Form **990-PF**

Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning November 01, 2009, and ending October 31, 2010

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

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

Name of foundation: LESTER M. SMITH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): P.O. Box 3010 — Room/suite:

City or town, state, and ZIP code: BELLEVUE, WA 98009

A Employer identification number: 91-1156087

B Telephone number (see page 10 of the instructions): 425-455-0923

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 4,769,250

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)	450,000			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	11,860	11,860	11,860	
4	Dividends and interest from securities	106,508	106,508	106,508	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	16,946			
b	Gross sales price for all assets on line 6a 227,773				
7	Capital gain net income (from Part IV, line 2)		16,946		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less. Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	585,314	135,314	118,368	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) (STMT I)	175			175
c	Other professional fees (attach schedule) (STMT II)	7,181	7,181	7,181	
17	Interest (STMT III)				
18	Taxes (attach schedule) (see page 14 of the instructions)	1,500			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) (STMT IV)	9,607			9,521
24	**Total operating and administrative expenses.** Add lines 13 through 23	18,463	7,181	7,181	9,696
25	Contributions, gifts, grants paid	215,819			215,819
26	**Total expenses and disbursements.** Add lines 24 and 25	234,282	7,181	7,181	225,515
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	351,032			
b	**Net investment income** (if negative, enter -0-)		128,133		
c	**Adjusted net income** (if negative, enter -0-)			111,187	

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,252,867	1,076,730	1,076,964
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) (STMT V)	3,399,355	3,207,101	2,796,851
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) (STMT. VI)	125,795	845,218	895,435
	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)	4,778,017	5,129,049	4,769,250
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)	-0-	-0-	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	4,760,062	5,228,017	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	17,955	(98,968)	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	4,778,017	5,129,049	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,778,017	5,129,049	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,778,017
2	Enter amount from Part I, line 27a	2	351,032
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,129,049
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,129,049

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b	* PLEASE SEE ATTACHMENT FOR DETAILS *			
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	16,946
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	-0-

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	232,616	3,800,974	6.1
2007	227,289	4,629,105	4.9
2006	197,167	4,824,950	4.1
2005	185,825	4,040,562	4.6
2004	159,010	3,896,450	4.1

2	**Total** of line 1, column (d)	2	23.8
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	4.8
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,374,300
5	Multiply line 4 by line 3	5	209,966
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,281
7	Add lines 5 and 6	7	211,247
8	Enter qualifying distributions from Part XII, line 4	8	225,515

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,281
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	-0-
3	Add lines 1 and 2			3	1,281
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	-0-
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,281
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,830		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,830
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	-0-
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	549
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 549	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶

14 The books are in care of ▶ ALEXANDER M. SMITH Telephone no. ▶ 425-455-0923

Located at ▶ 700 112th AVENUE NE., #302, BELLEVUE, WA ZIP+4 ▶ 98004

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

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

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

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

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
Lester M. Smith POB 3010, Bellevue, WA 98009	Director (Part-time)	-0-	-0-	-0-
Bernice R. Smith POB 3010, Bellevue, WA 98009	Director (Part-time)	-0-	-0-	-0-
Alexander M. Smith POB 3010, Bellevue, WA 98009	Director (Part-time)	-0-	-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 *				

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
* NONE *		
Total number of others receiving over $50,000 for professional services ▶		

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 The only activity of the Foundation is to make charitable contributions to other qualifying exempt organizations.	9,521
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 ▶	

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	3,443,041
b	Average of monthly cash balances	1b	997,873
c	Fair market value of all other assets (see page 24 of the instructions)	1c	-0-
d	**Total** (add lines 1a, b, and c)	1d	4,440,914
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		-0-
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,440,914
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see page 25 of the instructions)	4	66,614
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,374,300
6	**Minimum investment return.** Enter 5% of line 5	6	218,715

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	218,715
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,281		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	-0-		
c	Add lines 2a and 2b			2c	1,281
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	217,434
4	Recoveries of amounts treated as qualifying distributions			4	-0-
5	Add lines 3 and 4			5	217,434
6	Deduction from distributable amount (see page 25 of the instructions)			6	-0-
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	217,434

