17	35556.			35556.	1938.		912.
2	COMPUTER EQUIPMENT	081506	200DB	5.00	17	17050.			17050.	12140.		1964.
3	SOFTWARE	091806	200DB	3.00	17	521.			521.	483.		38.
4	LEASEHOLD IMPROVEMENTS	070107	SL	39.00	17	6674.			6674.	249.		171.
5	COMPUTER EQUIPMENT	070107	200DB	5.00	17	12627.			12627.	6566.		2424.
6	OFFICE FURNITURE & FIXTURES	070107	200DB	7.00	17	71808.			71808.	27847.		12559.
7	LEASEHOLD IMPROVEMENTS	040208	SL	39.00	17	29494.			29494.	536.		756.
8	OFFICE FURNITURE & FIXTURES	021508	200DB	7.00	17	30544.		15272.	15272.	2182.		3740.
9	COMPUTER EQUIPMENT	070108	200DB	5.00	17	3353.		1677.	1676.	335.		536.
10	MANAGEMENT SOFTWARE	033009	200DB	3.00	19A	22400.		11200.	11200.			14933.
11	COMPUTER EQUIPMENT	070109	200DB	5.00	19B	5833.		2917.	2916.			3500.
	* TOTAL 990-PF PG 1 DEPR					235860.		31066.	204794.	52276.	0.	41533.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
IRS	16.
KEY BANK	1163.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1179.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LESS ACCRUED INTEREST PAID	-19325.	0.	-19325.
SCHWAB #3455/FULCRUM - DIVIDENDS	5871.	0.	5871.
SCHWAB #3455/FULCRUM - INTEREST	49969.	0.	49969.
SCHWAB #4429/FULCRUM - DIVIDENDS	402641.	0.	402641.
SCHWAB #4429/FULCRUM - INTEREST	353397.	0.	353397.
UNION BANK TRUST - DIVIDENDS	160.	0.	160.
TOTAL TO FM 990-PF, PART I, LN 4	792713.	0.	792713.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	24232.	0.	0.	24232.
TO FM 990-PF, PG 1, LN 16A	24232.	0.	0.	24232.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3385.	0.	0.	3385.
TO FORM 990-PF, PG 1, LN 16B	3385.	0.	0.	3385.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROGRAM RELATED CONSULTING	43709.	0.	0.	43709.
ADMINISTRATIVE CONSULTIUNG	58679.	0.	0.	58679.
TO FORM 990-PF, PG 1, LN 16C	102388.	0.	0.	102388.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	31932.	0.	0.	31932.
FOREIGN TAXES PAID	5167.	5167.	0.	0.
TO FORM 990-PF, PG 1, LN 18	37099.	5167.	0.	31932.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING EXP.	2181.	0.	0.	2181.
TELECOMMUNICATIONS	13999.	0.	0.	13999.
COMPUTER EXPENSES	22044.	0.	0.	22044.
OFFICE & ADMIN EXPENSES	8717.	0.	0.	2449.
LICENSES & FEES	2478.	0.	0.	2478.

