Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
S.B. SCHAAR & P.K. WHELPTON FOUNDATION
C/O DAN KOVARIK

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
10655 NE FOURTH STREET, SUITE 510

City or town, state, and ZIP code
BELLEVUE, WA 98004

A Employer identification number
91-6468169

B Telephone number
(425) 213-1550

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 4,623,400.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

SCANNED JUN 14 2010

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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).)

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	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	100,692.	100,692.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-95,344.			
	b	Gross sales price for all assets on line 6a 1,006,620.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total** Add lines 1 through 11	5,348.	100,692.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	3,235.	1,617.		1,618.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 3	2,232.	2,232.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 4	99.	0.		99.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,566.	3,849.		1,717.
	25	Contributions, gifts, grants paid	278,330.			278,330.
	26	**Total expenses and disbursements** Add lines 24 and 25	283,896.	3,849.		280,047.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-278,548.			
	b	**Net investment income** (if negative, enter -0-)		96,843.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2009)

13480511 131251 0100.04 2009.03050 S.B. SCHAAR & P.K. WHELPTON 0100_041

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,406,282.	255,195.	255,195.
	3	Accounts receivable ▶ 1,152.			
		Less: allowance for doubtful accounts ▶	3,041.	1,152.	1,152.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 5	3,420,033.	4,292,155.	4,367,053.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	4,829,356.	4,548,502.	4,623,400.
Liabilities	17	Accounts payable and accrued expenses	2,306.		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	2,306.	0.	
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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,827,050.	4,548,502.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	4,827,050.	4,548,502.	
	31	**Total liabilities and net assets/fund balances**	4,829,356.	4,548,502.	

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	4,827,050.
2	Enter amount from Part I, line 27a	2	-278,548.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,548,502.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,548,502.

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	SCHWAB #9296 PUBLICLY TRADED SECURITIES	P		
b	SCHWAB #9296 PUBLICLY TRADED SECURITIES	P		
c	CAPITAL GAINS DIVIDENDS			
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	297,855.		282,795.	15,060.
b	708,087.		819,169.	-111,082.
c	678.			678.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				15,060.
b				-111,082.
c				678.
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	-95,344.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	286,890.	5,365,724.	.053467
2007	182,296.	5,518,605.	.033033
2006	107,142.	4,050,855.	.026449
2005	99,182.	2,994,551.	.033121
2004	102,428.	2,208,880.	.046371

2	**Total** of line 1, column (d)	2	.192441
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	.038488
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,279,961.
5	Multiply line 4 by line 3	5	164,727.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	968.
7	Add lines 5 and 6	7	165,695.
8	Enter qualifying distributions from Part XII, line 4	8	280,047.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	968.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	968.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	968.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,838.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	7,838.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,870.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,000. **Refunded** ▶			11	5,870.

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 instructions for definition)?	1b		X
	*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*			
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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A | Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DAN KOVARIK Telephone no. ▶ (425) 213-1550

Located at ▶ 10655 NE FOURTH STREET, SUITE 510, BELLEVUE, WA ZIP+4 ▶ 98004

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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 instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JULIE E. EDSFORTH 10655 NE FOURTH STREET, SUITE 510 BELLEVUE, WA 98004	MANAGING TRUSTEE 1.00	0.	0.	0.
JABE BLUMENTHAL 10655 NE FOURTH STREET, SUITE 510 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,538,849.
b	Average of monthly cash balances	1b	806,289.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,345,138.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,345,138.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,177.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,279,961.
6	**Minimum investment return.** Enter 5% of line 5	6	213,998.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	213,998.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	968.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	968.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	213,030.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	213,030.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	213,030.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	280,047.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	280,047.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	968.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	279,079.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				213,030.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			237,603.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 280,047.				
a Applied to 2008, but not more than line 2a			237,603.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				42,444.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				170,586.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 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).)

NONE

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.

NONE

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 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:

DAN KOVARIK, 10655 NE FOURTH STREET, SUITE 510, BELLEVUE, WA 98004

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

WRITTEN REQUEST STATING PURPOSE FOR WHICH THE CONTRIBUTION WILL BE USED

c Any submission deadlines:

NONE

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

NONE

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 6				
Total			▶ 3a	278,330.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	100,692.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-95,344.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		5,348.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 5,348.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

923621 02-02-10

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date: 06/04/2010 — Title: MANAGING TRUSTEE

Paid Preparer's Use Only

Preparer's signature: CPA	Date 5/12/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	KOVARIK & KIM, PLLC 10655 NE FOURTH STREET, SUITE 510 BELLEVUE, WA 98004	EIN ▶	
		Phone no.	(425) 213-1550

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	101,370.	678.	100,692.
TOTAL TO FM 990-PF, PART I, LN 4	101,370.	678.	100,692.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,235.	1,617.		1,618.
TO FORM 990-PF, PG 1, LN 16B	3,235.	1,617.		1,618.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,232.	2,232.		0.
TO FORM 990-PF, PG 1, LN 18	2,232.	2,232.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WASH STATE FILING FEE	25.	0.		25.
MISC EXPENSES	74.	0.		74.
TO FORM 990-PF, PG 1, LN 23	99.	0.		99.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB INVESTMENT ACCOUNT	COST	4,292,155.	4,367,053.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,292,155.	4,367,053.

