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

OMB No. 1545-0052

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 , 2010, and ending , 20

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

WEYERHAEUSER FAMILY FOUNDATION

A Employer identification number

41-6012062

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

Room/suite

B Telephone number (see page 10 of the instructions)

30 EAST SEVENTH STREET, SUITE 2000

(651) 228-0935

City or town, state, and ZIP code

ST PAUL, MN 55101-4930

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 foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 21,222,931.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	210,813.			
2 Check <input 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	385,529.	713,658.		ATCH 1
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-56,677.			
b Gross sales price for all assets on line 6a	4,125,731.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	20,587.	108,280.		ATCH 2
12 Total. Add lines 1 through 11	560,252.	821,938.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	81,978.	39,489.	0.	40,989.
c Other professional fees (attach schedule)	80,573.			80,573.
17 Interest		336.		
18 Taxes (attach schedule) (see page 14 of the instructions)	17,500.	7,880.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	47,569.			47,569.
22 Printing and publications	974.			974.
23 Other expenses (attach schedule)	12,929.	55,222.		12,929.
24 Total operating and administrative expenses. Add lines 13 through 23	241,523.	102,927.	0.	183,034.
25 Contributions, gifts, grants paid	657,254.			657,254.
26 Total expenses and disbursements. Add lines 24 and 25	898,777.	102,927.	0.	840,288.
27 Subtract line 26 from line 12	-338,525.			
a Excess of revenue over expenses and disbursements		719,011.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

Revenue

Operating and Administrative Expenses

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For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 4 JSA ** ATCH 6

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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			
3	Accounts receivable ▶ 1,500.			
	Less: allowance for doubtful accounts ▶	16,984.	1,500.	1,500.
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule). **	481,910.	928,709.	959,091.
b	Investments - corporate stock (attach schedule) ATCH 9	13,268,397.	13,101,560.	15,402,271.
c	Investments - corporate bonds (attach schedule) ATCH 10	2,015,955.	3,533,840.	3,951,969.
11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 11	2,410,827.	1,096,153.	908,100.
14	Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	18,194,073.	18,661,762.	21,222,931.

Liabilities

17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund	18,194,073.	18,661,762.	
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30	Total net assets or fund balances (see page 17 of the instructions)	18,194,073.	18,661,762.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,194,073.	18,661,762.	

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	18,194,073.
2	Enter amount from Part I, line 27a	2	-338,525.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 12	3	830,780.
4	Add lines 1, 2, and 3	4	18,686,328.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 13	5	24,566.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,661,762.

**ATCH 8

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-400,167.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	936,775.	15,768,984.	0.059406
2008	1,033,515.	18,761,742.	0.055086
2007	925,956.	21,944,413.	0.042196
2006	909,618.	20,096,653.	0.045262
2005	794,806.	18,290,851.	0.043454
2 Total of line 1, column (d)			0.245404
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			0.049081
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			19,533,566.
5 Multiply line 4 by line 3			958,727.
6 Enter 1% of net investment income (1% of Part I, line 27b)			7,190.
7 Add lines 5 and 6			965,917.
8 Enter qualifying distributions from Part XII, line 4			840,288.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	14,380.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	14,380.
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	14,380.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	17,000.
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,500.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	19,500.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,120.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 5,120. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> MN,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.WFAMILYFOUNDATION.ORG				
14	The books are in care of FIDUCIARY COUNSELLING, INC Telephone no 651-228-0935			
Located at 30 EAST 7TH ST, STE 2000, ST. PAUL, MN ZIP + 4 55101				
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		
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 ▶	16	Yes	No
				X

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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶	1b	
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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
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

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

- 5a During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☒ Yes ☐ No
Organizations relying on a current notice regarding disaster assistance check here ☒
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

X

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

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 15		147,401.
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,904,852.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 25 of the instructions)	1c	926,179.
d	Total (add lines 1a, b, and c)	1d	19,831,031.
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	0.
3	Subtract line 2 from line 1d	3	19,831,031.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	297,465.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,533,566.
6	Minimum investment return. Enter 5% of line 5	6	976,678.

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

1	Minimum investment return from Part X, line 6	1	976,678.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,380.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,380.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	962,298.
4	Recoveries of amounts treated as qualifying distributions	4	130.
5	Add lines 3 and 4	5	962,428.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	962,428.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	840,288.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	840,288.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	840,288.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				962,428.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			750,895.	
b Total for prior years: 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				0.
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 840,288.				
a Applied to 2009, but not more than line 2a			750,895.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				89,393.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				873,035.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				0.

Form 990-PF (2010)

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

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)

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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.

ATTACHMENT 16**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

ATTACHMENT 17

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

ATTACHMENT 17

c Any submission deadlines:

ATTACHMENT 17

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

ATTACHMENT 17

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 <i>Paid during the year</i> ATTACHMENT 18				657,254.
Total			3a	657,254.
b <i>Approved for future payment</i>				
Total			3b	

Form 990-PF (2010)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions on page 29 to verify calculations)

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)

