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Return of Private Foundation

OMB No 1545-0052

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,

and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions

Name of foundation

BLAKEMORE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

C/O GRIFFITH WAY, 1201 THIRD AVE.

Room/suite

#4800

City or town, state, and ZIP code

SEATTLE, WA 98101-3266

A Employer identification number

91-1505735

B Telephone number

(206) 359-8778

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

H Check type of organization:

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

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 8,723,573. (Part I, column (d) must be on cash basis.)

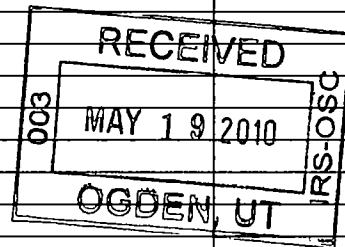
J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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	1,002,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	897.	897.		STATEMENT 1
	4 Dividends and interest from securities	128,961.	128,961.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,310,095.			
	b Gross sales price for all assets on line 6a	5,080,495.			
	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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	6,089.	6,089.		STATEMENT 3
	12 Total. Add lines 1 through 11	-172,148.	135,947.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	297.	3.		294.
	b Accounting fees STMT 5	2,100.	21.		2,079.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	9,318.	0.		8,299.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,508.	151.		1,357.
	22 Printing and publications				
	23 Other expenses STMT 7	159,705.	53,462.		106,243.
	24 Total operating and administrative expenses. Add lines 13 through 23	172,928.	53,637.		118,272.
	25 Contributions, gifts, grants paid	663,984.			663,984.
	26 Total expenses and disbursements. Add lines 24 and 25	836,912.	53,637.		782,256.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-1,009,060.			
	b Net investment income (if negative, enter -0-)		82,310.		
	c Adjusted net income (if negative, enter -0-)			N/A	



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	611,181.	1,011,569.	1,011,569.
	2 Savings and temporary cash investments			
	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 STMT 8	8,869,482.	4,567,256.	4,819,950.
	c Investments - corporate bonds STMT 9	0.	2,890,837.	2,892,054.
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)	246.	0.	0.	
16 Total assets (to be completed by all filers)	9,480,909.	8,469,662.	8,723,573.	
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 ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	9,480,909.	8,469,662.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	9,480,909.	8,469,662.		
31 Total liabilities and net assets/fund balances	9,480,909.	8,469,662.		

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	9,480,909.
2 Enter amount from Part I, line 27a	2	-1,009,060.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,471,849.
5 Decreases not included in line 2 (itemize) ▶ INCOME RECORDED IN PRIOR YEAR	5	2,187.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,469,662.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 5,080,495.		6,390,590.	-1,310,095.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-1,310,095.

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	-1,310,095.
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	1,176,951.	8,629,614.	.136385
2007	1,447,309.	11,729,579.	.123390
2006	1,329,321.	11,521,856.	.115374
2005	1,285,037.	11,534,620.	.111407
2004	1,556,776.	12,455,157.	.124990

2 Total of line 1, column (d)	2	.611546
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	.122309
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	7,027,797.
5 Multiply line 4 by line 3	5	859,563.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	823.
7 Add lines 5 and 6	7	860,386.
8 Enter qualifying distributions from Part XII, line 4	8	782,256.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,646.
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	1,646.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,646.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	6,720.	
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	6,720.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,074.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 1,680. Refunded <input type="checkbox"/>	11	3,394.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?	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) <input type="checkbox"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BLAKEMOREFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>GRIFFITH WAY</u> Telephone no. ► <u>(206) 359-8778</u> Located at ► <u>1201 THIRD AVE., SUITE 4800, SEATTLE, WA</u> ZIP+4 ► <u>98101-3266</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		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	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

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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)? ☐ 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)?

Organizations relying on a current notice regarding disaster assistance check here ☐5b ☒

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 ☒ No6b ☒

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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 ATTACHED SCHEDULE				
	0.00	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

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE ATTACHED SCHEDULE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	6,843,958.
b Average of monthly cash balances	1b	290,861.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	7,134,819.
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	7,134,819.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	107,022.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,027,797.
6 Minimum investment return. Enter 5% of line 5	6	351,390.

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	351,390.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,646.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,646.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	349,744.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	349,744.
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	349,744.

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	782,256.
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	782,256.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	782,256.

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				349,744.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	944,288.			
b From 2005	720,286.			
c From 2006	784,614.			
d From 2007	871,084.			
e From 2008	758,898.			
f Total of lines 3a through e	4,079,170.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	782,256.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				349,744.
e Remaining amount distributed out of corpus	432,512.			
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	4,511,682.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	944,288.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,567,394.			
10 Analysis of line 9:				
a Excess from 2005	720,286.			
b Excess from 2006	784,614.			
c Excess from 2007	871,084.			
d Excess from 2008	758,898.			
e Excess from 2009	432,512.			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

1 Information Regarding Foundation Managers:

- NONE

- NONE

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

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

c Any submission deadlines:

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

Form **990-PF** (2009)

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 ATTACHED SCHEDULE				663,984.
Total			▶ 3a	663,984.
b Approved for future payment SEE ATTACHED SCHEDULE				280,723.
Total			▶ 3b	280,723.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	897.	
4 Dividends and interest from securities			14	128,961.	
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			01	6,089.	
8 Gain or (loss) from sales of assets other than inventory			18	-1,310,095.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		-1,174,148.	0.
13 Total. Add line 12, columns (b), (d), and (e)				-1,174,148.	

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

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

[illegible]

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|--|--------------|------------|-----------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

- 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		

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.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Firm's name (or yours if self-employed),
address, and ZIP code

SWEENEY CONRAD P.S.

2606 116TH AVENUE NE, SUITE 200
BELLEVUE, WA 98004-1422

Date:

Check if self-employed

Preparer's identifying number

EIN ►

Phone no. (425) 629-1990

Form **990-PF** (2009)

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

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

OMB No 1545-0047

2009

Name of the organization

BLAKEMORE FOUNDATION

Employer identification number

91-1505735

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

BLAKEMORE FOUNDATION

91-1505735

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EUGENE H. LEE 7704 YEOMALT POINT DRIVE NE BAINBRIDGE ISLAND, WA 98110-2970	\$ 2,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	FREEMAN FOUNDATION C/O ROCKEFELLER TRUST COMPANY ROCKEFELLER PLAZA NEW YORK, NY 10112	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

BLAKEMORE FOUNDATION

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 UBS #4970 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
b UBS #4970 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
c CHARLES SCHWAB #3459 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
d CHARLES SCHWAB #3459 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
e CHARLES SCHWAB #3314 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
f CHARLES SCHWAB #3314 - SEE ATTACHED DETAIL		P	VARIOUS	VARIOUS
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 916,755.		849,287.	67,468.
b 2,324,328.		3,211,801.	-887,473.
c 59,507.		44,734.	14,773.
d 458,671.		572,822.	-114,151.
e 533,199.		745,216.	-212,017.
f 785,866.		966,730.	-180,864.
g 2,169.			2,169.
h			
i			
j			
k			
l			
m			
n			
o			

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

(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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			67,468.
b			-887,473.
c			14,773.
d			-114,151.
e			-212,017.
f			-180,864.
g			2,169.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-1,310,095.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
INTEREST INCOME	897.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	897.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	131,130.	2,169.	128,961.
TOTAL TO FM 990-PF, PART I, LN 4	131,130.	2,169.	128,961.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BRISTOL MYERS SECURITIES LITIGATION	1,432.	1,432.	
TYCO SECURITIES LITIGATION	26.	26.	
PUTNAM FAIR FUND	31.	31.	
KRISPY KREME SECURITIES LITIGATION	122.	122.	
SEC V MBIA DISTRIBUTION FUND	4,261.	4,261.	
WYATT V EL PASO CORPORATION	143.	143.	
TECO SECURITIES LITIGATION	31.	31.	
EATON VANCE SECURITIES LITIGATION	43.	43.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,089.	6,089.	

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	297.	3.		294.	
TO FM 990-PF, PG 1, LN 16A	297.	3.		294.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	2,100.	21.		2,079.	
TO FORM 990-PF, PG 1, LN 16B	2,100.	21.		2,079.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE FILING FEE	25.	0.		25.	
CHARLES SCHWAB FOREIGN TAX PAID	1,019.	0.		0.	
FEDERAL EXCISE TAX	8,274.	0.		8,274.	
TO FORM 990-PF, PG 1, LN 18	9,318.	0.		8,299.	

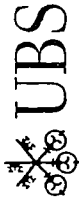
FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT EXPENSES	41,855.	41,855.		0.	
MEALS & ENTERTAINMENT	1,765.	0.		1,765.	
OFFICE EXPENSES	19,138.	1,914.		17,224.	
BOARD OF MANAGERS EXPENSES	1,227.	123.		1,104.	
CONTRACT STAFF	93,331.	9,333.		83,998.	
INSURANCE	2,370.	237.		2,133.	
BOOK PUBLICATION EXPENSES	19.	0.		19.	
TO FORM 990-PF, PG 1, LN 23	159,705.	53,462.		106,243.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK	4,567,256.	4,819,950.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,567,256.	4,819,950.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE BONDS	2,890,837.	2,892,054.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,890,837.	2,892,054.		

