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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

Treated as a Private Foundation

2009

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

For calendar year 2009, or tax year beginning

07/01, 2009, and ending

06/30, 2010

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type
See Specific
Instructions

Name of foundation

H W IRWIN & D C H IRWIN FOUNDATION 97320570

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 3168

City or town, state, and ZIP code

PORTLAND, OR 97208

A Employer identification number

93-1067941

B Telephone number (see page 10 of the instructions)

(503) 275-4327

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

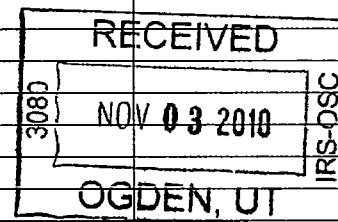
16) \$ 2,467,007.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	87,982.	87,982.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	4,018.			
b Gross sales price for all assets on line 6a	1,116,125.			
7 Capital gain net income (from Part IV, line 2)		4,018.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-4.	-4.		STMT 1
12 Total. Add lines 1 through 11	91,996.	91,996.		
13 Compensation of officers, directors, trustees, etc.	15,191.	13,672.		1,519.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)	272.	NONE	NONE	272.
b Accounting fees (attach schedule)	1,500.	NONE	NONE	1,500.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	984.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 3	18,706.			18,706.
24 Total operating and administrative expenses. Add lines 13 through 23	36,653.	13,672.	NONE	21,997.
25 Contributions, gifts, grants paid	118,880.			118,880.
26 Total expenses and disbursements. Add lines 24 and 25	155,533.	13,672.	NONE	140,877.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-63,537.			
b Net investment income (if negative, enter -0-)		78,324.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments	18,642.	37,254.	37,254.		
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶					
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10 a	Investments - U S and state government obligations (attach schedule) STMT 4	275,634.	194,581.	211,985.		
	b	Investments - corporate stock (attach schedule) STMT 5	1,454,318.	1,366,118.	1,526,630.		
	c	Investments - corporate bonds (attach schedule) STMT 10	637,266.	624,580.	691,138.		
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶					
	12	Investments - mortgage loans					
	13	Investments - other (attach schedule)					
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)						
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,385,860.	2,222,533.	2,467,007.			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)						
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds	2,385,860.	2,222,533.			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see page 17 of the instructions)	2,385,860.	2,222,533.			
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,385,860.	2,222,533.			

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	2,385,860.
2	Enter amount from Part I, line 27a	2	-63,537.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	7,695.
4	Add lines 1, 2, and 3	4	2,330,018.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	107,485.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,222,533.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="border: 1px solid black; padding: 2px 5px; text-align: center;">2</div> <div style="margin-left: 20px;">4,018.</div> </div>		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. </div> <div style="border: 1px solid black; padding: 2px 5px; text-align: center;">3</div> </div>		

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.

(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	178,125.	2,376,797.	0.07494329554
2007	205,590.	3,008,904.	0.06832720486
2006	194,136.	3,015,801.	0.06437294768
2005	157,415.	2,885,648.	0.05455100553
2004	165,900.	2,715,991.	0.06108267664
2 Total of line 1, column (d)			2 0.32327713025
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.06465542605
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 2,505,756.
5 Multiply line 4 by line 3			5 162,011.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 783.
7 Add lines 5 and 6			7 162,794.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 140,877.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,566.
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	1,566.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,566.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,466.		
b Exempt foreign organizations-tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,466.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	100.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 13		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>US BANK</u> Telephone no <u>(503) 275-4327</u>			
Located at <u>555 SW OAK, PORTLAND, OR</u> ZIP + 4 <u>97204</u>				
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			<input type="checkbox"/>
		15		

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

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

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

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

- 5a During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		16,691.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 16		NONE

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

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

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

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,475,054.
b	Average of monthly cash balances	1b	68,861.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,543,915.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,543,915.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	38,159.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,505,756.
6	Minimum investment return. Enter 5% of line 5	6	125,288.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	125,288.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,566.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,566.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	123,722.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	123,722.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	123,722.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	140,877.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	140,877.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,877.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				123,722.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004	35,422.			
b From 2005	18,004.			
c From 2006	52,524.			
d From 2007	58,051.			
e From 2008	61,233.			
f Total of lines 3a through e	225,234.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>140,877.</u>				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				123,722.
e Remaining amount distributed out of corpus	17,155.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	242,389.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	35,422.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	206,967.			
10 Analysis of line 9:				
a Excess from 2005	18,004.			
b Excess from 2006	52,524.			
c Excess from 2007	58,051.			
d Excess from 2008	61,233.			
e Excess from 2009	17,155.			

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

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

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

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

SEE ATTACHED DETAIL

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.

SEE ATTACHED DETAIL

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

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

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

SEE STATEMENT 18

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 30				
Total			▶ 3a	118,880.
b Approved for future payment				
Total			▶ 3b	

17 -

Part XVII

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

- | 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? | | Yes | No |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | 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. | | | |

[illegible]

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

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.

Sign Here

Signature of officer or trustee

ERIC HOFFMAN

Date _____

10/2/10

PRESIDENT

Title

**aid
er's
Only**

Preparer's
signature

► Carolyn O Malley

Date _____

9-7.3-11)

Check if self-employed ☐

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

U S BANK - TRUST TAX SERVICES
P O BOX 3168
PORTLAND, OR

EIN ▶ 31-0841368

Phone no 503-275-4327

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust

Employer identification number

H W IRWIN & D C H IRWIN FOUNDATION 97320570

93-1067941

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-2,776.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	-2,776.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			7.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	6,741.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	46.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	6,794.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-2,776.
14	Net long-term gain or (loss):			
a	Total for year	14a		6,794.
b	Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		4,018.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

H W IRWIN & D C H IRWIN FOUNDATION 97320570

Employer identification number

93-1067941

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 380. ATT INC	07/28/2008	07/02/2009	9,346.00	11,691.00	-2,345.00
200. AMGEN INC	09/15/2009	11/04/2009	10,396.00	10,715.00	-319.00
420. BBT CORP	06/10/2009	08/14/2009	11,566.00	11,188.00	378.00
100. BP PLC SPONS A D R	02/02/2010	06/10/2010	3,236.00	5,501.00	-2,265.00
193.2857 BANCO SANTANDER CENT HISPANO A D R	11/06/2009	05/04/2010	2,149.00	2,093.00	56.00
130. BANK OF NEW YORK MELLON CORP	04/09/2009	10/07/2009	3,695.00	3,757.00	-62.00
600. BANK OF NEW YORK MELLON CORP	06/10/2009	11/06/2009	16,115.00	16,222.00	-107.00
70. BECTON DICKINSON AND CO	03/12/2009	08/07/2009	4,506.00	4,444.00	62.00
170. BEST BUY CO INC	05/13/2009	02/18/2010	6,132.00	5,936.00	196.00
220. CVS CAREMARK CORP	08/06/2009	01/08/2010	7,455.00	7,524.00	-69.00
170. CENOVUS ENERGY INC	06/08/2009	12/17/2009	4,141.00	4,456.00	-315.00
10. CORN PRODS INTL INC	11/10/2009	06/30/2010	310.00	289.00	21.00
210. COSTCO WHSL CORP	08/06/2009	01/29/2010	12,080.00	10,299.00	1,781.00
1.6672 COUSINS PPTYS INC	06/05/2009	07/01/2009	15.00	15.00	
250. DEAN FOODS COMPANY	03/13/2009	08/06/2009	4,671.00	5,243.00	-572.00
100. E ON A G A D R	11/25/2009	05/26/2010	2,889.00	4,093.00	-1,204.00
180. EDISON INTL	03/19/2009	08/25/2009	6,108.00	5,182.00	926.00
150. EDISON INTL	03/19/2009	01/07/2010	5,191.00	4,319.00	872.00
110. F M C CORPORATION	09/21/2009	01/08/2010	6,120.00	6,302.00	-182.00
70. FPL GROUP INC	11/05/2008	10/30/2009	3,491.00	3,226.00	265.00
200. FLUOR CORP	05/15/2009	11/19/2009	8,750.00	7,932.00	818.00
480. FRONTIER COMMUNICATIO NS CORP	11/05/2008	10/15/2009	3,547.00	4,330.00	-783.00
720. GAM HOLDING LTD UNSPON A D R	11/13/2009	05/26/2010	1,418.00	4,757.00	-3,339.00
700. GAM HOLDING LTD UNSPON A D R	11/13/2009	06/08/2010	1,408.00	1,806.00	-398.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

