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**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.	Name of foundation The Norton Foundation		A Employer identification number 86-0836442
	Number and street (or P O box number if mail is not delivered to street address) Room/suite P. O. Box 44015		B Telephone number (see the instructions) (602) 954-8812
	City or town Phoenix	State ZIP code AZ 85064-4015	C If exemption application is pending, 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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,619,686.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	261.	261.		
	4 Dividends and interest from securities	65,153.	65,153.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-97,689.			
	b Gross sales price for all assets on line 6a 2,425,355.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11.	-32,275.	65,414.			
ADMINISTRATIVE EXPENSES AND	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,120.			1,120.
	c Other prof fees (attach sch) L-16c Stmt	28,222.	28,222.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	1,081.	716.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) AZ. Corporation Comm.	10.			10.
	24 Total operating and administrative expenses. Add lines 13 through 23	30,433.	28,938.		1,130.
	25 Contributions, gifts, grants paid	142,895.			142,895.
26 Total expenses and disbursements. Add lines 24 and 25	173,328.	28,938.		144,025.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-205,603.				
b Net investment income (if negative, enter -0-)		36,476.			
c Adjusted net income (if negative, enter -0-)					

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
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	68,275.	24,356.	24,356.
	3 Accounts receivable ▶ 4,053.			
	Less allowance for doubtful accounts ▶	4,418.	4,053.	4,053.
	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) L-10b Stmt	2,466,712.	2,306,024.	2,591,277.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	2,539,405.	2,334,433.	2,619,686.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,539,405.	2,334,433.	
	30 Total net assets or fund balances (see the instructions)	2,539,405.	2,334,433.	
	31 Total liabilities and net assets/fund balances (see the instructions)	2,539,405.	2,334,433.	

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	2,539,405.
2 Enter amount from Part I, line 27a	2	-205,603.
3 Other increases not included in line 2 (itemize) ▶ Partnership K-1 increases	3	631.
4 Add lines 1, 2, and 3	4	2,334,433.
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	2,334,433.

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 Schedule 1 - Windward Account		P	Various	Various
b K-1 Gain		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 2,425,330.		2,523,044.	-97,714.
b 25.		0.	25.
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			-97,714.
b 0.	0.	0.	25.
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	-97,689.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	

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	162,922.	2,846,927.	0.057227
2007	159,459.	3,451,946.	0.046194
2006	115,368.	3,222,511.	0.035801
2005	50,315.	2,804,970.	0.017938
2004	137,386.	2,578,693.	0.053277

2 Total of line 1, column (d)	2	0.210437
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	0.042087
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,465,825.
5 Multiply line 4 by line 3	5	103,779.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	365.
7 Add lines 5 and 6	7	104,144.
8 Enter qualifying distributions from Part XII, line 4	8	144,025.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling 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 ☒ and enter 1% of Part I, line 27b		1	365.
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	365.
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	365.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6 a	4,418.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	4,418.	
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	4,053.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 4,053. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
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
4 a 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?		
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	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>AZ - Arizona</u>		
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 <i>General Instruction G</i> ? <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

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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>N/A</u>	13	X	
14	The books are in care of <u>Roger L. Stevenson</u> Telephone no. <u>(602) 954-8812</u> Located at <u>3200 E. Camelback Road Suite 389 Phoenix, AZ</u> ZIP + 4 <u>85018</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>			

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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If 'Yes,' list the years <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.) <u>N/A</u>	2 b	
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>		
3 a 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)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

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

☐ Yes ☒ 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

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)

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

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

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
John R. Norton P. O. Box 44015 Phoenix, AZ 85064-4015	Dir./ Pres. 2.00	0.	0.	0.
Doris S. Norton P. O. Box 44015 Phoenix, AZ 85064-4015	Dir./ Sec. 1.00	0.	0.	0.
Michael R. Norton P. O. Box 44015 Phoenix, AZ 85064-4015	Director 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				

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

None

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

None

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 "None" The Norton Foundation supports organizations exempt under IRC Section 501 (c) (3) dedicated to helping meet charitable, educational and scientific needs of the Phoenix Area, State of Arizona, Western United States and United States.	0.
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 None	0.
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	2,407,840.
b Average of monthly cash balances	1b	95,536.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	2,503,376.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	2,503,376.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	37,551.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,465,825.
6 Minimum investment return. Enter 5% of line 5	6	123,291.

