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### Form 990°PF

### Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052 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

_				tax year beginni	ng		, and ending			
G	Che	ck all	that apply:	Initial return	Init	al Return of a former p	ublic charity		Fina	l return
			ľ	Amended ret	_	Address	· —	ne c	hange	
	se th	٦	<del></del>	<del></del>			<u> </u>	Α	Employer identification nun	nber
IR:	Slab	el. 📗	KEYES FOUN	NDATION					91-1939734	
	erwi	114	P.O. BOX 5					В	Telephone number (see the	nstructions)
	print ' type		BELLEVUE,	WA 98015				_	425-454-5798	•
See	Spec	ific						С	If exemption application is	nending check here
Inst	ructio	ons.						-	1 Foreign organizations, chec	· · · · —
H	Cł	neck i	type of organiza	ation X Sec	tion 50	(c)(3) exempt private f	oundation	_	2 Foreign organizations meet	
	Ť			nonexempt cha			private foundation		here and attach computation	n . F
$\overline{}$	Fai	_	et value of all asse			<del></del>	ash X Accrual	Ε	If private foundation status	was terminated
•	(fr	om Pa	rt II, column (c), line	e 16)		Other (specify)	asii [Is] Accidai	_	under section 507(b)(1)(A)	
	<b>&gt;</b> \$		1,564	123	(Part I	column (d) must be or	cach hasis	F	If the foundation is in a 60- under section 507(b)(1)(B)	
Par	- 4	TAI	nalysis of Re		(r art i		•			CHECK HEIE
<u></u>	<u>`</u>			total of amount	s in	(a) Revenue and	(b) Net investme	nt	(c) Adjusted net	(d) Disbursements
		co	lumns (b). (c)	and (d) may not	neces-	expenses per books	income		ıncome	for charitable purposes
		sa	rily equal the ai	mounts ın colum	ın (a)					(cash basis only)
	7	1	Contributions after	grants, etc, received	(att cab)					
	-	2		, grants, etc, received foundn is <b>not</b> req to al						
	- 1	3		vings and tempo						
	-	-	cash investme			1,640.	1,64	0.	1,640.	
		4		erest from securities		25,618.	25,61	8.	25,618.	
			Gross rents							
		D	Net rental income or (loss)							
F	!			n sale of assets not or		225,231.				
F E \	,		Gross sales price for assets on line 6a	200	,205.					
Ë		7	Capital gain net inc	come (from Partiv di capital gairr	11/15		225,23	1.		
ľ	!	8								
È		10-	Income modific	10 - 1						
		iva	Gross sales less returns and allowances	A JUN C	7 201	) SSC			!	
	- 1	b	Less Cost of		" / [[					
		_	goods sold	(att c40) C D =	-	<del>J (k)</del>				
		11	Other income	) (att s@GDF (attach schedule	N. U					
		• •		(21.20000						
		12	Total. Add line	es 1 through 11		252,489.	252,48	9.	27,258.	
		13	Compensation of of	fficers, directors, trust	ees, etc	0.				
		14	Other employee sa	laries and wages.						· -
		15	Pension plans	, employee bene	efits					
;	A		Legal fees (attach	•						
•	D M		Accounting fees (a		St 1	1,750.	1,31		<u> </u>	437.
_	Ņ		Other prof fees (at	ttach sch) See.	St.2	6,552.	6,55	2.		1,638.
O P E R A T	S T		Interest							
R	T   R	18	Taxes (attach schedule)		Stm.3	-6,408.	12	8.		-1,602.
A	Ą	19	Depreciation (a sch) and deple							
N	Ų.	20	Occupancy							
N G	Ě		Travel, confere	ences, and meet	ings .					
AND	E X P	22	Printing and pr	ublications .						
Ď	ρ	23		es (attach sched		25		_		
	Ň			See Statem		35.	2	6.		35.
	S E S	24	Total operatin expenses. Add	ig and administr d lines 13 throug	ative h 23	1,929.	8,01	9.		508.
	Ī	25		s, grants paid Par.		93,000.				93,000.
	ŀ	26	Total expense	es and disburser	nents.	04 020	0 01	0		03 500
	-	27	Add lines 24 a	and 25 26 from line 12:		94,929.	8,01	٦.	0.	93,508.
	Į			enue over exper	ses			į		
		-	and disbursen			157,560.				
		b	Net investment inc	ome (if negative, ente	er -0-)		244,47	0.		
				ne (if negative, enter					27,258.	
BA	۱ F	or Pri	vacy Act and P	Paperwork Redu	ction A	ct Notice, see the instru	actions.	TEE	A0504L 02/02/10	Form 990-PF (2009)

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Page 2

Part		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		f year
		(See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
		The state of boaring in the state of the sta			
	2	Savings and temporary cash investments.	458,025.	155,186.	<u>155,186.</u>
	3	Accounts receivable			
	١,	Less: allowance for doubtful accounts			
	4	Pledges receivable			
	_ ا	Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
Δ	7	Other notes and loans receivable (attach sch) .			
ŝ	١ ـ	Less allowance for doubtful accounts			· · · · · · · · · · · · · · · · · · ·
A S E T	8	Inventories for sale or use			<del></del> -
Ţ	9	Prepaid expenses and deferred charges			<del></del>
S	1	a Investments — U.S. and state government obligations (attach schedule)			
		b Investments — corporate stock (attach schedule)	197,394.	337,040.	1,088,034.
	۱ ۱	c Investments — corporate bonds (attach schedule)		320,753.	320,903.
	11	Investments — land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
		/			
	16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	655,419.	812,979.	1,564,123.
Ļ	17	Accounts payable and accrued expenses			
À	18	Grants payable			
В	19				j i
Ļ	20	Loans from officers, directors, trustees, & other disqualified persons			
Ŧ	21	Mortgages and other notes payable (attach schedule)		· · · · · · · · · · · · · · · · · · ·	Ì
Ī	22	Other liabilities (describe			
_ E _ S	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
N F E U T N	24	Unrestricted			
ŦŅ	25	Temporarily restricted			
D	26	Permanently restricted			
ASSETS ETS		Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31.			
EL	27	Capital stock, trust principal, or current funds	655,419.	812,979.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
O E	29	Retained earnings, accumulated income, endowment, or other funds			
RS	30	Total net assets or fund balances (see the instructions).	655,419.	812,979.	
	31	Total liabilities and net assets/fund balances (see the instructions)	655,419.	812,979.	
Part	HIT	Analysis of Changes in Net Assets or Fund Balance		012,515.	<u> </u>
		I net assets or fund balances at beginning of year — Part II, colu	<del></del>		
'	end-	of-year figure reported on prior year's return)	min (a), line 50 (must agi	ree with	<u>6</u> 55,419.
2		er amount from Part I, line 27a		2	157,560.
3	Other (	increases not included in line 2 (itemize)		3	
4	Add	lines 1, 2, and 3		4	812,979.
		ases not included in line 2 (itemize) .		5	
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5)	- Part II, column (b), lir	ne 30 <b>6</b>	812,979.