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	225,515
b	Program-related investments—total from Part IX-B	1b	-0-
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	225,515
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	1,281
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	224,234

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				217,434
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only			181,180	
b	Total for prior years: 20___,20___,20___		-0-		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e	-0-			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 225,515				
a	Applied to 2008, but not more than line 2a			181,180	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		-0-		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	-0-			
d	Applied to 2009 distributable amount				44,335
e	Remaining amount distributed out of corpus	-0-			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	-0-			-0-
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	-0-			
b	Prior years' undistributed income Subtract line 4b from line 2b		-0-		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		-0-		
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		-0-		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			-0-	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				173,099
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)	-0-			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	-0-			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	-0-			
10	Analysis of line 9:				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 . . ▶ N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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	N/A				
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).)

LESTER M. SMITH

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines.

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
* PLEASE SEE ATTACHMENT FOR DETAILS *				
Total ▶ 3a				215,819
b *Approved for future payment*				
* NONE *				
Total ▶ 3b				-0-

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	11,860	
4 Dividends and interest from securities			14	106,508	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	16,946	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				135,314	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 135,314

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions)
	N/A

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee Alexander M. Smith Date 01/27/2011 Title Foundation Manager

Paid Preparer's Use Only

Preparer's signature	Date	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		EIN	
		Phone no	

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047 2009

Name of the organization	Employer identification number
LESTER M. SMITH FOUNDATION	91-1156087

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . . ▶ $ ....

Caution. *An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it* **must** *answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).*

Name of organization	Employer identification number
THE LESTER M. SMITH FOUNDATION	91-1156087

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Lester M. Smith 700 112th Avenue NE, #302 Bellevue, WA 98004	$ 450,000/-	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
	Bellevue, WA 98004	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

LESTER M. SMITH FOUNDATION

ID 91-1156087

Statements attached to and made part of Form 990PF 2009 (Return of Private Foundation)

Statement I: Part 1, Line 16b Accounting fees

- Accounting Tax Service		***$175***

Statement II: Part 1, Line 16c Other professional fees

- MorganStanley management fee		***7,181***

Statement III: Part 1, Line 18 Taxes

- 2009 Estimated tax payment		***1,500***

Statement IV: Part 1, Line 23 Other Expenses

- First Mutual Bank fees	$51	
- State Treasurer Annual Report	10	
- State Secretary registration renewal	25	
- Charities Fundraising event expenses	9,521	***9,607***

Statement V: Part II, Line 10b Investments - Corporate Stock

	End of year Value	
	Book	***FMV***
- Alexander & Baldwin	$142,600	$103,290
- American Electric Power Co	56,460	74,880
- Bank of America	79,310	22,898
- Boeing	51,551	70,640
- Campbell Soup	33,835	45,313
- Chesapeake Utilities	24,294	36,690
- Chevron Texaco	72,763	165,200
- Citigroup	139,103	12,510
- Comcast	85,230	58,080
- Conagra Foods	29,188	28,113
- Consolidated Edison	83,950	99,440
- Costco Wholesale	56,063	94,155
- Deluxe	14,409	20,440
- Dish Network	37,010	19,870

(Continued on Page 2)