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	123,291.
2a Tax on investment income for 2009 from Part VI, line 5	2a	365.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	365.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	122,926.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	122,926.
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	122,926.

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	144,025.
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	144,025.
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	365.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	143,660.

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

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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				122,926.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			139,070.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0.			
b From 2005	0.			
c From 2006	0.			
d From 2007	0.			
e From 2008	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 144,025.				
a Applied to 2008, but not more than line 2a			139,070.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2009 distributable amount				4,955.
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).)				
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				
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				117,971.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
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	0.			
b Excess from 2006	0.			
c Excess from 2007	0.			
d Excess from 2008	0.			
e Excess from 2009	0.			

N/A

- 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.)**

N/A

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				
Action Council/Dancing Classroom P. O. Box 234 Pacific Grove CA 93950	N/A	Public	Operating	1,000.
All Saints Episcopal Church 6300 N. Central Ave. Phoenix, AZ 85012	N/A	Public	Operating	1,000.
Arizona Humane Society 1521 W. Dobbins Phoenix, AZ 85041	N/A	Public	Operating	1,000.
Arizona 4-H Youth Foundation P. O. Box 210036 Tucson AZ 85721-0036	N/A	Public	Endowment	1,000.
ASU Foundation - Friends of Dance P. O. Box 875005 Tempe AZ 85287-5005	N/A	Public	Endowment	250.
Barrow Neurological Foundation 350 W. Thomas Road Phoenix, AZ 85013	N/A	Public	Endowment	6,100.
Brophy College Preparatory 4701 N. Central Ave. Phoenix, AZ 85012	N/A	Public	Operating	5,600.
CA. Strawberry Scholarship Fund P. O. 269 Watsonville CA 95077-0269	N/A	Public	Endowment	1,000.
Cato Institute 1000 Massachusetts Ave. N.W. Washington DC 20001	N/A	Public	Operating	2,500.
See Line 3a statement				123,445.
Total			3a	142,895.
b Approved for future payment				
Arizona 4-H Youth Foundation P. O. Box 210036 Tucson AZ 85721-0036	N/A	Public	Endowment	2,000.
Brophy College Preparatory 4701 n. Central Ave. Phoenix AZ 85012	N/A	Public	Endowment	5,000.
See Line 3b statement				105,000.
Total			3b	112,000.

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	None					
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	261.	
4	Dividends and interest from securities			14	65,153.	
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	-97,689.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				-32,275.	
13	Total. Add line 12, columns (b), (d), and (e)				13	-32,275.

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

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

[illegible]