FORM 990-PF	OTHER ASSETS	STATEMENT 10
-------------	--------------	--------------

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CREDITS/UNDEPOSITED FUNDS	246.	0.	0.
TO FORM 990-PF, PART II, LINE 15	246.	0.	0.



UBS Financial Services Inc
925 4TH AVENUE
20TH, 21ST AND 22ND FLOOR
SEATTLE WA 98104-1157

2009 Year End Summary

Account name: THE BLAKEMORE FOUNDATION
Account number:

Your Financial Advisor,
SHIRBROUN/ALMO
Phone 206-628-8511/800-426-7531

THE BLAKEMORE FOUNDATION
1201 THIRD AVE
SUITE 4800
SEATTLE WA 98101-3266

Summary of gains and losses

	Amount (\$)
Short term	67,468.24
Long term	-887,472.51
Total	\$-820,004.27

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See important information about your statement on the last page of this statement for more information.

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
UBS DYNAMIC ALPHA FUND CLASS A	FIFO	55,861.875	Dec 18, 08	Sep 15, 09	277,074.90		339,638.33	62,563.43

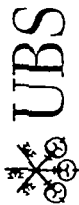
continued next page



Member SIPC

00003162 00032839

APP10002000735421 PP1000110429 00003 1209 X125 006292260 0 WJ KJ



THE BLAKEMORE FOUNDATION

Account name
Account number:

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
UBS GLOBAL ALLOCATION FUND CLASS Y									
	FIFO	7,579 904	Dec 18, 08	Sep 15, 09	73,676 48	55,484 90		18,191 58	
	FIFO	13,112 800	Dec 18, 08	Sep 15, 09	127,456 10	95,985 70		31,470 40	
	FIFO	18,105 437	Dec 18, 08	Sep 15, 09	175,984 40	132,531 80		43,452 60	
	FIFO	22,910 109	Jul 31, 08	Jul 22, 09	200,000 00	288,209 77	-88,209 77		
Total					\$916,755.31	\$849,287.07	-\$88,209 77	\$155,678 01	\$67,468.24

Long-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
UBS DYNAMIC ALPHA FUND CLASS A									
	FIFO	101,214 575	Jul 31, 08	Sep 15, 09	615,381 24	1,000,005 24	-384,624 00		
UBS GLOBAL ALLOCATION FUND CLASS Y									
	FIFO	175,818 031	Jul 31, 08	Sep 15, 09	1,708,946 96	2,211,795 47	-502,848 51		
Total					\$2,324,328.20	\$3,211,800.71	-\$887,472 51		-\$887,472.51
Net capital gains/losses:									-\$820,004 27

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Realized Gain or (Loss)					Accounting Method		High Cost
Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)	
RUSSELL U S CORE EQTY CL I REASX	1,440.3330	01/22/09	09/16/09	\$34,107.08	\$25,105.00	\$9,002.08	
Security Subtotal				\$34,107.08	\$25,105.00	\$9,002.08	
RUSSELL U S QUANT EQTY CL I REDSX	711.2470	01/22/09	09/16/09	\$17,503.79	\$13,976.00	\$3,527.79	
Security Subtotal				\$17,503.79	\$13,976.00	\$3,527.79	
RUSSELL U S SMALL & MID CAP I REBSX	445.1180	01/22/09	09/16/09	\$7,896.39	\$5,653.00	\$2,243.39	
Security Subtotal				\$7,896.39	\$5,653.00	\$2,243.39	
Total Short-Term				\$59,507.26	\$44,734.00	\$14,773.26	

Long-Term

	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RUSSELL EMERGING MARKETS FD CL S REMSX	152.0600	multiple	09/16/09	\$2,547.00	\$3,369.65	(\$822.65)
Security Subtotal				\$2,547.00	\$3,369.65	(\$822.65)
RUSSELL GLOBAL EQTY FD CL S RGESX	1,937.2680	07/05/07	09/16/09	\$14,607.00	\$21,019.36	(\$6,412.36)
Security Subtotal				\$14,607.00	\$21,019.36	(\$6,412.36)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG:IC1802-008195 91-072

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SCHWAB
INSTITUTIONAL

Schwab One® Account of
BLAKEMORE FOUNDATION

Report Period
January 1 - December 31,
2009
Account Number

2009 Year-End Schwab Loss Report

Realized Gain or (Loss) (continued)

Long-Term (continued)		Acquired/		Quantity/Par	Sold/		Total Proceeds	Cost Basis	Accounting Method High Cost	
		Opened	Closed						Gain or (Loss)	Realized
RUSSELL INTL DEVELOPED MKTS CL I RINSX		multiple	09/16/09	687 3690			\$21,061.00	\$28,326.00 ^a		(\$7,265.00)
Security Subtotal							\$21,061.00	\$28,326.00		(\$7,265.00)
RUSSELL STRATEGIC BOND CL I RFCSX		multiple	01/22/09	8,774 5890			\$80,112.00	\$91,374.33 ^a		(\$11,262.33)
Security Subtotal							\$80,112.00	\$91,374.33		(\$11,262.33)
RUSSELL U S CORE EQTY CL I REASX		08/26/04	09/16/09	6,635 0510			\$157,118.01	\$177,553.97 ^a		(\$20,435.96)
Security Subtotal							\$157,118.01	\$177,553.97		(\$20,435.96)
RUSSELL U S QUANT EQTY CL I REDSX		08/26/04	09/16/09	6,004 5840			\$147,772.81	\$188,123.62 ^a		(\$40,350.81)
Security Subtotal							\$147,772.81	\$188,123.62		(\$40,350.81)
RUSSELL U S SMALL & MID CAP I REBSX		multiple	09/16/09	1,998 4720			\$35,452.90	\$63,054.74 ^a		(\$27,601.84)
Security Subtotal							\$35,452.90	\$63,054.74		(\$27,601.84)
Total Long-Term							\$458,670.72	\$572,821.67		(\$114,150.95)

Total Realized Gain or (Loss)

\$518,177.98 \$617,555.67 (\$99,377.69)

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1602-008195 914073

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SCHWAB
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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

Account Number
Report Period
January 1 - December 31,
2009

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AFLAC INC AFL	326 0000	09/08/09	09/10/09	\$13,084.17	\$12,763.79	\$320.38
Security Subtotal				\$13,084.17	\$12,763.79	\$320.38
AMGEN INCORPORATED AMGN	30 0000	06/30/08	04/03/09	\$1,390.60	\$1,421.50	(\$30.90)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	04/03/09	\$4,635.20	\$4,738.33	(\$103.13)
AMGEN INCORPORATED AMGN	300 0000	06/30/08	04/03/09	\$13,905.61	\$14,214.99	(\$309.38)
AMGEN INCORPORATED AMGN	72 0000	06/30/08	06/26/09	\$3,760.74	\$3,412.32	\$348.42
AMGEN INCORPORATED AMGN	100 0000	06/30/08	06/26/09	\$5,223.24	\$4,739.33	\$483.91
AMGEN INCORPORATED AMGN	100 0000	06/30/08	06/26/09	\$5,223.24	\$4,739.33	\$483.91

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1802-008184 913990



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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

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2009 Year-End Schwab Gain/Loss Report

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMGEN INCORPORATED AMGN	100 0000	06/30/08	06/26/09	\$5,223.24	\$4,739.33	\$483.91
AMGEN INCORPORATED AMGN	200 0000	06/30/08	06/26/09	\$10,446.48	\$9,478.66	\$967.82
AMGEN INCORPORATED AMGN	663 0000	06/30/08	06/26/09	\$34,630.09	\$31,415.14	\$3,214.95
Security Subtotal				\$112,249.64	\$107,328.91	\$4,920.73
BANK OF NY MELLON CP NEW BK	249 0000	07/24/08	06/26/09	\$7,272.82	\$8,991.65	(\$1,718.83)
Security Subtotal				\$7,272.82	\$8,991.65	(\$1,718.83)
BERKSHIRE HATHAWAY CL B BRKB	3 0000	01/20/09	06/26/09	\$8,430.10	\$8,621.00	(\$190.90)
BERKSHIRE HATHAWAY CL B BRKB	7 0000	03/02/09	06/26/09	\$19,670.22	\$16,818.80	\$2,851.42
BERKSHIRE HATHAWAY CL B BRKB	6 0000	03/02/09	09/10/09	\$19,491.41	\$14,416.12	\$5,075.29
Security Subtotal				\$47,591.73	\$39,855.92	\$7,735.81
BRISTOL-MYERS SQUIBB CO BMY	780 0000	06/26/09	09/10/09	\$17,284.76	\$16,307.50	\$977.26
Security Subtotal				\$17,284.76	\$16,307.50	\$977.26
FRANKLIN RESOURCES INC BEN	709 0000	07/17/08	06/26/09	\$50,642.61	\$64,818.28	(\$14,175.67)
Security Subtotal				\$50,642.61	\$64,818.28	(\$14,175.67)