FORM 990-PF — GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR — STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
1SKY 6930 CARROLL AVENUE, SUITE 1000 TAKOMA PARK, MD 20912	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
826 SEATTLE 8414 GREENWOOD AVENUE NORTH SEATTLE, WA 98103	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	800.
ACLU OF WASHINGTON FOUDNATION 705 - 2ND AVENUE, 3RD FLOOR SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
AMERICAN FARMLAND TRUST 1200 18TH STREET NW, SUITE 800 WASHINGTON, DC 20036	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
ART WITH HEART 2100 24TH AVENUE SOUTH, SUITE 370 SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
BIKE WORKS 3709 SOUTH FERDINAND STREET SEATTLE, WA 98118	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	200.

BOOK-IT REPERTORY THEATRE 305 HARRISON ST SEATTLE, WA 98109	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
CASA LATINA 220 BLANCHARD ST SEATTLE, WA 98121	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,430.
CASCADE LAND CONSERVANCY STE 525, 615 2ND AVENUE SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
CEDAR RIVER CLINICS 14220 INTERURBAN AVE. S. SUITE #140 SEATTLE, WA 98168	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
CENTRAL ASIA INSTITUTE P.O. BOX 7209 BOZEMAN, MT 59771	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
CHELAN DOUGLAS LAND TRUST 15 PALOUSE WENATCHEE, WA 98807	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,000.
CHILDCARE RESOURCES 1225 SOUTH WELLER - SUITE 300 SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
CLIMATE SOLUTIONS 1601 SECOND AVE, SUITE 615 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	35,000.
COLLEGE ACCESS NOW 7203 LEDROIT COURT SW SEATTLE, WA 98136	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	3,000.
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH ROAD SUITE 200 ISSAQUAH, WA 98027	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	20,000.

COMMUNITY ABORTION & INFO RESOURCE PO BOX 17121 SEATTLE, WA 98127	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
CONSERVATION NORTHWEST 3600 15TH AVE. WEST, #101 SEATTLE, WA 98119	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
CYSTIC FIBROSIS FOUNDATION 520 PIKE STREET SUITE 1075 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
DOCTORS WITHOUT BORDERS PO BOX 5030 HAGERSTOWN, MD 21741	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
EARTH JUSTICE 426 17TH STREET OAKLAND, CA 94612	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
ECONOMIC OPPORTUNITY INSTITUTE 1900 N NORTHLAKE WAY STE 237 SEATTLE, WA 98103	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,500.
EXHALE 484 LAKE PARK AVENUE #63 OAKLAND, CA 94610	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
FARESTART 700 VIRGINIA STREET SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
FOOD BANK AT ST MARY'S 2831 N 31ST AVENUE PHOENIX, AZ 85009	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
FOOD LIFELINE 1702 NE 150TH STREET SHORELINE, WA 98155	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.

FOREST SERVICE EMPLOYEES FOR ENVIRONMENTAL ETHICS P.O. BOX 11615 EUGENE, OR 97440	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
FOUNDATION FOR GLACIER & ENVIRONMENTAL RESEARCH 1940 QUAIL COURT WEST RICHLAND, WA 99353	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
FRED HUTCHINSON BREAST CANCER RESEARCH 1100 FAIRVIEW AVENUE NORTH SEATTLE, WA 98109	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
FUSE INNOVATION FUND 1402 THIRD AVENUE #510 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	7,500.
FUTUREWISE 814 SECOND AVENUE, SUITE 500 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
GIDDENS SCHOOL 620 20TH AVE S SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	14,000.
GIRE POST OFFICE BOX 30782 SEATTLE, WA 98113	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
GRIST 710 SECOND AVENUE, SUITE 860 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
GROUNDWIRE 1402 THIRD AVE, SUITE 1000 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
HOPELINK 16225 NE 87TH ST, SUITE A-1 REDMOND, WA 980733577	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.