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Estimated Tax Pymt.	365.			
Foreign Taxes Paid	716.	716.		
Total	1,081.	716.		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person ☒ Business ☐ John P. Norton P. O. Box 33 Glenbrook NV 89413	Director 1.00	0.	0.	0.
Person ☒ Business ☐ Melanie M. Norton P. O. Box 44015 Phoenix AZ 85064-4015	Director 1.00	0.	0.	0.
Person ☒ Business ☐ Roger L. Stevenson P. O. Box 44015 Phoenix, AZ 85064-4015	Treasurer 3.00	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year Central Coast Hospice Foundation P. O. Box 1798 Monterey CA 93942	N/A	Public	Endowment	Person or ☐ Business ☒ 5,000.
Crisis Nursery 2334 E. Polk Street Phoenix, AZ 85006	N/A	Public	Operating	Person or ☐ Business ☒ 2,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>Eisenhower Dance Ensemble</u> <u>17348 W. Twelve Mile Road</u> <u>Southfield, MI 48076</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 250.
<u>Grand Canyon Council, Inc. - BSA</u> <u>2969 N. Grenfield Road</u> <u>Phoenix, AZ 85016</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u> <u>Capital</u>	Person or ☐ Business ☒ 22,000.
<u>HomeBase Youth Services</u> <u>931 Devonshire Ave.</u> <u>Phoenix AZ 85014</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 495.
<u>Institute For Justice</u> <u>901 N. Glebe Road Suite 900</u> <u>Arlington VA 22203</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,500.
<u>T-Gen Foundation</u> <u>400 E. Van Buren Street</u> <u>Phoenix AZ 85004</u>	<u>N/A</u>	<u>Public</u>	<u>Endowment</u>	Person or ☐ Business ☒ 200.
<u>Mountain States Legal Foundation</u> <u>2596 South Lewis Way</u> <u>Lakewood CO 80227</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,500.
<u>Nature Conservancy in AZ.</u> <u>7600 N. 15th Street, Suite 100</u> <u>Phoenix AZ 85020</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,000.
<u>New Directions Institute</u> <u>2833 N. 3rd Street</u> <u>Phoenix AZ 85004</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 5,000.
<u>NotMykid</u> <u>333 W. Indian School Rd.</u> <u>Phoenix, AZ 85013</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 500.
<u>Our Coastal Village, Inc.</u> <u>P. O. Box 108</u> <u>Yachats OR 97498</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 1,000.
<u>Phoenix Art Museum</u> <u>1625 N. Central Ave.</u> <u>Phoenix AZ 85004-1685</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,500.
<u>Phoenix Childrens' Hospital</u> <u>2929 E. Camelback Road Suite 122</u> <u>Phoenix AZ 85016</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,500.
<u>Planned Parenthood</u> <u>2255 N. Wyatt Dr.</u> <u>Tucson AZ 85712</u>	<u>N/A</u>	<u>Public</u>	<u>Capital</u>	Person or ☐ Business ☒ 1,000.
<u>Ronald McDonald House Charities</u> <u>501 East Roanoke Ave.</u> <u>Phoenix AZ 85004</u>	<u>N/A</u>	<u>Public</u>	<u>Operating</u>	Person or ☐ Business ☒ 2,000.
<u>St Joseph's Foundation</u> <u>350 W. Thomas Road</u> <u>Phoenix, AZ 85013</u>	<u>N/A</u>	<u>Public</u>	<u>Endowment</u>	Person or ☐ Business ☒ 10,200.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
<u>St. Lukes Board of Visitors</u>			<u>Operating</u>	Person or ☐
<u>1800 E. Van Buren Street</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix AZ 85006</u>				7,140.
<u>St. Mary's/Westside Food Bank</u>			<u>Operating</u>	Person or ☐
<u>4211 N. 43rd Ave.</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix AZ 85031</u>				1,000.
<u>TeachforAmerica</u>			<u>Operating</u>	Person or ☐
<u>4520 N. Central Ave. Suite 560</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix, AZ 85012</u>				1,000.
<u>Teen Lifeline</u>			<u>Operating</u>	Person or ☐
<u>P. O. Box 10745</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix AZ 85064</u>				3,000.
<u>University of Arizona - Rodeo Club</u>			<u>Operating</u>	Person or ☐
<u>4181 N. Cambell Ave.</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Tucson AZ 85719</u>				1,000.
<u>University of Arizona Foundation</u>			<u>Endowment</u>	Person or ☐
<u>P. O. Box 210109</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Tucson AZ 85721-010</u>				11,000.
<u>University of Southern California</u>			<u>Endowment</u>	Person or ☐
<u>University Park</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Los Angeles CA 90089</u>				500.
<u>Valley of the Sun United Way</u>			<u>Operating</u>	Person or ☐
<u>1515 East Osborn Rd.</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix, AZ 85014</u>				3,000.
<u>Wellness Community Arizona</u>			<u>Operating</u>	Person or ☐
<u>360 East Palm Lane</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix AZ 85024</u>				1,000.
<u>Xavier College Preparatory</u>			<u>Endowment</u>	Person or ☐
<u>4710 N. Fifth Street</u>	<u>N/A</u>	<u>Public</u>		Business ☒
<u>Phoenix AZ 85012-1788</u>				33,160.

