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

2010

For calendar year 2010, or tax year beginning , 2010, and ending ,

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

SCHWAB CHARITABLE FOUNDATION
C/O M. WALDMAN--1508 NE 88TH STREET
VANCOUVER, WA 98665

A Employer identification number: 26-1997839

B Telephone number (see the instructions): 360.574.1031

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, column (c), line 16)* ► $ 3,326,888.

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 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 (att sch)				
2 Ck ► ☒ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	24,893.	24,893.	24,893.	
4 Dividends and interest from securities	52,777.	52,777.	52,777.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	122,148.			
b Gross sales price for all assets on line 6a 2,232,699.				
7 Capital gain net income (from Part IV, line 2)		122,148.		
8 Net short-term capital gain			7,882.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1	137,230.	137,230.	137,230.	
12 **Total.** Add lines 1 through 11	337,048.	337,048.	222,782.	
OPERATING AND ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	2,327.	2,327.	2,327.	
b Accounting fees (attach sch) SEE ST 3	4,737.	4,737.	4,737.	
c Other prof fees (attach sch) SEE ST 4	56,501.	56,501.	56,501.	
17 Interest	231.	231.	231.	
18 Taxes (attach schedule)(see instr)				
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	3,645.	3,645.	3,645.	
24 **Total operating and administrative expenses.** Add lines 13 through 23	67,441.	67,441.	67,441.	
25 Contributions, gifts, grants paid PART XV	160,000.			160,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	227,441.	67,441.	67,441.	160,000.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	109,607.			
b **Net investment income** (if negative, enter -0-)		269,607.		
c **Adjusted net income** (if negative, enter -0-)			155,341.	

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	422,967.	141,266.	141,266.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	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)	561,691.	195,279.	199,382.
	b Investments – corporate stock (attach schedule)	415,043.	1,497,124.	1,625,578.
	c Investments – corporate bonds (attach schedule)	34,575.	979,780.	1,008,717.
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	1,349,283.	194,450.	351,945.
	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 instructions. Also, see page 1, item I)	2,783,559.	3,007,899.	3,326,888.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,783,559.	3,007,899.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	2,783,559.	3,007,899.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	2,783,559.	3,007,899.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,783,559.
2	Enter amount from Part I, line 27a	2	109,607.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 6	3	114,733.
4	Add lines 1, 2, and 3	4	3,007,899.
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	3,007,899.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 7			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				
b				
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	122,148.
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 the instructions). If (loss), enter -0- in Part I, line 8	3	7,882.

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.) N/A

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 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 (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	
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	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1 a	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 instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b		1	5,392.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	5,392.
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	5,392.
6	Credits/Payments:			
a	2010 estimated tax pmts and 2009 overpayment credited to 2010	6a 620.		
b	Exempt foreign organizations — tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 10,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	10,620.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	65.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	5,163.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ► 5,163. **Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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 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 ► $ 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*	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?	5		X
	If 'Yes,' attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► WA			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

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

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

Website address ► N/A

14 The books are in care of ► 1ST INDEPENDENT BANK Telephone no. ► 360.699.4244

Located at ► 1220 MAIN SUITE 300 VANCOUVER WA ZIP + 4 ► 98660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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

			Yes	No
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?	16		X
	See 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
1 a	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 the instructions)?	1 b	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 2010?	1 c		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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 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 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	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 2010?	4b		X

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

		Yes	No
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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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 instructions)	[ ] Yes [X] 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 [X] 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)?		**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? 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 [X] 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 [X] No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A		**7b**	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 — see 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 ► 0

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

3 Five highest-paid independent contractors for professional services (see 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		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 (see instructions)

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

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

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

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	
2a Tax on investment income for 2010 from Part VI, line 5	2a	5,392.		
b Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	5,392.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	-5,392.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	-5,392.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	0.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	160,000.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	160,000.
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 instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	160,000.

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				0.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009 — 10,000.				
f **Total** of lines 3a through e	10,000.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► $ 160,000.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	160,000.			
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:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	170,000.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	170,000.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009 — 10,000.				
e Excess from 2010 — 160,000.				