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CGIC1802-008184 913991

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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
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SCHWAB
INSTITUTIONAL

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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GENERAL ELECTRIC COMPANY GE	4.435 0000	06/30/08	01/16/09	\$58,232.03	\$118,153.35	(\$59,921.32)
Security Subtotal				\$58,232.03	\$118,153.35	(\$59,921.32)
GOLDMAN SACHS GROUP INC GS	74 0000	09/30/08	09/10/09	\$12,915.55	\$9,299.95	\$3,615.60
Security Subtotal				\$12,915.55	\$9,299.95	\$3,615.60
HARLEY DAVIDSON INC HOG	1,900.0000	06/02/08	03/04/09	\$17,003.15	\$76,700.17	(\$59,697.02)
Security Subtotal				\$17,003.15	\$76,700.17	(\$59,697.02)
JPMORGAN CHASE & CO JPM	3,180 0000	05/22/08	01/16/09	\$66,653.01	\$137,547.86	(\$70,894.85)
Security Subtotal				\$66,653.01	\$137,547.86	(\$70,894.85)
MC DONALDS CORP MCD	18 0000	06/26/09	09/10/09	\$986.57	\$1,024.99	(\$38.42)
MC DONALDS CORP MCD	294 0000	06/26/09	09/10/09	\$16,114.70	\$16,741.56	(\$626.86)
Security Subtotal				\$17,101.27	\$17,766.55	(\$665.28)
MERCK & CO INC MRK	95 0000	05/30/08	04/03/09	\$2,487.66	\$3,670.98	(\$1,183.32)
Security Subtotal				\$2,487.66	\$3,670.98	(\$1,183.32)
PACCAR INC PCAR	90 0000	01/20/09	09/10/09	\$3,425.05	\$2,373.98	\$1,051.07

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Schwab One® Trust Account of
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GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

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2009 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PACCAR INC PCAR	270 0000	04/03/09	09/10/09	\$10,275.16	\$8,101.24	\$2,173.92
Security Subtotal				\$13,700.21	\$10,475.22	\$3,224.99
PENN REAL EST INV TR SBREIT PEI	1,430 0000	09/08/08	06/26/09	\$7,152.16	\$30,087.43	(\$22,935.27)
Security Subtotal				\$7,152.16	\$30,087.43	(\$22,935.27)
UDR INC REIT UDR	357 0000	01/29/09	09/08/09	\$4,604.72	\$4,181.72	\$423.00
UDR INC REIT UDR	887 0000	06/26/09	09/08/09	\$11,440.87	\$9,046.33	\$2,394.54
Security Subtotal				\$16,045.59	\$13,228.05	\$2,817.54
VERIZON COMMUNICATIONS VZ	85 0000	06/30/08	04/03/09	\$2,782.35	\$2,981.90	(\$199.55)
VERIZON COMMUNICATIONS VZ	100 0000	06/30/08	04/03/09	\$3,273.36	\$3,508.12	(\$234.76)
VERIZON COMMUNICATIONS VZ	135 0000	06/30/08	04/03/09	\$4,419.04	\$4,735.96	(\$316.92)
VERIZON COMMUNICATIONS VZ	200 0000	06/30/08	04/03/09	\$6,546.72	\$7,016.23	(\$469.51)
VERIZON COMMUNICATIONS VZ	15 0000	06/30/08	06/26/09	\$465.19	\$526.22	(\$61.03)
VERIZON COMMUNICATIONS VZ	100 0000	06/30/08	06/26/09	\$3,101.26	\$3,508.12	(\$406.86)
VERIZON COMMUNICATIONS VZ	200 0000	06/30/08	06/26/09	\$6,202.53	\$7,016.23	(\$813.70)
VERIZON COMMUNICATIONS VZ	300 0000	06/30/08	06/26/09	\$9,303.79	\$10,524.35	(\$1,220.56)

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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

SCHWAB
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2009 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds - Average
All Other Investments - First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VERIZON COMMUNICATIONS VZ	727 0000	06/30/08	06/26/09	\$22,546.18	\$25,504.00	(\$2,957.82)
Security Subtotal				\$58,640.42	\$65,321.13	(\$6,680.71)
WELLS FARGO & CO NEW WFC	544 0000	06/26/09	09/10/09	\$15,142.15	\$12,899.72	\$2,242.43
Security Subtotal				\$15,142.15	\$12,899.72	\$2,242.43
Total Short-Term				\$533,198.93	\$745,216.46	(\$212,017.53)
Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
A T & T INC NEW T	1,457 0000	12/05/03	06/26/09	\$36,123.72	\$35,639.68	\$484.04
A T & T INC NEW T	957 0000	12/05/03	09/10/09	\$25,257.11	\$23,409.18	\$1,847.93
Security Subtotal				\$61,380.83	\$59,048.86	\$2,331.97
ABBOTT LABORATORIES ABT	785 0000	12/01/05	04/03/09	\$34,571.20	\$29,608.87	\$4,962.33
ABBOTT LABORATORIES ABT	349 0000	12/01/05	09/10/09	\$16,289.63	\$13,163.69	\$3,125.94
Security Subtotal				\$50,860.83	\$42,772.56	\$8,088.27
ACCENTURE LTD CL A F ACN	428 0000	03/30/07	06/26/09	\$14,218.47	\$16,428.18	(\$2,209.71)
Security Subtotal				\$14,218.47	\$16,428.18	(\$2,209.71)

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Schwab One® Trust Account of
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U/A DTD 12/31/1990

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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method	
					Mutual Funds	All Other Investments
					Average	Firs, In First Out [FIFO]
ACCENTURE PLC CL A F ACN	200 0000	03/30/07	09/10/09	\$7,007 70	Cost Basis	Realized
					\$7,676 72 ¹	Gain or (Loss)
						(\$669 02)
ACCENTURE PLC CL A F ACN	574 0000	03/30/07	09/10/09	\$20,112 11	Cost Basis	Realized
					\$22,032 19 ¹	Gain or (Loss)
						(\$1,920 08)
Security Subtotal				\$27,119.81	\$29,708.91	(\$2,589 10)
AMGEN INCORPORATED AMGN	73 0000	06/30/08	09/10/09	\$4,307 78	Cost Basis	Realized
					\$3,459 71	Gain or (Loss)
						\$848 07
AMGEN INCORPORATED AMGN	158 0000	06/30/08	09/10/09	\$9,323 69	Cost Basis	Realized
					\$7,488 14	Gain or (Loss)
						\$1,835 55
Security Subtotal				\$13,631.47	\$10,947.85	\$2,683 62
BANK OF NY MELLON CP NEW BK	458 0000	07/24/08	09/10/09	\$13,250 72	Cost Basis	Realized
					\$16,538 86	Gain or (Loss)
						(\$3,288 14)
Security Subtotal				\$13,250.72	\$16,538 86	(\$3,288.14)
CHEVRON CORPORATION CVX	385.0000	04/05/05	04/03/09	\$27,168.43	Cost Basis	Realized
					\$21,891 14 ¹	Gain or (Loss)
						\$5,277 29
CHEVRON CORPORATION CVX	37 0000	04/05/05	06/26/09	\$2,435 96	Cost Basis	Realized
					\$2,103 82 ¹	Gain or (Loss)
						\$332 14
CHEVRON CORPORATION CVX	159 0000	04/05/05	09/10/09	\$11,385 01	Cost Basis	Realized
					\$9,040 76	Gain or (Loss)
						\$2,344 25
Security Subtotal				\$40,989.40	\$33,035 72	\$7,953 68
DISNEY WALT CO DIS	848 0000	08/02/02	06/26/09	\$19,842 38	Cost Basis	Realized
					\$12,548 53 ¹	Gain or (Loss)
						\$7,293 85
DISNEY WALT CO DIS	811 0000	08/02/02	09/10/09	\$22,700 08	Cost Basis	Realized
					\$12,001 02 ¹	Gain or (Loss)
						\$10,699 06
Security Subtotal				\$42,542.46	\$24,549.55	\$17,992.91

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1802-008184 913995

Schwab
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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