H W IRWIN & D C H IRWIN FOUNDATION 97320570

Employer identification number

93-1067941

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 300. GENERAL ELECTRIC CO	11/19/2009	04/28/2010	5,659.00	4,719.00	940.00
50000. GENERAL ELEC CAP 4.125% 9/01/09	10/01/2008	09/01/2009	50,000.00	50,000.00	
50. GOLDMAN SACHS GROUP INC	09/15/2009	05/13/2010	7,283.00	8,885.00	-1,602.00
250. HCP INC	11/05/2008	07/01/2009	5,353.00	6,750.00	-1,397.00
190. HUMANA INC	11/04/2009	02/18/2010	8,795.00	7,397.00	1,398.00
50. INTERNATIONAL BUSINESS MACHINES CORP	05/15/2009	11/20/2009	6,343.00	5,099.00	1,244.00
255. ISHARES BARCLAYS TIPS BOND E T F	09/15/2009	11/02/2009	26,461.00	26,047.00	414.00
70. MCCORMICK CO INC	11/05/2008	08/12/2009	2,238.00	2,263.00	-25.00
90. MEDTRONIC INC	04/03/2009	01/11/2010	4,133.00	2,636.00	1,497.00
150. MONSANTO CO	09/15/2009	09/18/2009	11,996.00	12,151.00	-155.00
100. MORGAN STANLEY GROUP INC	09/15/2009	12/23/2009	2,961.00	2,931.00	30.00
370. MORGAN STANLEY GROUP INC	03/12/2009	01/22/2010	10,305.00	8,539.00	1,766.00
350. NYSE EURONEXT	05/15/2009	08/24/2009	9,684.00	9,156.00	528.00
100. NIPPON STEEL CORP A D R	05/15/2009	04/30/2010	3,604.00	3,640.00	-36.00
180. NOKIA CORP SPSD A D R	11/05/2008	07/17/2009	2,345.00	2,924.00	-579.00
150. NOKIA CORP SPSD A D R	11/05/2008	08/06/2009	1,976.00	2,437.00	-461.00
200. NUCOR CORP	05/15/2009	10/29/2009	8,282.00	7,504.00	778.00
170. PUBLIC SVC ENTERPRISE GROUP INC	01/08/2009	08/25/2009	5,488.00	5,252.00	236.00
290. REDWOOD TR INC	07/01/2009	11/17/2009	4,031.00	4,364.00	-333.00
140. ROYAL DUTCH SHELL PLC A D R	06/15/2009	02/18/2010	7,743.00	7,196.00	547.00
80. ST JUDE MED INC	03/16/2009	10/08/2009	2,614.00	2,919.00	-305.00
260. ST JUDE MED INC	03/16/2009	11/19/2009	8,922.00	8,615.00	307.00
143.922 SCHERING PLOUGH CORP	02/05/2009	11/03/2009	3,570.00	2,785.00	785.00
260. SOCIETE GENERALE FRANCE SPONSOR ADR	08/24/2009	04/23/2010	2,953.00	4,098.00	-1,145.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2009

► See instructions for Schedule D (Form 1041).

► **Attach to Schedule D to list additional transactions for lines 1a and 6a**

Name of estate or trust

H W IRWIN & D C H IRWIN FOUNDATION 97320570

Employer identification number

93-1067941

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	-2,776.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

H W IRWIN & D C H IRWIN FOUNDATION 97320570

93-1067941

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a . AOL TIME WARNER INC		01/19/2010	56.00		56.00
210. ATT INC	01/18/2008	07/02/2009	5,165.00	7,485.00	-2,320.00
250. ATT INC	12/05/2008	12/23/2009	6,970.00	7,012.00	-42.00
600. ACTIVISION BLIZZARD INC	07/02/2008	07/29/2009	6,880.00	8,519.00	-1,639.00
160. ADIDAS AG A D R	09/05/2007	05/26/2010	3,834.00	4,744.00	-910.00
130. ANALOG DEVICES INC	04/07/2008	01/08/2010	4,050.00	3,969.00	81.00
390. ANALOG DEVICES INC	04/07/2008	03/01/2010	11,496.00	11,907.00	-411.00
120. ANALOG DEVICES INC	11/05/2008	03/01/2010	3,537.00	3,284.00	253.00
180. BBT CORP	01/22/2008	08/14/2009	4,957.00	5,537.00	-580.00
.2857 BANCO SANTANDER CENT HISPANO A D R	05/01/2008	11/30/2009	5.00	6.00	-1.00
170. BANCO SANTANDER CENT HISPANO A D R	05/01/2008	04/23/2010	2,261.00	3,667.00	-1,406.00
29.7143 BANCO SANTANDER CENT HISPANO A D R	05/01/2008	05/04/2010	330.00	641.00	-311.00
80. BECTON DICKINSON AND CO	06/28/2006	08/07/2009	5,149.00	4,742.00	407.00
90. BRITISH AMERN TOB PLC ADR	12/12/2006	08/24/2009	5,606.00	3,273.00	2,333.00
50000. CIT GROUP INC 4.750% 12/15/10	06/04/2007	07/09/2009	37,250.00	48,556.00	-11,306.00
130. CVS CAREMARK CORP	10/12/2007	08/26/2009	4,789.00	4,317.00	472.00
240. CVS CAREMARK CORP	02/14/2007	11/10/2009	7,324.00	7,840.00	-516.00
40. CVS CAREMARK CORP	02/14/2007	01/08/2010	1,356.00	1,307.00	49.00
100. CISCO SYS INC	01/17/2008	12/11/2009	2,368.00	2,477.00	-109.00
200. CISCO SYS INC	01/17/2008	02/12/2010	4,716.00	4,954.00	-238.00
320. CORN PRODS INTL INC	05/28/2009	06/30/2010	9,912.00	8,026.00	1,886.00
99.3328 COUSINS PPTYS INC	11/29/2007	07/01/2009	867.00	2,399.00	-1,532.00
40000. DAIMLERCHRYSLER NA 7.200% 9/01/09	08/26/1999	09/01/2009	40,000.00	40,452.00	-452.00
300. DOMINION RESOURCES INC	06/03/2008	07/23/2009	10,183.00	14,008.00	-3,825.00
140. DU PONT E I DE NEMOURS & CO	06/18/2008	05/04/2010	5,394.00	6,552.00	-1,158.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