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 ▶

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) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test — enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year — see 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 ▶ [X] 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:

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 9				
Total			► 3a	160,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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					24,893.
4 Dividends and interest from securities					52,777.
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					137,230.
8 Gain or (loss) from sales of assets other than inventory					122,148.
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)					337,048.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 337,048.

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

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

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

Marshall H. Waldman | 8/12/11 | PRESIDENT
Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
MARSHALL H. WALDMAN, CPA-JD	MARSHALL H. WALDMAN, CPA-J	8/12/11	X	P00179772

Firm's name ▶ MARSHALL H. WALDMAN, CPA — Firm's EIN ▶ 91-1110126

Firm's address ▶ 1508 N.E. 88TH STREET, VANCOUVER, WA 98665-9622 — Phone no. 360.574.1031

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ 137,230.	$ 137,230.	$ 137,230.
TOTAL	$ 137,230.	$ 137,230.	$ 137,230.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 2,327.	$ 2,327.	$ 2,327.	
TOTAL	$ 2,327.	$ 2,327.	$ 2,327.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	$ 3,865.	$ 3,865.	$ 3,865.	
TAX PREPARATION FEES	872.	872.	872.	
TOTAL	$ 4,737.	$ 4,737.	$ 4,737.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES-SUBJECT TO 2%	$ 19,134.	$ 19,134.	$ 19,134.	
TRUSTEE FEES-1ST INDEPENDENT BANK	37,367.	37,367.	37,367.	
TOTAL	$ 56,501.	$ 56,501.	$ 56,501.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD MEET	$ 1,746.	$ 1,746.	$ 1,746.	
BOARD MEMBER ATTENDANCE/PARTICIPATION F	898.	898.	898.	
INSURANCE PREMIUM	971.	971.	971.	
NOVARTIS MISC FEE	5.	5.	5.	
STATE OF WA ANNUAL FEE	25.	25.	25.	
TOTAL	$ 3,645.	$ 3,645.	$ 3,645.	$ 0.

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

ACCRUED INTEREST	$ 18,880.
FEDERAL INCOME TAX REFUNDED	57,707.
PARTNERSHIP ADJUSTMENTS-NET	38,146.
TOTAL	$ 114,733.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1,765 SHS ALLIANCE BERNSTEIN GLOBAL HIGH INCOME	PURCHASED	10/07/2008	1/21/2010
2	550 SHS AMER ITAL PASTA CO	PURCHASED	5/25/2010	6/21/2010
3	1,425 SHS AQUA AMERICA INCORPORATED	PURCHASED	10/07/2008	8/26/2010
4	730 SHS AVON PRODUCTS INC	PURCHASED	10/07/2008	8/26/2010
5	785 SHS BANK OF AMERICA CORP	PURCHASED	10/07/2008	2/19/2010
6	470 SHS IPATH DJ-UBS COMMODITY INDEX	PURCHASED	11/07/2008	1/07/2010
7	600 UNITS BOARDWALK PIPELINE PARTNERS	PURCHASED	10/07/2008	2/11/2010
8	$35,000 CALIFORNIA ST ECONOMIC RECOV	PURCHASED	10/07/2008	1/22/2010
9	825 SHS CHEVRON CORPORATION	PURCHASED	10/07/2008	8/26/2010
10	$35,000 CONNECTICUT ST SPL TAX OBLIG	PURCHASED	10/07/2008	1/22/2010
11	2,250 SHS DNP SELECT INCOME	PURCHASED	10/07/2008	1/21/2010
12	2,025 SHS EMC CORP MASS	PURCHASED	10/07/2008	3/03/2010
13	1,650 SHS EBAY INC	PURCHASED	10/07/2008	3/25/2010
14	1,685 SHS ENERGY INCOME AND GROWTH	PURCHASED	10/07/2008	1/22/2010
15	2,250 UNITS ENERGY TRANSFER PARTNERS LP	PURCHASED	10/07/2008	4/15/2010
16	1,235 SHS ENERPLUS FUND TRUST SER	PURCHASED	10/07/2008	5/25/2010
17	6,474 UNITS ENTERPRISE PRD PRTNRS LP	PURCHASED	10/07/2008	1/15/2010
18	$50,000 FEDERAL FARM CREDIT BANK	PURCHASED	1/05/2010	6/07/2010
19	$150,000 FEDERAL NATL MTG ASSN STEP	PURCHASED	5/14/2010	9/30/2010
20	$35,000 GALVESTON CNTY TEX MUN UTIL	PURCHASED	10/07/2008	3/25/2010
21	975 SHS GENERAL ELECTRIC COMPANY	PURCHASED	10/07/2008	2/16/2010
22	$35,000 GRANT CNTY WASH PUB UTIL	PURCHASED	10/07/2008	3/24/2010
23	950 SHS HCP INC REIT	PURCHASED	10/07/2008	2/18/2010
24	525 SHS ADR HUANENG POWER INTL SER	PURCHASED	10/07/2008	5/25/2010