ISLANDWOOD 4450 BLAKELY AVE NE BAINBRIDGE ISLAND, WA 98110	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
KUOW/NPR 4518 UNIVERSITY WAY NE, SUITE 310 SEATTLE, WA 98105	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,500.
LEAGUE OF EDUCATION VOTERS FOUNDATION 2505 3RD AVE., SUITE 326 SEATTLE, WA 98121	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	5,000.
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA, PA 19106	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
NORTHWEST IMMIGRATION RIGHTS 615 2ND AVENUE, SUITE 400 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
NORTHWEST WOMEN'S LAW CENTER 907 PINE STREET, SUITE 500 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	3,000.
ONE AMERICA 1227 WELLER STREET SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
OPEN ARMS PERINATAL SERVICES 2524 16TH AVE S, 207-A SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
PARENTS ORGANIZING FOR WELFARE & ECONOMIC RIGHTS 701 FRANKLIN ST SE OLYMPIA, WA 98501	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.

PASSAGES NORTHWEST 139 - 23RD AVENUE S SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
PATH 1455 NW LEARY WAY SEATTLE, WA 98107	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
PEOPLE FOR PUGET SOUND 911 WESTERN AVENUE, SUITE 580 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
PEOPLE'S WATERFRONT COALITION P.O. BOX 2332 SEATTLE, WA 98111	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	3,500.
POWERFUL VOICES 1620 - 18TH AVENUE, SUITE 100 SEATTLE, WA 98122	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	30,000.
PRIDE FOUNDATION 1122 E PIKE STREET, PMB 1001 SEATTLE, WA 98122	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,000.
RAILS TO TRAILS 2121 WARD CT, NW WASHINGTON, DC 20037	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
RAINIER SCHOLARS 2100 24TH AVENUE SOUTH, SUITE 210 SEATTLE, WA 98144	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
REAL CHANGE 2129 2ND AVE SEATTLE, WA 98121	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,000.
REELS GRRLS 1409 21ST AVE SEATTLE, WA 98122	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.

REFUGEE WOMEN'S ALLIANCE 4008 MARTIN LUTHER KING JR. WAY SOUTH SEATTLE, WA 98108	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	150.
SEATTLE GREAT CITY INITIATIVE 800 FIFTH AVENUE, #4000 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,500.
SIGHTLINE INSTITUTE 1402 THIRD AVENUE, SUITE 500 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	3,000.
SKAGITONIANS TO PRESERVE FARMLAND 414A SNOQUALMIE STREET MOUNT VERNON, WA 98273	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
SOCIAL JUSTICE FUND 603 STEWART STREET, SUITE 1007 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	10,000.
SOCIAL VENTURE PARTNERS 1601 SECOND AVE, SUITE 615 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	6,000.
SOLID GROUND 1501 N 45TH ST SEATTLE, WA 98103	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	11,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE. MONTGOMERY, AL 36104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	250.
THE SERVICE BOARD 2017 EAST SPRUCE STREET SEATTLE, WA 98122	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
THORNE ECOLOGICAL INSTITUTE 1466 N. 63RD STREET BOULDER, CO 80303	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.

UNION OF CONCERNED SCIENTISTS 2 BRATTLE SQUARE CAMBRIDGE, MA 02238	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
UNIVERSITY OF WASHINGTON SCHOOL OF LAW WILLIAM H. GATES HALL SEATTLE, WA 98195	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,500.
WASHINGTON ENVIRONMENTAL COUNCIL 1402 THIRD AVENUE, SUITE 1400 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	7,500.
WASHINGTON PROGRESS ALLIANCE 1402 THIRD AVE. SUITE 515 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	30,000.
WASHINGTON SUSTAINABLE FOOD & FARMING NETWORK 419 SOUTH FIRST STREET, SUITE 201 MOUNT VERNON, WA 98273	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	500.
WASHINGTON TOXICS COALITION 4649 SUNNYSIDE AVENUE N, SUITE 540 SEATTLE, WA 98103	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	3,000.
WATER FIRST 1904 3RD AVE # 1012 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
WHITMAN COLLEGE 345 BOYER AVE. WALLA WALLA, WA 99362	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	5,000.
WILDERNESS SOCIETY 720 3RD AVE STE 1800 SEATTLE, WA 98104	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	1,000.
WOMAN'S FUNDING ALLIANCE 603 STEWART STREET, SUITE 207 SEATTLE, WA 98101	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	20,000.

WOODLAND PARK ZOO 601 N. 59TH STREET SEATTLE, WA 98103	NONE CONTRIBUTION TO BE USED FOR CHARITABLE PURPOSES	501(C)(3)	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			278,330.

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
	S.B. SCHAAR & P.K. WHELPTON FOUNDATION C/O DAN KOVARIK	91-6468169
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 10655 NE FOURTH STREET, SUITE 510	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BELLEVUE, WA 98004	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ DAN KOVARIK 10655 NE FOURTH STREET, SUITE 510 - BELLEVUE, WA 98004

  Telephone No ▶ (425) 213-1550 FAX No ▶

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

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______, and ending ______

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 968.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 7,838.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 4-2009)

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