H W IRWIN & D C H IRWIN FOUNDATION 97320570

93-1067941

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 420. E M C CORPORATION	01/09/2008	01/14/2010	7,604.00	6,912.00	692.00
380. E M C CORPORATION	01/29/2008	03/08/2010	6,949.00	5,967.00	982.00
100. E N I SPA A D R	05/15/2009	06/04/2010	3,555.00	4,579.00	-1,024.00
50. EXELON CORPORATION	11/05/2008	04/16/2010	2,166.00	2,691.00	-525.00
30000. F H L B DEB 5.000% 11/17/17	01/18/2008	09/03/2009	32,739.00	32,009.00	730.00
. FREDDIE MAC		08/11/2009	31.00		31.00
50000. F N M A M T N 3.875% 2/15/10	08/28/2007	02/15/2010	50,000.00	50,000.00	
420. FOREST LABS INC	03/16/2009	04/23/2010	11,509.00	8,819.00	2,690.00
220. FRONTIER COMMUNICATIO NS CORP	11/05/2008	06/09/2010	1,707.00	1,984.00	-277.00
250. GENERAL ELECTRIC CO	04/04/2006	03/12/2010	4,140.00	7,034.00	-2,894.00
140. GENERAL ELECTRIC CO	04/04/1994	04/28/2010	2,641.00	1,079.00	1,562.00
100. GRAINGER W W INC	10/23/2008	11/19/2009	9,635.00	6,958.00	2,677.00
160. HOME PROPERTIES INC	02/26/2008	11/04/2009	6,294.00	7,498.00	-1,204.00
100. HONEYWELL INTERNATION AL INC	11/21/2006	03/12/2010	4,283.00	4,288.00	-5.00
140. HUMANA INC	05/18/2009	05/20/2010	6,343.00	4,364.00	1,979.00
100. INTERNATIONAL BUSINESS MACHINES CORP	06/23/2005	09/10/2009	11,730.00	7,693.00	4,037.00
645. ISHARES BARCLAYS TIPS BOND E T F	10/29/2008	11/02/2009	66,930.00	60,365.00	6,565.00
1240. I SHARES MSCI EAFE INDEX FUND E T F	06/10/2009	06/30/2010	58,366.00	58,821.00	-455.00
160. JOHNSON JOHNSON	04/06/2000	04/23/2010	10,351.00	6,110.00	4,241.00
440. KROGER CO	08/06/2008	08/25/2009	9,361.00	12,618.00	-3,257.00
80. LIBERTY PPTY TR SBI	11/29/2007	11/06/2009	2,261.00	2,460.00	-199.00
. LUCENT TECHNOLOGIES INC		03/18/2010	37.00		37.00
250. MATTEL INC	11/05/2008	12/09/2009	4,857.00	3,755.00	1,102.00
110. MATTEL INC	11/05/2008	05/27/2010	2,360.00	1,652.00	708.00
130. MEDTRONIC INC	05/29/2007	08/12/2009	4,801.00	6,889.00	-2,088.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

H W IRWIN & D C H IRWIN FOUNDATION 97320570

93-1067941

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 170. MEDTRONIC INC	06/27/2008	10/08/2009	6,285.00	8,869.00	-2,584.00
150. MEDTRONIC INC	11/05/2008	01/11/2010	6,889.00	7,120.00	-231.00
90. MEDTRONIC INC	04/03/2009	06/03/2010	3,518.00	2,636.00	882.00
.078 MERCK AND CO INC NEW	11/05/2008	11/13/2009	3.00	2.00	1.00
190. MICROSOFT CORP	09/13/2006	02/12/2010	5,245.00	4,426.00	819.00
100. MORGAN STANLEY GROUP INC	02/11/2009	02/23/2010	2,724.00	2,236.00	488.00
230. MORGAN STANLEY GROUP INC	02/11/2009	03/09/2010	6,694.00	5,142.00	1,552.00
. NORTEL NETWORKS CORP		03/15/2010	31.00		31.00
310. PHILIP MORRIS INTL	07/17/2008	08/25/2009	14,547.00	16,054.00	-1,507.00
130. PHILIP MORRIS INTL	07/17/2008	05/05/2010	6,347.00	6,681.00	-334.00
. QWEST COMMUNICATIONS INTL INC		04/08/2010	156.00		156.00
. ROYAL DUTCH PETE NY REG N GLDR 1.25		07/06/2009	50.00		50.00
90. SAP AG A D R	03/19/2004	10/01/2009	4,367.00	2,997.00	1,370.00
70. SAP AG A D R	01/07/1998	10/20/2009	3,616.00	1,875.00	1,741.00
.3543 SIMON PROPERTY GROUP INC	08/25/2005	07/14/2009	18.00	27.00	-9.00
.2804 SIMON PROPERTY GROUP INC	08/25/2005	09/30/2009	20.00	21.00	-1.00
.2476 SIMON PROPERTY GROUP INC	08/25/2005	01/08/2010	19.00	19.00	
290. STARBUCKS CORP	06/06/2008	02/18/2010	6,734.00	5,217.00	1,517.00
480. SYMANTEC CORP	03/09/2009	03/12/2010	8,367.00	7,052.00	1,315.00
420. SYMANTEC CORP	10/30/2008	05/21/2010	6,144.00	5,183.00	961.00
100. TELEFONICA SA SPON A D R	05/16/2006	08/10/2009	7,332.00	4,828.00	2,504.00
1000. VANGUARD EMERGING MARKETS ETF	06/16/2009	06/30/2010	38,538.00	34,704.00	3,834.00
150. VERIZON COMMUNICATION S INC	01/18/2008	07/02/2009	4,521.00	5,843.00	-1,322.00
140. VERIZON COMMUNICATION S INC	01/18/2008	08/11/2009	4,287.00	5,453.00	-1,166.00
240. VERIZON COMMUNICATION S INC	12/05/2008	12/23/2009	7,957.00	8,071.00	-114.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Employer identification number