INVESTMENTS MGMT FEES	111469.	111469.	0.	0.
PROF ORG. DUES	31215.	0.	0.	31215.
OTHER OPERATING EXP.	15608.	0.	0.	15611.
BOOKS & SUBSCRIPTIONS	6704.	0.	0.	6704.
RECRUITMENT	2266.	0.	0.	2266.
INSURANCE	1561.	0.	0.	1561.
PROGRAM EXPENSES	2570.	0.	0.	2570.
TO FORM 990-PF, PG 1, LN 23	220812.	111469.	0.	103078.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHWAB - CASH EQUIVALENTS	X		7277384.	7277384.
TOTAL U.S. GOVERNMENT OBLIGATIONS			7277384.	7277384.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			7277384.	7277384.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB- EQUITIES	14514585.	15284734.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14514585.	15284734.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB - FIXED INCOME	8985131.	9114899.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8985131.	9114899.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PROGRAM INVESTMENT MACGILLIVRAY FREEMAN	FMV	1643080.	1643080.
TOTAL TO FORM 990-PF, PART II, LINE 13		1643080.	1643080.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	35556.	2850.	32706.
COMPUTER EQUIPMENT	17050.	14104.	2946.
SOFTWARE	521.	521.	0.
LEASEHOLD IMPROVEMENTS	6674.	420.	6254.
COMPUTER EQUIPMENT	12627.	8990.	3637.
OFFICE FURNITURE & FIXTURES	71808.	40406.	31402.
LEASEHOLD IMPROVEMENTS	29494.	1292.	28202.
OFFICE FURNITURE & FIXTURES	30544.	21194.	9350.
COMPUTER EQUIPMENT	3353.	2548.	805.
MANAGEMENT SOFTWARE	22400.	14933.	7467.
COMPUTER EQUIPMENT	5833.	3500.	2333.
TOTAL TO FM 990-PF, PART II, LN 14	235860.	110758.	125102.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INT/DVD FOR 2008 REC'D 1/09	18491.	3056.	3056.
SECURITY DEPOSITS	11516.	11516.	11516.
PROGRAM RELATED INVESTMENT -UNION BANK	921000.	356920.	356920.
TO FORM 990-PF, PART II, LINE 15	951007.	371492.	371492.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS D. CAMPION 1904 THIRD AVE SUITE 405 SEATTLE, WA 98101	TRUSTEE 0.50	0.	0.	0.
SONYA CAMPION 1904 THIRD AVE SUITE 405 SEATTLE, WA 98101	TRUSTEE 0.50	0.	0.	0.
LISA JAGUZNY 1904 THIRD AVE SUITE 405 SEATTLE, WA 98101	EXECUTIVE DIRECTOR 40.00	135000.	15600.	0.
DON ANDRE 1904 THIRD AVE SUITE 405 SEATTLE, WA 98101	ASSOC DIRECTOR 40.00	99869.	11557.	0.
MELANIE MATTHEWS 1904 THIRD AVE SUITE 405 SEATTLE, WA 98101	OPERATION DIRECTOR 40.00	77385.	9000.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		312254.	36157.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 15
PART VII-B, LINE 5C

GRANTEE'S NAME

CANADIAN PARKS WILDERNESS SOCIETY-YUKON CHAPTER

GRANTEE'S ADDRESS

506-250 CITY CENTRE AVE
OTTAWA, ONTARIO, CANADA KIR6K7

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20000.	05/01/09	20000.

PURPOSE OF GRANT

HELP PROTECT 17.5 MILLION ACRE PEEL WATERSHED IN YUKON TERRITORY, CANADA.

DATES OF REPORTS BY GRANTEE

NOVEMBER 30, 2009, JUNE 30, 2010

ANY DIVERSION BY GRANTEE

NO DIVERSIONS

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CANADIAN PARKS & WILDERNESS SOCIETY, YUKON CHAPTER 506-250 CITY CENTRE AVE. OTTAWA, ONTARIO, CANADA KIR6K7	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
BRAIDED RIVER 1001 SW KLICKITAT WAY, SUITE 201 SEATTLE, WA 98134-1161	FURTHER CHARITABLE GOALS	501(C)(3)	136500.
ALASKA CONSERVATION FOUNDATION 441 WEST FIFTH AVE, ANCHORAGE, AK 99501-2309	FURTHER CHARITABLE GOALS	501(C)(3)	2000.
ALASKA WILDERNESS LEAGUE 122 C STREET NW, #240 WASHINGTON, DC 20001	FURTHER CHARITABLE GOALS	501(C)(3)	1502000.
CATHOLIC COMMUNITY SVCS 100 23RD AVE SOUTH SEATTLE, WA 98144	FURTHER CHARITABLE GOALS	501(C)(3)	100000.
ASSOC OF FUNDRAISING PROFESSIONALS WA CHAPTER 2150 N 107TH ST., SUITE 205 SEATTLE, WA 98133	FURTHER CHARITABLE GOALS	501(C)(3)	5000.
BULIDING CHANGES 2014 E. MADISON, #200 SEATTLE, WA 98122	FURTHER CHARITABLE GOALS	501(C)(3)	155000.
CAMPAIGN FOR AMERICA'S WILDERNESS 679 EAST 2ND AVE, UNIT 1 DURANGO, CO 81301	FURTHER CHARITABLE GOALS	501(C)(3)	235000.