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
25	1,350 SHS IOWA TELECOMMUNICATION SVCS	PURCHASED	10/07/2008	2/11/2010
26	600 SHS ISHARES MSCI EMU INDEX	PURCHASED	10/07/2008	1/20/2010
27	$30,000 JACKSON CNTY ORE HSG AUTH	PURCHASED	10/07/2008	1/22/2010
28	1,050 UNITS KINDER MORGAN ENERGY LP	PURCHASED	10/07/2008	7/27/2010
29	$35,000 KING CNTY WASH HSG AUTH	PURCHASED	10/07/2008	3/24/2010
30	$40,000 LOS ANGELES CALIF MUN IMPT	PURCHASED	10/07/2008	1/22/2010
31	825 SHS MACQUARIE INFRASTRUCTURE CO	PURCHASED	10/07/2008	2/11/2010
32	1,010 SHS MANULIFE FINL CORP	PURCHASED	10/07/2008	2/04/2010
33	$30,000 MASSACHUSETTS MUN WHSL ELEC	PURCHASED	10/07/2008	1/22/2010
34	$30,000 METROLPOLITAN GOVT NASHVILLE	PURCHASED	10/07/2008	3/24/2010
35	2,435 SHS ADR NESTLE SA REPSTS	PURCHASED	10/07/2008	1/21/2010
36	750 SHS ONEOK INC	PURCHASED	10/07/2008	4/06/2010
37	$10,000 OREGON ST 6%21 GO UTX	PURCHASED	10/07/2008	11/01/2010
38	750 SHS ADR RWE AG	PURCHASED	10/07/2008	2/04/2010
39	1,275 SHS RAYTHEON COMPANY	PURCHASED	10/07/2008	2/05/2010
40	600 SHS SIEMENS A G ADR	PURCHASED	10/07/2008	2/17/2010
41	975 SHS THE SOUTHERN COMPANY	PURCHASED	10/07/2008	4/21/2010
42	2,810 SHS SOUTHERN COPPER CORP	PURCHASED	10/07/2008	1/07/2010
43	1,315 SHS TEXAS INSTRUMENTS INC	PURCHASED	10/07/2008	11/04/2010
44	340 SHS UNITED PARCEL SERVICE	PURCHASED	10/07/2008	4/15/2010
45	$75,000 VALDOSTA & LOWDNES CNTY GA	PURCHASED	10/07/2008	3/24/2010
46	1,310 SHS VERIZON COMMUNICATIONS	PURCHASED	10/07/2008	5/25/2010
47	1,025 SHS WALGREEN COMPANY	PURCHASED	10/07/2008	12/28/2010
48	1,440 SHS ACCENTURE PLC CL A	PURCHASED	10/07/2008	8/26/2010
49	3,900 SHS TOSHIBA CORP	PURCHASED	10/07/2008	2/12/2010
50	2,810 SHS EAGLE BULK SHIPPING INC	PURCHASED	10/07/2008	2/11/2010
51	9,750 SHS SINGAPORE TELECOM LTD	PURCHASED	10/07/2008	5/26/2010