93-1067941

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6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	6,741.00
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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					7.	
56.00		. AOL TIME WARNER INC PROPERTY TYPE: SECURITIES					56.00	01/19/2010
9,346.00		380. ATT INC PROPERTY TYPE: SECURITIES 11,691.00					07/28/2008	07/02/2009
5,165.00		210. ATT INC PROPERTY TYPE: SECURITIES 7,485.00					01/18/2008	07/02/2009
6,970.00		250. ATT INC PROPERTY TYPE: SECURITIES 7,012.00					12/05/2008	12/23/2009
6,880.00		600. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES 8,519.00					07/02/2008	07/29/2009
3,834.00		160. ADIDAS AG A D R PROPERTY TYPE: SECURITIES 4,744.00					09/05/2007	05/26/2010
10,396.00		200. AMGEN INC PROPERTY TYPE: SECURITIES 10,715.00					09/15/2009	11/04/2009
4,050.00		130. ANALOG DEVICES INC PROPERTY TYPE: SECURITIES 3,969.00					04/07/2008	01/08/2010
11,496.00		390. ANALOG DEVICES INC PROPERTY TYPE: SECURITIES 11,907.00					04/07/2008	03/01/2010
3,537.00		120. ANALOG DEVICES INC PROPERTY TYPE: SECURITIES 3,284.00					11/05/2008	03/01/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
11,566.00		420. BBT CORP PROPERTY TYPE: SECURITIES 11,188.00					06/10/2009 378.00	08/14/2009
4,957.00		180. BBT CORP PROPERTY TYPE: SECURITIES 5,537.00					01/22/2008 -580.00	08/14/2009
3,236.00		100. BP PLC SPONS A D R PROPERTY TYPE: SECURITIES 5,501.00					02/02/2010 -2,265.00	06/10/2010
5.00		.2857 BANCO SANTANDER CENT HISPANO A D R PROPERTY TYPE: SECURITIES 6.00					05/01/2008 -1.00	11/30/2009
2,261.00		170. BANCO SANTANDER CENT HISPANO A D R PROPERTY TYPE: SECURITIES 3,667.00					05/01/2008 -1,406.00	04/23/2010
2,149.00		193.2857 BANCO SANTANDER CENT HISPANO A PROPERTY TYPE: SECURITIES 2,093.00					11/06/2009 56.00	05/04/2010
330.00		29.7143 BANCO SANTANDER CENT HISPANO A D PROPERTY TYPE: SECURITIES 641.00					05/01/2008 -311.00	05/04/2010
3,695.00		130. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 3,757.00					04/09/2009 -62.00	10/07/2009
16,115.00		600. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 16,222.00					06/10/2009 -107.00	11/06/2009
4,506.00		70. BECTON DICKINSON AND CO PROPERTY TYPE: SECURITIES 4,444.00					03/12/2009 62.00	08/07/2009
5,149.00		80. BECTON DICKINSON AND CO PROPERTY TYPE: SECURITIES 4,742.00					06/28/2006 407.00	08/07/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,132.00		170. BEST BUY CO INC PROPERTY TYPE: SECURITIES 5,936.00					05/13/2009 196.00	02/18/2010
5,606.00		90. BRITISH AMERN TOB PLC ADR PROPERTY TYPE: SECURITIES 3,273.00					12/12/2006 2,333.00	08/24/2009
37,250.00		50000. CIT GROUP INC PROPERTY TYPE: SECURITIES 48,556.00		4.750% 12/15			06/04/2007 -11,306.00	07/09/2009
4,789.00		130. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 4,317.00					10/12/2007 472.00	08/26/2009
7,324.00		240. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 7,840.00					02/14/2007 -516.00	11/10/2009
7,455.00		220. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 7,524.00					08/06/2009 -69.00	01/08/2010
1,356.00		40. CVS CAREMARK CORP PROPERTY TYPE: SECURITIES 1,307.00					02/14/2007 49.00	01/08/2010
4,141.00		170. CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES 4,456.00					06/08/2009 -315.00	12/17/2009
2,368.00		100. CISCO SYS INC PROPERTY TYPE: SECURITIES 2,477.00					01/17/2008 -109.00	12/11/2009
4,716.00		200. CISCO SYS INC PROPERTY TYPE: SECURITIES 4,954.00					01/17/2008 -238.00	02/12/2010
310.00		10. CORN PRODS INTL INC PROPERTY TYPE: SECURITIES 289.00					11/10/2009 21.00	06/30/2010

