



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2009**Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , 2009, 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

The Leightman Maxey Foundation
PO Box 907
Medford, OR 97501

A Employer identification number

47-6261291

B Telephone number (see the instructions)

541-734-9322

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 ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 6,297,559.

J Accounting method ☐ Cash ☐ Accrual☒ Other (specify) Mod. Cash
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc. received (att sch)

2 Ck ☒ If the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

134.

134.

N/A

4 Dividends and interest from securities

139,502.

139,502.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-395,819.

b Gross sales price for all assets on line 6a 3,418,031.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

See Statement 1

5,380.

12 Total. Add lines 1 through 11

-250,803.

139,636.

13 Compensation of officers, directors, trustees, etc

81,692.

81,692.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 2

1,720.

1,720.

c Other prof fees (attach sch) See St 3

56,360.

56,360.

17 Interest

18 Taxes (attach schedule)(see instr) See Stm 4

570.

570.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

2,408.

2,408.

22 Printing and publications

117.

117.

23 Other expenses (attach schedule)

See Statement 5

9,768.

9,768.

24 Total operating and administrative expenses. Add lines 13 through 23

152,635.

56,360.

96,275.

25 Contributions, gifts, grants paid Part XV

194,561.

149,422.

26 Total expenses and disbursements. Add lines 24 and 25

347,196.

56,360.

245,697.

27 Subtract line 26 from line 12:

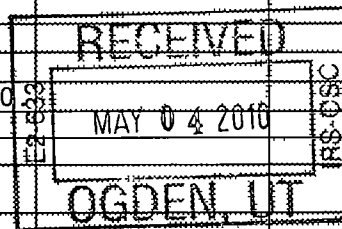
a Excess of revenue over expenses and disbursements

-597,999.

b Net investment income (if negative, enter 0)

83,276.

c Adjusted net income (if negative, enter 0)

RECEIVED
MAY 10 2010ADMINISTRATIVE
EXPENSES

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	788,152.	3,371,603.	3,371,603.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch.)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	264,630.		
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment, basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 6	4,543,331.	2,925,956.	2,925,956.
	14 Land, buildings, and equipment, basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	5,596,113.	6,297,559.	6,297,559.
	17 Accounts payable and accrued expenses			
	18 Grants payable		45,140.	
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	45,140.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	5,596,113.	6,252,419.	
	25 Temporarily restricted			
NET ASSETS OR FUND BALANCES	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	5,596,113.	6,252,419.	
	31 Total liabilities and net assets/fund balances (see the instructions)	5,596,113.	6,297,559.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,596,113.
2 Enter amount from Part I, line 27a	2	-597,999.
3 Other increases not included in line 2 (itemize) See Statement 7	3	1,254,305.
4 Add lines 1, 2, and 3	4	6,252,419.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,252,419.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Short Term Capital Gain Dist		P	Various	Various
b Sale of Publicly Traded Securities		P	Various	Various
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 211.			211.
b 3,417,820.		3,813,850.	-396,030.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			211.
b			-396,030.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-395,819.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3	211.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	324,167.	7,014,663.	0.046213
2007	335,366.	8,317,468.	0.040321
2006	280,533.	6,754,691.	0.041532
2005	148,526.	1,096,632.	0.135438
2004	57,268.	689,606.	0.083045

2 Total of line 1, column (d)	2	0.346549
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.069310
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,639,991.
5 Multiply line 4 by line 3	5	390,908.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	833.
7 Add lines 5 and 6	7	391,741.
8 Enter qualifying distributions from Part XII, line 4	8	245,697.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,666.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,666.
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	1,666.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	4,825.	
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	4,825.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,159.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 3,159. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) OR		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Form 990-PF (2009)

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	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? Website address <u>www.leightmanmaxeyfoundation.org</u>	13	X	
14	The books are in care of <u>Dee Ann Harris</u> Telephone no. <u>541-734-9322</u> Located at <u>PO Box 907 Medford, OR</u> ZIP + 4 <u>97501</u>			
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 <u>15</u>	N/A	<input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