2-story brick warehou	be the kind(s) of property sold (e.g., realise; or common stock, 200 shares MLC	Company)	How acquired Purchase	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 5			- Donation		<del></del>
b					
С		<del></del>			<del></del>
<u>d</u>		<del></del>			
e	<del></del> ·			<del></del>	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (e) plus (f) m	(loss) inus (g)
a					
b					
c					<u></u>
d					
е					
Complete only for assets show	wing gain in column (h) and owned by t	the foundation on 12/31/69		(I) Gains (Coli	umn (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		ain minus column (I an -0-) <b>or</b> Losses (fr	(), but not less
a					
<u>b</u>		<u>.</u>			
с					
<u>d</u>					
<u>e</u>	1				
2 Capital gain net income or (ne	et capital loss).  If gain, also e If (loss), ente (loss) as defined in sections 1222(5) a	enter in Part I, line 7 er -0- in Part I, line 7	2		225,231
If gain, also enter in Part I, Iir	ne 8, column (c) (see the instructions).	``			0
in Part I, line 8	Cookies 4040(a) for Doduced		3	<u> </u>	0
	er Section 4940(e) for Reduced te foundations subject to the section 49				
f 'Yes,' the foundation does not qua	action 4942 tax on the distributable amount of the control of the	plete this part.		(d)	X No
Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use assets	(col	Distribution	
2008	98,805.		'		
2007		1,681,0	06.		by column (c))
2006	70,060.	1,681,0 1,851,1			0.05877
	70,060. 162,747.		42.		0.05877 0.03784
2005		1,851,1	42. 68.		0.05877 0.03784 0.08974
2005 2004	162,747.	1,851,1 1,813,3 1,807,6	42. 68.		0.05877 0.03784 0.08974 0.10729
2004	162,747. 193,960.	1,851,1 1,813,3	42. 68. 68. 46.		0.05877 0.03784 0.08974 0.10729 0.06144
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the second column (d)	162,747. 193,960. 117,055.	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46.		0.05877 0.03784 0.08974 0.10729 0.06144 0.35511
2 Total of line 1, column (d)  3 Average distribution ratio for to number of years the foundation	162,747. 193,960. 117,055. the 5-year base period – divide the total on has been in existence if less than 5	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46.		0.05877 0.03784 0.089743 0.10729 0.061443 0.355113
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchards	162,747. 193,960. 117,055.	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46.		0.05877 0.03784 0.08974 0.10729 0.06144 0.35511 0.07102
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchar  5 Multiply line 4 by line 3	the 5-year base period – divide the total ban has been in existence if less than 5 caritable-use assets for 2009 from Part X	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46.		by column (c); 0.05877; 0.03784; 0.08974; 0.10729; 0.06144; 0.35511; 0.07102; 1,365,695; 96,997
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchar  5 Multiply line 4 by line 3	162,747. 193,960. 117,055. the 5-year base period – divide the total on has been in existence if less than 5	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46.		by column (c); 0.05877; 0.03784; 0.08974; 0.10729; 0.06144; 0.35511; 0.07102; 1,365,695; 96,997
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchar  5 Multiply line 4 by line 3	the 5-year base period – divide the total ban has been in existence if less than 5 caritable-use assets for 2009 from Part X	1,851,1 1,813,3 1,807,6 1,904,9	42. 68. 68. 46. 2 3		0.05877 0.03784 0.089745 0.10729 0.061446 0.35511 0.07102 1,365,695 96,997 2,445
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchar  5 Multiply line 4 by line 3  6 Enter 1% of net investment in  7 Add lines 5 and 6  8 Enter qualifying distributions	the 5-year base period — divide the toton has been in existence if less than 5 mitable-use assets for 2009 from Part X moome (1% of Part I, line 27b)	1,851,1 1,813,3 1,807,6 1,904,9 al on line 2 by 5, or by the years	42. 68. 68. 46. 2 3 4 5 6		by column (c))  0.05877  0.03784  0.089748  0.107298  0.061448  0.355118  0.071024  1,365,695  96,997  2,445  99,442  93,508
2004  2 Total of line 1, column (d)  3 Average distribution ratio for the number of years the foundation  4 Enter the net value of nonchar  5 Multiply line 4 by line 3  6 Enter 1% of net investment in  7 Add lines 5 and 6  8 Enter qualifying distributions	the 5-year base period — divide the total for has been in existence if less than 5 divideleuse assets for 2009 from Part X ancome (1% of Part I, line 27b)	1,851,1 1,813,3 1,807,6 1,904,9 al on line 2 by 5, or by the years	42. 68. 68. 46. 2 3 4 5 6	6 tax rate. See t	by column (c)  0.05877 0.03784 0.08974 0.10729 0.06144 0.35511 0.07102 1,365,695 96,997 2,445 99,442

	990-PF (2009) KEYES FOUNDATION 91-1939734		F	age 4
Par		ions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here			
	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,		4,8	389.
	check here ► and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
3	Add lines 1 and 2		4 5	389.
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		/ (	<del></del>
6	Credits/Payments:		4,0	303.
Ŭ,				
	Exempt foreign organizations — tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868).			
_	Backup withholding erroneously withheld 6d			
7			4,8	<u> 889.</u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
<u>11</u>	Enter the amount of line 10 to be: Credited to 2010 estimated tax . PRefunded P 11			
Par	VII-A Statements Regarding Activities			
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	No
	participate or intervene in any political campaign?	1 a		Х
ŀ	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes			
_	(see the instructions for definition)?	1ь		Х
	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.	ĺ		
c	Did the foundation file Form 1120-POL for this year?	1 c		X
C	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation . $\blacktriangleright$ \$ 0. (2) On foundation managers . $\blacktriangleright$ \$ 0.	ì		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on			
_	foundation managers \$ 0.			<b>.</b>
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If 'Yes,' attach a detailed description of the activities			
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
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
Ŀ	If 'Yes,' has it filed a tax return on Form 990-T for this year?	4b	<u> </u>	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		Х
	If 'Yes,' attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			l ,
	● By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict			ļ
	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, column (c), and Part XV	7	Х	
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions) •	. 1		
	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	8ь	<u>X</u>	ļ
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(5)			<b> </b>
	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	10		V V