FORM 990-PF - PART IV

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,912.00		320. CORN PRODS INTL INC PROPERTY TYPE: SECURITIES 8,026.00					05/28/2009 1,886.00	06/30/2010
12,080.00		210. COSTCO WHSL CORP PROPERTY TYPE: SECURITIES 10,299.00					08/06/2009 1,781.00	01/29/2010
15.00		1.6672 COUSINS PPTYS INC PROPERTY TYPE: SECURITIES 15.00					06/05/2009	07/01/2009
867.00		99.3328 COUSINS PPTYS INC PROPERTY TYPE: SECURITIES 2,399.00					11/29/2007 -1,532.00	07/01/2009
40,000.00		40000. DAIMLERCHRYSLER NA PROPERTY TYPE: SECURITIES 40,452.00		7.200%	9/01		08/26/1999 -452.00	09/01/2009
4,671.00		250. DEAN FOODS COMPANY PROPERTY TYPE: SECURITIES 5,243.00					03/13/2009 -572.00	08/06/2009
10,183.00		300. DOMINION RESOURCES INC PROPERTY TYPE: SECURITIES 14,008.00					06/03/2008 -3,825.00	07/23/2009
5,394.00		140. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES 6,552.00					06/18/2008 -1,158.00	05/04/2010
7,604.00		420. E M C CORPORATION PROPERTY TYPE: SECURITIES 6,912.00					01/09/2008 692.00	01/14/2010
6,949.00		380. E M C CORPORATION PROPERTY TYPE: SECURITIES 5,967.00					01/29/2008 982.00	03/08/2010
3,555.00		100. E N I SPA A D R PROPERTY TYPE: SECURITIES 4,579.00					05/15/2009 -1,024.00	06/04/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,889.00		100. E ON A G A D R PROPERTY TYPE: SECURITIES 4,093.00					11/25/2009 -1,204.00	05/26/2010
6,108.00		180. EDISON INTL PROPERTY TYPE: SECURITIES 5,182.00					03/19/2009 926.00	08/25/2009
5,191.00		150. EDISON INTL PROPERTY TYPE: SECURITIES 4,319.00					03/19/2009 872.00	01/07/2010
2,166.00		50. EXELON CORPORATION PROPERTY TYPE: SECURITIES 2,691.00					11/05/2008 -525.00	04/16/2010
6,120.00		110. F M C CORPORATION PROPERTY TYPE: SECURITIES 6,302.00					09/21/2009 -182.00	01/08/2010
3,491.00		70. FPL GROUP INC PROPERTY TYPE: SECURITIES 3,226.00					11/05/2008 265.00	10/30/2009
32,739.00		30000. F H L B DEB PROPERTY TYPE: SECURITIES 32,009.00		5.000% 11/17			01/18/2008 730.00	09/03/2009
31.00		. FREDDIE MAC PROPERTY TYPE: SECURITIES					31.00	08/11/2009
50,000.00		50000. F N M A M T N PROPERTY TYPE: SECURITIES 50,000.00		3.875% 2/15			08/28/2007	02/15/2010
8,750.00		200. FLUOR CORP PROPERTY TYPE: SECURITIES 7,932.00					05/15/2009 818.00	11/19/2009
11,509.00		420. FOREST LABS INC PROPERTY TYPE: SECURITIES 8,819.00					03/16/2009 2,690.00	04/23/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
3,547.00		480. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 4,330.00				11/05/2008 -783.00	10/15/2009
1,707.00		220. FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 1,984.00				11/05/2008 -277.00	06/09/2010
1,418.00		720. GAM HOLDING LTD UNSPON A D R PROPERTY TYPE: SECURITIES 4,757.00				11/13/2009 -3,339.00	05/26/2010
1,408.00		700. GAM HOLDING LTD UNSPON A D R PROPERTY TYPE: SECURITIES 1,806.00				11/13/2009 -398.00	06/08/2010
4,140.00		250. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 7,034.00				04/04/2006 -2,894.00	03/12/2010
5,659.00		300. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 4,719.00				11/19/2009 940.00	04/28/2010
2,641.00		140. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 1,079.00				04/04/1994 1,562.00	04/28/2010
50,000.00		50000. GENERAL ELEC CAP PROPERTY TYPE: SECURITIES 50,000.00		4.125% 9/01		10/01/2008	09/01/2009
7,283.00		50. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 8,885.00				09/15/2009 -1,602.00	05/13/2010
9,635.00		100. GRAINGER W W INC PROPERTY TYPE: SECURITIES 6,958.00				10/23/2008 2,677.00	11/19/2009
5,353.00		250. HCP INC PROPERTY TYPE: SECURITIES 6,750.00				11/05/2008 -1,397.00	07/01/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,294.00		160. HOME PROPERTIES INC PROPERTY TYPE: SECURITIES 7,498.00					02/26/2008 -1,204.00	11/04/2009
4,283.00		100. HONEYWELL INTERNATIONAL INC PROPERTY TYPE: SECURITIES 4,288.00					11/21/2006 -5.00	03/12/2010
8,795.00		190. HUMANA INC PROPERTY TYPE: SECURITIES 7,397.00					11/04/2009 1,398.00	02/18/2010
6,343.00		140. HUMANA INC PROPERTY TYPE: SECURITIES 4,364.00					05/18/2009 1,979.00	05/20/2010
11,730.00		100. INTERNATIONAL BUSINESS MACHINES COR PROPERTY TYPE: SECURITIES 7,693.00					06/23/2005 4,037.00	09/10/2009
6,343.00		50. INTERNATIONAL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 5,099.00					05/15/2009 1,244.00	11/20/2009
26,461.00		255. ISHARES BARCLAYS TIPS BOND E T F PROPERTY TYPE: SECURITIES 26,047.00					09/15/2009 414.00	11/02/2009
66,930.00		645. ISHARES BARCLAYS TIPS BOND E T F PROPERTY TYPE: SECURITIES 60,365.00					10/29/2008 6,565.00	11/02/2009
58,366.00		1240. I SHARES MSCI EAFE INDEX FUND E T PROPERTY TYPE: SECURITIES 58,821.00					06/10/2009 -455.00	06/30/2010
10,351.00		160. JOHNSON JOHNSON PROPERTY TYPE: SECURITIES 6,110.00					04/06/2000 4,241.00	04/23/2010
9,361.00		440. KROGER CO PROPERTY TYPE: SECURITIES 12,618.00					08/06/2008 -3,257.00	08/25/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,261.00		80. LIBERTY PPTY TR SBI PROPERTY TYPE: SECURITIES 2,460.00					11/29/2007 -199.00	11/06/2009
37.00		. LUCENT TECHNOLOGIES INC PROPERTY TYPE: SECURITIES					37.00	03/18/2010
4,857.00		250. MATTEL INC PROPERTY TYPE: SECURITIES 3,755.00					11/05/2008 1,102.00	12/09/2009
2,360.00		110. MATTEL INC PROPERTY TYPE: SECURITIES 1,652.00					11/05/2008 708.00	05/27/2010
2,238.00		70. MCCORMICK CO INC PROPERTY TYPE: SECURITIES 2,263.00					11/05/2008 -25.00	08/12/2009
4,801.00		130. MEDTRONIC INC PROPERTY TYPE: SECURITIES 6,889.00					05/29/2007 -2,088.00	08/12/2009
6,285.00		170. MEDTRONIC INC PROPERTY TYPE: SECURITIES 8,869.00					06/27/2008 -2,584.00	10/08/2009
4,133.00		90. MEDTRONIC INC PROPERTY TYPE: SECURITIES 2,636.00					04/03/2009 1,497.00	01/11/2010
6,889.00		150. MEDTRONIC INC PROPERTY TYPE: SECURITIES 7,120.00					11/05/2008 -231.00	01/11/2010
3,518.00		90. MEDTRONIC INC PROPERTY TYPE: SECURITIES 2,636.00					04/03/2009 882.00	06/03/2010
3.00		.078 MERCK AND CO INC NEW PROPERTY TYPE: SECURITIES 2.00					11/05/2008 1.00	11/13/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,245.00		190. MICROSOFT CORP PROPERTY TYPE: SECURITIES 4,426.00					09/13/2006 819.00	02/12/2010
11,996.00		150. MONSANTO CO PROPERTY TYPE: SECURITIES 12,151.00					09/15/2009 -155.00	09/18/2009
2,961.00		100. MORGAN STANLEY GROUP INC PROPERTY TYPE: SECURITIES 2,931.00					09/15/2009 30.00	12/23/2009
