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 JUL 1, 2009 , and ending JUN 30, 2010

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: ARCHSTONE FOUNDATION

A Employer identification number: 33-0133359

Number and street (or P O box number if mail is not delivered to street address): 401 EAST OCEAN BLVD., STE. 1000 — Room/suite: 1000

B Telephone number: 562-590-8655

City or town, state, and ZIP code: LONG BEACH, CA 90802-4933

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 [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 96,631,385.

J Accounting method [ ] Cash [X] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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

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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	477,304.	2,840,348.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<858,374.>			STATEMENT 1
	b	Gross sales price for all assets on line 6a 9,558,056.				
	7	Capital gain net income (from Part IV, line 2)		3,085,880.		
	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		86,046.		STATEMENT 3
	12	Total. Add lines 1 through 11	<381,070.>	6,012,274.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	580,472.	51,868.		518,121.
	14	Other employee salaries and wages	386,071.	12,982.		367,567.
	15	Pension plans, employee benefits	141,061.	8,420.		133,589.
	16a	Legal fees STMT 4	38,466.	2,693.		35,341.
	b	Accounting fees STMT 5	58,725.	1,927.		52,856.
	c	Other professional fees STMT 6	453,784.	453,784.		0.
	17	Interest		50,583.		
	18	Taxes STMT 7	58,102.	2,617.		48,713.
	19	Depreciation and depletion	9,786.	685.		
	20	Occupancy	116,587.	5,829.		109,177.
	21	Travel, conferences, and meetings	126,224.	9,106.		119,524.
	22	Printing and publications	18,342.	1,284.		16,853.
	23	Other expenses STMT 8	469,942.	46,823.		450,965.
	24	Total operating and administrative expenses. Add lines 13 through 23	2,457,562.	648,601.		1,852,706.
	25	Contributions, gifts, grants paid	3,187,844.			2,290,184.
	26	Total expenses and disbursements. Add lines 24 and 25	5,645,406.	648,601.		4,142,890.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	<6,026,476.>			
	b	Net investment income (if negative, enter -0-)		5,363,673.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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14170329 794084 01389 2009.05070 ARCHSTONE FOUNDATION 01389__1

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	347.	347.	347.
	2 Savings and temporary cash investments	613,191.	1,375,650.	1,375,650.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	42,973.	39,106.	39,106.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 10	85,904,465.	95,201,230.	95,201,230.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ 157,299.			
	Less accumulated depreciation ▶ 147,928.	12,398.	9,371.	9,371.
	15 Other assets (describe ▶ DEPOSITS)	5,681.	5,681.	5,681.
	16 Total assets (to be completed by all filers)	86,579,055.	96,631,385.	96,631,385.
Liabilities	17 Accounts payable and accrued expenses	239,735.	272,792.	
	18 Grants payable	388,922.	1,278,582.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ DEFERRED COMP)	348,320.	459,556.	
	23 Total liabilities (add lines 17 through 22)	976,977.	2,010,930.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	85,602,078.	94,620,455.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	85,602,078.	94,620,455.	
	31 Total liabilities and net assets/fund balances	86,579,055.	96,631,385.	

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	85,602,078.
2 Enter amount from Part I, line 27a	2	<6,026,476.>
3 Other increases not included in line 2 (itemize) ▶ NET UNREALIZED GAIN ON INVESTMENTS	3	15,044,853.
4 Add lines 1, 2, and 3	4	94,620,455.
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	94,620,455.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	9,558,056.		6,472,176.	3,085,880.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
a				
b				
c				
d				
e				3,085,880.

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	3,085,880.
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	6,673,437.	82,718,134.	.080677
2007	7,048,015.	131,291,386.	.053682
2006	6,804,552.	129,746,175.	.052445
2005	6,155,794.	120,728,349.	.050989
2004	6,153,228.	114,531,639.	.053725

2 Total of line 1, column (d)	2	.291518
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	.058304
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	97,963,199.
5 Multiply line 4 by line 3	5	5,711,646.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	53,637.
7 Add lines 5 and 6	7	5,765,283.
8 Enter qualifying distributions from Part XII, line 4	8	4,142,890.

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	107,273.
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	107,273.
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	107,273.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,000.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	3,000.
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	104,273.
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 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 ▶ $ 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) ▶ CA			
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

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 ▶ WWW.ARCHSTONE.ORG

14 The books are in care of ▶ JOSEPH F. PREVRATIL Telephone no ▶562-590-8655
Located at ▶401 E. OCEAN BLVD, SUITE 1000, LONG BEACH, CA ZIP+4 ▶90802

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

			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)?	1b		X
	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 ▶ ____, ____, ____, ____

			Yes	No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b		

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
▶ ____, ____, ____, ____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

			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
SEE STATEMENT 11		580,472.	93,594.	10,800.

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
THOMAS BREWER 401 E. OCEAN, LONG BEACH, CA 90802	DIRECTOR OF PROGRAMS 40.00	112,269.	25,322.	4,800.
ELYSE SALEND 401 E. OCEAN, LONG BEACH, CA 90802	PROGRAM OFFICER 40.00	83,807.	32,999.	9,900.
LAURA GILES 401 E. OCEAN, LONG BEACH, CA 90802	PROGRAM OFFICER 40.00	79,862.	22,148.	4,800.
TANISHA DAVIS 401 E. OCEAN, LONG BEACH, CA 90802	PROGRAM ASSOCIATE 40.00	52,626.	6,891.	0.

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.

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	98,768,394.
b	Average of monthly cash balances			1b	632,472.
c	Fair market value of all other assets			1c	54,158.
d	**Total** (add lines 1a, b, and c)			1d	99,455,024.
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	99,455,024.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	1,491,825.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	97,963,199.
6	**Minimum investment return.** Enter 5% of line 5			6	4,898,160.