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	m 990-PF (2009) KEYES FOUNDATION	91-193973	34	F	age 5
<u>Par</u>	t 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		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption a	application?	13	X	
	Website address				
14		io. ► 425-4	55-9	996	
	Located at ► 11061 N.E. 2ND STREET SUITE 210 BELLEVUE WA ZIP + 4 ►	98004			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here		.N/A	<b></b>	
	and enter the amount of tax-exempt interest received or accrued during the year	. ▶ 15			N/A
Par	t VII-B   Statements Regarding Activities for Which Form 4720 May Be Required				
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	No
1.	a During the year did the foundation (either directly or indirectly):	_			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes X No		,	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X No			•
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	Yes X No			
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	]Yes 🗓 No			
ا	<b>b</b> If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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 instruction	s)?	1 b	N	/A
	Organizations relying on a current notice regarding disaster assistance check here	▶ 🗌			1
,	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?	Yes X No			
	If 'Yes,' list the years ► 20 , 20 , 20	,			
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a) all years listed, answer 'No' and attach statement — see the instructions.)	(2) to	2b		/A
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years he		120	14	
,	20, 20, 20	· <b>c.</b>			
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes X No			
ا	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
4	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	••	4a		Х

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**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?

Form 990-PF (2009) KEYES FOUNDATION	<u> </u>		91-19	39734	Page 6
Part VII-B   Statements Regarding Activiti		1 4720 May Be Requ	uired (continued)		
5a During the year did the foundation pay or incu	-			.	i
(1) Carry on propaganda, or otherwise attempt	ot to influence legislatio	n (section 4945(e))?	Yes X	No	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ition drive?	••		No	
(3) Provide a grant to an individual for travel,	study, or other similar	purposes?	Yes X	No	
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, oi 4940(d)(2)? (see instri	rganization described uctions)	Yes X	No	
(5) Provide for any purpose other than religio educational purposes, or for the preventio	us, charitable, scientific n of cruelty to children	c, literary, or or animals?	Yes X	No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53.4945 or in (see instructions)?	the transactions fail to a current notice regard		tions	5b	N/A
Organizations relying on a current notice rega			▶ ┌	1   1	
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon If 'Yes,' attach the statement required by Region 1.	sibility for the grant?		.N/A Yes	] No	
6a Did the foundation, during the year, receive ar on a personal benefit contract?			. Yes X	]No	
<b>b</b> Did the foundation, during the year, pay prem If 'Yes' to 6b, file Form 8870	•			. 6b	X
7a At any time during the tax year, was the found				, , , , , , , , , , , , , , , , , , , ,	
<b>b</b> If yes, did the foundation receive any proceed				7b	N/A
Part VIII Information About Officers, D and Contractors	irectors, i rustees,	Foundation Manag	jers, Highly Paid I	-mployees,	
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	ructions).		<del> </del>
(a) Name and address	(b) Title and average hours per week devoted to position		(d) Contributions to employee benefit plans and deferred	(e) Expense other allow	account, vances
DOREEN KEYES	President	0.	compensation 0.		0.
P.O. BOX 50088	0		0.		0.
BELLEVUE, WA 98004					
DAVID KEYES	Vice Preside	0.	0.		0.
P.O. BOX 50088	0				
BELLEVUE, WA 98004					
2 Compensation of five highest-paid employee	s (other than those inc	luded on line 1— see ir	structions). If none. e	nter '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 other allow	
None			•		<del></del>
					. <del></del>
Total number of other employees paid over \$50,000				1	0
BAA	TEEA0306L	07/06/09		Form <b>990-</b>	PF (2009)

	1-19397		age 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Fand Contractors (continued)	<sup>2</sup> aid Em	ployees,	
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) Compensat	ion
None			
Total number of others receiving over \$50,000 for professional services	<b></b>		
Part IX-A Summary of Direct Charitable Activities	<u> </u>	- <del></del>	
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 <u>N/A</u>			
2		<del></del>	
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 1 N/A	<u>2</u> 	Amount	
2			
All other program-related investments. See instructions.			
<b>Total.</b> Add lines 1 through 3	<b>&gt;</b>		0.
BAA		Form <b>990-PF</b> (	(2009)

Part :	Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.)	reign f	oundations,
1 F	air market value of assets not used (or held for use) directly in carrying out charitable, etc. purposes:		
	air market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:  Average monthly fair market value of securities	1 a	<u>965,405.</u>
	Average of monthly cash balances	1 b	421,087.
c F	air market value of all other assets (see instructions)	1 c	
	**Otal* (add lines 1a, b, and c)	1 d	1,386,492.
	Reduction claimed for blockage or other factors reported on lines 1a and 1c	İ	
	attach detailed explanation)		
	Acquisition indebtedness applicable to line 1 assets	2	0.
<b>3</b> S	Subtract line 2 from line 1d	3	1,386,492.
<b>4</b> (	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 for greater amount, see instructions)	4	20,797.
5 N	let value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,365,695.
6 N	Minimum investment return. Enter 5% of line 5	6	68,285.
Part	<del></del>		oundations
	and certain foreign organizations check here ► and do not complete this pa	rt.)	
	finimum investment return from Part X, line 6	1	68,285.
	ax on investment income for 2009 from Part VI, line 5 2a 4,889.	1	
	ncome tax for 2009. (This does not include the tax from Part VI.)		
	Add lines 2a and 2b	2c	4,889.
	Distributable amount before adjustments. Subtract line 2c from line 1	_3	63,396.
	Recoveries of amounts treated as qualifying distributions	4	
5 A	Add lines 3 and 4	5	63,396.
	Deduction from distributable amount (see instructions)	6	
<u>7 C</u>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	63,396.
Part	Qualifying Distributions (see instructions)	1	
1 /	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	93,508.
	Program-related investments – total from Part IX-B	1b	93,300.
	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes.	2	<del></del>
	Amounts set aside for specific charitable projects that satisfy the: Suitability test (prior IRS approval required)	3a	
	Cash distribution test (attach the required schedule)	3Ь	<del> </del>
4 (	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	93,508.
<b>5</b> F	oundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.  Inter 1% of Part I, line 27b (see instructions)	5	
6 4	Adjusted qualifying distributions. Subtract line 5 from line 4	6	93,508.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whet qualifies for the section 4940(e) reduction of tax in those years.	her the	foundation

