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INTERNAL REVENUE SERVICE

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

OMB No 1545-0052

2009

Form **990-PF**

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 , 20

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

Use the IRS label otherwise, print or type See Specific Instructions	Name of foundation TUV FRED G ZAHN SCHOLARSHIP FD (73-11-111-3998756)		A Employer identification number 91-6165874
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 357-7094
	P.O. BOX 831041		C If exemption application is pending, check here ☐ D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
	City or town, state, and ZIP code DALLAS, TX 75283-1041		
Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 291,894.		J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	5,247.	5,247.		STMT 1
5a	Gross rents	5,374.	5,374.	5,374.	
b	Net rental income or (loss) 3,808				
6a	Net gain or (loss) from sale of assets not on line 10	-3,591.			
b	Gross sales price for all assets on line 6a 12,627.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	7,030.	10,621.	5,374.	
13	Compensation of officers, directors, trustees, etc.	2,170.	1,302.		868.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 2	800.	NONE	NONE	800.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 3	94.	94.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 4	1,591.			25.
24	Total operating and administrative expenses				
	Add lines 13 through 23	4,655.	1,396.	NONE	1,693.
25	Contributions, gifts, grants paid	21,000.			21,000.
26	Total expenses and disbursements. Add lines 24 and 25	25,655.	1,396.	NONE	22,693.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-18,625.			
b	Net investment income (if negative, enter -0-)		9,225.		
c	Adjusted net income (if negative, enter -0-)			5,374.	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	34,136.		
	2 Savings and temporary cash investments		21,037.	21,037.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) .			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 5	205,240.	199,712.	193,567.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	50,000.	50,000.	77,290.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	289,376.	270,749.	291,894.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ ☒			
	27 Capital stock, trust principal, or current funds	289,376.	270,749.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	289,376.	270,749.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	289,376.	270,749.	

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	289,376.
2 Enter amount from Part I, line 27a	2	-18,625.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	54.
4 Add lines 1, 2, and 3	4	270,805.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	56.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	270,749.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
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 (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-3,591.	
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of 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 (col. (b) divided by col. (c))
2008	6,547.	311,293.	0.02103163258
2007			
2006			
2005			
2004			
2 Total of line 1, column (d)			2 0.02103163258
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 0.02103163258
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 271,730.
5 Multiply line 4 by line 3			5 5,715.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 92.
7 Add lines 5 and 6			7 5,807.
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.			8 22,693.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	92.
b Domestic foundations that meet the section 4940(e) requirements in Part V, 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, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3 Add lines 1 and 2	3	92.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5	92.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	NONE
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	92.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 8			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 page 20 of the 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 ▶ NONE	13	X	
14	The books are in care of ▶ BANK OF AMERICA Telephone no ▶ (800) 357-7094 Located at ▶ PO BOX 831041, DALLAS, TX ZIP + 4 ▶ 75283-1041			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶		
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 page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? **5b** ☐ Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ If "Yes" to 6b, file Form 8870 ☒

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
SEE STATEMENT 9		2,170.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	198,578.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	77,290.
d	Total (add lines 1a, b, and c)	1d	275,868.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	275,868.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	4,138.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	271,730.
6	Minimum investment return. Enter 5% of line 5	6	13,587.

Part XI Distributable Amount (see page 25 of the 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	13,587.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	92.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	92.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,495.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	13,495.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	13,495.

Part XII Qualifying Distributions (see page 25 of the 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	22,693.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	22,693.
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 page 26 of the instructions)	5	92.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,601.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				13,495.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			8,829.	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>22,693.</u>				
a Applied to 2008, but not more than line 2a			8,829.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				13,495.
e Remaining amount distributed out of corpus	369.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	369.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	369.			
10 Analysis of line 9				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	369.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2009

(b) 2008

(c) 2007

(d) 2006

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 13				
Total			▶ 3a	21,000.
b Approved for future payment				
Total			▶ 3b	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
489.00		52.682 COLUMBIA LARGE CAP CORE FUND CLAS PROPERTY TYPE: SECURITIES 738.00				P	07/31/1997	04/30/2009
							-249.00	
5,444.00		505.442 COLUMBIA LARGE CAP CORE FUND CLA PROPERTY TYPE: SECURITIES 7,084.00				P	07/31/1997	08/31/2009
							-1,640.00	
363.00		25.617 COLUMBIA LARGE CAP INDEX FUND CLA PROPERTY TYPE: SECURITIES 595.00				P	02/28/2005	02/27/2009
							-232.00	
744.00		44.052 COLUMBIA LARGE CAP INDEX FUND CLA PROPERTY TYPE: SECURITIES 1,023.00				P	02/28/2005	04/30/2009
							-279.00	
260.00		13.105 COLUMBIA LARGE CAP INDEX FUND CLA PROPERTY TYPE: SECURITIES 304.00				P	02/28/2005	08/31/2009
							-44.00	
1,876.00		216.591 COLUMBIA TOTAL RETURN BOND FUND PROPERTY TYPE: SECURITIES 2,110.00				P	04/27/2007	02/27/2009
							-234.00	
1,634.00		178.583 COLUMBIA MULTI-ADVISOR INT'L EQU PROPERTY TYPE: SECURITIES 1,807.00				P	09/30/2000	04/30/2009
							-173.00	
961.00		105.031 COLUMBIA MULTI-ADVISOR INT'L EQU PROPERTY TYPE: SECURITIES 1,037.00				P	04/30/2001	04/30/2009
							-76.00	
856.00		110.983 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 1,520.00				P	09/30/2008	04/30/2009
							-664.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -3,591. =====	

SCHEDULE FOR DEPRECIATION CLAIMEDJSA

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
=====

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	1,122.