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	4,898,160.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	107,273.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	107,273.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,790,887.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	4,790,887.
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	4,790,887.

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	4,142,890.
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	4,142,890.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,142,890.

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				4,790,887.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 4,628,209.				
f Total of lines 3a through e	4,628,209.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 4,142,890.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	3,969,280.			
d Applied to 2009 distributable amount				173,610.
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).)	4,617,277.			4,617,277.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,980,212.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	3,980,212.			
10 Analysis of line 9.				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 10,932.				
e Excess from 2009 3,969,280.				

** SEE STATEMENT 12

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 (a) 2009	Prior 3 years (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

SEE STATEMENT 13

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

c Any submission deadlines:

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

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 ATTACHMENT C 401 EAST OCEAN BLVD., SUITE 1000 LONG BEACH, CA 90802		SEE ATTACHMENT C	SEE ATTACHMENT C	2290184.
Total			▶ 3a	2290184.
b Approved for future payment				
SEE ATTACHMENT D 401 EAST OCEAN BLVD., SUITE 1000 LONG BEACH, CA 90802		SEE ATTACHMENT D	SEE ATTACHMENT D	897,660.
Total			▶ 3b	897,660.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	477,304.	
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	<858,374.>	
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.		<381,070.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <381,070.>

(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)

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 5/2/11 — Title PRESIDENT/CEO

Paid Preparer's Use Only

Preparer's signature	Date 4/21/11	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	WINDES & MCCLAUGHRY ACCT. CORP. P.O. BOX 87 LONG BEACH, CA 90801-0087	EIN	
		Phone no	(562)435-1191

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	MF - RUSSELL REAL ESTATE (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
b	PT - DIST - RUSSELL LARGE CAP (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
c	PT - DIST - RUSSELL QUANT. (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
d	PT - DIST - RUSSELL SMALL CAP (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
e	PT - DIST - RUSSELL INTERN'L EQ (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
f	PT - DIST - RUSSELL CORE BOND (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
g	PT - K-1 - RUSSELL CORE BOND (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
h	PT - K-1 - RUSSELL SMALL CAP (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
i	PT - K-1 - RUSSELL LARGE CAP (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
j	PT - K-1 - RUSSELL QUANT. (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
k	PT - K-1 - RUSSELL INTERN'L EQ (SEE FOOTNOTE)	P	VARIOUS	VARIOUS
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,172,721.		2,484,486.	<311,765.>
b	1,850,855.		1,850,855.	0.
c	928,132.		928,132.	0.
d	690,532.		690,532.	0.
e	2,306,724.		2,306,724.	0.
f	1,609,092.		1,609,092.	0.
g			<799,938.>	799,938.
h			<856,670.>	856,670.
i			<1,255,348.>	1,255,348.
j			645,242.	<645,242.>
k			<1,130,931.>	1,130,931.
l				
m				
n				
o				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<311,765.>
b				0.
c				0.
d				0.
e				0.
f				0.
g				799,938.
h				856,670.
i				1,255,348.
j				<645,242.>
k				1,130,931.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	3,085,880.
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

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04-24-09

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MF - RUSSELL REAL ESTATE (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,172,721.	2,484,486.	0.	0.	<311,765.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - DIST - RUSSELL LARGE CAP (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,850,855.	2,131,346.	0.	0.	<280,491.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - DIST - RUSSELL QUANT. (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
928,132.	1,062,095.	0.	0.	<133,963.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - DIST - RUSSELL SMALL CAP (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
690,532.	763,357.	0.	0.	<72,825.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - DIST - RUSSELL INTERN'L EQ (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,306,724.	2,594,548.	0.	0.	<287,824.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - DIST - RUSSELL CORE BOND (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,609,092.	1,380,598.	0.	0.	228,494.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - K-1 - RUSSELL CORE BOND (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - K-1 - RUSSELL SMALL CAP (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - K-1 - RUSSELL LARGE CAP (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - K-1 - RUSSELL QUANT. (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PT - K-1 - RUSSELL INTERN'L EQ (SEE FOOTNOTE)	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<858,374.>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST	477,304.	0.	477,304.
K-1 RUSSELL CORE BOND K-1 RUSSELL CORE BOND (FLOW THROUGH)	0.	0.	0.
K-1 RUSSELL INTERNATIONAL EQUITY (FLOW THROUGH)	0.	0.	0.
K-1 RUSSELL LARGE CAP (FLOW THROUGH)	0.	0.	0.
K-1 RUSSELL QUANTITATIVE (FLOW THROUGH)	0.	0.	0.
K-1 RUSSELL SMALL CAP (FLOW THROUGH)	0.	0.	0.
TOTAL TO FM 990-PF, PART I, LN 4	477,304.	0.	477,304.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 RUSSELL CORE BOND	0.	<303.>	
K-1 RUSSELL SMALL CAP	0.	307.	
K-1 RUSSELL LARGE CAP	0.	663.	
K-1 RUSSELL QUANTITATIVE	0.	107.	
K-1 RUSSELL INTERNATIONAL	0.	85,272.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	86,046.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	38,466.	2,693.		35,341.
TO FM 990-PF, PG 1, LN 16A	38,466.	2,693.		35,341.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	58,725.	1,927.		52,856.
TO FORM 990-PF, PG 1, LN 16B	58,725.	1,927.		52,856.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	453,784.	453,784.		0.
TO FORM 990-PF, PG 1, LN 16C	453,784.	453,784.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	51,270.	2,564.		48,012.
PROPERTY TAXES	763.	53.		701.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE AND SHIPPING	3,194.	224.		2,934.
EQUIPMENT RENTAL & MAINTENANCE	15,433.	1,080.		14,180.
INSURANCE	99,889.	7,276.		91,525.
OFFICE SUPPLIES EXPENSES	4,066.	285.		3,735.

