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
J.W. & H.M. GOODMAN FAMILY CHARITABLE FOUNDATION

A Employer identification number
77-0559337

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
570 UNIVERSITY TERRACE

B Telephone number
–

City or town, state, and ZIP code
LOS ALTOS, CA 94022

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: ☒ 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) ▶$ 2,146,348.

J Accounting method: ☒ 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	404.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	76,002.	76,002.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-92,314.			
	b Gross sales price for all assets on line 6a 499,321.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	2,252.	0.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	-13,653.	76,005.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	4,336.	0.		0.
	c Other professional fees STMT 5	9,510.	9,510.		0.
	17 Interest				
	18 Taxes STMT 6	35.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	587.	0.		0.
	22 Printing and publications				
	23 Other expenses STMT 7	692.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	15,160.	9,510.		0.
	25 Contributions, gifts, grants paid	112,000.			112,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	127,160.	9,510.		112,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-140,813.			
	b **Net investment income** (if negative, enter -0-)		66,495.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	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	5,937.	3,977.	3,977.
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	1,910,853.	1,772,000.	2,142,371.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,916,790.	1,775,977.	2,146,348.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,916,790.	1,775,977.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	1,916,790.	1,775,977.	
	31 **Total liabilities and net assets/fund balances**	1,916,790.	1,775,977.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,916,790.
2 Enter amount from Part I, line 27a	2	-140,813.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,775,977.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,775,977.

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	AMERITRADE - STATEMENT A	P	VARIOUS	VARIOUS
b	AMERITRADE - STATEMENT A	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	126,931.		130,578.	-3,647.
b	372,390.		461,057.	-88,667.
c				
d				
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				-3,647.
b				-88,667.
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-92,314.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2008	115,952.	2,230,232.	.051991
2007	88,500.	2,609,098.	.033920
2006	77,595.	1,788,375.	.043389
2005	81,190.	1,620,289.	.050108
2004	76,823.	1,618,716.	.047459

2 **Total** of line 1, column (d)	2	.226867
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	.045373
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,910,642.
5 Multiply line 4 by line 3	5	86,692.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	665.
7 Add lines 5 and 6	7	87,357.
8 Enter qualifying distributions from Part XII, line 4	8	112,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	665.
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	665.
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	665.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,200.		
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	1,200.
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	535.
11 Enter the amount of line 10 to be. **Credited to 2010 estimated tax** ▶ 535.	**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) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 9	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.GOODMANFAMILYFOUNDATION.ORG

14 The books are in care of ▶ MICHELE A GOODMAN Telephone no. ▶ -

Located at ▶ 1001 NW LOVEJOY STREET #1510, PORTLAND, OR ZIP+4 ▶ 97209

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? If "Yes," list the years ▶ ____, ____, ____, ____	☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ 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 10		0.	0.	0.

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

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

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

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	1,932,602.
b	Average of monthly cash balances	1b	7,136.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,939,738.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,939,738.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,096.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,910,642.
6	**Minimum investment return.** Enter 5% of line 5	6	95,532.

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	95,532.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	665.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	665.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	94,867.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	94,867.
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	94,867.

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	112,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	112,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	665.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	111,335.

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				94,867.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			107,035.	
b Total for prior years: ___ , ___ , ___		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. ▶ $ 112,000.				
a Applied to 2008, but not more than line 2a			107,035.	
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				4,965.
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 instr.			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				89,902.
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	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

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 ▶ ☐ 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 11

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT B	NONE			112,000.
Total			▶ 3a	112,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	3.	
4 Dividends and interest from securities			14	76,002.	
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	-92,314.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a FEDERAL TAX REFUND			01	2,252.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-14,057.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	-14,057.

(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

Joseph W. Goodman | 4/27/2010 | PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	CAROLYN R. AMSTER	Date 4/23/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed) address, and ZIP code	BURR PILGER MAYER, INC. 3000 EL CAMINO REAL, BLDG 2, SUITE 250 PALO ALTO, CA 94306	EIN ▶	Phone no. (650) 855-6800

Form **990-PF** (2009)

923622 02-02-10

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

SOURCE	AMOUNT
AMERITRADE	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERITRADE	76,002.	0.	76,002.
TOTAL TO FM 990-PF, PART I, LN 4	76,002.	0.	76,002.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL TAX REFUND	2,252.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,252.	0.	

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 FEES	4,336.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,336.	0.		0.