Account Number
January 1 - December 31,
2009

2009 Year-End Schwab Gain/Loss Report

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method	
					Mutual Funds	Realized
					Average	Gain or (Loss)
					All Other Investments	First In First Out (FIFO)
EBAY INC EBAY	1,624 0000	12/13/05	06/26/09	\$28,037 29	\$72,484 96 ¹	(\$44,447 67)
EBAY INC EBAY	1,080 0000	12/13/05	09/10/09	\$25,382 27	\$48,204 29 ¹	(\$22,822 02)
Security Subtotal				\$53,419.56	\$120,689 25	(\$67,269 69)
FRANKLIN RESOURCES INC BEN	111 0000	07/17/08	09/10/09	\$10,770 33	\$10,147 85	\$622 48
FRANKLIN RESOURCES INC BEN	156 0000	07/24/08	09/10/09	\$15,136 67	\$15,231 12	(\$94 45)
Security Subtotal				\$25,907.00	\$25,378 97	\$528 03
HARLEY DAVIDSON INC HOG	325 0000	06/09/05	03/04/09	\$2,908 43	\$15,992 60 ¹	(\$13,084 17)
Security Subtotal				\$2,908.43	\$15,992 60	(\$13,084 17)
HOME DEPOT INC HD	1,675 0000	07/11/06	04/03/09	\$41,833 99	\$57,806 93 ¹	(\$15,972 94)
HOME DEPOT INC HD	5 0000	07/11/06	09/10/09	\$137 58	\$172 56 ¹	(\$34 98)
HOME DEPOT INC HD	100 0000	07/11/06	09/10/09	\$2,751 87	\$3,451 16 ¹	(\$699 29)
HOME DEPOT INC HD	100 0000	07/11/06	09/10/09	\$2,751 88	\$3,451 16 ¹	(\$699 28)
HOME DEPOT INC HD	100 0000	07/11/06	09/10/09	\$2,751 88	\$3,451 16 ¹	(\$699 28)
HOME DEPOT INC HD	100 0000	07/11/06	09/10/09	\$2,751 81	\$3,451 16 ¹	(\$699 35)
HOME DEPOT INC HD	100 0000	07/11/06	09/10/09	\$2,751 92	\$3,451 16 ¹	(\$699 24)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CGIC1802-008184 913996



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Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

Report Period
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2009 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
HOME DEPOT INC HD	300 0000	07/11/06	09/10/09	\$8,255 44	\$10,353 48 ¹	(\$2,098 04)
Security Subtotal				\$63,986.37	\$85,588.77	(\$21,602.40)
MERCK & CO INC MRK	650 0000	08/22/05	04/03/09	\$17,020 81	\$17,845 36 ¹	(\$824 55)
MERCK & CO INC MRK	300 0000	09/29/05	04/03/09	\$7,855 76	\$8,145 00 ¹	(\$289 24)
MERCK & CO INC MRK	50 0000	12/13/05	04/03/09	\$1,309 29	\$1,452 00 ¹	(\$142 71)
MERCK & CO INC MRK	360 0000	12/13/05	04/03/09	\$9,426 91	\$10,454 40 ¹	(\$1,027 49)
MERCK & CO INC MRK	185 0000	01/31/08	04/03/09	\$4,844 39	\$8,493 83	(\$3,649 44)
MERCK & CO INC MRK	605 0000	01/31/08	04/03/09	\$15,842 44	\$27,777 12	(\$11,934 68)
MERCK & CO INC MRK	1,128.0000	05/30/08	09/10/09	\$36,065 82	\$43,588 01	(\$7,522 19)
Security Subtotal				\$92,365.42	\$117,755 72	(\$25,390 30)
MICROSOFT CORP MSFT	795 0000	05/22/06	04/03/09	\$14,929 81	\$18,168 61 ¹	(\$3,238 80)
MICROSOFT CORP MSFT	15 0000	05/22/06	09/10/09	\$374 46	\$342 80 ¹	\$31 66
MICROSOFT CORP MSFT	85 0000	07/21/06	09/10/09	\$2,121 92	\$2 040 00 ¹	\$81 92
MICROSOFT CORP MSFT	100 0000	07/21/06	09/10/09	\$2,496 38	\$2,400 00 ¹	\$96 38
MICROSOFT CORP MSFT	100 0000	07/21/06	09/10/09	\$2,496 38	\$2,400 00 ¹	\$96 38

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1802-008184 913597

Schwab One® Trust Account of
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2009 Year-End Schwab Gain/Loss Report

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method	
					Mutual Funds	All Other Investments
					Average	First In First Out [FIFO]
					Cost Basis	Gain or (Loss)
MICROSOFT CORP MSFT	100 0000	07/21/06	09/10/09	\$2,496 38	\$2,400 00	\$96 38
MICROSOFT CORP MSFT	200 0000	07/21/06	09/10/09	\$4,992 74	\$4,800 00	\$192 74
MICROSOFT CORP MSFT	300 0000	07/21/06	09/10/09	\$7,489 14	\$7,200 00	\$289 14
MICROSOFT CORP MSFT	586 0000	07/21/06	09/10/09	\$14,628 74	\$14,064 00	\$564 74
Security Subtotal				\$52,025 95	\$53,815 41	(\$1,789 46)
NORDSTROM INC JWN	795 0000	11/01/07	06/26/09	\$15,534 49	\$30,194 37	(\$14,659 88)
NORDSTROM INC JWN	556 0000	11/01/07	09/10/09	\$16,633 92	\$21,117 07	(\$4,483 15)
Security Subtotal				\$32,168 41	\$51,311 44	(\$19,143 03)
PFIZER INCORPORATED PFE	100 0000	05/07/08	09/10/09	\$1,633 40	\$1,998 39	(\$364 99)
PFIZER INCORPORATED PFE	1,540 0000	05/07/08	09/10/09	\$25,157 63	\$30,775 16	(\$5,617 53)
Security Subtotal				\$26,791 03	\$32,773 55	(\$5,982 52)
STARBUCKS CORP SBUX	890 0000	01/03/08	06/26/09	\$12,988 27	\$16,573 22	(\$3,584 95)
STARBUCKS CORP SBUX	1,093 0000	01/03/08	09/10/09	\$21,840 64	\$20,353 41	\$1,487 23
Security Subtotal				\$34,828 91	\$36,926 63	(\$2,097 72)
UDR INC REIT UDR	100 0000	07/24/08	09/08/09	\$1,289 84	\$2,480 20	(\$1,190 36)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CGIC1802-008184 913598



G000081840608

Schwab One® Trust Account of
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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)		Accounting Method		Mutual Funds Average		All Other Investments First In First Out [FIFO]	
Long-Term (continued)		Acquired/ Opened	Sold/ Closed	Quantity/Par	Total Proceeds	Cost Basis	Realized Gain or (Loss)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,480 20	(\$1,190 36)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,480 20	(\$1,190 36)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,480 20	(\$1,190 36)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,480 20	(\$1,190 36)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,481 20	(\$1,191 36)
UDR INC	REIT UDR	07/24/08	09/08/09	100 0000	\$1,289 84	\$2,481 20	(\$1,191 36)
UDR INC	REIT UDR	07/24/08	09/08/09	200 0000	\$2,579 68	\$4,958 40	(\$2,378 72)
UDR INC	REIT UDR	07/24/08	09/08/09	200 0000	\$2,579 68	\$4,960 40	(\$2,380 72)
UDR INC	REIT UDR	07/24/08	09/08/09	200 0000	\$2,579 68	\$4,960 40	(\$2,380 72)
UDR INC	REIT UDR	07/24/08	09/08/09	420 0000	\$5,417 32	\$10,425 29	(\$5,007 97)
UDR INC	REIT UDR	07/24/08	09/08/09	500 0000	\$6,449 19	\$12,396 01	(\$5,946 82)
UDR INC	REIT UDR	07/24/08	09/08/09	500 0000	\$6,449 19	\$12,401 01	(\$5,951 82)
UDR INC	REIT UDR	07/24/08	09/08/09	700 0000	\$9,028 87	\$17,368 42	(\$8,339 55)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1802-008184 913999

Schwab
INSTITUTIONAL

Schwab One® Trust Account of
GRIFFITH WAY TRUSTEE
BLAKEMORE FOUNDATION
U/A DTD 12/31/1990

Account Number
Report Period
January 1 - December 31,
2009

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Long-Term (continued)		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method	
						Mutual Funds	Average
						All Other Investments	First In First Out [FIFO]
UDR INC	REIT UDR	1,000 0000	07/24/08	09/08/09	\$12,898.39	\$24,802.02	(\$11,903.63)
Security Subtotal					\$57,010.88	\$109,635.35	(\$52,624.47)
VERIZON COMMUNICATIONS VZ		782 0000	06/30/08	09/10/09	\$24,492.04	\$27,433.46	(\$2,941.42)
Security Subtotal					\$24,492.04	\$27,433.46	(\$2,941.42)
WAL-MART STORES INC WMT		34 0000	07/12/06	06/26/09	\$1,641.02	\$1,542.44	\$98.58
WAL-MART STORES INC WMT		486 0000	07/12/06	09/10/09	\$24,704.48	\$22,047.81	\$2,656.67
Security Subtotal					\$26,345.50	\$23,590.25	\$2,755.25
WALGREEN COMPANY WAG		495 0000	01/03/08	06/26/09	\$14,746.62	\$17,424.77	(\$2,678.15)
WALGREEN COMPANY WAG		100 0000	01/03/08	09/10/09	\$3,404.06	\$3,520.16	(\$116.10)
WALGREEN COMPANY WAG		337 0000	01/03/08	09/10/09	\$11,471.69	\$11,862.92	(\$391.23)
Security Subtotal					\$29,622.37	\$32,807.85	(\$3,185.48)
Total Long-Term					\$785,865.86	\$966,729.74	(\$180,863.88)