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	24,260.		14,764.	9,496.				$ 9,496.
2	28,963.		20,361.	8,602.				8,602.
3	28,016.		24,488.	3,528.				3,528.
4	21,303.		26,619.	-5,316.				-5,316.
5	12,544.		21,199.	-8,655.				-8,655.
6	20,346.		21,864.	-1,518.				-1,518.
7	18,162.		10,694.	7,468.				7,468.
8	35,490.		35,975.	-485.				-485.
9	60,769.		62,328.	-1,559.				-1,559.
10	38,763.		38,851.	-88.				-88.
11	20,328.		19,869.	459.				459.
12	35,564.		21,263.	14,301.				14,301.
13	46,166.		28,842.	17,324.				17,324.
14	39,745.		31,240.	8,505.				8,505.
15	110,203.		105,239.	4,964.				4,964.
16	25,005.		36,939.	-11,934.				-11,934.
17	228,397.		216,833.	11,564.				11,564.
18	50,000.		50,000.	0.				0.
19	150,000.		150,720.	-720.				-720.
20	37,022.		37,524.	-502.				-502.
21	15,580.		20,885.	-5,305.				-5,305.
22	37,184.		36,387.	797.				797.
23	28,006.		31,079.	-3,073.				-3,073.
24	12,054.		12,975.	-921.				-921.

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
25	21,817.		22,860.	-1,043.				$ -1,043.
26	22,269.		20,822.	1,447.				1,447.
27	29,550.		36,985.	-7,435.				-7,435.
28	68,449.		89,384.	-20,935.				-20,935.
29	35,806.		34,585.	1,221.				1,221.
30	41,788.		42,626.	-838.				-838.
31	10,734.		9,339.	1,395.				1,395.
32	18,307.		31,078.	-12,771.				-12,771.
33	31,011.		31,024.	-13.				-13.
34	32,436.		31,704.	732.				732.
35	115,173.		97,132.	18,041.				18,041.
36	35,984.		22,860.	13,124.				13,124.
37	10,000.		9,440.	560.				560.
38	65,281.		66,675.	-1,394.				-1,394.
39	72,371.		65,306.	7,065.				7,065.
40	52,787.		44,232.	8,555.				8,555.
41	33,617.		35,534.	-1,917.				-1,917.
42	91,295.		39,649.	51,646.				51,646.
43	40,231.		26,695.	13,536.				13,536.
44	23,283.		20,471.	2,812.				2,812.
45	78,161.		78,872.	-711.				-711.
46	35,684.		38,946.	-3,262.				-3,262.
47	37,346.		28,305.	9,041.				9,041.
48	54,042.		47,621.	6,421.				6,421.
49	18,287.		14,625.	3,662.				3,662.
50	13,875.		27,538.	-13,663.				-13,663.
51	19,245.		19,305.	-60.				-60.
							TOTAL	$ 122,148.

STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MARSHALL H. WALDMAN, CPA 1508 NE 88TH STREET VANCOUVER, WA 98665	PRESIDENT 1.00	$ 0.	$ 0.	$ 0.
IST INDEPENDENT BANK 1220 MAIN STREET SUITE 300 VANCOUVER, WA 98660	TRUSTEE&TREASUR 2.00	0.	0.	0.
JOHN CALLEGARI, CFA 1507 NW 24TH PORTLAND, OR 97210	DIRECTOR 0	0.	0.	0.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
FRANK FALBEE 8515 NE 60TH STREET VANCOUVER, WA 98662	DIRECTOR 0	$ 0.	$ 0.	$ 0.
DWIGHT L. SCHWAB, JR. 2416 CORONET BOULEVARD BELMONT, CA 94002	DIRECTOR 0	0.	0.	0.
	TOTAL	$ 0.	$ 0.	$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
YWCA OF CLARK COUNTY 3609 MAIN STREET VANCOUVER, WA 98663	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES	$ 15,000.
ALEXA DYER LIFE CHALLANGE FUND PO BOX 1000 VANCOUVER, WA 98666	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES	10,000.
WASHINTON STATE UNIVERSITY FOUNDATION 14204 NE SALMON CREEK AVENUE VANCOUVER, WA 98686	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES------------ SCHOLARSHIPS TO NEEDY STUDENTS	40,000.
CDM LONG TERM CARE SERVICES INC 11818 SE MILL PLAIN BLVD. #415 VANCOUVER, WA 98684	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES	5,000.
FOSTER GRANDPARENT PROGRAM 9300 NE OAK VIEW DRIVE #A VANCOUVER, WA 98662	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES	20,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CLARK COLLEGE FOUNDATION 1933 FORT VANCOUVER WAY VANCOUVER, WA 98663	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES------------ PROVIDE SCHOLARSHIPS TO NEEDY STUDENTS	$ 45,000.
CLARK COLLEGE FOUNDATION 1933 FORT VANCOUVER WAY VANCOUVER, WA 98663	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES------------ PROVIDE SCHOLARSHIPS TO NEEDY STUDENTS	20,000.
LEWIS AND CLARK YOUNG MARINES 15801 NE 19TH COURT VANCOUVER, WA 98686	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSES	5,000.
			TOTAL	$ 160,000.