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
INVESTMENT MANAGEMENT FEES	9,510.	9,510.		0.
TO FORM 990-PF, PG 1, LN 16C	9,510.	9,510.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	35.	0.		0.
TO FORM 990-PF, PG 1, LN 18	35.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	35.	0.		0.
ADMINISTRATIVE EXPENSES	347.	0.		0.
REGISTRATION FEES	310.	0.		0.
TO FORM 990-PF, PG 1, LN 23	692.	0.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	FMV	1,772,000.	2,142,371.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,772,000.	2,142,371.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 9

NAME OF CONTRIBUTOR	ADDRESS
JOSEPH W. GOODMAN	570 UNIVERSITY TERRACE LOS ALTOS, CA 94022
HON MAI GOODMAN	570 UNIVERSITY TERRACE LOS ALTOS, CA 94022

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOSEPH W. GOODMAN 570 UNIVERSITY TERRACE LOS ALTOS, CA 94022	PRESIDENT, CHAIRMAN 1.00	0.	0.	0.
MICHELE A. GOODMAN 1001 NW LOVEJOY STREET #1510 PORTLAND, OR 97209	EXECUTIVE DIRECTOR 16.00	0.	0.	0.
HON MAI GOODMAN 570 UNIVERSITY TERRACE LOS ALTOS, CA 94022	DIRECTOR 1.00	0.	0.	0.
ALEXANDER A. SAWCHUK 1349 WARNER AVENUE LOS ANGELES, CA 90024	DIRECTOR 1.00	0.	0.	0.
MARIETTE T. SAWCHUK 1349 WARNER AVENUE LOS ANGELES, CA 90024	DIRECTOR 1.00	0.	0.	0.
ERIC A. WAN 1001 NW LOVEJOY STREET #1510 PORTLAND, OR 97209	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MICHELE GOODMAN, JW & HM GOODMAN FAMILY CHARITABLE FOUNDATION
P.O. BOX 5756
PORTLAND, OR 97228

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

SEE WEBSITE FOR APPLICATION INFORMATION - WWW.GOODMANFAMILYFOUNDATION.ORG

ANY SUBMISSION DEADLINES

SEE WEBSITE FOR SUBMISSION DEADLINES - WWW.GOODMANFAMILYFOUNDATION.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE ONLY TO THE SAN FRANCISCO BAY AREA IN CALIFORNIA AND THE PORTLAND AREA IN OREGON. GRANTS ARE MADE IN THE FOLLOWING AREAS OF INTEREST: ARTS & CULTURE, ENVIRONMENT, HEALTH & HUMAN SERVICES, AND EDUCATION.