Total Realized Gain or (Loss)

\$1,319,064.79 \$1,711,946.20 (\$392,881.41)

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CGIC1802-008184 914000

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BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

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

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

(a) Name & Address	(b) Title and Average Hours per Week devoted to position	(c) Compensation	(d) Contributions to employee benefit plan and deferred compensation	(e) Expense account, other allowances
Griffith Way Suite 4800 1201 Third Avenue Seattle, WA 98101	Trustee & Manager 25 hours/week	0	0	0
Mimi Gardner Gates 1300 First Avenue Seattle, WA 98101-2003 (elected June 2009)	Manager 2 hours/week	0	0	0
Thomas Gething University of Washington P.O. Box 353770 Seattle, WA 98195-3770	Manager 2 hours/week	0	0	0
Lorri Hagman 13008 7th Avenue NW Seattle, WA 98177 (term expired June 2009)	Manager 2 hours/week	0	0	0
Christopher R. Helm 1201 Third Ave., Suite 2200 Seattle, WA 98101-3045 (term expired June 2009)	Manager 2 hours/week	0	0	0
Darryl N. Johnson 17409 Sylvester Road Burien, WA 98166	Manager 2 hours/week	0	0	0
Robert A. Kapp 851 54th Street Port Townsend, WA 98368 (term expired June 2009)	Manager 2 hours/week	0	0	0

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

(a) Name & Address	(b) Title and Average Hours per Week devoted to position	(c) Compensation	(d) Contributions to employee benefit plan and deferred compensation	(e) Expense account, other allowances
Heng-Pin Kiang 2021 Broadway East Seattle, WA 98102 (elected June 2009)	Manager 2 hours/week	0	0	0
Eugene H. Lee 7704 NE Yeomalt Point Drive NE Bainbridge Island, WA 98110	Manager 2 hours/week	0	0	0
Joseph A. Massey P O. Box 32 Deer Harbor, WA 98243	Manager 2 hours/week	0	0	0
Albert V. Ravenholt 1017 Minor Avenue #804 Seattle, WA 98104	Honorary Manager 2 hours/week	0	0	0
David K.Y. Tang 925 Fourth Avenue, Suite 2900 Seattle, WA 98104-1158 (elected June 2009)	Manager 2 hours/week	0	0	0

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - SUPPLEMENTARY INFORMATION

Line 2a. *Name/address/telephone number of person to whom applications should be addressed*

Blakemore Foundation
Griffith Way, Trustee
1201 Third Avenue, Suite 4800
Seattle, WA 98101-3266
(206) 359-8778

Line 2b. *Form in which applications should be submitted and information and materials they should include*

Grants to Individuals for Advanced Study of Asian Languages
See attached application form and instructions

Art Grants
See attached materials

2.c. *Any submission deadlines*

Grants to Individuals for Advanced Study of Asian Languages
Applications postmarked by December 30

Art Grants
Application received by May 15 and November 1

2d. *Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors*

Grants to Individuals for Advanced Study of Asian Languages
See attached materials

Art Grants
See attached materials

**Application for Blakemore Freeman Fellowship for Advanced Asian Language Study or
Blakemore Refresher Grant**

Name

Birthdate

Primary Email Address

Alternate Email Address

Telephone

Mailing Address

Your Citizenship Status

- ☐ I am a U S citizen
☐ I am an Alien with U S Permanent Resident Status/Alien Registration No

If awarded a Blakemore Freeman Fellowship or Blakemore Refresher Grant, I plan to use the grant for language study at the following language program in East or Southeast Asia:

Language

Dates of study

Language Program (list one only)

Have you applied?

If not, why?

Principal Academic or Professional Honors

Previous study of the language for which I am applying:

Highest Level Completed (example 4th Year Chinese)

Study abroad or other programs attended

Colleges or Universities Attended *Please enclose with your application or send under separate cover official transcripts in original sealed envelopes from all institutions at which you have studied for more than one year*

Institution	Major	Degree & Date (received or expected)

Recommendation Letters *Please enclose with your application or send under separate cover two letters of recommendation in sealed envelopes*

Name of Recommender #1

Title/Position

University or Organization

Address

City/State/Zip Code

Email

Telephone

Name of Recommender #2

Title/Position

University or Organization

Address

City/State/Zip Code

Email

Telephone

Application Agreement

I have read the Foundation's Eligibility Requirements, Selection Criteria and Grant Guidelines as published on the Blakemore Foundation's website at <http://www.blakemorefoundation.org> I believe that I qualify for a Blakemore Freeman Fellowship based on this information I confirm that I am not related to any of the current members of the Blakemore Foundation Board of Managers as of the date of this application.

I authorize the language program listed above to release information on my admittance status and results of any written or oral tests conducted as part of the program's application process directly to the Foundation.

Date _____

Signature _____

Application Deadline: Postmarked by December 30, 2009

Send all materials to:

Mr Griffith Way, Trustee
Blakemore Foundation
1201 Third Avenue, Suite 4800
Seattle, Washington 98101-3266

Study for grant must start between June 2010 and May 2011. No deferrals will be permitted.

All grants are awarded contingent upon the applicant's unconditional acceptance by the language program
"Unconditional acceptance" means that the applicant must not be required to complete a summer program as a prerequisite to academic year admission.

APPLICATION INSTRUCTIONS

Send all materials to:

Mr. Griffith Way, Trustee
Blakemore Foundation
1201 Third Avenue, Suite 4800
Seattle, Washington 98101-3266

Materials to Be Submitted with Blakemore Freeman Fellowship Application

- Completed application form
- Essay (three to four pages in length, double-spaced) discussing
 - Applicant's academic, professional or business background
 - Prior study and use of the language and involvement with the Asian country
 - Career objectives and how the language will be used to achieve them
- Two recent letters of recommendation from individuals familiar with applicant's academic, professional or business experience
- Official college and university transcripts from all institutions at which applicant has studied for more than one year.
- If applicant has *not* completed 3 academic years of study of the language at the college level, submit the Foreign Language Reference Form, completed by a language instructor or other qualified individual able to evaluate the applicant's language competency. Otherwise, do not submit the form.
- Applicants for programs involving tutorials should submit the following additional information with their application:
 - Information on the proposed language program
 - Information regarding the proposed tutors' professional qualifications
 - Budget for estimated tutoring expenses
 - The applicant's proposed affiliation during the grant period with a recognized educational institution in the Asian country

Materials to Be Submitted with Blakemore Refresher Grant Application (former Blakemore Freeman Fellows – see separate instructions below)

- Completed application form
- Essay (three to four pages in length, double-spaced) discussing
 - Applicant's academic, professional or business background
 - Prior study and use of the language and involvement with the Asian country
 - Career objectives and how the language will be used to achieve them
- One recent letter of recommendation from individual familiar with applicant's academic, professional or business experience
- Curriculum vitae
- Latest official college transcript (applicable only to those who have not yet received their doctorate)
- Applicants for programs involving tutorials should submit the following additional information with their application:
 - Information on the proposed tutorial program
 - Information regarding the proposed tutors' professional qualifications
 - Budget for estimated tutoring expenses
 - The applicant's proposed affiliation during the grant period with a recognized educational institution in the Asian country

Materials to Be Submitted by former Blakemore Freeman Fellows for Blakemore Refresher Grant Application

- Completed application form
- Essay (two to three pages in length, double-spaced) discussing
 - Reasons for requesting additional language study
 - Use of the language since last receiving a Blakemore grant
- Curriculum vitae
- Applicants for programs involving tutorials should submit the following additional information with their application:
 - Applicant's proposed affiliation during the grant period with a recognized educational institution in the Asian country

Application Timeline

- December 30 – Postmark deadline for applications
- February - Applications reviewed by Foundation
- March - Finalists and alternates notified and interviewed
- Late March/early April - Grantees selected and notified of grants

Additional Information Concerning Application Materials

- Letters of Recommendation
 - No special forms are used. A letter printed on a recommender's professional letterhead is preferred.
 - Letters of recommendation discussing applicant's overall abilities, to the extent known by the recommender, are preferred to those which are limited to evaluating an applicant's language skills.
 - Letters of recommendation may be included with application or sent under separate cover, but must be in unopened sealed envelopes from recommenders.
 - Recommendations sent under separate cover should be addressed to Mr. Griffith Way, Trustee, Blakemore Foundation, 1201 Third Avenue, Suite 4800, Seattle, Washington 98101-3266.
 - Letters of Recommendation
- Foreign Language Reference Form
 - This form is submitted ONLY if the applicant has not completed 3 years of study of the language at the college level. It should be completed by a language instructor or other individual competent to assess applicant's language abilities.
- Transcripts
 - Transcripts may either be included with application or sent under separate cover, but must be in sealed envelopes from issuing institution.
 - Photocopies of transcripts from institutions located outside the United States will be accepted if official transcripts are not readily obtainable.
 - Transcripts are required only from universities at which the applicant has studied for more than one year.
- Curriculum Vitae or Resume
 - A curriculum vitae or resume may be included with an application for a Blakemore Freeman Fellowship, but is not required. A curriculum vitae or resume is required with an application for a Blakemore Refresher Grant.