SCHWAB CHARITABLE FOUNDATION 26-1997839

OTHER INCOME PRODUCING ACTIVITIES
INTEREST ON SAVINGS & CASH INVESTMENTS

US GOVERNMENT INTEREST	$	47.
OTHER INTEREST		9,016.
CORPORATE INTEREST		9,083.
GOVERNMENT INTEREST		5,887.
FEDERALLY TAXABLE MUNI INTEREST		1,080.
PURCHASE ACCRUED INGTERESGT-FNMA		-220.
TOTAL	$	24,893.

OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.

ENTERPRISE PRODUCTS PARTNERS LP	$	90.
ENERGY TRANSFER PARTNERS LP INTEREST		11.
ENERGY TRANSFER PARTNERS LP DIVIDENDS		12.
KINDER MORGAN ENERGY PARTNERS LP INTEREST		421.
KINDER MORGAN ENERGY PARTNERSH LP DIVIDENDS		169.
MAGELLAN MIDSTREAM PARTNERS LP DIVIDENDS		1.
FOREIGN DIVIDENDS		13,152.
DOMESTIC DIVIDENDS		36,799.
NONQUALIFIED FOREIGN DIVIDENDS		1,007.
NONQUALIFIED DOMESTIC DIVIDENDS		1,115.
TOTAL	$	52,777.

OTHER INCOME PRODUCING ACTIVITIES
OTHER INVESTMENT INCOME [O]

ENTERPRISE PRODUCTS PARTNERS LP ORDINARY BUS LOSS	$	-3,071.
ENERGY TRANSFER PARTNERS LP ORDINARY BUSINESS LOSS		-1,412.
KINDER MORGAN ENERGY PARTNERS LP ORDINARY BUS LOSS		-10,014.
BOARDWALK PIPELINE PARTNERS LP ORDINARY BUS LOSS		-154.
MAGELLAN MIDSTREAM PARTNERS LP ORDINARY BUS INCOME		1,037.
DWIGHT SCHWAB ADMIN TRUSTS EXCESS DEDUCTIONS ON TERMINATION		-7,947.
DWIGHT SCHWAB ADMIN TRUST NOL		-18,488.
ENTERPTISE PRODUCTS PARTNERS-SEC 1231		-104.
ENERGY TRANSFER PARTNERS-SEC 1256		1.
BOARDWALK PIPELINE PARTNERS LP-CAP GAIN		12.
KINDER MORGAN ENERGY PARTNERS LP-SEC 1231		41.
NON-DIVIDEND DISTSRIBUTIONS-MUTUAL FUNDS		1,049.
CAPITAL GAIN DISTRIBUTIONS-SEC 1250		16.
CAPITAL GAIN DISTRIBUTIONS		10.
ENTERPRISE PRODUCTS PTNR K-1 4797 INCOME		94,148.
ENERGY TRANSFER PTNR K-1 4797 INCOME		36,888.
KINDER MORGAN ENERGY PTNR K-1 4797 INCOME		44,821.
BOARDWALK PIPELINE PTNR K-1 4797 INCOME		397.
TOTAL	$	137,230.

NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

SCHEDULE ATTACHED	$	137,230.
TOTAL	$	137,230.

SCHWAB CHARITABLE FOUNDATION 26-1997839

NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

SCHEDULE ATTACHED	$	137,230.
TOTAL	$	137,230.

