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

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

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

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type. See Specific Instructions	Ray Hickey Foundation 5721 SE Columbia Way #100 Vancouver, WA 98661-5969	A Employer identification number 91-1887342
		B Telephone number (see the instructions) 360-604-4333
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	C If exemption application is pending, check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 9,555,381.	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	31.	31.	31.	
	4 Dividends and interest from securities	109,764.	109,764.	109,764.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-847,063.			
	b Gross sales price for all assets on line 6a	4,496,678.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule) See Statement 1	-101,529.				
12 Total. Add lines 1 through 11	-838,797.	109,795.	109,795.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instr)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 2	213,474.	213,323.		
	24 Total operating and administrative expenses. Add lines 13 through 23	213,474.	213,323.		
	25 Contributions, gifts, grants paid Part XV	467,250.			467,250.
26 Total expenses and disbursements. Add lines 24 and 25	680,724.	213,323.	0.	467,250.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,519,521.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			109,795.		

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash— non-interest-bearing	5,384.	146,470.	146,470.
	2 Savings and temporary cash investments			
	3 Accounts receivable 15,623.			
	Less: allowance for doubtful accounts	4,259.	15,623.	15,623.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	48,772.	58,772.	58,772.
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	10,144,415.	9,035,640.	9,334,516.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	10,202,830.	9,256,505.	9,555,381.
	17 Accounts payable and accrued expenses	19,426.		
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 3)	2.	1.	
	23 Total liabilities (add lines 17 through 22)	19,428.	1.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. X			
	24 Unrestricted	10,183,402.	9,256,504.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	10,183,402.	9,256,504.	
	31 Total liabilities and net assets/fund balances (see the instructions)	10,202,830.	9,256,505.	

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	10,183,402.
2 Enter amount from Part I, line 27a	2	-1,519,521.
3 Other increases not included in line 2 (itemize) See Statement 4	3	603,394.
4 Add lines 1, 2, and 3	4	9,267,275.
5 Decreases not included in line 2 (itemize) See Statement 5	5	10,771.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	9,256,504.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 6				
b				
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			

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

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-847,063.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				
If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 </div>		3	-684,065.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	569,506.	10,530,832.	0.054080
2007	457,008.	11,035,843.	0.041411
2006	412,680.	9,030,694.	0.045697
2005	288,650.	7,940,458.	0.036352
2004	192,500.	6,725,562.	0.028622

2 Total of line 1, column (d)	2	0.206162
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041232
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,089,282.
5 Multiply line 4 by line 3	5	374,769.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	374,769.
8 Enter qualifying distributions from Part XII, line 4	8	467,250.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
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	0.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	20,000.	
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	20,000.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,000.	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax <input checked="" type="checkbox"/> 20,000. <input type="checkbox"/> Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" 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 checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input checked="" type="checkbox"/> N/A		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Noreida Weichman</u> Telephone no <u>360-604-4333</u> Located at <u>5721 SE Columbia Way, Ste 100 Vancouver Wa</u> ZIP + 4 <u>98661-5969</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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 <u>20__ , 20__ , 20__ , 20__</u>	<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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Raymond Hickey 5721 SE Columbia Way, Ste 100 Vancouver, WA 98661	Trustee 5.00	0.	0.	0.
Linda Hickey 5721 SE Columbia Way, Ste 100 Vancouver, WA 98661	Manager 20.00	0.	0.	0.
Cindy Nesbitt 5721 SE Columbia Way, Ste 100 Vancouver, WA 98661	Ast Manager 5.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Arnerich & Massena 2045 NE MLK Blvd Portland, Or 97212	Investment Advisor	20,625.

Total number of others receiving over \$50,000 for professional services 0**Part IX A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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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	9,001,030.
b Average of monthly cash balances	1b	170,212.
c Fair market value of all other assets (see instructions)	1c	56,455.
d Total (add lines 1a, b, and c)	1d	9,227,697.
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	9,227,697.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	138,415.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,089,282.
6 Minimum investment return. Enter 5% of line 5	6	454,464.

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	454,464.
2a Tax on investment income for 2009 from Part VI, line 5	2a	
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	454,464.
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4	5	454,464.
6 Deduction from distributable amount (see instructions).	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	454,464.

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	467,250.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	467,250.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	467,250.

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				454,464.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	42,964.			
f Total of lines 3a through e	42,964.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 467,250.				
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				454,464.
e Remaining amount distributed out of corpus	12,786.			
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	55,750.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	55,750.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	42,964.			
e Excess from 2009	12,786.			