COMMEMORATIVE PROGRAM EXPENSES	3,000.	210.		2,756.
CONSULTATION FEES	7,464.	0.		7,377.
ORGANIZATIONAL EXPENSES	34,250.	0.		34,250.
COMMUNICATIONS	64,323.	4,503.		59,098.
MEMBERSHIP AND DUES	27,623.	1,908.		25,401.
EDUCATION	9,672.	677.		8,886.
GRANTEE EVALUATIONS	180,193.	0.		180,193.
MISCELLANEOUS	1,335.	93.		1,227.
GRANT RELATED EXPENSES	14,500.	0.		14,500.
NONRECURRING ADMIN PROJECT	5,000.	0.		4,903.
K-1 OTHER DEDUCTION - RUSSELL CORE BOND	0.	4,103.		0.
K-1 OTHER DEDUCTION - RUSSELL SMALL CAP	0.	2,636.		0.
K-1 OTHER DEDUCTION - RUSSELL LARGE CAP	0.	5,943.		0.
K-1 OTHER DEDUCTION - RUSSELL QUANTITATIVE	0.	7,509.		0.
K-1 OTHER DEDUCTION - RUSSELL INTERNATIONAL EQUITY	0.	10,376.		0.
TO FORM 990-PF, PG 1, LN 23	469,942.	46,823.		450,965.

FOOTNOTES STATEMENT 9

THE ARCHSTONE FOUNDATION INVESTS IN INSTITUTIONAL FUNDS STRUCTURED AS MUTUAL FUNDS, LIMITED LIABILITY CORPORATIONS (LLC) AND LIMITED PARTNERSHIPS (LLP). THE FOUNDATION HANDLES THE BOOK REPORTING IN THE SAME MANNER FOR ALL FUNDS. INTEREST AND DIVIDENDS, SALES AND DISTRIBUTIONS FROM A POSITION IN AN INSTITUTIONAL FUND ITSELF RESULTS IN REALIZED INCOME FOR BOOK PURPOSES. THIS IS NOT THE CASE FOR FUNDS ORGANIZED AS LIMITED LIABILITY COMPANIES AND LIMITED PARTNERSHIPS WHICH ARE "PASS THROUGH ENTITIES" FOR TAX PURPOSES. FOR THESE "PASS THROUGH ENTITIES" THE FOUNDATION IS REQUIRED TO REPORT AS ITS OWN TAXABLE INCOME ITS PRO RATA SHARE OF THE INCOME, EXPENSES, GAINS, AND LOSSES EARNED INSIDE THE LLPS AND LLCS. THESE ARE REPORTED TO THE FOUNDATION USING SCHEDULE K-1'S PER THE INTERNAL REVENUE SERVICE'S REQUIREMENTS. THE TAXATION OF INCOME EARNED INSIDE THE ENTITY THROUGH THE K-1 RESULTS IN AN ADJUSTMENT OF THE BASIS OF THE UNITS OWNED BY THE ORGANIZATION SO THAT THE BASIS IS EQUAL TO THE VALUE OF THOSE UNITS AND THERE IS NO INCOME TO BE RECOGNIZED WHEN A DISTRIBUTION FROM THE INSTITUTIONAL FUND ITSELF OCCURS FOR TAX PURPOSES.

THE FOUNDATION HAS DISTINGUISHED BETWEEN MUTUAL FUND (MF) TYPE INVESTMENTS AND PASS THROUGH ENTITIES (PT) FOR REPORTING DONE FOR BOOK PURPOSES (SCHEDULE 1) VS. TAX PURPOSES (PART IV OF 990PF). THE ORGANIZATION HAS ALSO DISTINGUISHED BETWEEN DISTRIBUTIONS (DIST) AND K-1 PASS THROUGH INFORMATION (K-1). THE DISTRIBUTIONS RESULT IN

REALIZED GAIN/LOSS FOR BOOKS BUT ARE NOT TAXABLE WHILE
GAINS AND LOSSES REPORTED ON K-1 ARE REPORTABLE FOR TAX
PURPOSES BUT HAVE NOT BEEN SEPARATELY REPORTED FOR BOOKS.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS	25,421,768.	25,421,768.
EQUITY MUTUAL FUNDS	69,779,462.	69,779,462.
TOTAL TO FORM 990-PF, PART II, LINE 10B	95,201,230.	95,201,230.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LEE HUGHES ANDRUS 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	32,000.	0.	0.
DIANA BONTA 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	0.	0.	0.
LYNN DAUCHER 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	0.	0.	0.
AMYE LEONG 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	16,000.	0.	0.
ROCKY SUARES 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	34,000.	0.	0.
JOHN KNOX 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	CHAIRMAN 2.00	8,000.	0.	0.
ROBERT C. MAXON 401 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	32,000.	0.	0.

RENEE B. SIMON 101 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	34,000.	0.	0.
MARK SMITH 101 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	32,000.	0.	0.
HARRIETT M. WIEDER 101 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90802	DIRECTOR 2.00	16,000.	0.	0.
JOSEPH F. PREVRATIL 102 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90803	PRESIDENT/CEO 40.00	225,964.	43,174.	7,200.
MARY ELLEN KULLMAN 103 E. OCEAN BLVD, SUITE 1000 LONG BEACH, CA 90804	VICE PRESIDENT 40.00	150,508.	50,420.	3,600.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		580,472.	93,594.	10,800.