Total

123,445.

Form 990-PF, Page 10, Part XV, line 3b

Line 3b statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
b Approved for future payment				
Central Coast Hospice Foundation P. O. Box 1798 Monterey CA 93942	N/A	Public	Endowment	Person or ☐ Business ☒ 15,000.
Grand Canyon Council, Inc. 2969 N. Greenfield Road Phoenix AZ 85016	N/A	Public	Capital	Person or ☐ Business ☒ 40,000.
Xavier College Preparatory 4710 N. 5th Street Phoenix AZ 85012-1738	N/A	Public	Operating	Person or ☐ Business ☒ 10,000.
Xavier College Preparatory 4710 N. 5th Street Phoenix AZ 85012-1738	N/A	Public	Capital	Person or ☐ Business ☒ 40,000.

Total

105,000.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Douglas B. McCulley,	990 PF Review	1,120.			1,120.
Total		<u>1,120.</u>			<u>1,120.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Windward Account	Investment Manager	27,305.	27,305.		
K-1 Pass Thru	Investment Management	917.	917.		
Total		<u>28,222.</u>	<u>28,222.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Windward Management	2,306,024.	2,591,277.
Total	<u>2,306,024.</u>	<u>2,591,277.</u>

January 13, 2010

Timothy L. Rowland
David L. Carmichael

Realized Gains and Losses

From 01/01/2009 to 12/31/2009

Norton Foundation Windward G
chg'd to Windward 5/7/08
PO Box 44015
Phoenix, AZ 85064

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
China 25 Index-ETF Par 0.00	02/04/2009	06/02/2009	1,251.000	48,374.92	33,263.47	15,111.45		15,111.45
GSCI Commodity Trust-ETF Par 0.00	05/07/2008	10/02/2009	2,337.000	67,182.47	155,147.66		-87,965.19	-87,965.19
GSCI Commodity Trust-ETF Par 0.00	06/16/2008	10/02/2009	67.000	1,926.07	4,918.99		-2,992.92	-2,992.92
GSCI Commodity Trust-ETF Par 0.00	06/02/2009	10/02/2009	2,195.000	63,100.36	68,000.88	-4,900.52		-4,900.52
			4,599.000	132,208.90	228,067.53	-4,900.52	-90,958.11	-95,858.63
Hong Kong Index-ETF	12/15/2008	02/04/2009	8,426.000	84,097.38	89,829.27	-5,731.89		-5,731.89
Hong Kong Index-ETF	04/16/2009	10/02/2009	7,897.000	118,364.03	92,941.37	25,422.66		25,422.66
			16,323.000	202,461.41	182,770.64	19,690.77		19,690.77
Int'l Treasury Bond Index-ETF Par 0.00	05/07/2008	02/04/2009	468.000	23,514.70	26,105.41	-2,590.71		-2,590.71
Int'l Treasury Bond Index-ETF Par 0.00	05/07/2008	12/16/2009	1,784.000	103,990.04	99,512.93		4,477.11	4,477.11
			2,252.000	127,504.74	125,618.34	-2,590.71	4,477.11	1,886.40
Investment Grade Corp Bond-ETF	12/26/2008	10/02/2009	454.000	47,416.51	45,704.05	1,712.46		1,712.46
Investment Grade Corp Bond-ETF	02/04/2009	10/02/2009	1,127.000	117,705.74	111,291.25	6,414.49		6,414.49
			1,581.000	165,122.25	156,995.30	8,126.95		8,126.95

