



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2010

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

Name of foundation

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

A Employer identification number

20-5364754

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

PO BOX 1370

Room/suite

B Telephone number

360-424-0833

City or town, state, and ZIP code

BURLINGTON, WA 98233

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► H Check type of organization: Section 501(c)(3) exempt private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ► Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► I Fair market value of all assets at end of year J Accounting method Cash Accrual

(from Part II, col. (c), line 16)

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

► \$ 2,412,183.

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
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				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	497,163.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	147,156.	147,156.		
		5,000.	0.		0.
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes	984.	675.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	474.	0.		0.
24	Total operating and administrative expenses Add lines 13 through 23	6,458.	675.		0.
25	Contributions, gifts, grants paid	110,911.			110,911.
26	Total expenses and disbursements. Add lines 24 and 25	117,369.	675.		110,911.
27	Subtract line 26 from line 12	29,787.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		146,481.		
c	Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 16 2011
Operating and Administrative Expenses

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 2

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		24,054.	242,442.	242,442.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 4	404,762.	409,745.	410,795.
	b Investments - corporate stock	STMT 5	1,502,995.	1,309,411.	1,758,946.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		1,931,811.	1,961,598.	2,412,183.
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				
	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 ► <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 ► <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		1,931,811.	1,961,598.	
	30 Total net assets or fund balances		1,931,811.	1,961,598.	
	31 Total liabilities and net assets/fund balances		1,931,811.	1,961,598.	

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	1,931,811.
2 Enter amount from Part I, line 27a	2	29,787.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	1,961,598.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,961,598.

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a b SEE ATTACHED STATEMENT c d e					
(e) Gross sales price			(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a b c d e 497,163.				408,041.	89,122.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(k) Excess of col (i) over col (j), if any					
a b c d e					89,122.
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	89,122.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }				3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	79,431.	1,783,953.	.044525
2008	101,143.	2,179,293.	.046411
2007	159,314.	2,105,347.	.075671
2006	0.	1,488,915.	.000000
2005			

2 Total of line 1, column (d)

2 .166607

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 .041652

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 2,123,693.

5 Multiply line 4 by line 3

5 88,456.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,465.

7 Add lines 5 and 6

7 89,921.

8 Enter qualifying distributions from Part XII, line 4

8 110,911.

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

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2010 estimated tax payments and 2009 overpayment credited to 2010
b Exempt foreign organizations - tax withheld at source
c Tax paid with application for extension of time to file (Form 8868)
d Backup withholding erroneously withheld

6a	600.
6b	
6c	
6d	

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2011 estimated tax ►

Refunded ►

7	600.
8	
9	865.
10	

11

Part VII-A Statements Regarding Activities

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?

	Yes	No
1a		X
1b		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

1c	X
----	---

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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?

3	X
4a	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

4b	
5	X

● 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

6	X
7	X

If "Yes," complete Part II, col (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

8b	X
9	X

WA
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

10	X
----	---

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
14	WILLIAM J TOOMEY, CPA	Telephone no ► 360-424-0833
	Located at ► 1128 E FAIRHAVEN AVE., BURLINGTON, WA	ZIP+4 ► 98233
15		► N/A
16	Yes	No X

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE

14 The books are in care of ► WILLIAM J TOOMEY, CPA Telephone no ► 360-424-0833 Located at ► 1128 E FAIRHAVEN AVE., BURLINGTON, WA ZIP+4 ► 98233

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

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►

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
1b 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
1c 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 2010?	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))		
2a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
2c 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
3b If "Yes," did it have excess business holdings in 2010 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 2010.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
4b 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 2010?	4b	X

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 6

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCOTT K FERGUSON 12454 GWEN DRIVE NO. 7 BURLINGTON, WA 98233	TRUSTEE AND PRESIDENT 0.25	1,650.	0.	0.
WILLIAM J TOOHEY PO BOX 1370 BURLINGTON, WA 98233	TRUSTEE AND SECRETARY/TREA 0.75	3,350.	0.	0.

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

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

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

►

0

Form 990-PF (2010)

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 7

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

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

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

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



0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	N/A	
2		
3	All other program-related investments. See instructions	
Total. Add lines 1 through 3		0.

Form 990-PF (2010)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	1a	2,055,168.
a Average monthly fair market value of securities	1b	100,865.
b Average of monthly cash balances	1c	
c Fair market value of all other assets	1d	2,156,033.
d Total (add lines 1a, b, and c)		
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,156,033.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,340.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,123,693.
6 Minimum investment return. Enter 5% of line 5	6	106,185.