FORM 990-PF | ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS | STATEMENT 12

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE ARCHSTONE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

SIGNED: Joseph F. Prevratil

NAME & TITLE: Joseph F. Prevratil, President + CEO

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 13
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARY ELLEN KULLMAN, M.P.H., VICE PRESIDENT
401 EAST OCEAN BLVD.
LONG BEACH, CA 90802

TELEPHONE NUMBER

(562) 590-8655

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED STATEMENT B FOR MORE INFORMATION, SEE OUR WEBSITE AT HTTP://WWW.ARCHSTONE.ORG

ANY SUBMISSION DEADLINES

SEE ATTACHMENT STATEMENT B FOR MORE INFORMATION, PLEASE VISIT OUR WEBSITE AT HTTP://WWW.ARCHSTONE.ORG

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ARCHSTONE FOUNDATION IS A PRIVATE GRANTMAKING ORGANIZATION, WHOSE MISSION IS TO CONTRIBUTE TOWARDS THE PREPARATION OF SOCIETY IN MEETING THE NEEDS OF AN AGING POPULATION. SEE ATTACHED STATEMENT B FOR MORE INFORMATION, PLEASE VISIT OUR WEBSITE AT HTTP://WWW.ARCHSTONE.ORG

Home : About Archstone : Publications : Grants & Projects : News : Resources & Links

Funding Priorities

Fall Prevention Initiative

Elder Abuse & Neglect Initiative

End-of-Life Initiative

Responsive Grantmaking

Letter of Inquiry Requirements

Full Proposal Requirements

Application Forms and Reporting Guidelines

Frequently Asked Questions

Grants Database

Frequently Asked Questions

How can I apply for an Archstone Grant?
To apply for a grant from the Archstone Foundation please review the Funding Priorities in the Grants & Projects section of the website The Foundation accepts unsolicited letters of inquiry through its Responsive Grantmaking strategy and on occassion will release a competitive Request for Proposal within its targeted initiative areas.

Is there a deadline to submit a proposal?
The Foundation accepts unsolicited letters of inquiry through its Responsive Grantmaking strategy on an ongoing basis. Program staff review letters of inquiry monthly In an effort to manage the Foundation's review of letters of inquiry, proposals submitted before the **15th of a given month** will be reviewed during the following month. If a letter of inquiry is a match with the Foundation's priority areas a full proposal will be requested. A timeline will be established between the organization and program staff. Quarterly, the Foundation makes funding determinations There is no guarantee that proposals received prior to the quarterly meeting will be on the agenda for that corresponding meeting However, the proposal will be reviewed in the next cycle

What kinds of budget items can be requested?
Any reasonable costs associated with conducting the project may be considered, keeping in mind the general exclusions. The Foundation also limits the amount allowable for indirect costs to a maximum of 10%

What is the typical size of a grant awarded?
There is no typical size. The amount awarded varies considerably based on the size and complexity of the project.

What is the maximum number of years a grant can be awarded?
Repeat funding on any specific project is limited up to a maximum of three

years.

If my proposal is approved, how soon would I receive funding, and how are funds distributed?
Upon award, grant payments are issued annually in payments of 90% up front and 10% upon completion.

I run a local service program for seniors in another state, would I be eligible for funding?
Probably not, generally all direct service delivery programs are limited to Southern California

Can I make a donation to the Archstone Foundation?
No. We are an independent private foundation, with assets of over $100 million and can not accept donations However, there are many other organizations that may match your areas of interest and can take donations Please refer to our list of grantees to find many aging-related programs Thank you for your interest.

[Back To Top]

ARCHSTONE FOUNDATION
FY 2010 Grants Paid

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Recipient	Amount Paid in FY 2010	Total Grant Amount
08-04-41	Acacia Adult Day Health Services	11391 Acacia Parkway Garden Grove, CA 92840	To establish, in partnership with the Orange County Office on Aging, a centralized adult day services call center	Public Charity	$1,500 00	$15,000 00
09-04-12	Alzheimer's Disease and Related Disorders Association, Northern California	1060 La Avenida Mountain View, CA 94043	To support the development of a state plan for Alzheimer's disease	Public Charity	$13,500 00	$15,000 00
08-01-15	Alzheimer's Family Services Center	9451 Indianapolis Ave Huntington Beach, CA 92646	To support the Partners in Preventing Falls Project, a multi-factorial fall prevention program within adult day health care facilities	Public Charity	$5,000 00	$50,000 00
09-01-03	American Society on Aging	71 Stevenson Street, Suite 1450 San Francisco, CA 94105-2938	To support elder abuse and fall prevention educational programming at the 2009 Joint Conference of the American Society on Aging and the National Council on the Aging	Public Charity	$5,000 00	$50,000 00
10-02-08	American Society on Aging	71 Stevenson Street, Suite 1450 San Francisco, CA 94105-2938	To support end-of-life care educational programming at the 2010 Joint Conference of the American Society on Aging and the National Council on the Aging	Public Charity	$13,500 00	$15,000 00
08-01-19	Area 4 Agency on Aging	2260 Park Town Circle, Suite 100 Sacramento, CA 95825	To further develop and expand activities of the Nevada County Fall Prevention Coalition	Public Charity	$2,500 00	$25,000 00
08-01-05	Area Agency on Aging Serving Napa and Solano	601 Sacramento Street, Suite 1400 Vallejo, California 94590	To support the Fiduciary Abuse Specialist Team in Solano County	Public Charity	$25,000 00	$75,000 00
08-02-33	Bet Tzedek	145 South Fairfax Avenue, Suite 200 Los Angeles, CA 90036-2166	To expand the Elder Law Clinic to three additional Los Angeles County courthouses	Public Charity	$50,000 00	$150,000 00
09-02-10	California Commission on Aging	1300 National Drive, Suite 173 Sacramento, CA 95834	To support a Senior Center Stakeholder Forum to examine the role and possible re-design of senior centers	Government Entity	$500 00	$5,000 00
10-02-07	California District Attorneys Association	921 Eleventh Street, Suite 300 Sacramento, CA 95814	To support an Elder Abuse Symposium to be held in Anaheim, California in December 2009	Government Entity	$15,000 00	$15,000 00
10-04-18	California District Attorneys Association	921 Eleventh Street, Suite 300 Sacramento, CA 95814	To support an Elder Abuse Symposium to be held in Napa Valley, California in December 2010	Government Entity	$13,500 00	$15,000 00
08-01-20	Caring Choices	1398 Ridgewood Drive Chico, CA 95973	To further develop and expand activities of the Northern California Fall Prevention Coalition	Public Charity	$2,500 00	$25,000 00
09-02-06	Central Coast Commission for Senior Citizens	528 South Broadway Santa Maria, California 93454	To support the Financial Abuse Specialist Team of Santa Barbara	Public Charity	$1,500 00	$15,000 00
10-03-14	Central Coast Commission for Senior Citizens	528 South Broadway Santa Maria, California 93454	To support the Financial Abuse Specialist Team of Santa Barbara	Public Charity	$13,500 00	$15,000 00