10,305.00		370. MORGAN STANLEY GROUP INC PROPERTY TYPE: SECURITIES 8,539.00					03/12/2009 1,766.00	01/22/2010
2,724.00		100. MORGAN STANLEY GROUP INC PROPERTY TYPE: SECURITIES 2,236.00					02/11/2009 488.00	02/23/2010
6,694.00		230. MORGAN STANLEY GROUP INC PROPERTY TYPE: SECURITIES 5,142.00					02/11/2009 1,552.00	03/09/2010
9,684.00		350. NYSE EURONEXT PROPERTY TYPE: SECURITIES 9,156.00					05/15/2009 528.00	08/24/2009
3,604.00		100. NIPPON STEEL CORP A D R PROPERTY TYPE: SECURITIES 3,640.00					05/15/2009 -36.00	04/30/2010
2,345.00		180. NOKIA CORP SPSP A D R PROPERTY TYPE: SECURITIES 2,924.00					11/05/2008 -579.00	07/17/2009
1,976.00		150. NOKIA CORP SPSP A D R PROPERTY TYPE: SECURITIES 2,437.00					11/05/2008 -461.00	08/06/2009
31.00		. NORTEL NETWORKS CORP PROPERTY TYPE: SECURITIES					31.00	03/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,282.00		200. NUCOR CORP PROPERTY TYPE: SECURITIES 7,504.00					05/15/2009 778.00	10/29/2009
14,547.00		310. PHILIP MORRIS INTL PROPERTY TYPE: SECURITIES 16,054.00					07/17/2008 -1,507.00	08/25/2009
6,347.00		130. PHILIP MORRIS INTL PROPERTY TYPE: SECURITIES 6,681.00					07/17/2008 -334.00	05/05/2010
5,488.00		170. PUBLIC SVC ENTERPRISE GROUP INC PROPERTY TYPE: SECURITIES 5,252.00					01/08/2009 236.00	08/25/2009
156.00		. QWEST COMMUNICATIONS INTL INC PROPERTY TYPE: SECURITIES					156.00	04/08/2010
4,031.00		290. REDWOOD TR INC PROPERTY TYPE: SECURITIES 4,364.00					07/01/2009 -333.00	11/17/2009
50.00		. ROYAL DUTCH PETE NY REG N GLDR 1.25 PROPERTY TYPE: SECURITIES					50.00	07/06/2009
7,743.00		140. ROYAL DUTCH SHELL PLC A D R PROPERTY TYPE: SECURITIES 7,196.00					06/15/2009 547.00	02/18/2010
2,614.00		80. ST JUDE MED INC PROPERTY TYPE: SECURITIES 2,919.00					03/16/2009 -305.00	10/08/2009
8,922.00		260. ST JUDE MED INC PROPERTY TYPE: SECURITIES 8,615.00					03/16/2009 307.00	11/19/2009
4,367.00		90. SAP AG A D R PROPERTY TYPE: SECURITIES 2,997.00					03/19/2004 1,370.00	10/01/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,616.00		70. SAP AG A D R PROPERTY TYPE: SECURITIES 1,875.00					01/07/1998 1,741.00	10/20/2009
3,570.00		143.922 SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES 2,785.00					02/05/2009 785.00	11/03/2009
18.00		.3543 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 27.00					08/25/2005 -9.00	07/14/2009
20.00		.2804 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 21.00					08/25/2005 -1.00	09/30/2009
19.00		.2476 SIMON PROPERTY GROUP INC PROPERTY TYPE: SECURITIES 19.00					08/25/2005	01/08/2010
2,953.00		260. SOCIETE GENERALE FRANCE SPONSOR ADR PROPERTY TYPE: SECURITIES 4,098.00					08/24/2009 -1,145.00	04/23/2010
6,734.00		290. STARBUCKS CORP PROPERTY TYPE: SECURITIES 5,217.00					06/06/2008 1,517.00	02/18/2010
8,367.00		480. SYMANTEC CORP PROPERTY TYPE: SECURITIES 7,052.00					03/09/2009 1,315.00	03/12/2010
6,144.00		420. SYMANTEC CORP PROPERTY TYPE: SECURITIES 5,183.00					10/30/2008 961.00	05/21/2010
5,195.00		210. SYSCO CORP PROPERTY TYPE: SECURITIES 7,118.00					09/11/2008 -1,923.00	08/06/2009
7,332.00		100. TELEFONICA SA SPON A D R PROPERTY TYPE: SECURITIES 4,828.00					05/16/2006 2,504.00	08/10/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,998.00		100. T E L U S CORPORATION PROPERTY TYPE: SECURITIES 3,868.00					08/29/2008 -870.00	08/24/2009
4,468.00		110. TERRA INDS INC PROPERTY TYPE: SECURITIES 3,953.00					09/18/2009 515.00	02/17/2010
10,841.00		460. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES 8,257.00					05/01/2009 2,584.00	08/10/2009
7,856.00		100. VALMONT INDS INC PROPERTY TYPE: SECURITIES 8,725.00					09/15/2009 -869.00	06/10/2010
38,538.00		1000. VANGUARD EMERGING MARKETS ETF PROPERTY TYPE: SECURITIES 34,704.00					06/16/2009 3,834.00	06/30/2010
4,521.00		150. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 5,843.00					01/18/2008 -1,322.00	07/02/2009
4,287.00		140. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 5,453.00					01/18/2008 -1,166.00	08/11/2009
7,957.00		240. VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 8,071.00					12/05/2008 -114.00	12/23/2009
43.00		.6707 VORNADO REALTY TRUST PROPERTY TYPE: SECURITIES 60.00					11/29/2007 -17.00	09/30/2009
39.00		.5549 VORNADO REALTY TRUST PROPERTY TYPE: SECURITIES 49.00					11/29/2007 -10.00	12/31/2009
8,833.00		180. WAL MART STORES INC PROPERTY TYPE: SECURITIES 10,348.00					05/08/2008 -1,515.00	08/06/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,971.00		130. WELLPOINT INC PROPERTY TYPE: SECURITIES 7,820.00					12/23/2009 151.00	04/09/2010
6,936.00		120. WELLPOINT INC PROPERTY TYPE: SECURITIES 7,218.00					12/23/2009 -282.00	04/23/2010
21.00		. WILLIAMS COS INC PROPERTY TYPE: SECURITIES					21.00	02/25/2010
8,929.00		190. X T O ENERGY INC PROPERTY TYPE: SECURITIES 6,497.00					09/21/2005 2,432.00	12/17/2009
8,689.00		202. X T O ENERGY INC PROPERTY TYPE: SECURITIES 7,805.00					01/06/2009 884.00	05/27/2010
3,621.00		170. XILINX INC PROPERTY TYPE: SECURITIES 2,986.00					01/08/2009 635.00	08/11/2009
2,264.00		90. XILINX INC PROPERTY TYPE: SECURITIES 1,508.00					01/08/2009 756.00	02/23/2010
1,983.00		70. ZENITH NATL INS CORP PROPERTY TYPE: SECURITIES 2,224.00					11/05/2008 -241.00	01/27/2010
3,104.00		140. ZURICH FINANCIAL SVCS A D R PROPERTY TYPE: SECURITIES 3,783.00					11/21/2007 -679.00	11/19/2009
37.00		. CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES					37.00	03/23/2010
207.00		260. SOCIETE GENERALE RT PROPERTY TYPE: SECURITIES		10/20/0			08/24/2009 207.00	11/09/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
13,343.00		200. ARCH CAP GROUP LTD PROPERTY TYPE: SECURITIES 14,301.00					09/18/2008 -958.00	09/24/2009
4,220.00		200. INVESCO LTD PROPERTY TYPE: SECURITIES 4,604.00					11/06/2009 -384.00	01/22/2010
16,776.00		770. INVESCO LTD PROPERTY TYPE: SECURITIES 17,163.00					11/06/2009 -387.00	04/26/2010
3,661.00		120. CHECK POINT SOFTWARE TECH LTD PROPERTY TYPE: SECURITIES 2,913.00					04/17/2009 748.00	05/28/2010
7,049.00		211. ASML HOLDING NV NY REG SHS PROPERTY TYPE: SECURITIES 6,605.00					07/19/2007 444.00	01/13/2010
TOTAL GAIN(LOSS)					----- 4,018. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
LP INCOME	-4.	-4.
	-----	-----
TOTALS	-4.	-4.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
ESTIMATES	984.