	1,122.
	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
COLUMBIA ACORN INT'L SELECT FUND CLASS Z	130.	130.
COLUMBIA LARGE CAP CORE FUND CLASS Z SHA	764.	764.
COLUMBIA LARGE CAP INDEX FUND CLASS Z SH	37.	37.
COLUMBIA LARGE CAP ENHANCED CORE FUND CL	363.	363.
COLUMBIA TOTAL RETURN BOND FUND CLASS Z	1,894.	1,894.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	1,276.	1,276.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	121.	121.
COLUMBIA SMALL CAP INDEX FUND CLASS Z SH	61.	61.
COLUMBIA HIGH YIELD OPPORTUNITY FUND CLA	350.	350.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	140.	140.
BANK OF AMERICA MONEY MARKET SAVINGS	111.	111.
	-----	-----
TOTAL	5,247.	5,247.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	57.	57.
FOREIGN TAXES ON NONQUALIFIED	37.	37.
TOTALS	94.	94.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
RENT AND ROYALTY EXPENSES	1,566.	25.
STATE FILING FEE	25.	
TOTALS	1,591.	25.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
COLUMBIA TOTAL RETURN BOND FD	C	40,939.	41,446.	41,246.
COLUMBIA HIGH YIELD OPP FD	C	4,328.	4,328.	4,062.
COLUMBIA ACORN INTL SELECT FD	C	4,622.	8,734.	11,583.
COLUMBIA LARGE CAP CORE FD	C	67,552.	59,729.	60,448.
COLUMBIA LARGE CAP INDEX FD	C	4,119.	2,196.	2,036.
COLUMBIA LARGE CAP ENH CORE FD	C	27,442.	27,442.	21,597.
COLUMBIA MULTI-ADV INTL EQ FD	C	33,066.	30,223.	29,743.
COLUMBIA MID CAP INDEX FD	C	14,164.	14,164.	10,792.
COLUMBIA SMALL CAP INDEX FD	C	5,357.	8,238.	7,485.
COLUMBIA REAL ESTATE EQ FD	C	3,651.	3,212.	4,575.
		-----	-----	-----
TOTALS		205,240.	199,712.	193,567.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
NONDEDUCTIBLE TRUST EXPENSE-MUTUAL FUNDS	15.
NONTAXABLE DIVIDENDS	39.

TOTAL	54.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

TIMING DIFFERENCE-MUTUAL FUNDS	5.
ADJUSTMENTS OF CARRYING VALUE	49.
SALES ADJUSTMENT-MUTUAL FUND	2.

TOTAL	56.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

WA

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

PO BOX 831041

DALLAS, TX 75283-1041

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 2,170.

TOTAL COMPENSATION: 2,170.

=====

TUW FRED G ZAHN SCHOLARSHIP FD
FORM 990PF, PART XV - LINES 2a - 2d
=====

91-6165874

RECIPIENT NAME:

FRED G. ZAHN SCHOLARSHIP FUND

ADDRESS:

715 PECAN TREE ST NE, 8TH FLOOR
ATLANTA, GA 30308

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED

SUBMISSION DEADLINES:

APRIL 15TH

RESTRICTIONS OR LIMITATIONS ON AWARDS:

FOR HIGH SCHOOL GRADUATES FROM SCHOOLS LOCATED WITHIN
THE STATE OF WASHINGTON AND ATTENDING ANY ACCREDITED
COLLEGE OR UNIVERSITY SITUATED IN THE STATE OF WASHINGTON

STATEMENT 10

FRED G. ZAHN SCHOLARSHIP APPLICATION

ACADEMIC YEAR 20____-20____

Before completing this application form, please read over the Fred G. Zahn Scholarship Guidelines. It provides the qualification criteria of the scholarship. All questions must be answered.

1. Your full name: _____
2. Female____Male____ Marital Status _____ Date of Birth _____
3. Permanent mailing address: _____
Street name – number _____
City _____ State _____ Zip Code _____
4. High School Attended _____
Name _____ City _____ State _____
5. Month and year of high school graduation: _____
6. List all colleges and universities you have attended (last one first) with GPA for each: _____

7. What grade level will you be next academic year (junior, senior etc.): _____
8. Projected graduation date: _____
9. What is your current or intended major: _____
10. College or university you plan to attend: _____
11. Financial assistance received last year: _____
12. \$ _____ \$ _____ \$ _____ \$ _____
Scholarships Grants Loans College Work-Study
13. Average number of hours employed per week during academic year: _____
14. Is this a renewal application? _____

This application must also be accompanied by the following:

- A. A personal letter outlining:
 1. Your educational career goals.
 2. Your participation in extra-curricular activities and the amount of time spent per week.
(Note the organizations that you have a membership.)
 3. Your perception of your particular need for scholarship assistance.
 4. Other forms of financial aid available to you.
 5. Your work experience within the last 3 years and any plans for employment during the academic year.
- B. An official transcript from each school attended, including high school.
- C. A copy of your Student Aid Report (SAR) or a copy of your completed financial aid application, if your SAR is not available.