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Recipient	Amount Paid in FY 2010	Total Grant Amount
08-01-01	City College of San Francisco	50 Phelan Avenue, C306 San Francisco, CA 94112	To continue offering elder abuse training to frontline health and emergency response providers	Public School	$37,268 00	$143,557 00
08-02-37	City of Hope National Medical Center	1500 E Duarte Road Duarte, CA 91010	Continuation funding to promote palliative care in California hospitals and long-term care facilities by offering six intensive courses of the End-of-Life Nursing Education Consortium training	Public Charity	$300,000 00	$900,000 00
10-03-16	City of Hope National Medical Center	1500 E Duarte Road Duarte, CA 91010	To facilitate convenings, technical assistance, and mentoring of the Spirituality Demonstration Care Projects, a phase of Foundation's End-of-Life Initiative	Public Charity	$37,170 00	$375,000 00
08-01-06	City of Long Beach	2525 Grand Avenue Long Beach, CA 90815	To continue the Long Beach Comprehensive Multidisciplinary Elder Abuse Prevention Team	Government Entity	$14,848 00	$75,000 00
10-01-02	Coalition for Compassionate Care in California	1215 K Street, Suite 1917 Sacramento, CA 95814	To support capacity building and expansion of end-of-life services in California	Public Charity	$13,500 00	$15,000 00
08-01-07	Conejo Valley Senior Concerns	401 Hodencamp Road Thousand Oaks, CA 91360	To provide services for victims of financial abuse through the Financial Abuse Specialist Team of Ventura County	Public Charity	$25,000 00	$75,000 00
08-01-12	Council on Aging Silicon Valley	2115 The Alameda San Jose, CA 95126	To support the Elder Abuse in Home Lending Protection Project	Government Entity	$74,000 00	$225,000 00
08-01-26	County of Mendocino	Area Agency on Aging 747 S State Street Ukiah, CA 95482	To support the development of the Mendo-Lake Fall Prevention Coalition	Government Entity	$2,500 00	$25,000 00
08-02-34	County of San Bernardino	Department of Aging and Adult Services 686 East Mill Street San Bernardino, CA 92415-0640	To support the elder abuse multidisciplinary team	Government Entity	$25,000 00	$75,000 00
08-01-09	County of San Diego	District Attorney's Office 330 West Broadway, Suite 1300 San Diego, CA 92101	To continue the Help and Outreach to Protect the Elderly team project at the Family Justice Center	Government Entity	$25,060 00	$400,000 00
08-01-23	County of San Diego	Aging and Independence Services 9335 Hazard Way San Diego, CA 92123	To support the San Diego Fall Prevention Task Force	Government Entity	$2,500 00	$25,000 00
08-01-02	County of Santa Clara	Department of Aging & Adult Services 333 W Julian Street San Jose, California 95110	To continue an elder abuse education, training, prevention, and support program entitled, Enhancing the Capacity of a Diverse Faith Community to Address Elder Abuse	Government Entity	$40,205 00	$138,050 00
10-04-20	Gay & Lesbian Elder Housing	1602 N Ivar Ave , Suite A Hollywood, CA 90028	To support the Comprehensive Housing Project	Public Charity	$13,500 00	$15,000 00
08-04-39	Health Research and Educational Trust	One North Franklin Chicago, IL 60606	To support the FY 2009 Circle of Life Awards, an annual awards program to recognize hospices, hospitals, and long-term care facilities for innovations in palliative and end-of-life care	Public Charity	$1,500 00	$15,000 00