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

1 Minimum investment return from Part X, line 6	1	106,185.
2a Tax on investment income for 2010 from Part VI, line 5	2a	1,465.
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,465.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	104,720.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	104,720.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	104,720.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	110,911.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	110,911.
b Cash distribution test (attach the required schedule)	5	1,465.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	109,446.
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		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				104,720.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007	14,095.			
d From 2008				
e From 2009				
f Total of lines 3a through e	14,095.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 110,911.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				104,720.
e Remaining amount distributed out of corpus	6,191.			
5 Excess distributions carryover applied to 2010 (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:	20,286.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr				0.
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	20,286.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007	14,095.			
c Excess from 2008				
d Excess from 2009				
e Excess from 2010	6,191.			

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754

Page 10

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ►

4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	
a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities				
Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test - enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

GEORGE B AND RUTH ELIZABETH FERGUSON
FOUNDATION

Form 990-PF (2010)

20-5364754 Page 11

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)				
<i>a Paid during the year</i>				
SEE STATEMENT 6				
<i>Total</i>			► 3a	110,911.
<i>b Approved for future payment</i>				
NONE				
<i>Total</i>			► 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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	58,034.	
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	89,122.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		147,156.	0.
13 Total Add line 12, columns (b), (d), and (e)			13		147,156.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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.

Scott K. Ferguson

5-3-2011

PRESIDENT / TRUSTEE

Date

Title

Paid Preparer Use Only	Print/Type preparer's name <i>William J. Toomey</i>	Preparer's signature <i>William J. Toomey</i>	Date <i>5/3/11</i>	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Firm's name ► WILLIAM J. TOOMEY, C.P.A. PO BOX 1370			Firm's EIN ►	
	Firm's address ► BURLINGTON, WA 98233-0617			Phone no	360-424-0833

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	500S BP PLC ADS	P	VARIOUS	11/01/10
b	900S CENOVUS ENERGY INC	P	08/04/03	10/12/10
c	900S ENCANA CORPORATION	P	08/04/03	10/12/10
d	500S NEWMONT MINING CORPORATION	P	VARIOUS	10/12/10
e	6,712S PACCAR INC	P	08/04/03	10/12/10
f	600S PFIZER INC	P	08/04/03	10/12/10
g	384S SUNCOR ENERGY INC	P	08/22/05	11/01/10
h	10,000S GREATER AZ DEV AT	P	12/12/07	08/02/10
i	25,000S KING CO WA PUB HOSP DIST	P	12/12/07	07/19/10
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 20,364.		30,986.	-10,622.
b 26,442.		23,355.	3,087.
c 27,209.		25,299.	1,910.
d 30,759.		17,740.	13,019.
e 334,495.		246,129.	88,366.
f 10,299.		15,594.	-5,295.
g 12,470.		13,425.	-955.
h 10,000.		10,069.	-69.
i 25,125.		25,444.	-319.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-10,622.
b			3,087.
c			1,910.
d			13,019.
e			88,366.
f			-5,295.
g			-955.
h			-69.
i			-319.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	89,122.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
D.A. DAVIDSON	14,457.	0.	14,457.
MERRILL LYNCH	43,577.	0.	43,577.
TOTAL TO FM 990-PF, PART I, LN 4	58,034.	0.	58,034.

FORM 990-PF	TAXES	STATEMENT	2
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	675.	675.		0.
EXCISE TAXES PAID	309.	0.		0.
TO FORM 990-PF, PG 1, LN 18	984.	675.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES AND SUPPLIES	25.	0.		0.
BROKERAGE ACCOUNT FEES	449.	0.		0.
TO FORM 990-PF, PG 1, LN 23	474.	0.		0.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 4

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		122,103.	126,124.
		X	287,642.	284,671.
TOTAL U.S. GOVERNMENT OBLIGATIONS			122,103.	126,124.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			287,642.	284,671.
TOTAL TO FORM 990-PF, PART II, LINE 10A			409,745.	410,795.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,309,411.	1,758,946.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,309,411.	1,758,946.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 6