Realized Gains and Losses From 01/01/2009 to 12/31/2009

Norton Foundation Windward G

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Japanese Yen Currency Trust-ETF Par 0.00	05/07/2008	12/16/2009	978.000	108,101.38	92,922.57		15,178.81	15,178.81
Long Treas Bonds iShares Par 0.00	05/07/2008	06/02/2009	1,030.000	94,386.87	93,960.09		426.78	426.78
Russell 2000 Index Fund	12/26/2008	02/04/2009	100.000	4,565.13	4,748.30	-183.17		-183.17
Russell 2000 Index Fund	12/26/2008	02/04/2009	100.000	4,565.13	4,748.30	-183.17		-183.17
Russell 2000 Index Fund	12/26/2008	02/04/2009	100.000	4,565.13	4,748.30	-183.17		-183.17
Russell 2000 Index Fund	12/26/2008	02/04/2009	109.000	4,975.99	5,175.65	-199.66		-199.66
Russell 2000 Index Fund	12/26/2008	02/04/2009	164.000	7,486.81	7,787.21	-300.40		-300.40
Russell 2000 Index Fund	12/26/2008	02/04/2009	200.000	9,130.26	9,496.60	-366.34		-366.34
Russell 2000 Index Fund	12/26/2008	02/04/2009	200.000	9,130.26	9,496.60	-366.34		-366.34
			973.000	44,418.71	46,200.96	-1,782.25		-1,782.25
Russell 2000 Index Fund	12/26/2008	03/05/2009	36.000	1,274.75	1,709.39	-434.64		-434.64
Russell 2000 Index Fund	12/26/2008	03/05/2009	100.000	3,540.98	4,748.30	-1,207.32		-1,207.32
Russell 2000 Index Fund	12/26/2008	03/05/2009	100.000	3,540.98	4,747.30	-1,206.32		-1,206.32
Russell 2000 Index Fund	12/26/2008	03/05/2009	100.000	3,540.98	4,747.30	-1,206.32		-1,206.32
Russell 2000 Index Fund	12/26/2008	03/05/2009	100.000	3,540.98	4,747.30	-1,206.32		-1,206.32
Russell 2000 Index Fund	12/26/2008	03/05/2009	100.000	3,540.98	4,747.30	-1,206.32		-1,206.32
Russell 2000 Index Fund	12/26/2008	03/05/2009	177.000	6,267.53	8,404.49	-2,136.96		-2,136.96
Russell 2000 Index Fund	12/26/2008	03/05/2009	200.000	7,081.96	9,496.59	-2,414.63		-2,414.63
Russell 2000 Index Fund	12/26/2008	03/05/2009	200.000	7,081.96	9,494.60	-2,412.64		-2,412.64
Russell 2000 Index Fund	12/26/2008	03/05/2009	200.000	7,081.96	9,494.60	-2,412.64		-2,412.64
Russell 2000 Index Fund	12/26/2008	03/05/2009	200.000	7,081.96	9,494.60	-2,412.64		-2,412.64
Russell 2000 Index Fund	12/26/2008	03/05/2009	400.000	14,163.93	18,989.20	-4,825.27		-4,825.27
			2,013.000	71,279.93	95,568.27	-24,288.34		-24,288.34
			2,986.000	115,698.64	141,769.23	-26,070.59		-26,070.59
S&P 500 Index	10/31/2008	02/04/2009	1,026.000	86,872.65	99,279.68	-12,407.03		-12,407.03
S&P 500 Index	12/15/2008	02/04/2009	4,180.000	353,925.62	361,286.35	-7,360.73		-7,360.73
			5,206.000	440,798.27	460,566.03	-19,767.76		-19,767.76