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Form **990-PF** (2009)

### Part XIII Undistributed Income (see instructions)

	<b>(a)</b> Corpus	<b>(b)</b> Years prior to 2008	<b>(c)</b> 2008	<b>(d)</b> 2009
1 Distributable amount for 2009 from Part XI, line 7				63,396.
2 Undistributed income, if any, as of the end of 2009:				05,590.
a Enter amount for 2008 only			0.	
<b>b</b> Total for prior years. 20 , 20 , 20		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 24, 290 .				
<b>b</b> From 2005 104, 827.				
c From 2006 80, 362.				
<b>d</b> From 2007			1	
e From 2008 15, 339.			1	
f Total of lines 3a through e	224,818.			
4 Qualifying distributions for 2009 from Part	221/010.			
XII, line 4 ► \$ 93,508.				
a Applied to 2008, but not more than line 2a		-	0.	
T T				
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions).		0.		
c Treated as distributions out of corpus	0.			
(Election required — see instructions)	<u> </u>		····	62.206
d Applied to 2009 distributable amount	20 112			63,396.
e Remaining amount distributed out of corpus .	30,112.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the		-		0.
same amount must be shown in column (a).)		1		
				1
6 Enter the net total of each column as				
indicated below:	254 020	j		
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	254,930.			
<b>b</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			i	
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		ĺ		
4d and 5 from line 1. This amount must be			j	•
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).	24,290.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	230,640.			
10 Analysis of line 9:				
a Excess from 2005 104, 827.				
<b>b</b> Excess from 2006 80, 362.				
c Excess from 2007 .				
<b>d</b> Excess from 2008 15, 339.				
<b>e</b> Excess from 2009 30, 112.				
200		<del></del>	***************************************	Form 900 BE (2000)

Form 990-PF (2009) KEYES FOUNDATION				<u>91-1</u> 939734	Page 10
Part XIV   Private Operating Foundation	ons (see instruc	tions and Part \	VII-A, question 9	9)	N/A
1 a If the foundation has received a ruling or is effective for 2009, enter the date of the	ruling		• • • • • • • • • • • • • • • • • • • •	<u></u> ▶	
<b>b</b> Check box to indicate whether the founda	tion is a private ope	rating foundation of	lescribed in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum investment return from Part X for each year listed.	(a) 2009	<b>(b)</b> 2008	(c) 2007	(d) 2006	(e) Total
<b>b</b> 85% of line 2a	<u></u>		<u> </u>		_ <del></del> _
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test — enter:					
(1) Value of all assets			<u> </u>	<u> </u>	
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed		<u> </u>			
c 'Support' alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942()(3)(B)(III)		:			
(3) Largest amount of support from an exempt organization					
(4) Gross investment income			<u> </u>		
Part XV Supplementary Information assets at any time during t	(Complete this	part only if the	organization h	ad \$5,000 or mor	e in
1 Information Regarding Foundation Mana a List any managers of the foundation who close of any tax year (but only if they hav See Statement 6	gers: have contributed m	ore than 2% of the	total contributions section 507(d)(2).)	received by the found	lation before the
<b>b</b> List any managers of the foundation who	own 10% or more o	of the stock of a cor	rporation (or an equ	ally large portion of t	he ownership of
a partnership or other entity) of which the None	foundation has a 1	0% or greater inter	est.	and the gold person of the	
2 Information Regarding Contribution, Gra	nt, Gift. Loan. Scho	larship. etc. Progr	ams:		
Check here \( \bigcup  If the foundation only requests for funds. If the foundation make complete items 2a, b, c, and d	makes contributions	to preselected cha	arıtable organızatıor	· · · · · · · · · · · · · · · · · · ·	
a The name, address, and telephone numb	er of the person to	whom applications	should be addresse	ed:	<del></del>
•					
See Statement 7	. <u> </u>		<u> </u>		
<b>b</b> The form in which applications should be	submitted and infor	mation and materi	als they should incl	ude:	
See Statement for Line 2a	<u> </u>				
c Any submission deadlines					
See Statement for Line 2a d Any restrictions or limitations on awards,	such as by geograp	hical areas charits	able fields kinds of	institutions or other	factors
	such as by geograp	micai areas, charita	avie lielus, Kinas Of	msulutions, or other	iaciors
See Statement for Line 2a				<del></del>	

Form 990-PF (2009) KEYES FOUNDATION

91-1939734

Page 11

3 Grants and Contributions Paid During the Ye	ear or Approved for Fut	ure Paymen	nt	<del></del>
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient		
a Paid during the year				
See Statement 8				
	ľ			
			İ	
			i	
<del>*************************************</del>		1		22.222
Total		 T		93,000.
<b>b</b> Approved for future payment				
		1	1	
	1			
			1	
			1	
				1
		1		
		1		
		[		1
	<u> </u>	1		
Total	<u></u>		., <u>►</u> 3	D