CENTER ON BUDGET & POLICY PRIORITIES 820 FIRST STREET NE, SUITE 510 WASHINGTON, DC 20002-8035	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
COMMON GROUND 419 OCCIDENTAL AVE S., #201 SEATTLE, WA 98104	FURTHER CHARITABLE GOALS	501(C)(3)	118000.
CONSERVATION NORTHWEST 1208 BAY STREET #210 BELLINGHAM, WA 98225	FURTHER CHARITABLE GOALS	501(C)(3)	180000.
DUCKS UNLIMITED, INC. 3074 GOLD CANAL DR RANCHO CORDOVA, CA 956706116	FURTHER CHARITABLE GOALS	501(C)(3)	300000.
EARTHJUSTICE 426 17TH STREET, 6TH FLOOR OAKLAND, CA 94612	FURTHER CHARITABLE GOALS	501(C)(3)	75000.
TACOMA-PIERCE COUNTY AFFORDABLE HOUSING CONSORTIUM 1323 SOUTH YAKIMA AVE TACOMA, WA 98405-4457	FURTHER CHARITABLE GOALS	501(C)(3)	25000.
SOUTHEAST ALASKA CONSERVATION COUNCIL INC-SEACC 419 SIXTH STREET, SUITE 200 JUNEAU, AK 99801-1072	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
FOREST ETHICS ONE HAIGHT STREET SAN FRANCISCO, WA 94102	FURTHER CHARITABLE GOALS	501(C)(3)	150000.
FRIENDS OF SCOTCHMAN PEAKS WILDERNESS P O BOX 2061 SANDPOINT, ID 83864	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
GRIST MAGAZINE 710 SECOND AVE, SUITE 860 SEATTLE, WA 98101	FURTHER CHARITABLE GOALS	501(C)(3)	50000.

HOUSING CONSORTIUM - EVERTT/SNOHOMISH COUNTY P O BOX 1326 EVERETT, WA 98206-1326	FURTHER CHARITABLE GOALS	501(C)(3)	25000.
HOUSING DEVELOPMENT CONSORTIUM OF SEATTLE-KING COUNTY 1402 THIRD AVE, SUITE 709 SEATTLE, WA 98101	FURTHER CHARITABLE GOALS	501(C)(3)	25000.
IDAHO CONSERVATION LEAGUE P O BOX 844 BOISE, ID 83701	FURTHER CHARITABLE GOALS	501(C)(3)	75000.
LUTHERAN PUBLIC POLICY OFFICE OF WA STATE 766 JOHN STREET, SUITE B SEATTLE, WA 98019	FURTHER CHARITABLE GOALS	501(C)(3)	25000.
MONTANA WILDERNESS ASSOC 30 SOUTH EWING HELENA, MT 59601	FURTHER CHARITABLE GOALS	501(C)(3)	256604.
PHILANTHROPY NORTHWEST 2101 FOURTH AVE, SUITE 650 SEATTLE, WA 98121	FURTHER CHARITABLE GOALS	501(C)(3)	3500.
NATIONAL AUDUBON SOCIETY ALASKA 441 WEST FIFTH AVE, SUITE 300 ANCHORAGE, AK 99501	FURTHER CHARITABLE GOALS	501(C)(3)	225000.
SEATTLE FOUNDATION 1200 5TH AVE, SUITE 1300 SEATTLE, WA 98101-3151	FURTHER CHARITABLE GOALS	501(C)(3)	270000.
OCEANA INC 1350 CONNECTICUT AVE NW, 5TH FLOOR WASHINGTON, DC 20036	FURTHER CHARITABLE GOALS	501(C)(3)	100000.
SOLID GROUND 1501 NORTH 45TH ST SEATTLE, WA 981036708	FURTHER CHARITABLE GOALS	501(C)(3)	56500.