Mailing Instructions

- Application materials should be carefully addressed, using the complete mailing address of the Foundation. In previous years materials have been delayed or even returned to the sender by the U.S. Postal Service due to a missing suite number or incorrect zip code.
- Application materials should be addressed to
The Blakemore Foundation
Mr. Griffith Way, Trustee
1201 Third Avenue, Suite 4800
Seattle, Washington 98101-3266

Application Deadline

- Applications must be postmarked by December 30.
- An application received after December 30 must show proof of mailing by the deadline consisting of one of the following
 - A legibly dated U.S. Postal Service postmark,
 - A legible mail receipt with the date of mailing stamped by the U.S. Postal Service,
 - A dated shipping label, invoice or receipt from a commercial carrier (Federal Express, United Parcel Service, etc.)
 - If December 30 falls on a Sunday or other postal holiday in the United States, then applications may be postmarked the next business day.
 - We recommend that applications sent from overseas be shipped well before December 30 or be sent by express delivery in order to ensure that the application is received in a timely manner.

FOREIGN LANGUAGE REFERENCE FORM

Name of Applicant _____

Language _____

INSTRUCTIONS: *Please check the applicant's present language ability in relation to each of the following categories:*

SPEAKING AND LISTENING (Please check one)

- ☐ Unable to function in the spoken language
- ☐ Able to satisfy basic social needs and maintain very simple conversation in familiar topics
- ☐ Able to satisfy routine social demands and limited work requirements
- ☐ Able to participate effectively in most formal and informal conversations on practical and social topics and on professional topics in restricted contexts
- ☐ Able to use the language fluently and accurately on all levels pertinent to professional needs
- ☐ Use of language is functionally equivalent to a well-educated native speaker

READING (Please check one)

- ☐ No practical ability to read the language
- ☐ Sufficient comprehension to read very simple connected written material in a form equivalent to usual printing or typescript
- ☐ Sufficient comprehension to read simple, authentic texts on subjects within a familiar context
- ☐ Able to read within a normal range of speed and with almost complete comprehension a variety of authentic prose material on unfamiliar subjects, as well as technical material
- ☐ Able to read fluently and accurately all styles and forms of the language pertinent to professional needs, including all materials in one's special field
- ☐ Reading proficiency is functionally equivalent to a well-educated native speaker

Please indicate briefly how the evaluation was determined (e.g., 2 years of coursework, a test, etc.)

Name of Evaluator _____

Institution _____

Position or Title _____

Signature _____

Date _____

Blakemore Freeman Fellowships 2010 Grant Guidelines

Blakemore Freeman Fellowships are awarded for one year of advanced level language study in East or Southeast Asia in approved language programs. For grants to be awarded in spring 2010, study must start between June 2010 and May 2011.

Grants are *highly* competitive. In 2009, we were able to fund less than 6% of applicants.

Eligible Languages

Chinese	Vietnamese	Tibetan	Japanese
Indonesian	Thai	Korean	Khmer
Burmese	Malaysian		

Consideration will be given to other East or Southeast Asian languages on an individual basis. Grants will not be made for the study of Asian languages not in current use.

Selection Criteria

- o A focused, well-defined career objective involving Asia in which regular use of the language is an important aspect
- o The potential to make a significant contribution to a field of study or area of professional or business activity in an Asian country
- o Prior experience in the Asian country or involvement or participation in activities related to the country
- o Good academic, professional or business background, appropriate to the career program

Eligibility Requirements

To be eligible for a grant, an applicant must:

- o Be pursuing an academic, professional or business career that involves the regular use of a modern East or Southeast Asian language
- o Have a college undergraduate degree
- o Be at or near an advanced level in the language as defined below in "Definition of Advanced Level" (Minimum requirement is fluency equivalent to 3 years of college-level study of the language)
- o Be able to devote oneself exclusively to language study during the term of the grant; grants are not made for part-time study or research
- o Be a U S citizen or permanent resident of the United States

"Professional or business career" includes, but is not limited to, careers in computer science, engineering, international business, journalism, law, medicine, NGO work, and teaching.

Definition of Advanced Level

An applicant for a Blakemore Freeman Fellowship must have

- A minimum of three academic years of regular language study at the college level (example, completed 3rd year Chinese); or
- A minimum of one academic year of full-time intensive language study at the college-level; or
- Provide proof of equivalent competency (see language evaluation form at end of this document that can be used to satisfy this requirement)
- Note Applications for languages which are not commonly taught at U.S. universities will be considered on an individual basis

Application and Acceptance by Language Program

It is the applicant's individual responsibility to apply to the language program which he or she lists on the Blakemore Freeman Fellowship application. The Foundation does not apply for the applicant. Applicants may list only one language program on the application.

Blakemore Freeman Fellowships are awarded contingent upon the applicant's unconditional acceptance by the language program for which the fellowship is awarded. Example: an applicant applying to the IUP-Tsinghua program must successfully pass the IUP's oral exam and not be required by the IUP to complete a summer program as a prerequisite to academic year admission.

Approved Language Programs for Japanese, Chinese & Korean

Japanese	Inter-University Center for Japanese Language Studies, Yokohama, Japan
Mandarin	International Chinese Language Program at National Taiwan University, Taipei
Mandarin	Inter-University Program for Chinese Language Studies at Tsinghua University, Beijing
Cantonese	New Asia—Yale-in-China Chinese Language Center or the New International Cantonese Program at the Chinese University of Hong Kong
Korean	Korean Language & Culture Program, Seoul University
Korean	Korean Language Institute, Yonsei University
Korean	Center for Korean Studies, Sogang University

Approval of language programs for study of other languages will be considered on an individual basis during the application review process. No grants are available for study in the United States.

Private Tutorial Programs

If there is no approved advanced-level language program available in a country, an applicant may propose a program combining study in an ordinary language program supplemented by private tutorials. If no language program exists at all in the country, an applicant may propose a program of full-time tutorials.

Length of Program

Blakemore Freeman Fellowships are made for one year of full-time language study. This may include study in the summer immediately preceding or following an academic year program. The Foundation encourages applicants who are applying for an academic year program to include a summer term in their application. The inclusion of a summer term does not affect the selection process.

Academic Year	Academic Year plus Summer Program	Summer Study Alone	Program Less than One Academic Year
Yes	Yes	No	No

Extensions of Grants

Under normal economic conditions, the Foundation is open to reasonable requests for a grant extension. A request can be made at any time during the course of a grant, explaining the reasons for the extension and accompanied by evidence of good standing in the applicant's current language program. The request may be submitted by email and should be directed to Griffith Way, Trustee.

Please note that we cannot guarantee that funding for grant extensions will be available for the 2010-2011 year.

Applicants who believe they may wish to attend a summer term following their academic year should include the summer term in their application in order to guarantee funding.

Dates of Study and Deferral Policy

Study must start between June of the year of award and May of the following year. No deferrals of grants will be permitted.

Residency Requirement

Blakemore Freeman Fellows are expected to remain in the study country during the entire period of their grant, except in the event of an emergency. Therefore, a Blakemore Freeman Fellow should not plan to return to the United States for Christmas or other holiday periods.

We encourage Blakemore Freeman Fellows to use holidays and school breaks for modest travel within their study country and to use these opportunities to expand their language usage outside the classroom.

Conflicting Activities

Blakemore Freeman Fellows must devote full-time to language study and not engage in any conflicting activities during the period covered by their grant

Part-time employment, teaching English, extensive research on a dissertation or involvement in other projects which could hamper full-time study is not permitted.

Recreational, educational or cultural activities which do not interfere with full-time study are encouraged, particularly during school and holiday breaks.

U.S. Income Tax Liability

All grant funds from the Blakemore Foundation are taxable for U S income tax purposes unless the recipient qualifies for some type of exclusion or deduction.

The treatment of Blakemore language grants for tax purposes is the recipient's individual responsibility. No income tax is withheld from the stipend and grant recipients are responsible for making any required estimated tax payments. Please see IRS Publication 970 *Tax Benefits for Education* and Form 1040-ES for more information. Because of the variety of individual situations, we recommend applicants discuss their own individual case with a qualified tax advisor.