### P:

nter gross amounts unless otherwise indicated.	Unrelated	business income	Excluded by s	ection 512, 513, or 514	
1. Program convice revenue:	(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	<b>(d)</b> Amount	(e) Related or exempt function income
1 Program service revenue:	<del></del>		code		(see the instructions
ab	<del> </del>		+		
bc	1		+		
d	<del>                                     </del>		<del>                                     </del>		
e	<del>                                     </del>				
1	<del>    -   -   -   -   -   -   -   -  </del>		+-+		
g Fees and contracts from government agencies	<del>    -   -   -   -   -   -   -   -</del>				
2 Membership dues and assessments .			1		-
3 Interest on savings and temporary cash investments			14	1,640.	
4 Dividends and interest from securities			14	25,618.	
5 Net rental income or (loss) from real estate:			+	20,010.	
a Debt-financed property			<del>  </del>		
<b>b</b> Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	<del>                                     </del>				
8 Gain or (loss) from sales of assets other than inventory	<del></del>				225,233
9 Net income or (loss) from special events.					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a			<del>                                     </del>		
b	<del>  -</del>			<del> </del>	
c			<del>  </del>	···	
d					
e	1		1	· · · · · · · · · · · · · · · · · · ·	
Subtotal. Add columns (b), (d), and (e)	<del>                                     </del>		+	27,258.	225,231
13 <b>Total.</b> Add line 12, columns (b), (d), and (e).			<del></del> .	13	252,489
See worksheet in the instructions for line 13 to verify of	ralculations )		•	13	202/103
art XVI-B Relationship of Activities to the		hmont of Even	nt Burnose		·
			·		
Line No. Explain below how each activity for which is accomplishment of the foundation's exemp	income is report it purposes (othe	ed in column (e) of er than by providing	Part XVI-A co	ontributed important h purposes), (See t	ly to the he instructions)
N/A	_ <del></del>				
II/A	<del></del>				<del></del>
				<del></del>	<del></del>
				<del></del>	
			<del></del>	<del></del>	<del></del>
	<del></del>	· · · · · · · · · · · · · · · · · · ·			
			<del></del>	<del></del>	

-0	rm <b>990-F</b>	PF (2009) KE	YES F	OUNDATIO	N				91-19	<u>93</u> 9734	Pa	ge <b>13</b>
P	art XVII		ion Re	garding Ti	ransfers To	and Transact	ons an	d Relations	nips With Nor	ncharitable	;	
_		Exempt	<u>Organi</u>	zations								
	1 Did #	an organization	dire etti.	or (oducodly)		of the fellowner	نم ينسم خاف		_		Yes	No
	descr	ribed in sectioning to political or	501(c) o	f the Code (c	other than section	of the following won 501(c)(3) orga	inizations	) or in section	527,			
	a Trans	fers from the re	eporting	foundation to	a noncharitabl	e exempt organi	zation of.					
	<b>(1)</b> C									. 1a(1)		Х
	(2) 0	ther assets								1a(2)		Х
	<b>b</b> Other	transactions:										
	<b>(1)</b> S	ales of assets t	to a none	charitable exe	empt organizati	on , ,				1b(1)		Х
						ganızatıon .				1 b (2)		Х
						- 				1 b (3)		Х
	<b>(4)</b> R	Reimbursement	arranger	ments						1b(4)		Х
		oans or toan gu					•	•		1 b (5)		Х
	<b>(6)</b> P	erformance of	services	or membersh		ng solicitations.				1b(6)		Х
						ts, or paid emplo				1c		Х
	d If the the go any to	answer to any oods, other ass ransaction or sh	of the al ets, or s naring ar	bove is 'Yes,' ervices given rangement, s	complete the for the following the complete the following the following the column to the column to the following	following scheduling foundation. If the condation of the value of	e. Columi the found the goods	n <b>(b)</b> should alv ation received s, other assets,	ways show the fa less than fair ma or services rece	ar market val Arket value in Bived	ue of	
(;	a) Line no.	(b) Amount in			of noncharitable ex	-			nsfers, transactions, a		ngement	s
N	/A			, ,			1	<del>- · · · · · · · · · · · · · · · · · · ·</del>			<del></del>	
										· · · · · · · · · · · · · · · · · · ·		
						-						
				_								
												-
		,							_			
					-							
	-										-	
									·			
	descr	e foundation direction in section is, complete the	501(c) o	of the Code (d	iated with, or re other than secti	elated to, one or on 501(c)(3)) or	more tax n section	-exempt organi 527?	zations	. Yes	s X	No
		(a) Name of or	ganızatı	on	<b>(b)</b> Ty	pe of organization	n	(0	c) Description of	relationship		
N	/A			· · · · · · · · · · · · · · · · · · ·	<u></u>	· · · · · · · · · · · · · · · · · · ·					_	
_											_	
	Under pen	alties of perjury, I de	clare that I	have examined than taxpaver or fi	his return, including duciary) is based on	accompanying schedu all information of which	es and state	ments, and to the b	est of my knowledge a	and belief, it is tru	e, correc	ct. and
	Compiete		]					1 n		_		
s	<b> </b>	8( ) () 1	4		J.P.		1 (	0 03 10	<b>▶</b>	$\rho$		
s G	Sign	nature of officer or tru	ustee		• • • •		Date	1 - 1 - 0	Title			_
Ň			•	~ 1 .		Λ 0	Date		1	Preparer's Identify	ring num	ber
Ħ	Paid	Preparer's signature	$\tilde{m}$	-dael	12 Idam	elli	1	/ /	Check if	(See Signature in	the inst	rs)
Ř	Pre-		MICH	ALL R HA	MILTON	TWO 50		126/10	employed -	569-78-9	<u> 541</u>	
_	parer's   Use	Firm's name (or yours if self-	MICH			INC PS			EIN ► 91-	1993754		
	Only	employed), address, and	1106		ST STE 26				-{	405) 454	200	
_	L	ZIP code	ררקים	EVUE, WA	98004-830	10			Phone no ► (	(425) 45 <b>4</b>	<u>-303</u>	53

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Form **990-PF** (2009)

### Form **8868** (Rev April 2009)

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury Internal Revenue Service

File a separate application for each return.