BAA

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see 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?☒ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). See Statement 8

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?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Dee Ann Harris PO Box 907 Medford, OR 97501	Exec. Dir. 40.00	* 65,280.	16,412.	0.
Jean Herron PO Box 907 Medford, OR 97501	Trustee 1.00	0.	0.	0.
	* Compensation as key employee not as Board Member			

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

BAA

Form 990-PF (2009)

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	4,618,332.
b Average of monthly cash balances	1b	1,107,547.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	5,725,879.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,725,879.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	85,888.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,639,991.
6 Minimum investment return. Enter 5% of line 5	6	282,000.

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	282,000.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,666.	
b Income tax for 2009 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c	1,666.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	280,334.	
4 Recoveries of amounts treated as qualifying distributions	4	4,708.	
5 Add lines 3 and 4	5	285,042.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	285,042.	

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	245,697.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the.		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	245,697.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	245,697.

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.

BAA

Form 990-PF (2009)

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				285,042.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			27,847.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 245,697.				
a Applied to 2008, but not more than line 2a			27,847.	
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				217,850.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				67,192.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 9

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

See Statement for Line 2a

- c** Any submission deadlines.

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 10				
Total				149,422.
b Approved for future payment See Statement 11				
Total				45,139.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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	134.	
4	Dividends and interest from securities			14	139,502.	
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	-395,819.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Litigation Settlement			18	672.	
b	Return of Grant					4,708.
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				-255,511.	4,708.
13	Total. Add line 12, columns (b), (d), and (e)				13	-250,803.

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

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

[illegible]

The Leightman Maxey Foundation

47-6261291

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Litigation Settlement	\$ 672.		
Return of Grant	4,708.		
Total	\$ 5,380.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 1,720.			\$ 1,720.
Total	\$ 1,720.	\$ 0.		\$ 1,720.

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	\$ 56,360.	\$ 56,360.		
Total	\$ 56,360.	\$ 56,360.		\$ 0.

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Oregon Tax	\$ 570.			\$ 570.
Total	\$ 570.	\$ 0.		\$ 570.

The Leightman Maxey Foundation

47-6261291

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory Meetings	\$ 200.			\$ 200.
Computer Services	4,491.			4,491.
Insurance	763.			763.
Membership Dues	495.			495.
Misc. Operating Expenses	1,036.			1,036.
Payroll Service	932.			932.
Postage & Delivery	371.			371.
Supplies	952.			952.
Telephone	528.			528.
Total	\$ 9,768.	\$ 0.		\$ 9,768.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
Ishares TR Barclays Bond Fund 20yr	Mkt Val	\$ 179,780.	\$ 179,780.
Ishares TR Barclays Bond Fund 7-10yr	Mkt Val	177,200.	177,200.
Powershares DB Commodity Index	Mkt Val	49,240.	49,240.
Total Other Investments		\$ 406,220.	\$ 406,220.
<u>Other Publicly Traded Securities</u>			
Bridgeway Blu Chip 35, 113,430.235 Sh	Mkt Val	766,788.	766,788.
Bridgeway Ultra Sm Co., 15,544.8230 Sh	Mkt Val	185,761.	185,761.
Cohen & Steers Intl Realty, 16,454.61 Sh	Mkt Val	172,444.	172,444.
Fidelity Adv Dvsfd Intl, 21,421.2910 Sh	Mkt Val	317,464.	317,464.
IMS Capital Value Fund, 19,486.646 Sh	Mkt Val	264,434.	264,434.
Vanguard Dividend Gwth Fd, 17,664.314 Sh	Mkt Val	232,639.	232,639.
Vanguard Intl Value Fund, 4,813.773 Sh	Mkt Val	147,349.	147,349.
Vanguard Tot Intl Stk Mkt, 22,172.924 Sh	Mkt Val	319,512.	319,512.
Schwab Intl Core Equity, 15,463.1990 Sh	Mkt Val	113,345.	113,345.
Total Other Publicly Traded Securities		\$ 2,519,736.	\$ 2,519,736.
Total		\$ 2,925,956.	\$ 2,925,956.