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
KALAMAZOO COLLEGE 1200 ACADEMY STREET KALAMAZOO, MI 49006	NONE ENDOWMENT FOR POST-SECONDARY EDUCATION	OTHER PUBLIC CHARITY	20,000.
WESTERN WASHINGTON FOUNDATION 516 HIGH STREET, OLD MAIN 430 BELLINGHAM, WA 98225	NONE ENDOWMENT FOR POST-SECONDARY EDUCATION	OTHER PUBLIC CHARITY	5,000.
UNIVERSITY OF WASHINGTON FOUNDATION 407 GERBERDING HALL, BOX 351210 SEATTLE, WA 98195	NONE ENDOWMENT FOR POST-SECONDARY EDUCATION	OTHER PUBLIC CHARITY	10,000.
SKAGIT COMMUNITY FOUNDATION PO BOX 1763 MOUNT VERNON, WA 98273	NONE DONOR ADVISED FUND FOR COMMUNITY SUPPORT	OTHER PUBLIC CHARITY	65,000.
BELLINGHAM TECHNICAL COLLEGE FOUNDATION 3028 LINDBERGH AVENUE BELLINGHAM, WA 98225	NONE ENDOWMENT FOR POST-SECONDARY EDUCATION	OTHER PUBLIC CHARITY	5,000.
WHATCOM COMMUNITY COLLEGE FOUNDATION 237 WEST KELLOGG ROAD BELLINGHAM, WA 98226	NONE ENDOWMENT FOR POST-SECONDARY EDUCATION	OTHER PUBLIC CHARITY	5,000.
BURLINGTON ROTARY FOUNDATION - 911 REMEMBERED P.O. BOX 834 BURLINGTON, WA 98223	NONE ENDOWMENT FOR SCHOLARSHIPS AND CONFLICT RESOLUTION	OTHER PUBLIC CHARITY	911.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>110,911.</u>

George B. and Ruth Elizabeth Ferguson Foundation
EIN 20-5364754

Attachments to Form 990
Return of Private Foundation
2010 - See Statement 4

Form 990, Page 2, Part II, Item 10a, Investments - US and State Government Obligations

		End of Year	
		Book Value	Market Value
100,000.00	US Treasury Bond, 6.25%, matures 8-15-23	\$ 121,617	\$ 125,688
25,000.00	GNMA P152278, zero coupon, matures 2016	486	436
	Total US Governemnet Securities	\$ 122,103	\$ 126,124
30,000.00	Allen Tx, 4 3%, matures 8-15-21	30,155	31,366
30,000.00	Arlington Tex Ind Sch Dist 4 125%, matures 8-15-21	29,704	30,332
20,000.00	Central PugetWA Regl Tran, 4.75%, matures 2-1-28	20,105	20,040
15,000.00	Ganado Tex Indpt Sch Dist, 4.25%, matures 8-15-11	15,028	15,040
20,000.00	King Cnty Wash Swr Rev, 4.5%, matures 1-1-32	19,739	18,808
20,000.00	Klein Tex Indpt Sch Dist, 4 5%, matures 1-7-05	19,844	19,610
20,000.00	Lewis Cnty WA Pub Hosp , 6 875%, matures 12/01/35	20,552	18,620
15,000.00	Nevada St Wtr Polltn, 4.625%, matures 8-1-23	15,279	14,936
10,000.00	Nevada State, 5%, matures 5-15-28	10,040	10,011
15,000.00	Northside Texas Indpt Sch Dist, 5.0%, matures 8-1-22	15,526	15,210
30,000.00	Pasadena Tex, 4 5%, matures 2-15-23	30,178	30,264
20,000.00	Port of Bellingham Tax Build Amer , 6.25%, matures 12/01/25	20,005	19,086
20,000.00	Seattle Wash Mun Lt & Pwr, 5.0%, matures 11-1-28	20,649	20,336
20,000.00	Tacoma Wash, 5 0%, matures 12-1-26	20,838	21,012
	Total State Obligations	\$ 287,642	\$ 284,671
	Total Value of US Government and State Obligations	\$ 409,745	\$ 410,795

George B. and Ruth Elizabeth Ferguson Foundation
 EIN 20-5364754
 Attachments to Form 990
 Return of Private Foundation
 2010- See Statement 5

Form 990, Page 2, Part II, Item 10b, Investments - corporate stocks

Description	No Shares	End of Year	
		Book Value	Market Value
A T & T Inc	2000	\$ 52,062	\$ 58,760
Altria Group Inc	2000	51,105	49,240
BHP Billiton	250	10,550	23,230
Blackrock Credit Allocation	2000	26,205	24,200
Brown Forman	750	43,078	52,215
Brown Forman	250	11,700	17,405
Cenovus Energy	2000	51,898	66,480
Chevron	225	14,801	20,531
Chevron	275	19,597	25,094
ConocoPhillips	200	13,728	13,620
Conoco Phillips	300	13,993	20,430
Consolidated Edison	400	13,925	19,828
Consolidated Edison	1600	64,439	79,312
Duke Energy Corp	4000	59,752	71,240
Encana Corp	2900	56,222	58,240
ExxonMobil	300	20,241	21,936
Marathon Oil	500	22,660	18,515
MDU Resources	500	12,325	10,135
Newmont Mining	500	17,739	30,715
Nordstrom	2000	61,396	84,760
Paccar	15000	550,000	860,100
Power Shares ETF	2000	36,305	35,220
Royal Bank Canada	500	20,385	26,180
Verizon Communications	2000	65,305	71,560
Total Value of Corporate Stocks		\$ 1,309,411	\$ 1,758,946