J.W. & H.M. Goodman Family Charitable Foundation
FEIN # 77-0559337
Attachment A

Shares	Description	Date acquired	Date sold	Cost	Proceeds	Gain/loss	
						0.00	ST
94 436	Artisan Fds Inc Int'l Small Cap Fd	12/17/07	1/13/09	1,671.83	967 02	-704 81	ST
5224 66	Pimco Low Duration Fd Instl	1/24/08	1/13/09	53,396 52	49,982.01	-3,414 51	ST
63 22	Pimco Low Duration Fd Instl	12/31/08	1/13/09	-41 32		41 32	ST
4826 255	Pimco Total Ret Fd Instl	1/24/08	1/13/09	51,701 99	49,982 01	-1,719 98	ST
167 478	Pimco Total Ret Fd Instl	12/31/08	1/13/09	-59 69		59 69	ST
58 411	Wasatch Advisors Fds Inc	7/17/08	1/29/09	830 85	1,000 00	169 15	ST
2049 18	Unified Ser Tr	10/15/08	7/15/09	19,014 95	20,000 00	985.05	ST
437 828	Unified Ser Tr	10/15/08	10/12/09	4,062 73	5,000 00	937.27	ST
						0 00	ST
				130,577.86	**126,931.04**	**-3,646.82**	**Short Term Totals**
430 71	Artisan Fds Inc Int'l Small Cap Fd	5/25/04	1/13/09	7,624 99	4,410.47	-3,214 52	LT
420 451	Artisan Fds Inc Int'l Small Cap Fd	11/22/04	1/13/09	7,443 38	4,305 42	-3,137 96	LT
457 372	Artisan Fds Inc Int'l Small Cap Fd	11/22/05	1/13/09	8,097 00	4,683 49	-3,413 51	LT
845 543	Artisan Fds Inc Int'l Small Cap Fd	12/20/06	1/13/09	14,968 91	8,658.36	-6,310 55	LT
657 663	Artisan Fds Inc Int'l Small Cap Fd	12/19/07	1/13/09	11,642 82	6,734 47	-4,908 35	LT
6747.638	Metro West Fds Low Dur	12/6/06	1/13/09	63,094 25	49,982.01	-13,112.24	LT
174 173	Metro West Fds Low Dur	12/31/08	1/13/09	-338 46		338 46	LT
554 324	Primecap Odyssey Fds Gf Fd	12/6/06	1/14/09	7,855 39	4,982.01	-2,873 38	LT
26 001	Primecap Odyssey Fds Gf Fd	12/18/08	1/14/09	-134 78		134.78	LT
557.414	Primecap Odyssey Fds Gf Fd	12/7/06	1/14/09	7,706 76	4,982 01	-2,724 75	LT
52 216	Primecap Odyssey Fds Gf Fd	12/18/08	1/14/09	-255 24		255 24	LT
2194.249	Royce Fd Value Plus Fd Service	1/24/06	3/17/09	29,241 20	15,513 34	-13,727.86	LT
80 154	Royce Fd Value Plus Fd Service	12/5/06	3/17/09	1,068 16	566 69	-501.47	LT
816 12	Royce Fd Value Plus Fd Service	12/7/06	3/17/09	10,875 85	5,769.97	-5,105 88	LT
6060 606	Pimco Total Ret Fd Instl	1/24/08	4/15/09	64,888 89	61,982.01	-2,906 88	LT
159 826	Pimco Total Ret Fd Instl	4/1/09	4/15/09	-76 66		76.66	LT
3311.258	Metro West Fds Tot Ret Bd Cl	10/19/06	6/2/09	31,500 90	29,982 01	-1,518 89	LT
143.714	Metro West Fds Tot Ret Bd Cl	6/1/09	6/2/09	-65 93		65.93	LT
2879 079	Pimco Total Ret Fd Instl	1/24/08	6/2/09	30,830 12	29,982 01	-848 11	LT
124 262	Pimco Total Ret Fd Instl	6/1/09	6/2/09	-36 60		36 60	LT
257.823	Dodge & Cox Stk Fd Com	various	7/17/09	31,777 80	19,982 01	-11,795.79	LT
1083 424	Metro West Fds Tot Ret Bd Cl	10/19/06	7/15/09	10,310 69	9,982.01	-328 68	LT
2854.424	Pimco Total Ret Fd Instl	1/24/08	7/16/09	30,571 34	29,982.01	-589 33	LT
52 51	Dodge & Cox Stk Fd Com	12/6/06	10/14/09	6,627.67	4,982.01	-1,645 66	LT
1 981	Dodge & Cox Stk Fd Com	9/28/09	10/14/09	-62.08		62 08	LT
7614 213	Metro West Fds Low Dur	12/6/06	10/13/09	70,672 50	59,982 01	-10,690.49	LT
94 219	Metro West Fds Low Dur	10/1/09	10/13/09	-132 29		132 29	LT
386 399	Primecap Odyssey Fds Gf Fd	12/6/06	10/12/09	5,368 25	4,982 01	-386.24	LT
405 515	Primecap Odyssey Fds Gf Fd	12/7/06	10/14/09	5,497 48	4,982 01	-515 47	LT
178.317	Vanguard Fd Inc Cap Opprtn P	12/21/01	10/12/09	4,494 55	4,982.01	487.46	LT
						0.00	LT
						0 00	LT
				461,056.86	**372,390.35**	**-88,666.51**	**Long Term Totals**
				591,634.72	**499,321.39**	**-92,313.33**	**Grand Total**