Statement 7
Form 990-PF, Part III, Line 3
Other Increases

FMV Adjustment of Investments		\$ 1,254,305.
Total		\$ 1,254,305.

The Leightman Maxey Foundation

47-6261291

Statement 8
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: Fairy Godmother Scholarship Program
 Address: 1811 Wildflower Drive
 Address: Medford, OR 97504
 Grant Date: 7/01/2009
 Grant Amount: \$ 3000
 Grant Purpose: See Statement 13
 Amt. Expended by Grantee: \$ 3000
 Any Diversion by Grantee: No
 Dates of Reports by Grantee: See Statement 13
 Date of Verification:
 Results of Verification: See Statement 13

Statement 9
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:
 Name: Dee Ann Harris, Executive Director
 Care Of: Leightman Maxey Foundation
 Street Address: PO Box 907
 City, State, Zip Code: Medford, OR 97501
 Telephone: 541-734-9322
 Form and Content: See Statement 12
 Submission Deadlines: See Statement 12
 Restrictions on Awards: See Statement 12

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Literacy Council for Josephine County 223 Se M St Grants Pass, OR 97526	N/A	509(a) (1)	Rent Assistance	\$ 2,500.
Kids Unlimited 821 N. Riverside Avenue Medford, OR 97501	N/A	509(a) (1)	Culinary Arts/Gardening	16,192.
South. Oregon Child & Family Council Inc 1001 Beall Lane Central Point, OR 97502	N/A	509(a) (1)	Project Listo	15,000.

The Leightman Maxey Foundation

47-6261291

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Community Works 900 E. Main Street Medford, OR 97504	N/A	509(a) (1)	Transitional Living Program	\$ 14,000.
So. Coast Independent Living 16399 Lower Harbor Road Brookings, OR 97415	N/A	509(a) (1)	Financial Audit	2,000.
Assn of Small Foundations 1720 N. Street NW Washington, DC 20036	N/A	509(a) (1)	General Operating Support	200.
Consumer Credit Counseling Svc 820 Crater Lake Avenue #202 Medford, OR 97504	N/A	509(a) (1)	Financial Education & General Operating Support	27,000.
Siskiyou Community Health Center 538 Crow Road Merlin, OR 97532	N/A	509(a) (1)	Outreach Nutrition Education	14,421.
Fairy Godmother Scholarship Program 1811 Wildflower Drive Medford, OR 97504	N/A	N/A	Fairy Godmother Scholarship Program	3,000.
United Way of Jackson County 711 East Main Street, Suite 17 Medford, OR 97504	N/A	509(a) (1)	Oregon Nonprofit Leaders Conference	1,500.
Rogue Valley Farm to School 226 N Ross Ln Medford, OR 97501	N/A	509(a) (1)	Organization Restructuring	15,000.
Curry Health District 94220 4th Street Gold Beach, OR 97444	N/A	509(a) (1)	Nutrition Education	14,640.
Financial Stewardship Resources Inc 119 S 16th Street Philomath, OR 97370	N/A	509(a) (1)	Southern Oregon Nonprofit Organization Board Training	250.
Job Council 673 Market Street Medford, OR 97504	N/A	509(a) (1)	Basic Needs Assistance	10,000.