TOTALS	984.
	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
STATE FILING FEE	249.	249.
COMMITTEE MEETING	940.	940.
ADR FEES	76.	76.
CORPORATION FEE	50.	50.
INVESTMENT MGMT FEE	16,491.	16,491.
GRANTMAKERS	900.	900.
	-----	-----
TOTALS	18,706.	18,706.
	=====	=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
FEDERAL HOME LOAN BKS 4.875		
F H L M C M T N 4.875	19,737.	21,175.
F N M A M T N 4.625	52,531.	55,891.
F H L M C M T N 4.75	48,042.	55,782.
FEDERAL HOME LOAN 5.000	52,932.	56,312.
	21,339.	22,825.
	-----	-----
TOTALS	194,581.	211,985.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
AMPHENOL CORP CL A	11,464.	11,784.
ANALOG DEVICES INC	11,386.	15,880.
AT & T INC	1,916.	1,693.
B B & T CORP	1,518.	1,842.
BOSTON PPTYS INC	14,207.	10,701.
CATERPILLAR INC	7,945.	15,018.
CHEVRON CORPORATION	22,263.	23,751.
CISCO SYS INC	16,431.	23,228.
CONOCOPHILLIPS	17,594.	21,109.
DU PONT E I DE NEMOURS & CO	17,312.	15,565.
E M C CORP MASS	10,714.	14,640.
EMERSON ELEC CO	5,837.	7,427.
ENTERTAINMENT PPTYS TR	8,023.	5,711.
GENERAL ELEC CO	7,820.	7,931.
HOME DEPOT INC	18,406.	18,807.
HONEYWELL INTERNATIONAL INC	19,213.	21,467.
LASALLE HOTEL PROPERTIES	3,579.	2,057.
LOCKHEED MARTIN CORP	12,390.	11,175.
MARATHON OIL CORPORATION	9,481.	13,680.
MEDTRONIC INC	5,273.	6,529.
MICROSOFT CORP	17,043.	22,320.
NATIONAL OILWELL VARCO INC	20,110.	20,173.
SIMON PROPERTY GROUP INC	2,969.	3,230.
STARBUCKS CORP	6,457.	9,720.
VERIZON COMMUNICATIONS	1,849.	1,681.
VORNADO RLTY TR	12,168.	11,161.
WAL MART STORES INC	20,971.	19,228.
WELLS FARGO & CO	15,505.	12,032.
AUSTRALIA & NEW ZEALAND BKG	4,388.	5,400.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
B A E SYSTEMS P L C	6,157.	3,732.
B H P BILLITON LIMITED	7,066.	6,199.
BANCO SANTANDER CENT HISPANO	11.	11.
HUTCHISON WHAMPOA LTD	2,540.	3,070.
MITSUBISHI CORP A D R	9,090.	9,960.
SCHLUMBERGER LTD	8,394.	7,194.
VODAFONE GROUP PLC A D R	5,809.	4,134.
LKCM SMALL CAP EQUITY FUND	60,033.	59,130.
AFLAC INC	5,256.	5,974.
AGCO CORP	14,311.	12,406.
ALASKA AIR GROUP	6,862.	6,293.
ALTRIA GROUP	10,307.	12,024.
AMERIPRISE FINL	19,566.	15,175.
AMGEN INC	7,047.	6,838.
ANNALY CAP MGMT	3,810.	4,288.
ASSURANT INC	12,325.	11,798.
BUCYRUS INTERNATIONAL	11,688.	9,490.
CAPITAL ONE FINANCIAL	16,790.	18,941.
CARDINAL HEALTH INC	20,229.	23,527.
CENTURYLINK INC	4,099.	3,997.
CLIFFS NATURAL RESOURCES	13,490.	11,790.
COACH INC	3,506.	3,655.
COMERICA INC	16,995.	17,678.
CORN PRODS INTL	9,756.	20,301.
CUMMINS	8,065.	9,118.
DAVITA	10,508.	10,615.
DIGITAL REALTY TRUST	3,498.	5,768.
DOLLAR TREE INC	8,607.	8,742.
EXXON MOBIL	8,104.	5,707.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FREEPORT MCMORAN COPPER GOLD	8,143.	11,235.
GILEAD SCIENCES INC	9,273.	6,856.
HEALTH CARE REIT	5,148.	4,212.
HEWLETT PACKARD	24,436.	22,938.
HUDSON CITY BANCORP	6,013.	5,758.
HUMANA INC	5,919.	7,307.
INTEL CORP	21,293.	19,839.
INTUIT INC	22,470.	23,296.
JP MORGAN CHASE	21,855.	23,796.
KOHL'S	5,893.	6,650.
MATTEL INC	1,352.	1,904.
MCDONALDS CORP	8,413.	9,880.
MCGRW HILL COMPANIES	3,233.	3,095.
MERK AND CO INC NEW	10,643.	15,247.
MONSANTO	14,793.	9,244.
NEWMONT MINING	9,804.	12,348.
NRG ENERGY	5,038.	4,242.
NYSE EURONEXT	5,042.	6,631.
OLIN CORP	1,932.	1,990.
PEABODY ENERGY	10,127.	12,522.
QUESTAR CORP	17,783.	22,290.
SUPERIOR ENERGY	8,529.	6,721.
SYMANTEC CORP	8,444.	7,218.
SYSCO CORP	19,613.	20,856.
TARGET CORPORATION	8,231.	7,375.
THERMO FISHER SCIENTIFIC	7,789.	7,357.
TIDEWATER INC	4,917.	4,646.
UNION PACIFIC CORP	10,848.	10,426.
UNITED TECHNOLOGIES	9,216.	9,736.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
US BANCORP	4,928.	4,470.
ABB LTD ADR REPSTG	2,727.	2,765.
AMCOR LIMITED	3,003.	2,756.
BANK MONTREAL QUE	4,943.	5,428.
CGG VERITAS ADR	4,146.	3,380.
DIAGEO PLC	6,076.	6,274.
ENCANA CORP	18,555.	18,811.
ENERPLUS RESOURCES	6,521.	5,608.
ENSCO PLC ADR	5,002.	5,106.
ERICSSN TEL SP ADR	5,632.	6,392.
FRESENIUS MED CARE	5,768.	5,369.
LVMH MOET HENNESSY LOU	3,447.	3,240.
MAGNA INTL INC	16,201.	19,788.
NESTLE SA SPONSORED ADR	6,759.	7,236.
NISSAN MTR LTD	4,109.	3,881.
PETROLEO BRASELEIRO	5,869.	4,805.
ROLLS ROYCE GROUP	8,046.	12,450.
ROYAL DUTCH SHELL	2,924.	3,013.
TURKIYE GARANTI BANKASI	2,220.	2,311.
VALE SA SP ADR	3,127.	4,383.
ISHARES MSCI EAFE INDEX	24,108.	80,927.
ISHARES MSCI PACIFIC EX	13,112.	14,296.
ISHARES COHEN & STEERS	9,515.	13,727.
ISHARES IBOXX & INVESTMENT	94,221.	97,614.
ISHARES RUSSELL 2000 INDEX	45,973.	45,836.
ISHARES S P 500 INDEX	43,460.	41,384.
ISHARES S&P SMALLCAP	40,861.	40,605.
SPDR DJ WILSHIRE INTERNATIONAL	5,668.	4,987.
VANGUARD EMERGING MARKETS	34,856.	81,678.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING	
	BOOK VALUE -----	FMV ---
TOTALS	1,366,118. =====	1,526,630. =====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
CINC GAS & ELECTRIC 5.7	50,209.	54,091.
MORGAN STANLEY GLOBAL 5.3	49,338.	51,996.
KEY BANK NA MTN TRANCHE 5.8	50,398.	53,380.
CATERPILLAR FINL SVC CORP 4.75	46,608.	54,881.
MERCK & CO INC	51,320.	55,640.
COMCAST CORP 5.450	36,518.	35,578.
BANK ONE CORP 5.900	52,049.	52,544.
BELLSOUTH CORP 5.200	50,945.	55,487.
AMERICAN EXPRESS	47,307.	57,670.
ALTRIA GROUP 9.700	51,567.	63,319.
HONEYWELL INTL 5.000	49,270.	55,926.
GENERAL ELECTRIC 5.500	49,951.	52,838.
SHELL INTL 6.375	39,100.	47,788.
	-----	-----
TOTALS	624,580.	691,138.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
ACCRUED INTEREST PAID PY	83.
ADJ FOR YEAR END SALES PY	6,741.
RECV'D VS REPT'D PARTNERSHIP	4.
RETURNED GRANT PY	867.