DISPOSITIONS
COST OR OTHER BASIS (DO NOT REDUCE BY DEPRECIATION)
BOARDWALK PIPELINE PARTNERS

COST BASIS	$	10,740.
LESS ADJUSTMENT PER K-1		-443.
ADD 4797 GAIN PER K-1		397.
TOTAL	$	10,694.

DISPOSITIONS
COST OR OTHER BASIS (DO NOT REDUCE BY DEPRECIATION)
ENERGY TRANSFER PARTNERS LP

COST BASIS	$	71,966.
LESS ADJUSTMENT PER K-1		-3,615.
ADD 4797 GAIN PER K-1		36,888.
TOTAL	$	105,239.

DISPOSITIONS
COST OR OTHER BASIS (DO NOT REDUCE BY DEPRECIATION)
ENTERPRISE PRD PRTNRS LP

COST BASIS	$	129,654.
LESS ADJUSTMENT PER K-1		-6,969.
ADD 4797 GAIN PER K-1		94,148.
TOTAL	$	216,833.

DISPOSITIONS
COST OR OTHER BASIS (DO NOT REDUCE BY DEPRECIATION)
KINDER MORGAN ENERGY LP

COST BASIS	$	46,788.
LESS ADJUSTMENT PER K-1		-2,225.
ADD 4797 GAIN PER K-1		44,821.
TOTAL	$	89,384.

PASSTHROUGHS INCOME (990-T)
GROSS INCOME
ENTERPRISE PRODUCTS PARTNERS LP

SECTION 4797 INCOME PER K-1	$	94,148.
TOTAL	$	94,148.

SCHWAB CHARITABLE FOUNDATION 26-1997839

PASSTHROUGHS INCOME (990-T)
GROSS INCOME
ENERGY TRANSFER PARTNERS LP

4797 INCOME PER K-1	$	36,888.
TOTAL	$	36,888.

PASSTHROUGHS INCOME (990-T)
GROSS INCOME
KINDER MORGAN ENERGY PARTNERS LP

47987 INCOME PER K-1	$	44,821.
TOTAL	$	44,821.

PASSTHROUGHS INCOME (990-T)
GROSS INCOME
BOARDWALK PIPELINE PARTNERS LP

4797 INCOME PER K-1	$	397.
TOTAL	$	397.

OPERATING & ADMINISTRATIVE EXP. (990-PF)
INTEREST

KINDER MORGAN ENERGY PARTNERS LP PER BOOKS	$	231.
TOTAL	$	231.

OPERATING & ADMINISTRATIVE EXP. (990-PF)
INTEREST

KINDER MORGAN-NET INVESTMENT EXP	$	231.
TOTAL	$	231.

OPERATING & ADMINISTRATIVE EXP. (990-PF)
INTEREST

KINDER MORGAN-ADJUSTED NET INCOME EXP	$	231.
TOTAL	$	231.

BALANCE SHEET
SAVINGS AND TEMPORARY CASH INVESTMENTS

NORTHERN INSTIT BOND-1ST INDEPENDENT BANK @ COST	$	141,266.
TOTAL	$	141,266.

BALANCE SHEET
OTHER (FORM 990-PF)[O]

PARTNERSHIPS AND REITS	$ 194,450.
TOTAL	$ 194,450.

FMV OF ASSETS (990-PF)
SAVINGS AND TEMPORARY CASH INVESTMENTS

CASH AND MONEY MARKET FUNDS	$ 141,266.
TOTAL	$ 141,266.

FMV OF ASSETS (990-PF)
OTHER [O]

PARTNERSHIPS AND REITS	$ 333,065.
ACCRUED INTEREST	18,880.
TOTAL	$ 351,945.

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No. 1545-1709

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

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

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization SCHWAB CHARITABLE FOUNDATION	**Employer identification number** 26-1997839
	Number, street, and room or suite number If a P.O box, see instructions C/O M. WALDMAN--1508 NE 88TH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions VANCOUVER, WA 98665	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of. ► 1ST INDEPENDENT BANK

Telephone No. ► 360.699.4244 FAX No. ► 360.699.4255

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 10 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 20,620.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	**3b**	$ 10,620.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	**3c**	$ 10,000.

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