(Cont.) Statements attached to and made part of Form 990PF 2009

(Cont) Statement V: Part II, Line 10b Investments - Corporate Stock

	End of year Value Book	FMV
- DuPont De Numours	$42,288	$47,280
- Duke Energy Corp	55,907	54,630
- Ennis Business Forms	30,370	72,160
- Foot Locker	23,137	19,913
- Frontier Communications	Spinoff	4,214
- Frontier Finl Corp	168,859	82
- Gannett Co	108,124	41,475
- General Electric	61,355	32,040
- General Mills	48,346	75,120
- HJ Heinz	33,918	49,110
- IBM	109,030	143,600
- Iron Mountain	62,595	49,028
- Johnson & Johnson	53,120	63,740
- Kellogg	34,440	50,260
- Kimberly Clark	64,954	63,340
- Kraft Foods	30,933	32,270
- Laboratory Corp	75,020	81,320
- Lowes Co.	33,760	54,630
- Meadwestvaco	29,640	25,730
- Microsoft	47,590	53,330
- Motor Liquidation Co.	157,483	1,120
- New York Times	28,355	7,670
- Nokia Corp	36,524	10,700
- NW Natural Gas	24,375	49,290
- PNM Resources	23,131	23,580
- Pfizer	25,070	17,415
- Pitney Bowes	79,620	65,820
- Portland General Electric	25,395	20,900
- Radio Shack	22,923	20,120
- Spectra Energy	Spinoff	35,655
- Standard Register	50,339	12,840
- US Bancorp Del	79,484	99,946
- United Parcel Service	134,932	134,680
- Verizon Communications	64,107	64,960
- WalMart	56,300	54,170
- Washginton Federal	96,788	77,899
- Washginton Mutual	98,250	500
- Wells Fargo	61,736	78,180
- Weyerhaeuser Co	50,728	39,625
- Xerox Corp	72,409	116,990
	$3,207,101	***$2,796,851***

(Continued on Page 3)

LESTER M. SMITH FOUNDATION (ID 91-1156087)

(Cont.) Statements attached to and made part of Form 990PF 2009

Statement VI: Part II, Line 13 Investments - Other - Mutual Funds

	End of year Value	
	Book	***FMV***
- First Eagle Gold Fund	$50,878	$70,090
- FPA New Income Fund	155,962	152,422
- Franklin Income Advisor	178,125	184,015
- IVA Worldwide	103,233	113,220
- Oakmark Equity & Income Fund	201,162	212,556
- Templeton Global Bond Fund	103,054	109,082
- Vanguard Fixed Income Fund	52,804	54,050
	$845,218	***$895,435***

THE LESTER M SMITH FOUNDATION (EIN # 91-1156087)

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

(ATTACHMENT TO FORM 990-PF **2009** / PART IV 1)

	PROPERTY SOLD	P / D	DATE ACQRD	DATE SOLD	GROSS SALES PRICE	COST OF SALE	GAIN OR LOSS
a	Ennis Business Forms, 2000 sh	P+D	Various	07/08/10	$29,768	30,618	($850)
b	Iron Mtn Inc, 2250 sh	D	07/06/07	07/08/10	51,881	59,310	(7,429)
c	United Parcel Service, 1000 sh	P	06/27/08	07/08/10	59,495	60,360	(865)
d	Costco Wholesale, 500 sh	D	04/30/99	07/08/10	27,515	18,687	8,828
e	Echostar, 200 sh	D	01/07/08	07/08/10	3,807	0	3,807
f	Enpro Inds, 100 sh	P	06/06/02	07/08/10	2,671	695	1,976
g	Wells Fargo, 2000 sh	P	11/04/03	07/08/10	52,636	41,157	11,479
					$227,773		$16,946

THE LESTER M SMITH FOUNDATION (EIN # 91-1156087)
CONTRIBUTIONS PAID DURING THE FISCAL YEAR **11/01/09 - 10/31/10**

(ATTACHMENT TO FORM 990-PF **2009** / PART XV 3a)