Amount of Grant

Blakemore Freeman Fellowships are intended to cover basic expenses at a graduate student level necessary to pursue a year of full-time language study in Asia, including tuition or tutoring fees, plus a stipend for travel, living and study expenses

The stipend for Blakemore Freeman Fellowships is paid periodically over the course of the grant and may be used for the following types of expenses:

- Round-trip airfare, economy class
- Books and study materials related to language program
- Housing/utilities
- Food and ordinary daily living expenses
- Local commuting
- Travel within country during holidays and school breaks
- Health insurance/medical evacuation insurance
- Immunizations appropriate for country
- Visa application fees
- Income taxes due on taxable portion of grant
- Other fees or expenses required by language program or approved by the Trustee

It is up to each Blakemore Freeman Fellow to budget the stipend funds to cover necessary costs. Thus it is to his or her advantage to obtain as low an airfare as possible in order to have more funds for travel, books, etc. Stipend funds may not be used to cover expenses of an accompanying dependent.

Unused stipend funds must be returned to the Foundation at the end of the grant

Grant Disbursement

Tuition for the language program is covered in full by the grant and is paid directly to the language program by the Blakemore Foundation. Tutoring fees, if applicable, are reimbursed to the Blakemore Freeman Fellow based on monthly expense reports and receipts.

The stipend for travel, living and study expenses is disbursed to the Blakemore Freeman Fellow at intervals over the course of the grant. Adjustments to stipend may be considered if exchange rates or living expenses alter significantly during the period covered by the grant.

Required Reports

Blakemore Freeman Fellows must submit a monthly financial report of expenditures of the stipend, and two progress reports to the Foundation during their fellowship, the first report being due at mid-year, and a second report just prior to the end of their grant. A statement regarding the expenditure of the stipend on forms provided by the Foundation must be provided at the end of a Blakemore Freeman Fellowship. The Foundation must be provided with an official transcript from the language program at which the student is enrolled for each academic period covered by a Blakemore Freeman Fellowship. The transcript should list courses taken and grades received or progress made.

Blakemore Refresher Grants 2010 Grant Guidelines

Blakemore Refresher Grants provide funding for short-term language study for periods of two months (minimum) or longer (but less than an academic year)

Grants are *highly* competitive. In 2009, we were able to fund less than 6% of applicants.

Eligibility Requirements

To be eligible for a grant, an applicant must

- Be a member of one of the following groups -
 - Former Blakemore Freeman Fellows;
 - Professors who are teaching in an Asian field at a university or college in the United States and post-doctoral professionals whose degree is in an Asian field;
 - Graduates of the regular academic-year programs at the Inter-University Center in Yokohama, Japan, the Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China, and the International Chinese Language Program at National Taiwan University in Taipei, Taiwan.
- Be pursuing an academic, professional or business career that involves the regular use of a modern East or Southeast Asian language
- Have a college undergraduate degree
- Be at an advanced level in the language
- Be able to devote oneself exclusively to language study during the term of the grant; grants are not made for part-time study or research
- Be a U.S. citizen or permanent resident of the United States

"Professional or business career" includes, but is not limited to, careers in computer science, engineering, international business, journalism, law, medicine, NGO work, and teaching

Eligible Languages

Chinese	Vietnamese	Tibetan	Japanese
Indonesian	Thai	Korean	Khmer
Burmese	Malaysian		

Consideration will be given to other East or Southeast Asian languages on an individual basis. Grants will not be made for the study of Asian languages not in current use.

Selection Criteria

- A focused, well-defined career objective involving Asia in which regular use of the language is an important aspect
- The potential to make a significant contribution to a field of study or area of professional or business activity in an Asian country
- Prior experience in the Asian country or involvement or participation in activities related to the country
- Good academic, professional or business background, appropriate to the career program

Application and Acceptance by Language Program

It is the applicant's individual responsibility to apply to the language program which he or she lists on the Blakemore Refresher Grant application. The Foundation does not apply for the applicant. Applicants may list only one language program on the application.

Approved Language Programs for Japanese, Chinese & Korean

Blakemore Refresher Grants will be awarded for advanced-level language programs in Asia that are a minimum of two months up to a period less than an academic year at:

- Inter-University Center for Japanese Language Studies in Yokohama, Japan (IUC)
- Inter-University Program for Chinese Language Studies at Tsinghua University (IUP)
- International Chinese Language Program at National Taiwan University (ICLP)
- Tutorials in those countries where there are no advanced-level structured programs

Dates of Study and Deferral Policy

Study must start between June of the year of award and May of the following year. No deferrals of grants will be permitted.

Residency Requirement

Blakemore Refresher Grant Fellows are expected to remain in the study country during the entire period of their grant, except in the event of an emergency.

We encourage Blakemore Refresher Grant Fellows to use holidays and school breaks for modest travel within their study country and to use these opportunities to expand their language usage outside the classroom

Conflicting Activities

Blakemore Refresher Grant Fellows must devote full-time to language study and not engage in any conflicting activities during the period covered by their grant.

Part-time employment, teaching English, extensive research on a dissertation or involvement in other projects which could hamper full-time study is not permitted.

Recreational, educational or cultural activities which do not interfere with full-time study are encouraged, particularly during school and holiday breaks

U.S. Income Tax Liability

All grant funds from the Blakemore Foundation are taxable for U.S. income tax purposes unless the recipient qualifies for some type of exclusion or deduction.

The treatment of Blakemore language grants for tax purposes is the recipient's individual responsibility. No income tax is withheld from the stipend and grant recipients are responsible for making any required estimated tax payments. Please see IRS Publication 970 *Tax Benefits for Education* and Form 1040-ES for more information. Because of the variety of individual situations, we recommend applicants discuss their own individual case with a qualified tax advisor.

Amount of Grant

Blakemore Refresher Grants are intended to cover basic expenses at a graduate student level necessary to pursue full-time language study in Asia, including tuition or tutoring fees, plus a stipend for travel, living and study expenses.

The stipend for Blakemore Refresher Grants is paid periodically over the course of the grant and may be used for the following types of expenses:

- Round-trip airfare, economy class
- Books and study materials related to language program
- Housing/utilities
- Food and ordinary daily living expenses
- Local commuting
- Travel within country during holidays and school breaks
- Health insurance/medical evacuation insurance
- Immunizations appropriate for country
- Visa application fees
- Income taxes due on taxable portion of grant
- Other fees or expenses required by language program or approved by the Trustee

It is up to each Blakemore Refresher Grant Fellow to budget the stipend funds to cover necessary costs. Thus it is to his or her advantage to obtain as low an airfare as possible in order to have more funds for travel, books, etc. Stipend funds may not be used to cover expenses of an accompanying dependent.

Unused stipend funds must be returned to the Foundation at the end of the grant

Grant Disbursement

Tuition for the language program is covered in full by the grant and is paid directly to the language program by the Blakemore Foundation. Tutoring fees, if applicable, are reimbursed to the Blakemore Refresher Grant Fellow based on monthly expense reports and receipts.

The stipend for travel, living and study expenses is disbursed to the Blakemore Refresher Grant Fellow at intervals over the course of the grant. Adjustments to stipend may be considered if exchange rates or living expenses alter significantly during the period covered by the grant.

Required Reports

A Blakemore Refresher Grant Fellow must submit a monthly financial report of expenditures of the stipend, and progress reports to the Foundation during the fellowship. A statement regarding the expenditure of the stipend on forms provided by the Foundation must be provided at the end of the grant. The Foundation must be provided with an official transcript from the language program at which the Fellow is enrolled for each academic period covered by a Blakemore Refresher Grant. The transcript should list courses taken and grades received or progress made.

Frances Blakemore Asian Art Grants

Improving the Understanding of Asian Fine Arts in the United States

Grants will be made only to tax-exempt organizations in the United States such as museums, universities and other educational or art-related institutions for programs, exhibits or publications that improve the understanding of Asian fine arts in the United States. No art grants will be made to individuals.

- ☐ Asia is limited to the countries of China, Japan, Korea, Burma, Cambodia, Indonesia, Laos, Thailand, Malaysia, Vietnam, Philippines, Mongolia and Tibet.
- ☐ Fine arts refer to paintings, graphic arts, ceramics, sculpture, textiles and photography.



See our list of [sample art grants](#)

- ☐ The Blakemore Foundation will not make grants for:
 - ☐ Endowment purposes
 - ☐ General operating or regular curriculum expenses
 - ☐ Capital projects, including the acquisition or collection of art
 - ☐ General administrative or overhead expenses of the applicant

Application Instructions

Applications should be submitted in letter form containing the following information:

- ☐ Basic information on the exhibit, program or publication
- ☐ Project budget, including expenses and anticipated sources of funding
- ☐ Amount of grant requested
- ☐ Description of the specific use for proposed funds
- ☐ Copy of organization's 501(c)(3) exemption letter

Send applications to:

The Blakemore Foundation
Attn: Mr. Griffith Way, Trustee
1201 Third Avenue, Suite 4800
Seattle, Washington 98101-3266

Deadline for Receipt of Applications
(applications must be received by deadline)

- ☐ May 15
- ☐ November 1

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Last modified: 04/24/2008

This site is best viewed at a screen resolution of 800 x 600 or higher.