OMB No 1545-1709

	-				
<ul><li>If you are</li></ul>	filing for an Automatic 3-Month	Extension, complete only Part I and check this box			► X
		omatic) 3-Month Extension, complete only Part II (o			_
		ady been granted an automatic 3-month extension or			
Part I	Automatic 3-Month Extens	ion of Time. Only submit original (no copie	s needed).		<del></del>
A corporation	required to file Form 990-T and	requesting an automatic 6-month extension — check	this box and o	complete Part I only .	► □
	orations (including 1120-C filers	), partnerships, REMICS, and trusts must use Form 7		· · · · · · · · · · · · · · · · · · ·	_
Electronic Fil returns noted the additional Form 990-T	ling (e-file) Generally, you can e	lectronically file Form 8868 if you want a 3-month au on required to file Form 990-T). However, you canno iion or (2) you file Forms 990-BL, 6069, or 8870, grou y completed and signed page 2 (Part II) of Form 886 e-file for Charities & Nonprofits.	ntomatic extens t file Form 886 up returns, or a s8. For more de	sion of time to file one of 8 electronically if (1) you composite or consolid stails on the electronic	of the ou want ated filing of
	Name of Exempt Organization		<del> </del>	Employer identification num	ber
Type or					
print	KEYES FOUNDATION			91-1939734	
File by the due date for	Number, street, and room or suite number	If a P.O box, see instructions	· · · · · · · · · · · · · · · · · · ·	102 2303.01	
41	P.O. BOX 50088				
instructions	City, town or post office, state, and ZIP coo	de For a foreign address, see instructions			
	BELLEVUE, WA 98015				
	f return to be filed (file a separa	te application for each return):	<del></del>	· · · · · · · · · · · · · · · · · · ·	
Form 990	_	Form 990-T (corporation)	☐ Form 472	20	
Form 990	<u></u>	Form 990-T (section 401(a) or 408(a) trust)	<b>  </b>		
Form 990	L.		Form 522		
X Form 990	L	Form 990-T (trust other than above) Form 1041-A	Form 887		
Telephone If the orga If this is f check this	or a Group Return, enter the org		l) If		
1 I reques	st an automatic 3-month (6 mont	hs for a corporation required to file Form 990-T) exte	ension of time		
	•	the exempt organization return for the organization			
	ension is for the organization's re		, idi. i od do i o		
	calendar year 20 09 or				
		, 20, and ending, 20			
	ax year is for less than 12 month			hange in accounting pe	eriod
3a If this a	nnlication is for Form 990-BL 99	90-PF, 990-T, 4720, or 6069, enter the tentative tax, I			
nonrefu	ndable credits. See instructions		·····	3a \$ 4	<u>,889.</u>
	pplication is for Form 990-PF or nclude any prior year overpayme	990-T, enter any refundable credits and estimated ta ent allowed as a credit	x payments	3ь\$ 4	,889.
deposit	<b>Due.</b> Subtract line 3b from line with FTD coupon or, if required, tructions	3a. Include your payment with this form, or, if require by using EFTPS (Electronic Federal Tax Payment Sy	ed, ystem).	3c \$	0.
Caution. If yo payment instr		ic fund withdrawal with this Form 8868, see Form 84	53-EO and For	m 8879-EO for	
BAA For Priv	vacy Act and Paperwork Reduct	ion Act Notice, see instructions.		Form <b>8868</b> (Rev.	4-2009)

2009	Federal Statements	Page 1
	KEYES FOUNDATION	91-1939734
Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees	(a) (b) Net (c)	(d)
ACCOUNTING FEES	Expenses	Charitable Purposes \$ 437. \$ 437.
Statement 2 Form 990-PF, Part I, Line 16c Other Professional Fees		
INVESTMENT	(a)       (b)       Net       (c)         Expenses       Investment       Adjusted         per Books       Income       Net Income          \$ 6,552.       \$ 6,552.         Total       \$ 6,552.       \$ 6,552.	(d) Charitable Purposes \$ 1,638. \$ 1,638.
Statement 3 Form 990-PF, Part I, Line 18 Taxes		
FIT FOREIGN	(a)       (b)       Net       (c)         Expenses       Investment       Adjusted         per Books       Income       Net Income         \$ -6,536.       128.       \$ 128.         Total       \$ -6,408.       \$ 128.       \$ 0.	(d) Charitable Purposes \$ -1,634. 32. \$ -1,602.
Statement 4 Form 990-PF, Part I, Line 23 Other Expenses		
MISC	(a)       (b)       Net       (c)         Expenses       Investment       Adjusted         Net       Income         \$ 35.       \$ 26.         \$ 35.       \$ 26.         \$ 26.       \$ 0.	(d) Charitable Purposes \$ 35. \$ 35.

٠.

### Statement 5 Form 990-PF, Part IV, Line 1 Capital Gains and Losses for Tax on Investment Income

		(b) How	(c) Date	(d) Date
<u> Item</u>	(a) Description	<u>Acquired</u>	<u>Acquired</u>	Sold
1	FAIRPOINT COMMUNICATIONS	Purchased	7/07/1994	2/04/2009
2	500SH COSTCO	Purchased	7/07/1994	8/27/2009
3	349SH DELPHI CORP	Purchased	12/31/1991	8/27/2009
4	5000SH MICROSOFT	Purchased	1/06/1995	8/27/2009
5	196SH VISTEON CORP	Purchased	12/31/1992	8/27/2009
6	1281SH VODAFONE	Purchased	7/07/1994	8/27/2009
7	500SH CITIGROUP	Purchased	4/08/1998	10/28/2009
8	30SH IDEARC	Purchased	7/07/1994	10/28/2009
9	500SH VODAFONE	Purchased	7/07/1994	10/28/2009
10	3000SH MICROSOFT	Purchased	1/06/1995	12/01/2009

	(e) Gross	(f) Deprec.	(g) Cost	(h) Gain	(i) FMV	(j) Adj. Bas.	(k) Excess	(1) Gain
Item	Sales	<u> Allowed</u>	Basis	(Loss)	12/31/69	12/31/69	(i) - (i)	(Loss)
1	26.		64.	-38.				\$ -38.
2	25,671.		3,632.	22,039.				22,039.
3	5.		2,439.	-2,434.				-2,434.
4	123,197.		19,241.	103,956.				103,956.
5	16.		531.	-515.				-515.
6	28,040.		8,026.	20,014.				20,014.
7	2,032.		5,786.	-3,754.				-3,754.
8	0.		578.	-578.				-578.
9	11,280.		3,133.	8,147.				8,147.
10	89,938.		11,544.	78,394.				78,394.
							Total	\$ 225,231.

Statement 6 Form 990-PF, Part XV, Line 1a Foundation Managers - 2% or More Contributors

DOREEN KEYES DAVID KEYES

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

Name of Grant Program:

Name:

DOREEN KEYES

Care Of:

Street Address:

City, State, Zip Code:

P.O. BOX 50088 BELLEVUE, WA 98015

Telephone:

425-455-9996

Form and Content:

Submission Deadlines:

Restrictions on Awards:

THE DIRECTORS WILL MAKE ANNUAL DISTRIBUTIONS FROM THE FOUNDATION TO OTHER CHARITABLE ENTITIES QUALIFIED AS TAX-EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE CODE, FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY AND EDUCATIONAL PURPOSES, AS FURTHER DEFINED BY THE BOARD.