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Recipient	Amount Paid in FY 2010	Total Grant Amount
10-01-03	Health Research and Educational Trust	One North Franklin Chicago, IL 60606	To support the 2010 Circle of Life Awards	Public Charity	$13,500 00	$15,000 00
08-01-24	Healthy Aging Association	121 Downey Ave , Suite 102 Modesto, CA 95354	To support fall prevention coalition development in Stanislaus County	Public Charity	$2,500 00	$25,000 00
08-01-27	Hospital Consortium of San Mateo County	222 West 39th Street, #3A09 San Mateo, CA 94403	To support the San Mateo County Fall Prevention Task Force	Public Charity	$2,500 00	$25,000 00
08-01-08	Institute on Aging	3330 Geary Boulevard San Francisco, CA 94118-3347	To establish an Elder Abuse Forensic Center in San Francisco	Public Charity	$132,533 00	$400,000 00
10-02-13	International City Theatre	One World Trade Center, Suite 300 Long Beach, CA 90832-2069	To support the Senior Outreach Program	Public Charity	$18,000 00	$20,000 00
08-02-35	Judicial Council of California Administrative Office of the Courts	455 Golden Gate Avenue Sixth Floor San Francisco, CA 94102-3688	To implement the Effective Court Practice for Abused Elders program	Government Entity	$66,842 00	$210,986 00
07-04-25	Kaiser Permanente, Bellflower	9400 E Rosecrans, Ave Bellflower, CA 90706	To develop an interdisciplinary consultative inpatient palliative care program at the Bellflower Medical Center	Hospital	$9,999 00	$199,980 00
10-01-04	Los Angeles Regional Foodbank	1734 E 41st Street Los Angeles, CA 90058-1502	To support the Los Angeles Regional Foodbank Senior Nutrition Program	Public Charity	$22,500 00	$25,000 00
09-01-04	Mount Sinai School of Medicine	One Gustave Levy Place, Box 1075 New York, NY 10029	To develop a national benchmarking tool that will identify factors contributing to successful hospital-based palliative care programs	Hospital	$15,000 00	$45,000 00
10-01-01	National Adult Protective Services Association	920 Spring Street, Suite 1200 Springfield, IL 62704	To support the 20th Annual National Adult Protective Services Association Conference to be held in San Antonio, Texas in October 2009	Public Charity	$15,000 00	$15,000 00
10-04-19	National Adult Protective Services Association	920 Spring Street, Suite 1200 Springfield, IL 62704	To support the annual National Adult Protective Services Association Conference to be held in San Diego, California in November 2010	Public Charity	$13,500 00	$15,000 00
08-01-28	National Council on the Aging	Center for Healthy Aging 1901 L Street, NW, 4th Floor Washington, DC 20036	To support continuation of the Falls Free Initiative, the Foundation's national fall prevention effort	Public Charity	$11,000 00	$220,000 00
10-01-05	National Council on the Aging	Center for Healthy Aging 1901 L Street, NW, 4th Floor Washington, DC 20036	To support continuation of the Falls Free Initiative	Public Charity	$99,000 00	$220,000 00
10-03-15	National Health Foundation	515 South Figueroa, Suite 1300 Los Angeles, CA 90071-3322	To survey southern California hospital CEOs' readiness and interest in engaging in possible demonstration projects and sustaining project components and outcomes	Public Charity	$8,606 00	$9,562 00

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Recipient	Amount Paid in FY 2010	Total Grant Amount
10-02-12	Saint Barnabas Senior Center of Los Angeles	675 S Carondelet St Los Angeles, CA 90057-3309	To support a multi-lingual fall prevention program	Public Charity	$45,000 00	$50,000 00
08-01-03	San Diego State University Foundation	5250 Campanile Drive San Diego, CA 92182-1931	To continue to deliver and develop trainings for Adult Protective Services workers	Public Charity	$113,587 00	$315,972 00
09-02-08	Sepulveda Research Corporation	16111 Plummer St (111) Bldg 200, Rm 3424 North Hills, CA 91343	To support the 17th Annual Hospice and Palliative Care Conference	Medical Research Org operated in conjuction w/ VA Sepulveda Hosp	$1,500 00	$15,000 00
10-02-09	Sepulveda Research Corporation	16111 Plummer St (111) Bldg 200, Rm 3424 North Hills, CA 91343	To support the 18th Annual Hospice and Palliative Care Conference	Medical Research Org operated in conjuction w/ VA Sepulveda Hosp	$13,500 00	$15,000 00
09-02-09	Southern California Cancer Pain Initiative	c/o City of Hope National Medical Center 1500 E Duarte Road Duarte, CA 91010	To support the annual conference 'Promoting Excellence in Pain Management & Palliative Care for Social Workers '	Public Charity	$1,500 00	$15,000 00
10-02-10	Southern California Cancer Pain Initiative	c/o City of Hope National Medical Center 1500 E Duarte Road Duarte, CA 91010	To support the annual conference 'Promoting Excellence in Pain Management & Palliative Care for Social Workers '	Public Charity	$13,500 00	$15,000 00
07-04-24	St Johns Healthcare Foundation	1600 N Rose Ave Oxnard, CA 93030	To expand the palliative care services in the critical care units and emergency departments	Public Charity	$10,000 00	$200,000 00
07-04-29	St Mary's Medical Center Foundation	1050 Linden Avenue Long Beach, CA 90813	To support capacity building activities to establish a palliative care service program	Public Charity	$1,000 00	$10,000 00
08-02-38	St Paul's Retirement Homes Foundation	328 Maple Street San Diego, CA 92103	To support the start-up of a Program of All-inclusive Care for the Elderly in San Diego	Public Charity	$100,000 00	$323,651 00
10-02-11	The Saban Free Clinic	8405 Beverly Blvd Los Angeles, CA 90048	To support dental and case management services for low-income seniors	Public Charity	$13,500 00	$15,000 00
09-02-11	United Seniors of Oakland and Alameda County	7200 Bancroft Ave , Suite 178 Oakland, CA 94605	To support the 2009 Senior Injury Prevention Conference	Public Charity	$1,500 00	$15,000 00
08-01-10	University of California, Irvine	302 University Tower 4199 Campus Drive, Suite 300 Irvine, CA 92697-7600	To expand the scope of the Center of Excellence in Elder Abuse and Neglect	Public School	$80,125 00	$400,000 00
08-01-13	University of California, Irvine	303 University Tower 4199 Campus Drive, Suite 300 Irvine, CA 92697-7600	To support the project Improving the Quality of Elder Abuse Incidence Data in California	Public School	$66,340 00	$200,000 00
08-01-14	University of California, Irvine	305 University Tower 4199 Campus Drive, Suite 300 Irvine, CA 92697-7600	To provide convening and technical assistance to projects funded under Phase II of the Archstone Foundation Elder Abuse and Neglect Initiative	Public School	$134,906 00	$400,000 00