Norton Foundation Windward G

Realized Gains and Losses From 01/01/2009 to 12/31/2009

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Schwab Val.Adv.Money Mkt.	12/26/2008	02/03/2009	170,000.000	170,000.00	170,000.00	0.00		0.00
Schwab Val.Adv.Money Mkt.	02/26/2009	04/16/2009	161,600.000	161,600.00	161,600.00	0.00		0.00
Schwab Val.Adv.Money Mkt.	06/02/2009	07/13/2009	25,380.000	25,380.00	25,380.00	0.00		0.00
Schwab Val.Adv.Money Mkt.	07/28/2009	10/01/2009	76,860.000	76,860.00	76,860.00	0.00		0.00
Schwab Val.Adv.Money Mkt.	10/26/2009	12/09/2009	50,000.000	50,000.00	50,000.00	0.00		0.00
			483,840.000	483,840.00	483,840.00	0.00		0.00
SPDR Gold Trust-ETF	05/07/2008	02/04/2009	406.000	36,012.48	34,925.73	1,086.75		1,086.75
SPDR Gold Trust-ETF	05/07/2008	12/23/2009	1,101.000	117,299.58	94,712.39		22,587.19	22,587.19
			1,507.000	153,312.06	129,638.12	1,086.75	22,587.19	23,673.94
TIPS Bond Index-ETF Par 0.00	05/07/2008	06/02/2009	550.000	55,609.07	58,630.23		-3,021.16	-3,021.16
TIPS Bond Index-ETF Par 0.00	06/16/2008	06/02/2009	846.000	85,536.86	89,086.37	-3,549.51		-3,549.51
			1,396.000	141,145.93	147,716.60	-3,549.51	-3,021.16	-6,570.67
Vanguard Intl Equity Index-ETF	10/09/2008	06/02/2009	1,903.000	71,646.10	67,264.01	4,382.09		4,382.09
Vanguard REIT Index-ETF Par 0.00	05/07/2008	07/13/2009	1,390.000	40,581.12	92,848.16		-52,267.04	-52,267.04
Vanguard REIT Index-ETF Par 0.00	02/04/2009	07/13/2009	745.000	21,750.32	23,012.38	-1,262.06		-1,262.06
			2,135.000	62,331.44	115,860.54	-1,262.06	-52,267.04	-53,529.10
Vanguard Total Stock Index-ETF Par 0.00	02/04/2009	06/02/2009	711.000	33,949.37	30,003.35	3,946.02		3,946.02

Realized Gains and Losses From 01/01/2009 to 12/31/2009

Norton Foundation Windward G

Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Vanguard Total Stock Index-ETF Par 0.00	02/04/2009	12/09/2009	517.000	28,594.26	21,816.78	6,777.48		6,777.48
Vanguard Total Stock Index-ETF Par 0.00	02/04/2009	12/09/2009	160.000	8,849.93	6,751.81	2,098.12		2,098.12
Vanguard Total Stock Index-ETF Par 0.00	02/04/2009	12/09/2009	100.000	5,531.60	4,219.88	1,311.72		1,311.72
			1,488.000	76,925.16	62,791.82	14,133.34		14,133.34
Short Term Gains				1,834,781.47	1,830,391.27	4,390.20		
Total Long Gains				589,076.60	692,653.02		-103,576.42	
Total (Sales)				2,423,858.07	2,523,044.29	4,390.20	-103,576.42	-99,186.22

Capital Gain Distributions

<u>Description</u>	<u>Pay Date</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
7-10 Yr Treasury Bond Index-ETF	11/06/2009		702.40	702.40
WisdomTree Dreyfus Emerg Curren	12/28/2009	411.82	411.82	411.82
WisdomTree Dreyfus Emerg Curren	12/28/2009	357.89		357.89
		357.89	411.82	769.71
Total (Distributions)		357.89	1,114.22	1,472.11
Total Gains		4,748.09	-102,462.20	-97,714.11

Schedule 1 Page 4 of 4

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization The Norton Foundation	Employer identification number 86 0836442
	Number, street, and room or suite no. If a P.O. box, see instructions. PO Box 44015	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Phoenix, AZ 85064-4015	

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

- | | | | |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **Roger L. Stevenson**

Telephone No. **(602) 954-8812** FAX No. **(602) 954-8908**

- If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **November 15**, 20**10**.
- 5 For calendar year **2009**, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **Due to circumstances beyond taxpayers control, all information necessary to file a complete and accurate return has not been received from outside parties.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	4,418
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	4,418
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶


Title ▶ **President**Date ▶ **08/05/10**

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization The Norton Foundation	Employer identification number 86 0836442	
	Number, street, and room or suite no. If a P.O. box, see instructions. PO Box 44015		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Phoenix, AZ 85064-4015		

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

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ► **Roger L. Stevenson**

Telephone No. ► (**602**) **954-8812** FAX No. ► (**602**) **954-8908**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 16**, 20**10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 20**09** or
- ☐ tax year beginning _____, 20____, and ending _____, 20_____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	4,418
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,418
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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