ADDITIONAL INFORMATION AVAILABLE UPON REQUEST.

2009	Federal Stat	ements		Page 3
	KEYES FOUND	DATION		91-1939734
Statement 8 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
HUALALAI FOUNDATION			TO SUPPORT GENERAL CHARITABLE ACTIVITIES CARRIED ON BY CHARITABLE ORGANIZATION	\$ 10,000.
YWCA '			SAME	1,000.
MILLIONAIR CLUB CHARITY			SAME	10,000.
SALVATION ARMY			SAME	5,000.
, UNION GOSPEL MISSION			SAME	10,000.
NW HARVEST			SAME	15,000.
UW FOUNDATION			SAME	2,000.
NOAH ANIMAL CENTER			SAME	1,000.
HOPELINK			SAME	1,000.
RUNNING STRONG			SAME	100.
HUTCHINSON CANCER CENTER			SAME	10,000.
NW KIDNEY CENTER			SAME	250.
, AMERICAN HEART ASSOC			SAME	100.
RISE N SHINE SCHOOL			SAME	500.
FRIDAY HARBOR FOOD BANK			SAME	3,000.
MARCH OF DIMES			SAME	100.
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009	Federal Stat	ements			Page 4
	KEYES FOUNI	DATION			91-1939734
Statement 8 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year					
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant		Amount
EVERGREEN HOSPITAL FOUNDATION	. •		SAME	\$	10,000
AMERICAN RED CROSS			SAME		500
ALZHEIMERS ASSOCIATION			SAME		1,000
AMERICAN LUNG ASSOC			SAME		350
WASHINGTON STATE UNIVERSITY FOUNDATION			SAME		250
SENIOR SERVICES			SAME		250
SOUTH COUNTY SENIOR CTR			SAME		1,000
DISABLED VETS			SAME		100
NEAH BAY CULTURAL RESEARCH CENTER			SAME		10,000
GROUP HEALTH			SAME		500
			Tot	al <u>\$</u>	93,000



### Account Statement KEYES FOUNDATION

December 1, 2009 - December 31, 2009

EQUITIES							Cottmotod	a de la composition della comp
Description	Quantity	Unit	Market value	Cast per unit	Tax	Unrealized gain/loss	ammal Income	market Weld (%)
COMMON STOCK - BASIC INDUSTRY								
METALS AND MINING								
FREEPORT-MCMORAN COPPER & GOLD								
Acquired 10-02-2009	140.00	90.08	11 240 60	<b>7</b> 0 20	000		;	;
TOTAL METALS AND MINING	8	99.53	\$11,240.60	<b>t</b>	9,217.60	2,023.00	\$ <b>\$</b>	0.75 57.5
TRANSPORTATION					W. 11 .00	#K;023.00	5	0.73
EXPEDITORS INTL WASH INC								
EAPD Acquired 10-02-2009	275 00	34.77	956175	33 83	90 300 0	250.40	ţ	5
TOTAL TRANSPORTATION			\$9,561.75	3	\$9.302.26	\$259.49	. <b>19</b>	<u> </u>
TOTAL BASIC INDUSTRY			\$20,802.35		\$18,519.86	\$2,282.40	<b>\$18</b>	0.9
COMMON STOCK - CAPITAL GOODS								
MISC-INDUSTRIAL								
GENERAL ELEC CO								
de Acquired 07-07-1994	3,000,00	15.13	45 300 00	7 08	22 024 27	01 465 60	•	Č
KBRINC				3	io toe or	CB:CC+'17	1,200	<b>†</b> 0,
Acquired 10-28-2009	300:00	19.00	5.700.00	21.23	6 360 M	A60 00	G	•
TOTAL MISC-INDUSTRIAL			\$51,090,00	ì	\$30,303.37	500.500 500.786.63	2 3 8	3. 5
TOTAL CAPITAL GOODS			\$51,080,00		\$30.303.37	CO 786 62	000 E	53
					*************	440,1 U.O.	107 <sup>4</sup> 10	147





EQUITES  Description	Quantity	Unit	Market value	Cost per unit	Tax cost	Umealized gafn/loss	Estimated annual income	Current market vield (%)
COMMON STOCK - CONSUMER CYCLICALS								
AUTOMOTIVE								
FORD MOTOR CO								
LL.								
Acquired 12-31-1992	1,464 00	10 00	14,640.00	8 67	12 687 80	1 952 20	203	000
MOTORS LIQUIDATION CO						1 100.	3	9.3
Manufed 12-31-1991	200 00	17	2000	3	000			
Textosactise sector	00 000	Ŧ	00 007	24 08	12,339 38	-12,103 88		80
I U I AL AUI UMUI IVE			\$14,875.50		\$25,027.18	-\$10,151.68	\$293	1.97
MISC - CONSUMER CYCLICALS								
INTERNATIONAL GAME TECHNOLOGY								
IGT			•					
Acquired 09-10-2009	200 00	18 77	9,385 00	22.75	11 377 00	-1 992 00	120	1 28
TOTAL MISC - CONSUMER CYCLICALS			\$9,385.00	} 	\$11.377.00	-\$1.992.00	\$120	
RETAIL								
COSTCO WHOLESALE CORP								
COST								
Acquired 07-07-1994	1,500 00	59 17	88,755 00	7.26	10 896 56	77 RSB 44	1 080	1 22
TOTAL RETAIL			& DO 755 00	ł	91 000 01	יי פיים דר	000'-	77'
			900,733.00		\$10,890.50	\$17,858.44	\$1,080	1.22
IOIAL CONSUMER CYCLICALS			ST13.015.50		£47 200 74	SF 7 F 104	44 500	