BAA

Form 990-PF (2009)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> See Statement 8				
Total			3a	467,250.
<i>b Approved for future payment</i>				
Total			3b	

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

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ -101,529.		
Total	\$ -101,529.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
A & M Investment Exp	\$ 20,625.	\$ 20,625.		
Accumetrics K-1 Line 13K	600.	600.		
Annual State Filing Fee	25.			
B of A Fees-Call Wire Fees	210.	210.		
B of A-Agency Account Fees & Exp-1099	9,660.	9,660.		
B of A-Agency Account Foreign Tx-1099	152.	152.		
BPEA K-1 Line 13A	5.	5.		
BPEA K-1 Line 13H	27.	27.		
BPEA K-1 Line 13K	15,130.	15,130.		
Columbia Mgmt K-1 Line 13H	2,576.	2,576.		
Columbia Mgmt K-1 Line 13J	24.	24.		
Columbia Mgmt K-1 Line 13K	3,515.	3,515.		
Columbia Mgmt K-1 Line 13L	1.	1.		
Columbia Mgmt K-1 Line 16	276.	276.		
Columbia Mgmt K-1 Line 16	64.	64.		
Columbia Mgmt K-1 Line 13I	4.	4.		
Common Sense II-K-1 Line 13	75,413.	75,413.		
Common Sense SO-K-1- Line 16	172.	172.		
Common Senses SO-K-1 Line 13	33,385.	33,385.		
LPL Foreign Tx Pd	2,036.	2,036.		
Morrison Street II Line 13H	706.	706.		
Morrison Street III Line 13H	585.	585.		
Morrison Street III Line 13K	10,052.	10,052.		
Morrison Street Line II 13K	10,039.	10,039.		
New Boston K-1 Line 13K	18,235.	18,235.		
Supplies	126.			
Technology Ptr K-1 Line 13H	27.	27.		
Technology Ptr K-1 Line 13K	6,737.	6,737.		
TLM K-1 Line 13k(both K-1's	91.	91.		
US Bank Investment Adm	2,976.	2,976.		
Total	\$ 213,474.	\$ 213,323.	\$ 0.	\$ 0.

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Statement 3
Form 990-PF, Part II, Line 22
Other Liabilities

Rounding

1.

Total \$ 1.

Statement 4
Form 990-PF, Part III, Line 3
Other Increases

Arnerich -Book/Tax Difference	\$	588,553.
Interest Income in K-1s of Arnerich		2,691.
MSC/LPL-Book/ Tax Difference		10,632.
Reit Dividends-Nontaxable		1,498.
Rental Income-P/Y Loss Carryover		20.
Total	\$	<u>603,394.</u>

Statement 5
Form 990-PF, Part III, Line 5
Other Decreases

B of A -Book/Tax Diff	\$	1,062.
Rounding		4.
US Bank-Book/Tax Diff		9,705.
Total	\$	<u>10,771.</u>

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	Common Sense II-Line 8-K-1	Purchased	7/15/2009	12/31/2009
2	Common Sense II-Line 9-K-1	Purchased	1/01/2008	12/31/2009
3	Morrison II-Line 9a	Purchased	1/01/2008	12/31/2009
4	BPEA Line 8	Purchased	7/15/2009	12/31/2009
5	BPEA Line 9	Purchased	1/01/2008	12/31/2009
6	Tech Partners Line 8	Purchased	7/15/2009	12/31/2009
7	Tech Partners Line 9	Purchased	1/01/2008	12/31/2009
8	Morrison Street III Line 8	Purchased	7/15/2009	12/31/2009
9	Columbia Mgmt-Line 8	Purchased	7/15/2009	12/31/2009
10	Columbia Mgmt-Line 9	Purchased	1/01/2008	12/31/2009
11	Bank of America-Agency Acts-L/T	Purchased	1/01/2008	12/31/2009
12	Bof A Security Activity-1099	Purchased	8/11/2008	3/17/2009
13	B of A Security Activity-1099	Purchased	9/07/2005	4/16/2009
14	Asia Alternatives	Purchased	7/01/2008	12/31/2009
15	US Bank-Apr Stmt	Purchased	1/01/2009	4/30/2009
16	US Bank-May Stmt	Purchased	1/01/2009	5/31/2009
17	US Bank-June Stmt	Purchased	1/01/2009	6/30/2009
18	US Bank-Oct Stmt	Purchased	1/01/2009	10/31/2009
19	US Bank-Dec Stmt	Purchased	1/01/2009	12/31/2009