SPOKANE LOW INCOME HOUSING CONSORTIUM 720 W BOONE, SUITE 101 SPOKANE, WA 99201	FURTHER CHARITABLE GOALS	501(C)(3)	55000.
TAPROOT FOUNDATION 466 GEARY STREET, SUITE 200 SAN FRANCISCO, WA 94102	FURTHER CHARITABLE GOALS	501(C)(3)	50000.
WA STATE COALITION FOR THE HOMELESS 1323 YAKIMA AVE TACOMA, WA 98405-4457	FURTHER CHARITABLE GOALS	501(C)(3)	10000.
THE NATURE CONSERVANCY ALASKA 715 L STREET, SUITE 100 ANCHORAGE, AK 99501	FURTHER CHARITABLE GOALS	501(C)(3)	100000.
WELLSPRING FAMILY SVCS 1900 RAINIER AVE SOUTH SEATTLE, WA 98122	FURTHER CHARITABLE GOALS	501(C)(3)	10000.
TIDES FOUNDATION PO BOX 29903 THE PRESIDIO SAN FRANCISCO, WA 94129	FURTHER CHARITABLE GOALS	501(C)(3)	202000.
TROUT UNLIMITED 419 SIXTH ST, SUITE 200 JUNEAU, AK 99801	FURTHER CHARITABLE GOALS	501(C)(3)	100000.
WA BUDGET & POLICY CENTER 1402 THIRD AVE, SUITE 1215 SEATTLE, WA 98101	FURTHER CHARITABLE GOALS	501(C)(3)	40000.
WASHINGTON LOW INCOME HOUSING ALLIANCE 1402 THIRD AVE, SUITE 709 SEATTLE, WA 98101	FURTHER CHARITABLE GOALS	501(C)(3)	137000.
WESTERN ENVIRONMENTAL LAW CENTER 1216 LINCOLN ST EUGENE, OR 97401	FURTHER CHARITABLE GOALS	501(C)(3)	61283.

SEATTLE/KING CO COALITION ON HOMELESSNESS 77 SOUTH WASHINGTON STREET SEATTLE, WA 98104-2519	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
YAAK VALLEY FOREST COUNCIL 155 RIVERVIEW DR TROY, MT 59935	FURTHER CHARITABLE GOALS	501(C)(3)	20000.
YWCA 1118 5TH AVE SEATTLE, WA 98101	FURTHER CHARITABLE GOALS	501(C)(3)	25000.
ZUMIEZ FOUNDATION 6300 MERRILL CREEK PARKWAY, SUITE B EVERETT, WA 98203	FURTHER CHARITABLE GOALS	501(C)(3)	250000.
WESTERN REGIONAL ADVOCACY PROJECT 2940 16TH STREET, SUITE 200-2 SAN FRANCISCO, CA 94103	FURTHER CHARITABLE GOALS	501(C)(3)	5000.
WOLVERINE FOUNDATION INC 9450 S BLACK CAT RD KUNA, ID 83634-1118	FURTHER CHARITABLE GOALS	501(C)(3)	10500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			5270887.

Form **4562**

Department of the Treasury Internal Revenue Service (99)

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

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

OMB No 1545-0172

2009

Attachment Sequence No 67

Name(s) shown on return	Business or activity to which this form relates	Identifying number
CAMPION FOUNDATION	FORM 990-PF PAGE 1	20-3421717

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

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7			
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7			8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8			9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562			10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5			11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11			12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 ▶	13			

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	14117.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	23100.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

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

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property		11200.	3 YRS.	HY	200DB	3733.
b 5-year property		2916.	5 YRS.	HY	200DB	583.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
	/		27.5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

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

(a) Classification of property	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV **Summary** (See instructions)

21	Listed property. Enter amount from line 28			21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr			22	41533.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23			

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

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

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

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

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use.								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

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

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

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

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

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

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

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year					
43 Amortization of costs that began before your 2009 tax year				43	
44 **Total.** Add amounts in column (f) See the instructions for where to report				44	

Form **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.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- 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 File by the due date for filing your return See instructions	Name of Exempt Organization THE CAMPION FOUNDATION	Employer identification number 20 3421717
	Number, street, and room or suite no If a P O box, see instructions 1904 THIRD AVENUE, # 405	
	City, town or post office, state, and ZIP code For a foreign address, see instructions SEATTLE, WA 98101	

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
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ MELANIE MATHEWS

Telephone No. ▶ (206) 433-8466 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 , 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 20 09 or

▶ ☐ tax year beginning ______, 20 ___ , and ending ______, 20 ___

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	$ 15000
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	$ 21480
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	$ NONE

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