COMMON STOCK - CONSUMER STAPLES  DRUGS  COVANCE INC  COV			Morket	tec				
COMMON STOCK - CONSUMER STAPLES  DRUGS  COVANCE INC  CVD		price	value	per unit	cost cost	Umrealized gain/loss	amneal Income	market yeld (%)
j								
COVANCE INC CVD								
CVD								
Acquired 09-10-2009		24.57	8 185 50	8	8 533 50	248 00		2
SION				8	0.0000	000		3
Acquired 08-27-2009 150.00		49.01	7,351 50	<b>26 96</b>	8,543.97	-1,192.47		000
-2009	Q	7	4,901 00	55 46	5,546.00	-645 00		
Total Position 250.00	<b>2</b>	72	12,252.50		14,089.97	-1,837.47		0.00
TEVA PHARMACEUTICAL INDS LTD SPONS AND								
TEVA								
Acquired 10-28-2009 100.00		56.18	5,618.00	49 54	4,954.00	664.00	48	0.86
TOTAL DRUGS		\$26	\$26,056.00		\$27,577.47	-\$1,521.47	33	0.18
HEALTH CARE								
MEDTRONIC INC								
Acauired 08-27-2009 250 00	43 98		10 995 00	g	0 744 00	1 251 00	y C	1 06
CINC					200	20.	3	3
IMU Acmired 08-27-2009		7 60	0 630 00	72.40	900	949		8
		Ş	9,000,00	ř Ž	3,030.00	# # F	1004	3 8
		N. C.	\$20,555.UU		\$16,642.UU	\$1,691.00	Q)ZX	3.6



### ACCOUNT Statement KEYES FOUNDATION December 1, 2009 - December 31, 2009

EQUITIES		Unit	Market	Cost	Tax	Unrealized	Estimated	Current
Description	Quantity	price	value	per unit	cost	gain/loss	іпсоте	yleld (%)
SOAPS/PERSONAL CARE								
AVON PRODS INC								
AVP Acquired 10-28-2009	150.00	31 50	4 725 00	32 03	4 054 50	.22050	126	267
TOTAL SOAPS/PERSONAL CARE		3	4,725.00	3	\$4 954 50	05 677 06 677	921 <b>3</b>	267
TOTAL CONSUMER STAPLES			\$51,314.00		\$51,373.97	-\$59.97	ST ST ST ST ST ST ST ST ST ST ST ST ST S	0.74
COMMON STOCK - ENERGY/JTILITIES								
OIL								
TRANSOCEAN LTD								
FGN COM								
Alu Acquired 10-28-2009	100 00	82 80	8,280.00	83 97	8,397 00	-117.00		0:00
TOTAL OIL			\$8,280.00		\$8,397.00	-\$117.00		0.00
TOTAL ENERGY/UTILITIES			\$8,280.00		\$8,397.00	-\$117.00		0.00
COMMON STOCK - FINANCIAL								
BANKS								
KEYCORP NEW							-	
Actured 12-31-1991	1,000.00	5 55	5,550 00	8 22	8,220 68	-2.670.68	\$	0.72
TOTAL BANKS			\$5,550.00		\$8,220.68	-\$2,670.68	9 <del>7</del> 9	0.72







### Account Statement KEYES FOUNDATION

December 1, 2009 - December 31, 2009

EQUITIES			:				Estimated	Current
Description	Quantity	brice Drice	<b>M</b> arket value	Cost per unit	Tax cost	Umrealized gain/loss	amnual	market yeld (%)
FINANCIAL SERVICES								
T ROWE PRICE GROUP INC								
HOW Acciliated OB-27.2000	טט טטנ	30 03	10.650.00	20	0 70 7	0000	Ö	•
6002-72-00 politika	00 002	3	00,000,01	გ ვ	00 /01 's	00 24C,1	<b>3</b>	<u>\$</u>
SCHWAB CHARLES CORP NEW SCHW								
Acquired 08-27-2009	200.00	18.82	9,410 00	17 79	8,895.00	515.00	120	1.28
VISAINC					-			
COM CL A								
V Acquired 08-27-2009	140.00	87.46	12,244 40	99 29	9.738 40	2.506.00	2	0.57
TOTAL FINANCIAL SERMCES			\$32,304.40		\$27,740.40	\$4,564.00	062\$	1.21
TOTAL FINANCIAL			\$37,854.40		\$35,961.08	\$1,883.32	\$430	1.14
COMMON STOCK - TECHNOLOGY								
COMMUNICATION SERVICES								
VERIZON COMMUNICATIONS INC								
ZA								
Acquired 07-07-1994	610 00	33.13	20,20930	23 86	14,557 58	5,651.72	1,159	5.74
VODAFONE GROUP PLC								
SPONS ADR							`	
Acquired 07-07-1994	1,500.00	23.09	34,635.00	6.26	9.397.57	25.237 43	1.937	5.59
TOTAL COMMUNICATION SERVICES			\$54,844.30		\$23,955.15	\$30,889.15	\$3,096	5.64
				-				



### Account Statement KEYES FOUNDATION

December 1, 2009 - December 31, 2009

EQUITIES								
Description	Quantity	Unit	<b>Market</b> value	Cost per unit	Tax	Unrealized	Estimated annual income	Current market
COMPUTER SOFTWARE/HARDWARE & SERVICES				-		331		(w) most
MICROSOFT CORP								
MSFT								
Acquired 04-28-1992	22,100 00	30 48	673,608 00	2 28	50,388,00	623 220 00	11 492	171
TOTAL COMPUTER SOFTWARE/HARDWARE & SERVICES			\$673,608.00		\$50,388.00	\$623,220.00	\$11.402	17
TOTAL TECHNOLOGY			\$728,452.30		\$74,343.15	\$654.109.15	\$14.588	28
TOTAL COMMON STOCK								
			55.808,010,15		\$266,199.17	\$744,609.38	\$18,338	<u>8</u>
EQUITY FUNDS								
MUTUAL FUNDS								
HARBOR INTERNATIONAL FD OPEN-END FUND	999.980	54 87	54,868 90	50 70	50,695 66	4,173.24	705	1.28
ISHARES MSCI EMERGING MKTS INDEX CI OSED-END HIND	275.00	41 50	11,412 50	36 18	9,949 50	1,463 00	7	0.06
ISHARES S&P SMALLCAP 600 INDEX CLOSED-END FUND	200 00	54 72	10,944 00	20 98	10,196 00	748 00	136	124
TOTAL MUTUAL FUNDS			\$77,225.40		\$70,841.16	\$6,384.24	\$847	1.10
TOTAL EQUITY FUNDS			\$77,225.40		\$70,841.16	\$6,384.24	\$847	1.10
TOTAL EQUITIES			\$1,088,033.95		\$337,040.33	\$750,993.62	\$19,185	1.76