TOTAL	7,695.
	=====

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

DESCRIPTION -----	AMOUNT -----
CASH REC'D VS REPT - SALES YEAR END	107,126.
ACCRUED INTEREST PAID	359.

TOTAL	107,485.
	=====

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

OR

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

OFFICER NAME:

US BANK

ADDRESS:

P.O. BOX 3168

PORTLAND, OR 97208

TITLE:

AGENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 16,691.

OFFICER NAME:

ERIC H. I. HOFFMAN

ADDRESS:

3001 NW LURAY CIRCUS

PORTLAND, OR 97210

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JEAN I. HOFFMAN

ADDRESS:

5290 S.W. LANDING SQUARE, #1

PORTLAND, OR 97201

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

KELSEY GREEN GROUT

ADDRESS:

2594 S.W. BUCKINGHAM

PORTLAND, OR 97201

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

=====

OFFICER NAME:

ALAN GREEN, JR.

ADDRESS:

1707 S.W. HAWTHORNE TERRACE
PORTLAND, OR 97201

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SALLY H. MILLER

ADDRESS:

1717 S.W. HIGHLAND ROAD
PORTLAND, OR 97221

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

16,691.

=====

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME:

FERGUSON WELLMAN CAPITAL MGMT

ADDRESS:

888 SW 5TH , SUITE #1200

PORTLAND, OR 97204

TYPE OF SERVICE:

INVESTMENT MGMT SVCS

COMPENSATION 16,491.

TOTAL COMPENSATION: 16,491.
=====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c
=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	2,451,807.	50,505.	
FEBRUARY	2,489,362.	65,598.	
MARCH	2,575,446.	73,433.	
APRIL	2,594,065.	90,379.	
MAY	2,460,374.	63,731.	
JUNE	2,429,877.	37,130.	
JULY	2,382,395.	51,528.	
AUGUST	2,427,343.	63,191.	
SEPTEMBER	2,454,045.	107,578.	
OCTOBER	2,428,710.	102,050.	
NOVEMBER	2,493,882.	63,669.	
DECEMBER	2,513,339.	57,544.	
	-----	-----	-----
TOTAL	29,700,645.	826,336.	
	=====	=====	=====
AVERAGE FMV	2,475,054.	68,861.	
	=====	=====	=====

RECIPIENT NAME:

US BANK PCG - REBECCA BIBLEHEIMER

ADDRESS:

PO BOX 3168

PORTLAND, OR 97208

RECIPIENT'S PHONE NUMBER: 503-275-5923

FORM, INFORMATION AND MATERIALS:

CONTACT ABOVE

SUBMISSION DEADLINES:

CONTACT ABOVE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE FOUNDATIO WILL MAKE GIFTS & GRANTS TO QUALIFIED CHARITABLE
ORGANIZATIONS (IRC SEC 501(C)(3) TWO TIMES A YEAR. THE BOARD OF

DIRECTORS WILL EVALUATE & DECIDE UPON ALL PROPOSALS PURSUANT TO POLICY

RECIPIENT NAME:
ALBERTINA KERR CENTERS
ADDRESS:
424 NE 22ND AVENUE
PORTLAND, OR 97232
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
BEAT
ATTN: KATHERINE MARSH
ADDRESS:
220 NE LAFAYETTE AVE
BEND, OR 97701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
BETTER PEOPLE
ADDRESS:
4310 NE MLK BLVD
PORTLAND, OR 97211
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

BIG BROTHERS BIG SISTERS NORTHWEST

ADDRESS:

1827 NE 44TH AVE, STE 100

PORTLAND, OR 97213

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

BRADLEY-ANGLE HOUSE

ADDRESS:

PO BOX 14694

PORTLAND, OR 97293

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CALDERA

ATTN: TRICIA SNELL

ADDRESS:

224 NW 13TH AVE, STE. 304

PORTLAND, OR 97204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

COFFEE CREEK QUILTERS

ATTN: MARY ANN MCCAMMON

ADDRESS:

PO BOX 2672

WILLSONVILLE, OR 97070

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CHILD CENTERED SOLUTIONS

ATTN: COLLEEN EGAN

ADDRESS:

PO BOX 0397

PORTLAND, OR 97207

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

COMMUNITY PARTNERS FOR

HOUSING

ADDRESS:

PO BOX 23206

PORTLAND, OR 97281

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,320.

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RECIPIENT NAME:

DE LA SALLE NORTH CATHOLIC HS

ADDRESS:

7528 N FENWICK AVENUE

PORTLAND, OR 97217

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ECUMENICAL MINISTRIES OF

OREGON

ADDRESS:

0245 SW BANCROFT ST, STE B

PORTLAND, OR 97239

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:

FRIENDS OF THE CHILDREN - PORTLAND

ADDRESS:

44 NE MORRIS

PORTLAND, OR 97212

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

GROWING GARDENS

ATTN: DEBRA LIPPOLDT

ADDRESS:

2003 NW 42ND AVENUE #3

PORTLAND, OR 97213

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

HADLEY SCHOOL FOR THE BLIND

ADDRESS:

700 ELM STREET

WINNETKA, IL 60093

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

HUMAN SOLUTIONS

ATTN: JEAN DEMASTER

ADDRESS:

12350 SE POWELL BLVD

PORTLAND, OR 97236

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

JESUIT ALUMNI FOOD DRIVE

ATTN: BOB KEERINS

ADDRESS:

2188 SW PARK PLACE, #103

PORTLAND, OR 97205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TO BENEFIT OREGON FLOOD VICTIMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

KINSHIP HOUSE

ADDRESS:

1823 NE 8TH AVENUE

PORTLAND, OR 97212

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

LIBRARY FOUNDATION, THE

ADDRESS:

522 SW 5TH AVE

PORTLAND, OR 97204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

LINCOLN HIGH SCHOOL PTA

ADDRESS:

1600 SW SALMON STREET

PORTLAND, OR 97205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

LOAVES & FISHES CENTERS, INC

ADDRESS:

7710 SW 31ST AVENUE

PORTLAND, OR 97280

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

METROPOLITAN FAMILY SERVICES

ATTN: JANA RICHARDSON

ADDRESS:

1808 SE BELMONT ST

PORTLAND, OR 97214

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

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RECIPIENT NAME:

MINDS MATTER OF CHICAG

ATTN: MELISSA KENNEDY

ADDRESS:

PO BOX 3149

CHICAGO, IL 60654

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

OREGON CHILDREN'S FOUNDATION

ADDRESS:

219 NW 12TH AVE, SUITE 203

PORTLAND, OR 97209

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SMART

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

OREGON COLLEGE OF ART & CRAFT

ADDRESS:

8245 SW BARNES RD

PORTLAND, OR 97225

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

OREGON FOOD BANK

ADDRESS:

7900 NE 33RD

PORTLAND, OR 97211

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PROUD GROUND

ATTN: KATHY ARMSTRONG

ADDRESS:

5288 N. INTERSTATE AVE

PORTLAND, OR 97217

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

PLAYWRITE

ATTN: BRUCE LIVINGSTON

ADDRESS:

4924 NE MULTNOMAH

PORTLAND, OR 97213

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
PORTLAND IMPACT NW
ADDRESS:
10055 E BURNSIDE ST
PORTLAND, OR 97216
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
PORTLAND RESCUE MISSION
ADDRESS:
700 NE MULTNOMAH STE 400
PORTLAND, OR 97232
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 3,060.

RECIPIENT NAME:
PORTLAND YOUTH BUILDERS
ADDRESS:
4816 SE 92ND AVE
PORTLAND, OR 97216
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
PORTLAND YOUTH PHILHARMONIC ASSOC.
ADDRESS:
421 SW 6TH AVENUE, SUITE 1350
PORTLAND, OR 97204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
PORTLAND PARKS FOUNDATION
ADDRESS:
888 SW FIFTH AVE, SUITE 1600
PORTLAND, OR 97204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
STORE TO DOOR
ADDRESS:
PO BOX 4665
PORTLAND, OR 97208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OPERATING EXPENSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

THE CHILDREN'S COURSE

ATTN: DENNIS SCHRAG

ADDRESS:

19825 RIVER ROAD

GLADSTONE, OR 97207

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

YOUNG AUDIENCES OF OREGON

ADDRESS:

1220 SW MORRISON ST, STE 900

PORTLAND, OR 97205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

YWCA, PORTLAND OR

ADDRESS:

1111 SW 10TH AVE

PORTLAND, OR 97205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

TOTAL GRANTS PAID:

118,880.

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FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

HOME PROPERTIES INC	3.00
LIBERTY PPTY TR SBI	4.00
SIMON PROPERTY GROUP INC	

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

7.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

7.00
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