ARCHSTONE FOUNDATION

FY 2010 Grants Paid

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Recipient	Amount Paid in FY 2010	Total Grant Amount
10-01-06	University of California, Irvine	300 University Tower 4199 Campus Drive, Suite 300 Irvine, CA 92697-7600	To host a day and a half summit on elder abuse and create a comprehensive blueprint for abuse prevention in the State of California	Public School	$162,000 00	$180,000 00
07-01-01	University of California, Los Angeles	10920 Wilshire Blvd , Suite 107 Los Angeles, CA 90024-1406	To implement a quality improvement project to assess the spiritual needs of older patients seen by the palliative care team	Public School	$1,329 40	$13,294 00
08-01-04	University of California, Los Angeles	10920 Wilshire Blvd , Suite 107 Los Angeles, CA 90024-1406	To continue to provide mandated reporter education and training to dental clinic faculty and students and to provide direct service to clinic patients	Public School	$17,371 00	$54,000 00
09-04-13	University of California, Los Angeles	10920 Wilshire Blvd , Suite 107 Los Angeles, CA 90024-1406	To support the dissemination of a policy brief on falls among older Californians	Public School	$13,500 00	$15,000 00
07-01-04	University of California, San Francisco	3333 California St , Suite 315 San Francisco, CA 94143-0962	To support the Palliative Care Leadership Center	Public School	$16,158 00	$400,000 00
07-04-27	University of California, San Francisco	3333 California St , Suite 315 San Francisco, CA 94143-0962	To provide convening and evaluation of the Archstone Foundation's Hospital-Based Palliative Care Service Innovations Projects	Public School	$10,187 00	$192,833 00
09-01-02	University of California, San Francisco	3333 California St , Suite 315 San Francisco, CA 94143-0962	To support grantee mentoring and participation at the 2009 annual meeting of American Academy of Hospice and Palliative Medicine	Public School	$1,499 00	$14,988 00
08-01-11	University of Southern California	1975 Zonal Ave Keith Administration 516 Los Angeles, CA 90033	To support the Los Angeles County Elder Abuse Forensic Center	Public Charity	$177,151 00	$400,000 00
08-02-36	WISE & Healthy Aging	1527 Fourth Street, 2nd Floor Santa Monica, CA 90401	To support the elder abuse and unlicensed facility complaint investigation and resolution component of the state and federally mandated Long-term Care Ombudsman Program	Public Charity	$90,000 00	$270,000 00
			FY 2010 GRANTS PAID		**$2,290,184.40**	