The Leightman Maxey Foundation

47-6261291

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Klamath Community College Foundation 7390 S 6th Street Klamath Falls, OR 97603	N/A	509(a) (1)	Scholarship Fund	\$ 5,000.
Oregon State University-So OR Extension Southern OR Extension Corvallis , OR 97331	N/A	509(a) (1)	Nutrition Living Well	8,719.
Total				\$ <u>149,422.</u>

Statement 11
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
South. Oregon Child & Family Council Inc 1001 Beall Lane Central Point, OR 97502	N/A	509(a) (1)	Project Listo	\$ 15,000.
Siskiyou Community Health Center 538 Crow Road Merlin, OR 97532	N/A	509(a) (1)	Nutrition Education	14,420.
Rogue Valley Farm to School 226 N Ross Ln Medford, OR 97501	N/A	509(a) (1)	Organization Restructuring	7,000.
Oregon State University-So OR Extension Southern OR Extension Corvallis , OR 97331	N/A	509(a) (1)	Nutrition Living Well	8,719.
Total				\$ <u>45,139.</u>

The Leightman Maxey Foundation

47-6261291

Statement 12
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Foundation Mission

To provide educational experiences related to careers, finance and nutrition for individuals to encourage and enable them to be self-reliant, productive members of society.

Foundation Purpose and Geographic Scope

The Leightman Maxey Foundation is a private foundation that distributes grants in support of nonprofit organizations whose services are in line with the mission of the Foundation. Funding priority is given to those organizations serving "at risk" clients.

The Foundation is particularly interested in supporting educational endeavors with any of the following focuses:

- Career: work programs, employable skills programs, employment seeking preparation
- Finance: budgeting, judicious use of credit, living within one's means
- Nutrition: shopping for and preparing healthy, economical meals

Grants may be awarded in any of the following three categories:

Capacity Building - The intention of a capacity building grant is to strengthen a nonprofit's performance and improve organizational effectiveness. The following are examples of activities that would fall under this category: strategic planning, organizational assessment, board development, collaboration and strategic restructuring, marketing and communications, technology and information systems, volunteer recruitment and management

General Operating - The intention of an unrestricted general operating grant is to support a nonprofit organization's mission rather than a specific project/program. These represent funds needed to sustain day to day operations. The following are examples of activities that would fall under this category: salaries, office expenses (rent, utilities, etc.)

Project/Program - The intention of a project/program grant is to provide funds for a specific endeavor. It may be either a one time event and/or ongoing. The following are examples of activities that would fall under this category: job skills training, financial education classes, nutrition/cooking classes for clients

Multiyear grants may be awarded. They will be limited to two years with the second year of funding being contingent upon a satisfactory report being received from the grantee at the end of the first years funding period.

The Foundation limits its funding to Southern Oregon, specifically Jackson, Josephine, Klamath and Curry counties.

Eligibility Considerations and Requirements

Grant requests are considered only from organizations that are established nonprofit, tax-exempt, charitable organizations and public entities in any of the above named four counties. The Foundation will consider only one grant request from the same organization in a twelve month period, unless an additional request is invited by the Foundation. A final report for any previous funding must be received by the Foundation before another application from a previous grantee will be considered.

The Leightman Maxey Foundation generally makes grants up to \$15,000.00. The Foundation favors proposals with specific goals and strategies for reaching these goals.

Grants are not made to or for any of the following purposes:

1. Individuals
2. Projects seeking to influence elections, political candidates or legislation.

Application Deadlines

There are two grant application deadlines a year:

March 1 and September 1.

To be considered, a proposal must be postmarked by the deadline date. When one of these dates falls on a weekend or holiday, the postmark may reflect the following business day. Applications sent by fax or email cannot be accepted.

Application Procedures

1. Review the Leightman Maxey Foundation purpose and geographical scope to determine if your charitable activity or organization meets these guidelines.
2. Applicants must have received tax-exempt status as stated in Section 501(c)(3) and 509(a) of the Internal Revenue Code, or the equivalent for public entities.
3. Complete the grant application entirely. Do not exceed the space requirements for your answers on the grant application or use smaller than 10 font size.
4. Submit one original application with a brief cover letter and the following materials:

Detailed project/program or capacity building budget, if applicable. Include projected income sources and expenditures

Detailed agency budget for the current fiscal year

Most recent financial statement (from last completed fiscal year), audited if available