RECIPIENTS' NAME & ADDRESS	***RELATIONS***	***STATUS***	***PURPOSE***	***AMOUNT***
American Cancer Society 2120 1st Avenue N , Seattle, WA 98109	n/a	501 C 3	Cancer Research	$1,000
BECU Foundation 12770 Gateway Drive, Tukwila, WA 98160	n/a	501 C 3	General Operation	2,500
Bellevue Art Museum 510 Bellevue Way NE, Bellevue, WA 98004	n/a	501 C 3	General Operation	5,000
Bellevue Philharmonic Orchestra PO Box 53123, Bellevue, WA 98015	n/a	501 C 3	General Operation	5,000
Bellevue Police Foundation PO Box 40153, Bellevue, WA 98015	n/a	501 C 3	General Operation	1,000
Bellevue Rotary Foundation PO Box 523, Bellevue, WA 98009	n/a	501 C 3	General Operation	6,100
Bellevue Schools Foundation PO Box 40644, Bellevue, WA 98015	n/a	501 C 3	General Operation	2,000
Camp Korey 28901 NE Carnation Farm Rd, Carnation, WA 98014	n/a	501 C 3	General Operation	5,500
Children's Miracle Network/ CU for Kids 4525 S 2300 E, Salt Lake City, UT 84117-4426	n/a	501 C 3	General Operation	1,000
City of Seattle Prostituted Children's Rescue Fund PO Box 34215, Seattle, WA 95124-4215	n/a	170 C 1	Youthcare Program	5,000
Conservation International 2011 Crystal Drive, #500, Arlington, VA 22202	n/a	501 C 3	General Operation	1,000
Cystic Fibrosis Foundation 520 Pike Street, #1075, Seattle, WA 98101-3909	n/a	501 C 3	General Operation	3,000
Doembecher Children's Fdtn/ IQ for Kids 305 NE 81st Street, Vancouver, WA 98665	n/a	501 C 3	General Operation	1,000
Eastside Academy 1717 Bellevue Way NE, Bellevue, WA 98004	n/a	501 C 3	At-risk Youth Education	1,000
Eastside Domestic Violence PO Box 6398, Bellevue, WA 98008	n/a	501 C 3	General Operation	5,000
Employee Assistance Fund for Alaska Airline 19530 International Blvd, #108, Seattle, WA 98188	n/a	501 C 3	General Operation	2,500
Evergreen City Ballet 2230 Lind Avenue SW, #109, Renton, WA 98057	n/a	501 C 3	General Operation	3,000
FareStart 700 Virginia Street, Seattle, WA 98101	n/a	501 C 3	General Operation	500
Friends of San Juan Island Library PO Box 786, Friday Harbor, WA 98250	n/a	501 C 3	General Operation	500
Fred Hutchinson Cancer Research Center 1100 Fairview Avenue N, Seattle, WA 98109-4433	n/a	501 C 3	Medical Research	5,000
Group Health Foundation PO Box 34936, Seattle, WA 98124	n/a	501 C 3	General Operation	6,000
Island Hospital Foundation 1211 24th St, Anacortes, WA 98221	n/a	501 C 3	General Operation	650
Island Stage Left 1062 Wold Road, Friday Harbor, WA 98250	n/a	501 C 3	General Operation	1,000

(Continued on Page 2)

THE LESTER M SMITH FOUNDATION (EIN # 91-1156087)
(CONT) CONTRIBUTIONS PAID DURING THE FISCAL YEAR 11/01/09 - 10/31/10

(CONTINUED: ATTACHMENT TO FORM 990-PF 2009 / PART XV 3a)

RECIPIENTS' NAME & ADDRESS	RELATIONS	STATUS	PURPOSE	AMOUNT
Junior Achievement of Washington 1700 Westlake Ave N, Suite 400, Seattle, WA 98109	n/a	501 C 3	General Operation	1,369
King County Sexual Assault Resource Center PO Box 300, Renton, WA 98057	n/a	501 C 3	General Operation	5,000
March of Dimes 1220 SW Morrison, Suite 510, Portland, OR 97205	n/a	501 C 3	General Operation	2,500
Marsha Rivkin Ctr for Ovarian Cancer 801 Broadway, Ste 701, Seattle, WA 98122	n/a	501 C 3	Medical Reserch	15,000
NAVOS 2600 SW Holden Street, Seattle, WA 98126	n/a	501 C 3	General Operation	1,000
NorthStar Foundation 20 Deerfield Lane, Storrs, CT 06268	n/a	501 C 3	General Operation	5,000
NW Indian College Foundation 2522 Kwina Road, Bellingham, WA 98226	n/a	501 C 3	General Operation	1,000
Overlake Hospital Foundation 1035 116th Avenue NE, Bellevue, WA 98004	n/a	501 C 3	General Operation	5,000
Overlake Hospital Foundation 1035 116th Avenue NE, Bellevue, WA 98004	N/A	501 C 3	S. Tower Campaign	5,000
Performing Arts Center Eastside 855 106 th Ave NE, Ste 150, Bellevue, WA 98004	n/a	501 C 3	General Operation	11,500
Pacific Science Center 200 2nd Avenue N, Seattle, Wa 98109	n/a	501 C 3	Emergency Preparedness	1,000
Plymouth Housing Group 2113 3rd Avenue, Seattle, Wa 98121	n/a	501 C 3	General Operation	1,110
Renton Community Foundation PO Box 820, Renton, WA 98057	n/a	501 C 3	Renton Schools Fund	10,000
Renton Community Foundation PO Box 820, Renton, WA 98057	n/a	501 C 3	General Operation	5,000
Rotary Club of Kirkland PO Box 3299, Kirkland, WA 98083	n/a	501 C 3	Student Scholarships	500
San Juan Community Theatre 100 2nd Street, Friday Harbor, WA 98250	n/a	501 C 3	General Operation	1,500
San Juan Historical Museum 405 Price Street, Friday Harbor, WA 98250	n/a	501 C 3	General Operation	500
Seafair Foundation 2200 6th Avenue, #400, Seattle, WA 98121	n/a	501 C 3	General Operation	1,500
Seattle Children's Hospsital 4800 Sand Point Way NE, Seattle, WA 98105	n/a	501 C 3	General Operation	1,000
Seattle Rotary Service Fdtn/ Wellspring Family Svc 1900 Rainier Avenue S, Seattle, WA 98144	n/a	501 C 3	Family Services	10,000
Seattle's Union Gospel Mission PO Box 202, Seattle, WA 98111-0202	n/a	501 C 3	Food & Other Care	500
Seed Savers Exchange 3094 North Winn Road, Decorah, IA 52101	n/a	501 C 3	General Operation	1,000