When all of the above information is available, please send it, together with this application form, to:

**FRED G. ZAHN SCHOLARSHIP FUND
BANK OF AMERICA TRUST SERVICES
GA2-002-08-01
715 PEACHTREE ST NE, 8TH FLOOR
ATLANTA, GA 30308**

The Scholarship Selection Committee will consider only those applications that are complete. Applications postmarked after April 15 will not be accepted.

I certify that all information on this application and all enclosure are true and accurate to the best of my knowledge. I understand that any misrepresentations may cause an awarded scholarship to be rescinded by the committee.

Date

Your signature

FRED G. ZAHN

SCHOLARSHIP GUIDELINES

When Fred G. Zahn passed away, he set up a scholarship fund under his Will and appointed Bank of America as Trustee. The guidelines that were set out in his Will for the trust fund is as follows:

“The income from such find shall be used of scholarships for *high school graduates from a school located within the State of Washington*, for either sex, without discrimination as to race, color, or creed, who by their effort, scholarship achievement and character have evidenced their ability to benefit themselves and others by continuing their educational processes. The *financial need* for assistance in order to continue their education processes shall be one of the major considerations for such an award. Scholarship awards may be made to students attending *any accredited college or university situated in the State of Washington.*”

Each scholarship amount is \$1,500.

The scholarship selection committee consists of representatives from three Washington universities. They have in recent years given preference to junior and senior college students who maintain a grade point average of at least 3.75.

The selection committee will meet in late May and all applicants will be notified of their decision by mid-June.

RECIPIENT NAME:
EASTERN WASHINGTON UNIVERSITY
ADDRESS:
127 HARGREAVES HALL
CHENEY, WA 99004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
UNIVERSITY OF WASHINGTON
ADDRESS:
P O BOX 24967
SEATTLE, WA 98124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
WESTERN WASHINGTON UNIVERSITY
STUDENTS ACCOUNTS OFFICE
ADDRESS:
516 HIGH ST
BELLINGHAM, WA 98225-5946
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONSL SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
GONZAGA UNIVERSITY
FINANCIAL AID OFFICE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
SEATTLE PACIFIC FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
SKAGIT VALLEY COLLEGE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
WASHINGTON STATE UNIVERSITY
SCHOLARSHIP COMMITTEE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3) EXEMPT
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
WHITWORTH UNIVERSITY
RELATIONSHIP:
NONE

PURPOSE OF GRANT:

SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) EXEMPT

AMOUNT OF GRANT PAID 1,500.

TOTAL GRANTS PAID: 21,000.
=====

SCHOLARSHIP RECIPIENTS FROM TUW FRED G ZAHN SCHOLARSHIP FUND
 FORM 990-PF PART XV FYE 12/31/2009 EIN 91-6165874

NAMES OF RECIPIENTS	INSTITUTION	AMOUNT OF SCHOLARSHIP
JANET ELAINE DAHL	UNIVERSITY OF WASHINGTON	\$1,500 00
SUNMA AGOSTINE	UNIVERSITY OF WASHINGTON	\$1,500 00
JESSICA HALE	UNIVERSITY OF WASHINGTON	\$1,500 00
JAIME ESPINOZA	UNIVERSITY OF WASHINGTON	\$1,500 00
KARISSA LIDSTRAND	WESTERN WASHINGTON UNIVERSITY	\$1,500 00
RYAN NELSON	WESTERN WASHINGTON UNIVERSITY	\$1,500 00
CLIFFORD ABELL	EASTERN WASHINGTON UNIVERSITY	\$1,500 00
JUSTIN T LARSON-MILLER	GONZAGA UNIVERSITY	\$1,500 00
STUDENT ID #997389683	SEATTLE PACIFIC FOUNDATION	\$1,500 00
ALANNA STEELE	SKAGIT VALLEY COLLEGE	\$1,500 00
KATHRYN GOODIN	WASHINGTON STATE UNIVERSITY	\$1,500 00
MELISSA JUHNKE	WASHINGTON STATE UNIVERSITY	\$1,500 00
LIZBETH LOPEZ	WASHINGTON STATE UNIVERSITY	\$1,500 00
COURTNEY EDWARDS	WHITWORTH UNIVERSITY	\$1,500 00
TOTAL		<u>\$21,000 00</u>

RENT AND ROYALTY SUMMARY

=====

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
-----	-----	-----	-----	-----
UND 1/6 INT N 118 HO	5,374.		1,566.	3,808.
	-----	-----	-----	-----
TOTALS	5,374.		1,566.	3,808.
	=====	=====	=====	=====