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Statement 6 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	64,544.		0.	64,544.				\$ 64,544.
2	0.		23,486.	-23,486.				-23,486.
3	3,254.		0.	3,254.				3,254.
4	867.		0.	867.				867.
5	0.		3,106.	-3,106.				-3,106.
6	5,758.		0.	5,758.				5,758.
7	0.		2.	-2.				-2.
8	12,013.		0.	12,013.				12,013.
9	1,945.		0.	1,945.				1,945.
10	0.		53,969.	-53,969.				-53,969.
11	518.		0.	518.				518.
12	187,090.		303,553.	-116,463.				-116,463.
13	69,731.		155,942.	-86,211.				-86,211.
14	4.		0.	4.				4.
15	1,900.		1,697.	203.				203.
16	1107579.		1359344.	-251,765.				-251,765.
17	2222853.		2689112.	-466,259.				-466,259.
18	771,653.		753,438.	18,215.				18,215.
19	46,969.		92.	46,877.				46,877.
Total								<u>\$ -847,063.</u>

Statement 7
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: Linda Rae Hickey

Care Of:

Street Address: 5721 SE Columbia Way, Ste 100

City, State, Zip Code: Vancouver, Wa 98661

Telephone:

Form and Content:

Requests should be written, detailing purpose of and amount (detail budget) of request. Proof of IRS status as a qualifying non-profit organizations must be included.

Submission Deadlines:

Requests are reviewed semi-annually

Restrictions on Awards:

Priority is given to requests from the Vancouver, Washington/Portland, Oregon region that provide a positive impact to youth. Grants are given in areas of healthcare, social services, education, environmental conservation, and recreation.

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Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
YWCA of Vancouver 3609 Main Street Vancouver, Wa 98663	None	N/A	Svcs to Women and Children	\$ 5,000.
Friends of the Children 44 NE Morris Street Portland, Or 97212	None	Public	General Support for Mentoring Youths From Grade through High School	25,000.
Portland Art Museum 1219 S. W. Park Avenue Portland, Or 97205	None	Public	General Education Programs for the Arts	25,000.
Young Audiences 1220 SW Morrison Street Portland, OR 97205	None	N/A	Youth Arts Programs	5,000.
Self Enhancement, Inc. 3920 N. Kerby Avenue Portland, Or 97227	None	N/A	General Prg Svcs for Youths	35,000.
Cascade Aids Project 620 SW Fifth Ave Portland, Or 97204	None	N/A	Camp Starlight for youth impacted by HIV/ Aids	7,500.
Classic Wines Auction PO Box 4285 Portland, Or 97208	None	N/A	Children & Family Services	75,000.
Doernbecher Children's Hospital Portland, Or	None	N/A	Children's Scholarships	62,000.
New Avenues for Youth 1220 SW Columbia Street Portland, Or 97201	None	N/A	Training & Support for Homeless & at Risk Youths.	25,000.
OHSU Foundation 1121 SW Salmon, Ste 200 Portland, Or 97205	None	Public	Center for Womens Health-Free Screening	15,000.
Dove Lewis 1945 NW Pettygrove Portland, Or 97209	None	N/A	Support for Veterinary Svcs for Stray Animals & Wildlife	12,500.

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Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Bridge Meadows PO Box 4582 Portland, Or 97208	None	N/A	Promote Intergeneratnal Neighborhoods for Adoptive Families	\$ 20,500.
Our House 2727 SE Alder Street Portland, Or 97214	None	N/A	Support for Services for Individuals Living with HIV/AIDS;	7,500.
St Mary's Home For Boys 16535 Southwest Tualatin Highway Beaverton, Or 97006	None	N/A	Residential Treatment and Services for at risk Boys	25,000.
ALSAC-St Jude's 501 St Jude Place Memphis, Tn 38105	None	N/A	Care and Research for Children Inflicted with Cancer	7,250.
Mercy Corps 45 SW Ankeny Street Portland, Or 97204	None	N/A	Construction Funds for Global Headquarters	75,000.
Medical Teams International PO Box 10 Portland, Or 97207	None	N/A	Health Care & Humanitarian Aid Domestically and Internationally	5,000.
Metropolitan Family Services 2200 NE 24th Avenue Portland, Or 97212	None	N/A	Family Svcs-Stregthenin g Families and Individuals and their Participation in Community Life	25,000.
Providence Cancer Center 4805 Northeast 24th Avenue Portland, Or 97213	None	N/A	Cancer Research and Treatment	10,000.
Total				\$ 467,250.

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Other Income Producing Activities
Interest on savings & cash investments

Bank of America-Ck & Svngs

	\$	31.
Total	\$	<u>31.</u>

Other Income Producing Activities
Dividends/interest from securities.