ARCHSTONE FOUNDATION

Grants Approved in FYE 2010 for Future Payment

Grant Number	Name of Organization	Grantee Address	Grant Purpose	Foundation Status of Grant Recipient	Schedule Date	Amount	Grant Term (Months)	Payment Number	Total Grant Amount	Type of Payment
10-01-02	Coalition for Compassionate Care in California	1215 K Street, Suite 1917 Sacramento CA 95814	To support capacity building and expansion of end-of-life services in California	Public Charity	11/15/2010	$1,500 00	12	2	$15,000 00	Final 10%
10-01-03	Health Research and Educational Trust	One North Franklin Chicago IL 60606	To support the 2010 Circle of Life Awards	Public Charity	11/15/2010	$1,500 00	12	2	$15,000 00	Final 10%
10-01-04	Los Angeles Regional Foodbank	1734 E 41st Street Los Angeles CA 90058-1502	To support the Los Angeles Regional Foodbank Senior Nutrition Program	Public Charity	12/15/2010	$2,500 00	12	2	$25,000 00	Final 10%
10-01-06	University of California, Irvine	300 University Tower 4199 Campus Drive, Suite 300 Irvine, CA 92697-7600	To host a day and a half summit on elder abuse and create a comprehensive blueprint for abuse prevention in the State of California	Public School	3/15/2011	$18,000 00	15	2	$180,000 00	Final 10%
10-02-08	American Society on Aging	71 Stevenson Street Suite 1450 San Francisco, CA 94105-2938	To support end-of-life care educational programming at the 2010 Joint Conference of the American Society on Aging and the National Council on the Aging	Public Charity	7/15/2010	$1,500 00	12	2	$15,000 00	Final 10%
10-02-09	Sepulveda Research Corporation	16111 Plummer St (111) Bldg 200, Rm 3424 North Hills CA 91343	To support the 18th Annual Hospice and Palliative Care Conference	Medical Research Org in conjunction w/the VA Sepulveda Hosp	2/15/2011	$1,500 00	12	2	$15,000 00	Final 10%
10-02-10	Southern California Cancer Pain Initiative	c/o City of Hope National Medical Center 1500 E Duarte Road Duarte, CA 91010	To support the annual conference 'Promoting Excellence in Pain Management & Palliative Care for Social Workers'	Public Charity	2/15/2011	$1,500 00	12	2	$15,000 00	Final 10%
10-02-11	The Saban Free Clinic	8405 Beverly Blvd Los Angeles CA 90048	To support dental and case management services for low-income seniors	Public Charity	2/15/2011	$1,500 00	12	2	$15,000 00	Final 10%
10-02-12	Saint Barnabas Senior Center of Los Angeles	675 S Carondelet St Los Angeles CA 90057-3309	To support a multi-lingual fall prevention program	Public Charity	3/15/2011	$5,000 00	12	2	$50,000 00	Final 10%
10-02-13	International City Theatre	One World Trade Center, Suite 300 Long Beach CA 90832-2069	To support the Senior Outreach Program	Public Charity	3/15/2011	$2,000 00	12	2	$20,000 00	Final 10%
10-03-14	Central Coast Commission for Senior Citizens	528 South Broadway Santa Maria California 93454	To support the Financial Abuse Specialist Team of Santa Barbara	Public Charity	6/15/2011	$1,500 00	12	2	$15,000 00	Final 10%
10-03-15	National Health Foundation	515 South Figueroa, Suite 1300 Los Angeles, CA 90071-3322	To survey southern California hospital CEOs' readiness and interest in engaging in possible demonstration projects and sustaining project components and outcomes	Public Charity	8/15/2010	$956 00	12	2	$9,562 00	Final 10%
10-04-22	Friendship Adult Day Care	89 Eucalyptus Lane Santa Barbara, CA 93108-2901	To support expansion of adult day services to a second site in Santa Barbara County to enable older adults to live at home and age-in-place and in-community	Public Charity	7/1/2010	$57,766 00	12	1	$64,185 00	First 90%
10-04-23	OPICA Adult Day Care	11759 Missouri Ave, Los Angeles, CA 90025	To support and enhance integration of services to increase quality of life of adult day service center participants and enable them to continue to live independently in the community	Public Charity	7/1/2010	$90,000 00	12	1	$100,000 00	First 90%
10-04-24	Alzheimer's Association of California	5900 Wilshire Boulevard, Suite 1100 Los Angeles, CA 90036	To build upon and expand the Asian and Pacific Islander Dementia Care Network A Coordinated System of Care for At-risk Elders	Public Charity	7/1/2010	$89,725 00	12	1	$99,695 00	First 90%
10-04-25	Menorah Housing Foundation	10780 Santa Monica Blvd, Suite 260 Los Angeles CA 90025	To support housing and social service coordination for homeless and low-income seniors	Public Charity	7/1/2010	$54,000 00	12	1	$60,000 00	First 90%
10-04-26	Orange County Human Relations Council	1300 S Grand Ave, Bldg B Santa Ana, CA 92705	To support empowerment of senior residents to become engaged in creating a safer more inclusive and healthier community	Government Entity	7/1/2010	$36,000 00	12	1	$40,000 00	First 90%
10-04-27	South County Senior Services (aka Age Well)	24300 El Toro Road, Building A, Suite 2000 Laguna Woods CA 92637	To support case management services to low-income seniors	Public Charity	7/1/2010	$71,422 00	12	1	$79,358 00	First 90%
10-04-28	Jewish Family & Children's Service of Long Beach	3801 East Willow Street Long Beach CA 90815	To support the Seniors in Action Program	Public Charity	7/1/2010	$88,983 00	12	1	$98,870 00	First 90%
10-04-29	St Mary Medical Center Foundation	1050 Linden Avenue Long Beach CA 90813	To support the Senior Connections Program	Public Charity	7/1/2010	$67,500 00	12	1	$75,000 00	First 90%
10-04-30	Elder Help of San Diego	4069 30th Street San Diego CA 92104	To support the expansion of the Concierge Club's Preferred Provider Network	Public Charity	7/1/2010	$67,468 00	12	1	$74,965 00	First 90%
10-04-31	Jewish Federation of Greater Santa Barbara	524 Chapala Street Santa Barbara CA 93101	To assist with start-up costs of the Santa Barbara Village	Public Charity	7/1/2010	$66,825 00	12	1	$74,250 00	First 90%
10-04-32	Westchester Village Network Corporation	8939 S Sepulveda Blvd, Suite 326 Los Angeles CA 90045	To support the Westchester Playa Community Networks Initiative	Public Charity	7/1/2010	$67,500 00	12	1	$75,000 00	First 90%
10-04-33	WISE & Healthy Aging	1527 Fourth Street, 2nd Floor Santa Monica CA 90401	To support the expansion of WISE Connections	Public Charity	7/1/2010	$67,500 00	12	1	$75,000 00	First 90%
10-04-34	Family Service Agency of Santa Barbara	123 West Gutierrez Street Santa Barbara CA 93101	To support the Senior Health Program, which will provide clinical therapy and case management to 135 unduplicated older adults	Public Charity	7/1/2010	$31 500 00	12	1	$35,000 00	First 90%
	Long Beach Cares	2525 Grand Ave Long Beach, CA 90815	Donation of Diana M Bonta's Board of Director's Fees	Public Charity	7/1/2010	$8,000 00				
						$903,145 00				

Bonita Grant - Not reported in the financial Statements	($8 000 00)
Unlocated Difference	2 515 00
Amount per Form 990	897,660 00

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 File by the due date for filing your return See instructions.	Name of Exempt Organization ARCHSTONE FOUNDATION	Employer identification number 33-0133359
	Number, street, and room or suite no If a P.O box, see instructions. 401 EAST OCEAN BLVD., STE. 1000, NO. 1000	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. LONG BEACH, CA 90802-4933	

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

COPY

- The books are in the care of ▶ JOSEPH F. PREVRATIL 401 E. OCEAN BLVD, SUITE 1000 - LONG BEACH, CA 90802
  Telephone No. ▶ 562-590-8655 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 FEBRUARY 15, 2011, to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2009, and ending JUN 30, 2010.

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	$ 0.
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	$ 0.
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.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization ARCHSTONE FOUNDATION	**Employer identification number** 33-0133359
	Number, street, and room or suite no. If a P.O. box, see instructions. 401 EAST OCEAN BLVD., NO. 1000	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LONG BEACH, CA 90802-4933	

Check type of return to be filed (File a separate application for each return):

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ JOSEPH F. PREVRATIL 401 E. OCEAN BLVD, SUITE 1000 - LONG BEACH, CA 90802

Telephone No. ▶ 562-590-8655 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 is for.

4 I request an additional 3-month extension of time until MAY 15, 2010.

5 For calendar year ______, or other tax year beginning JUL 1, 2008, and ending JUN 30, 2009.

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

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8a	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.	8a	$	4,461.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$	13,522.
c	**Balance Due.** Subtract line 8b from line 8a. 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.	8c	$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶ 2/11/10

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05-26-09