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

Attachments for 990-PF

Part XV- Supplementary Information

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

See attached schedules

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

If individual, relationship
to any foundation manager
or substantial
contributor

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
GRANTS PAID TO INDIVIDUALS			
Michitake Aso c/o 84 Sycamore Lane Buena Park, CA 90621	None n/a	Language study at Saigon Vietnamese Language School for Foreigners in Ho Chi Minh City, Vietnam	\$10,740.00
Gabriel Bloch 1353 Lucile Avenue Los Angeles, CA 90026	None n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$18,250.00
Lila Buckley c/o P.O. Box 642 Ukiah, CA 95482-0642	None n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$9,750.00
Alex F. Bueno c/o 340 Giralda Avenue #411 Coral Gables, FL 33134	None n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$37,371.00
Howard Henry Chen 534 W. Brompton Avenue #2N Chicago, IL 60657	None n/a	Language study with tutors in Ho Chi Minh City, Vietnam	\$9,170.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a. Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Jessica Farmer 7 Browns Court SE Washington, DC 20003	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$1,000.00
Sherry J Funches c/o 12105 Ravenscroft Court Bowie, MD 20720	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$37,371.00
William Hedberg c/o 4011 San Andres Avenue NE Albuquerque, NM 87110	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$15,941.00
Hilary Holbrow c/o 65 Gates Street Frammingham, MA 01702	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$15,941.00
Billy J. Hwan 5903 Charlotte Street Houston, TX 77005	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$30,600.00
Gautam Kene c/o 25 Tidewater Irvine, CA 92614	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$19,108.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Daniel Kluman c/o P O Box 61904 Santa Barbara, CA 93160	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$15,941.00
Cat Bao Le 1127 Fifth Avenue Oakland, CA 94606	None	n/a	Language study at Vietnam National University in Hanoi, Vietnam	\$23,600 00
Andrew Liu c/o 11528 Mirage Lane Frisco, TX 75080	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$10,300 00
Kristun Looney c/o 1321 Lakeshore Drive Snellville, GA 30078	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$9,750 00
Celia Lowe University of Washington Dept of Anthropology Box 353100 Seattle, WA 98195-3100	None	n/a	Language study with tutors in Yogyakarta, Indonesia	\$10,800 00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Kelsey Hye Sun March c/o PO Box 219 Compton, NH 03223	None	n/a	Language study at Yonsei University in Seoul, Korea	\$21,925.00
Bradley McDonnell c/o 5501 Baldwin Way Pleasanton, CA 94588	None	n/a	Language study with tutors in Sumatra and Jakarta, Indonesia	\$34,000.00
Abigail Moyer c/o 1040 Boulder Hill Green Lane, PA 18054	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$9,750.00
Mark Oltmanns 140 N. Euclid #405) Oak Park, IL 60302	None	n/a	Language study at Chulalongkorn University in Bangkok, Thailand	\$12,550.00
Katharine Poundstone c/o 130 Hamilton Park Lexington, KY 40504	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$18,550.00
Christopher Sall c/o 6148 Shambrock Circle Frederick, CO 80530	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$18,250.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

Recipient Name & Address	If individual, relationship to any foundation manager or substantial contributor	Foundation Status	Purpose	Amount
Jillian Schultz c/o 223 East Delaware Pl #5E Chicago, IL 60611-1808	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$18,550.00
Kyoung Mun Shin c/o 25 Country Club Woods Circle Waterbury, CT 06708	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$30,550.00
J P Smadecki c/o 7370 S 12th Street Portage, MI 49024	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$6,750.00
Bonnie Tilland 3602 NE 73rd Place, Apt 5 Seattle, WA 98115	None	n/a	Language study at Seoul National University in Seoul, South Korea	\$19,005.00
Taro Tsuda c/o 28 Keyes House Road Shrewsbury, MA 01545	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$43,371.00
Robert Tunstall c/o 114 Timberhill Road Buffalo Grove, IL 60089	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$43,371.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Timothy Yang c/o 7 Hawser Way Randolph, NJ 07869	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$19,500 00
Sharon Yoon c/o 14 Lawrence Drive Apt 202 Princeton, NJ 08540	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$15,941 00
			SUBTOTAL - Paid to Individuals	\$587,696 00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

GRANTS PAID DURING THE YEAR

a Paid during the year

If individual, relationship
to any foundation manager
or substantial
contributor

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
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GRANTS PAID TO ORGANIZATIONS

Asia Society 725 Park Avenue New York, NY 10021-5088	n/a	Exhibition of <i>Arts of Ancient Vietnam From River Plain to Open Sea</i>	\$5,000.00
China Institute in America 125 East 65th Street New York, NY 10021-7088	n/a	Exhibition of <i>Royal Tombs at Mawangdui: Art and Life in the Changsha Kingdom, Third Century BC - First Century AD</i>	\$10,000.00
Japan Society, Inc 333 East 47th Street New York, NY 10017	n/a	Exhibition of <i>Serizawa Master of Japanese Textile Design</i>	\$10,000.00
Scripps College Ruth Chandler Williamson Gallery 1030 Columbia Avenue Claremont, CA 91711-3948	n/a	Exhibition of <i>GENJI/NAKA GENJI 19th Century Japanese Prints of the Shinning Prince</i>	\$5,000.00
Seattle Art Museum P O Box 22000 Seattle, WA 98122-9700	n/a	Museum internships for University of Washington art history graduate students during 2009/2010 academic year	\$31,288.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009
GRANTS PAID DURING THE YEAR

a Paid during the year

<u>Recipient Name & Address</u>	<u>If individual, relationship to any foundation manager or substantial contributor</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Seattle Chinese Garden Society 1215 Fourth Avenue, Suite 1320 Seattle, WA 98161	n/a	Public	Funds to bring artisans from China for installation of the classical elements of a Sichuan-style garden	\$15,000.00
			SUBTOTAL - Paid to organizations	\$76,288.00 ¹
			GRAND TOTAL DISBURSED 2009	\$663,984.00 ¹

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

GRANTS APPROVED FOR FUTURE PAYMENT

b Approved for future payment

If individual, relationship
to any foundation manager
or substantial
contributor

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>	
GRANTS APPROVED FOR FUTURE PAYMENT TO INDIVIDUALS				
Gabriel Bloch 1353 Lucile Avenue Los Angeles, CA 90026	None	n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$25,550.00
Alex F Bueno c/o 340 Giralda Avenue #411 Coral Gables, FL 33134	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$14,500 00
Jessica Farmer 7 Browns Court SE Washington, DC 20003	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$43,800 00
Sherry J Funches c/o 12105 Ravenscroft Court Bowie, MD 20720	None	n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$14,500 00
Billy J Hwan 5903 Charlotte Street Houston, TX 77005	None	n/a	Language study at International Chinese Language Program at National Taiwan University in Taipei, Taiwan	\$14,200 00

GRANTS APPROVED FOR FUTURE PAYMENT TO INDIVIDUALS

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

GRANTS APPROVED FOR FUTURE PAYMENT

b Approved for future payment

If individual, relationship
to any foundation manager
or substantial
contributor

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Cat Bao Le 1127 Fifth Avenue Oakland, CA 94606	None n/a	Language study at Vietnam National University in Hanoi, Vietnam	\$10,200.00
Thomas Patton c/o 370 Menemsha Lane Troy, NY 12180	None n/a	Language study with tutors in Burma	\$30,500.00
Christopher Sall c/o 6148 Shambrock Circle Frederick, CO 80530	None n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$16,750.00
J.P. Smadecki c/o 7370 S. 12th Street Portage, MI 49024	None n/a	Language study at Inter-University Program for Chinese Language Studies at Tsinghua University in Beijing, China	\$29,250.00
Bonnie Tilland 3602 NE 73rd Place, Apt. 5 Seattle, WA 98115	None n/a	Language study at Seoul National University in Seoul, South Korea	\$20,395.00
Taro Tsuda c/o 28 Keyes House Road Shrewsbury, MA 01545	None n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$14,500.00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

GRANTS APPROVED FOR FUTURE PAYMENT

b Approved for future payment

If individual, relationship
to any foundation manager
or substantial

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Robert Tunstall c/o 114 Timberhill Road Buffalo Grove, IL 60089	None n/a	Language study at Inter-University Center for Japanese Language Studies in Yokohama, Japan	\$14,500.00
SUBTOTAL - Approved for Future Payment to Individuals			\$248,645 00

BLAKEMORE FOUNDATION EIN 91-1505735 SCHEDULE OF INFORMATION FOR FORM 990-PF
TAX YEAR ENDING 12/31/2009

GRANTS APPROVED FOR FUTURE PAYMENT

b Approved for future payment

If individual, relationship
to any foundation manager
or substantial

<u>Recipient Name & Address</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
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GRANTS APPROVED FOR FUTURE PAYMENT TO ORGANIZATIONS

Seattle Art Museum P O Box 22000 Seattle, WA 98122-9700	n/a	Museum internships for University of Washington art history graduate students during 2010/2011 academic year	\$32,078 00
		SUBTOTAL - Approved for future payment to organizations	\$32,078 00
		GRAND TOTAL APPROVED FOR FUTURE PAYMENT	\$280,723 00