J.W. & H.M GOODMAN FAMILY CHARITABLE FOUNDATION
FEIN 77-0559337
YEAR END 12/31/2009

Nonprofit Name	Project Title	EIN	Amount Funded	Street Address 1	Street Address 2	City	State	Zip Code	Phone Number
Community School of Music and Arts	Music in Action	23-7023900	$5,000	Finn Center	230 San Antonio Circle	Mountain View	CA	94040	650 917 6800
Audubon Society of Portland	Coastal ecology work	93-6026088	$2,500	5151 NW Cornell Road		Portland	OR	97210	503 292 6855
Boys & Girls Clubs of the Peninsula	College Bound	94-1552134	$5,000	401 Pierce Road		Menlo Park	CA	94025	650 322.8065
College Track	General operating support	94-3279613	$5,000	436 14th Street, Suite 500		Oakland	CA	94612	650.614.4875
Community Housing Partnership	General Operating Support	94-3112338	$5,000	280 Turk Street		San Francisco	CA	94102	415.929.2470
Compass Community Services	Meals for the Tenderloin Childcare Center	94-1156622	$2,500	49 Powell Street, 3rd Floor		San Francisco	CA	94102	415 644.0504
EcoTrust	Ecosystem Services Initiative	93-1050144	$5,000	721 NW Ninth Avenue, Suite 200		Portland	OR	97209	503.227 6225
First Graduate	Salary support for Case Management Programs	94-3381171	$5,000	Presidio of San Francisco	P.O. Box 29415	San Francisco	CA	94129	415 361.3450
Foothill DeAnza Foundation	Krause Center for Innovation Discretionary Grant	94-3258220	$2,000	12345 El Monte Road		Los Altos Hills	CA	94022	650.949.6149
Friends of the Children Portland	Camp Friends	93-1098105	$3,000	44 NE Morris		Portland	OR	97212	503.281.6633
Girls,Inc of Alameda County	Eureka! Teen Achievement Program	94-1558073	$5,000	13666 East 14th Street		San Leandro	CA	94578	510.357 5515
Impact Northwest	Richmond Place transitional housing facility	93-0557964	$3,000	4610 SE Belmont Street		Portland	OR	97215	503.988.3660
Loaves & Fishes Centers	Second Meal Program	93-0584318	$5,000	7710 SW 31st Avenue	P O. Box 19477	Portland	OR	97280-0477	503 736 6325
Loaves & Fishes Centers	Second Meal Program	93-0584318	$2,000	7710 SW 31st Avenue	P O. Box 19477	Portland	OR	97280-0477	503 736 6325
Neighborhood Partnerships	Direct services for Bridges to Housing	91-1943624	$3,000	1020 SW Taylor, Suite 680		Portland	OR	97205	503 226.3001
Open Meadow	Support for post-secondary advancement advocate	93-0757378	$5,000	7621 North Wabash Avenue		Portland	OR	97217	503 978 1935
Oregon Environmental Council	General operating support for Global Warming Project	93-0578714	$5,000	222 NW Davis, Suite 309		Portland	OR	97209-3900	503 222.1963
Oregon Public Broadcasting	General Operating Support	93-0814638	$1,000	7140 SW Macadam Avenue		Portland	OR	97219-3099	503.244 9900
Pickleberry Pie Incorporated	Portland Concerts Funding	77-0236666	$5,000	305 Dickens Way		Santa Cruz	CA	95064	831.427.3980
Portland Festival Symphony	Support for 29th Summer Concert Series	93-0796059	$5,000	P.O Box 585		Portland	OR	97207	503.245.7878
Portland Institute of Contemporary Art (PICA)	TBA Festival Music Program support	93-1177971	$2,500	224 NW 13th Avenue, Suite 305		Portland	OR	97209	503.242.1419

Sisters of the Road	Hot Meals Barter Program	93-0748169	$5,000	133 NW Sixth Avenue	Portland	OR	97209	503 222 5694
Stand Against Domestic Violence	Shelter Entry	94-2476576	$4,500	1410 Danzig Plaza, Suite 200	Concord	CA	94520	925.676 2845
Swords to Plowshares	Housing for homeless veterans	94-2260626	$5,000	1060 Howard Street	San Francisco	CA	94103	415.252.4788
The Nature Conservancy in Oregon	Yaquina Bay Native Oyster Restoration Project	53-0242652	$5,000	821 SE 14th Avenue	Portland	OR	97214-2537	503.802 8100
The Portland Ballet	La Boutique Fantastique live music production	93-1320715	$5,000	6250 SW Capitol Highway	Portland	OR	97239	503.452 8448
Virginia Garcia Memorial Foundation	General Operating Support	91-2077840	$1,000	85 N 12th, P.O Box 568	Cornelius	OR	97113	503.359 5925
Women's Audio Mission (WAM)	Girls on the Mic	54-2105425	$5,000	1890 Bryant Street, Suite 312	San Francisco	CA	94110	415.558 9200
TOTAL GRANT DISTRIBUT		$112,000						