First page of the most recent IRS 990 + one complete copy (stapled) of the most recent 990 with ALL attachments, schedules & statements

Current list of Board members and their occupations

Proof of liability insurance

Board minutes acknowledging this grant application

Application Review

The Foundation will acknowledge each application received. During the grant review period, the Foundation may request an interview with, or a site visit to, the sponsoring agency in order to gain more information about the agency and its

proposal. Additional written material may also be requested. Throughout this time, applicants are encouraged to notify the Foundation of any changes in the status of the project under review, including its funding. Final grant decisions will be announced approximately 10-12 weeks after each deadline. The Foundation cannot expedite a funding decision. All applicants will be advised as to the outcome of their proposals. All decisions are final.

Grant awards are paid upon receipt of the signed grant agreement. Grantees must submit end of grant period reports. The Foundation must receive this report before considering any further grant applications from the same organization.

The Leightman Maxey Foundation endeavors to serve people throughout Southern Oregon. Despite this commitment, the foundation is unable to support every request received. Denial of a grant should not necessarily be considered a reflection on the quality of a project or the worthiness of an organization.

Grant Reporting

Every organization receiving a grant from the Leightman Maxey Foundation has a responsibility to report on the use of the funds granted. Reporting guidelines are provided with each of the Foundation's grant awards and can be found in detail on the Foundation's website. Unless otherwise indicated at the time disbursement is made, reports are required annually until the entire grant has been expended. The Foundation's Grants Advisory Committee values final reports and dedicates an entire meeting for their review. Failure to report as required by the Foundation could influence future grant decisions.

The Leightman Maxey Foundation is continually evolving and refining its processes and priorities. Please visit the Foundation's website annually for new guidelines.

Leightman Maxey Foundation

P.O. Box 907 • Medford, OR 97501
(541) 734-9322 • Fax (541) 734-8584

EIN #47-6261291
Attachment to 2009 Form 990-PF
Return of Private Foundation

Information with respect to Expenditure Responsibility

1. Grantee:

Fairy Godmother Scholarship Program
1811 Wildflower Drive
Medford, OR 97504

2. Pre-grant inquiry

- ◊ Formal Grant Application received on March 1, 2008 (on file)
- ◊ Foundation's Grants Advisory Committee reviewed Fairy Godmother's grant application on March 18, 2008.
- ◊ Meeting between Dee Ann Harris, Executive Director of the Leightman Maxey Foundation and Faye Hutchings, Fairy Godmother Board Chair, to seek clarification regarding the activities of the Fairy Godmother Scholarship organization on April 13, 2006. (Notes on file)

3. The Foundation's Advisory Committee made a decision to award a grant to Fairy Godmother on May 1, 2008. (Notes in Foundation minutes.) The Grant amount of \$6,000.00 was paid over two years - \$3,000.00 in 2008 and \$3,000.00 in 2009.

4. Fairy Godmother submitted to the Foundation, on May 9, 2008, a written agreement that outlines the intended purpose (Fairy Godmother Scholarship Fund) and conditions of the grant, including a reporting system for the grantee. (Copy on file.)

5. Amount of the grant and the date paid:

\$3,000.00 paid on 5/21/2008
\$3,000.00 paid on 7/1/2009

6. The Foundation received from Fairy Godmother a Final Grant Report, dated 6/2009, describing how the funds (paid to date) were spent and the progress toward achieving the purpose of the grant. (Copy on file)

7. The Leightman Maxey Foundation reviewed the Final Grant Report on August 6, 2009. A meeting was held with Fairy Godmother representatives on 9/9/2009 to confirm the practices of the Fairy Godmother Scholarship Program. (Notes on file)

8. To the knowledge of the Foundation, no part of the funds awarded to the grantee have been used for unintended purposes.

Dee Ann Harris
Prepared by Dee Ann Harris, Executive Director

1/13/2010
Date 1/13/2010

Statement 13

Form 990-PF, Part VIII-B, Line 5c
Expenditure Responsibility