(Continued on Page 3)

THE LESTER M SMITH FOUNDATION (EIN # 91-1156087)
(CONT) CONTRIBUTIONS PAID DURING THE FISCAL YEAR **11/01/09 - 10/31/10**

(CONTINUED: ATTACHMENT TO FORM 990-PF 2009 / PART XV 3a)

RECIPIENTS' NAME & ADDRESS	RELATIONS	STATUS	PURPOSE	AMOUNT
The Healing Center 6409-1/2 Roosevelt Way NE, Seattle, WA 98115	n/a	501 C 3	General Operation	5,000
The Overlake School 20301 NE 108th Street, Redmond, WA 98053-7499	n/a	501 C 3	Education Program	1,000
The Rose International Fund for Children 14150 NE 20th St, F1, Bellevue, WA 98007	n/a	501 C 3	General Operation	3,000
The Seattle Foundation/ BPEL 1200 5th Avenue, Ste 1300, Seattle, WA 98101	n/a	501 C 3	Early Learning	5,000
The Whale Museum 62 First Street N, Friday Harbor, Wa 998250	n/a	501 C 3	General Operation	500
Washington Policy Center PO Box 3643, Seattle, WA 98124-3643	n/a	501 C 3	General Operation	4,100
Wilderness Awareness School PO Box 219, PMB 137, Duvall, WA 98019	n/a	501 C 3	General Operation	1,000
Women's Center/ UW Foundation Box 351380, Seattle, WA 98195	n/a	501 C 3	General Operation	5,000
World Vision 34834 Weyerhaeuser Way S, Federal Way, WA 98063	n/a	501 C 3	Economic Development	5,000
World Vision 34834 Weyerhaeuser Way S, Federal Way, WA 98063	n/a	501 C 3	Haiti Earthquake Relief	5,000
YMCA of Greater Seattle 909 4th Avenue, Seattle, WA 98104	n/a	501 C 3	Capital Campaign	10,000
YMCA of Greater Seattle/ Eastside District 909 4th Avenue, Seattle, WA 98104	n/a	501 C 3	Partner w/ Youth	5,000
YMCA of Snohomish County 2720 Rockefeller Ave, Everett, WA 98206	n/a	501 C 3	General Operation	5,000
Youth Eastside Services 999 164 Avenue NE, Bellevue, WA 98008	n/a	501 C 3	LifeLine Fund	5,000
Zion Preparatory Academy 4730 32nd Avenue S., Seattle, WA 98118	n/a	501 C 3	General Operation	5,000
Zoological Society of Washington 19525 SE 54th Street, Issaquah, WA 98027	n/a	501aC 3	General Operation	990
	TOTAL 3a			**$215,819**