B of A- Agency-1099-Div	\$	10,045.
Common Sense Spe Op-K-1-Line 5		3,691.
Common Sense Spe Op-K-1-Line 6		2,112.
Common Sense II-K-1 Line 5		4,732.
Common Sense II-K-1 Line 6		7,095.
Morrison Steet II K-1 Line 5		122.
Morrison Street III K-1 Line 5		7,168.
Morrison Street III K-1 Line 6		15,414.
BPEA K-1 Line 5		780.
BPEA K-1 Line 6		275.
Technology Prts K-1 Line 5		263.
New Boston K-1 Line 5		353.
New Boston K-1 Line 6		1,151.
Columbia Mgmt Line 5		4,848.
Columbia Mgmt Line 6		876.
Columbia Mgmt Line 7		18.
Wells/Piedmont Div-1099		1,341.
MSC Brokerage-LPL-Div Eqty		16,592.
MSC Brokerage-LPL Int		13.
US Bank-Int		11,153.
US Bank-Div		21,722.
Total	\$	<u>109,764.</u>

Other Income Producing Activities
RRE income (loss)-debt-not-financed [O]

Common Sense II	\$	-1.
BPEA		17.
Morrison St II		43.
New Boston		-2.
Columbia Management		-37.
Total	\$	<u>20.</u>

Other Income Producing Activities
Other investment income [O]

Common Sense Special Op-Line 11A	\$	16,243.
Common Sense Special Op -Line 11f		-182.
Common Sense II-Line 1		655.
Common Sense II- Line 10		990.
Common Sense II Lin 11A		3,638.
Common Sense II Line 11C		-7,538.
Common Sense II Line 11 F Unallocated		-90,717.
Morrison Street II K-1 Line 1		-16,160.
BPEA K-1 Line 1		-221.
BPEA K-1 Line 10		-2.

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Other Income Producing Activities (continued)
Other investment income [O]

BPEA K-1 Line 11F	\$	26.
New Boston K-1 Line 1		186.
New Boston K-1 Line 4		2,501.
Columbia Mgmt K-1 Line 1		-636.
Columbia Mgmt K-1 Line 10		-3,476.
Columbia Mgmt K-1 Line 11A		-349.
Columbia Mgmt K-1 Line 11 C		-9,274.
Columbia Mgmt K-1 Line 11e		503.
Columbia Mgmt K-1 Line 11 F		-1,328.
US Bank Other Income		147.
New Boston-1099 Misc		3,465.
Total	\$	<u>-101,529.</u>

Balance Sheet
Cash-non-interest-bearing

Bank of America-Checking Act	\$	146,463.
Bank of America-Saving Act		7.
Total	\$	<u>146,470.</u>

Balance Sheet
Prepaid expenses and deferred charges

Prepaid Income Taxes-990PF	\$	45,697.
Prepaid Income Taxes-990T		13,075.
Total	\$	<u>58,772.</u>

Balance Sheet
Corporate stock (Form 990-PF)[O]

REIT II	\$	48,671.
Mutual Funds-MS		1,001,254.
Bank of America-Securities		7,065.
A & M Securities		6,046,941.
US Bank Securities		1,931,709.
Total	\$	<u>9,035,640.</u>

Balance Sheet
Unrestricted

Prior Year Balance	\$	10,183,402.
Current Year Net Resources/(Exp)		-926,898.
Total	\$	<u>9,256,504.</u>

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**FMV of Assets (990-PF)
Cash, non-interest bearing**

Bank of America-Checking Act	\$	146,463.
Bank of America-Savings Act		7.
Total	\$	<u>146,470.</u>

**FMV of Assets (990-PF)
Prepaid expenses and deferred charges**

Prepaid Taxes-990PF	\$	45,697.
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Total	\$	<u>58,772.</u>

**FMV of Assets (990-PF)
Corporate stock [O]**

REIT II	\$	48,672.
Mutual Funds-MSB		1,045,962.
Agency Acts @ Bank of America		7,064.
Investments Managed @ Arnerich		9,203,200.
Investments Managed by USNB		2,056,518.
Total	\$	<u>12,361,416.</u>

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Other Income Producing Activities
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	\$	31.
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Balance Sheet
Prepaid expenses and deferred charges

Prepaid Income Taxes-990PF	\$	45,697.
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Corporate stock (Form 990-PF)[O]

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Unrestricted

Prior Year Balance	\$	10,183,402.
Current Year Net Resources/(Exp)		-926,898.
Total	\$	<u>9,256,504.</u>

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FMV of Assets (990-PF)**Cash, non-interest bearing**

Bank of America-Checking Act

\$ 146,463.

Bank of America-Savings Act

7.

Total \$ 146,470.**FMV of Assets (990-PF)****Prepaid expenses and deferred charges**

Prepaid Taxes-990PF

\$ 45,697.

Prepaid Taxes-990T

13,075.

Total \$ 58,772.**FMV of Assets (990-PF)****Corporate stock [O]**

REIT II

\$ 48,672.

Mutual Funds-MS

1,045,962.

Agency Acts @ Bank of America

7,064.

Investments Managed @ Arnerich

6,176,300.

Investments Managed by USNB

2,056,518.

Total \$ 9,334,516.