PAGE 15

Schedule of Contributors

OMB No 1545-0047

2010

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

WEYERHAEUSER FAMILY FOUNDATION

Employer identification number

41-6012062

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

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

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

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

Name of organization **WEYERHAEUSER FAMILY FOUNDATION**Employer identification number
41-6012062**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BETTE D. MOORMAN 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	MR & MRS GEORGE H WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	STANLEY R DAY JR & DANA L. DAY 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ 11,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	CHERBEC ADVANCEMENT FOUNDATION 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	LUCY R JONES 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	JANE WEYERHAEUSER-JOHNSON P. O. BOX 1278 TACOMA, WA 98401	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization **WEYERHAEUSER FAMILY FOUNDATION**Employer identification number
41-6012062**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	HAYLEY M. REITER 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	KYLE W. REITER 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	LEILEE WEYERHAEUSER 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	TOTAL CASH CONTRIBUTIONS <\$5,000	\$ 54,051.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	TOTAL NON-CASH CONTRIBUTIONS <\$5,000	\$ 7,688.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	ELIZABETH BENTINCK-SMITH 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 13,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization **WEYERHAEUSER FAMILY FOUNDATION**Employer identification number
41-6012062**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	CODY N. REITER 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
14	CAROL R. CARUTHERS 30 EAST SEVENTH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930	\$ 10,074.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization **WEYERHAEUSER FAMILY FOUNDATION**Employer identification number
41-6012062**Part II** Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
11	SEE ATTACHED	\$ 7,688.	VAR
14	SEE ATTACHED	\$ 10,074.	VAR
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,409.		BUNGE LIMITED COM STK 989.					11/10/2008 420.	12/28/2010
578.		COOPER INDUSTRIES PLC (IE) 391.					10/09/2009 187.	12/28/2010
1,172.		INGERSOLL-RAND PLC SHS 805.					09/04/2009 367.	12/28/2010
745,162.		CLEARWATER SMALL CAP FUND 466,950.					12/31/1991 278,212.	12/03/2010
70,838.		CLEARWATER SMALL CAP FUND 36,324.					03/27/2009 34,514.	12/03/2010
465.		CONOCOPHILLIPS 311.					09/04/2009 154.	12/28/2010
435.		CONSTELLATION BRANDS INC CL A 305.					12/16/2009 130.	12/28/2010
1,011.		COSTCO WHSL CORP NEW 675.					01/20/2009 336.	12/28/2010
50,985.		DODGE & COX INTL STOCK FUND 65,840.					11/06/2006 -14,855.	05/03/2010
33,985.		EUROPEAN INVESTORS GLBL PROP 48,849.					10/18/2007 -14,864.	05/03/2010
890.		EMC CORP MASS 653.					09/21/2009 237.	12/28/2010
892,108.		EV PARAMETRIC TM EMERGING MKTS 975,137.					10/17/2007 -83,029.	11/11/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
22,637.		AMERICAN EUROPACIFIC GR CL F2 22,766.					12/28/2009 -129.	05/03/2010
43,624.		AMERICAN EUROPACIFIC GR CL F2 30,856.					12/24/2008 12,768.	05/03/2010
15,723.		AMERICAN EUROPACIFIC GR CL F2 11,121.					12/24/2008 4,602.	05/03/2010
277,000.		OAKMARK SELECT FD 369,520.					11/08/2006 -92,520.	05/03/2010
39,000.		OAKMARK SELECT FD 52,523.					11/08/2006 -13,523.	12/03/2010
796.		ILLINOIS TOOL WKS INC 541.					06/02/2009 255.	12/28/2010
325,334.		LAUDUS ROSENBERG INTL SMALL 652,172.					11/06/2006 -326,838.	05/06/2010
6,151.		LAUDUS ROSENBERG INTL SMALL 11,614.					12/15/2006 -5,463.	05/06/2010
15,416.		LAUDUS ROSENBERG INTL SMALL 29,108.					12/15/2006 -13,692.	05/06/2010
18,663.		LAUDUS ROSENBERG INTL SMALL 35,239.					12/15/2006 -16,576.	05/06/2010
16,834.		LAUDUS ROSENBERG INTL SMALL 26,194.					12/17/2007 -9,360.	05/06/2010
41,788.		LAUDUS ROSENBERG INTL SMALL 65,022.					12/17/2007 -23,234.	05/06/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
15,481.		LAUDUS ROSENBERG INTL SMALL 24,089.				12/17/2007 -8,608.	05/06/2010
12,826.		LAUDUS ROSENBERG INTL SMALL 12,942.				12/17/2009 -116.	05/06/2010
13,532.		LAUDUS ROSENBERG INTL SMALL 11,298.				12/17/2008 2,234.	05/06/2010
2,099.		LAUDUS ROSENBERG INTL DISCVRY 1,952.				12/17/2009 147.	05/03/2010
45,886.		LAUDUS ROSENBERG INTL DISCVRY 29,623.				03/27/2009 16,263.	05/03/2010
69,784.		LAUDUS ROSENBERG INTL DISCVRY 48,853.				03/27/2009 20,931.	05/06/2010
3,148.		MICROSOFT CORP				07/20/1993 3,148.	05/03/2010
20,918.		MORGAN STANLEY INST INTL EQUITY 32,908.				12/21/2006 -11,990.	05/03/2010
10,784.		MORGAN STANLEY INST INTL EQUITY 16,965.				12/21/2006 -6,181.	05/03/2010
18,284.		MORGAN STANLEY INST INTL EQUITY 26,005.				12/20/2007 -7,721.	05/03/2010
46,847.		MORGAN STANLEY INST INTL EQUITY 63,922.				12/20/2007 -17,075.	11/11/2010
10,488.		MORGAN STANLEY INST INTL EQUITY 14,310.				12/20/2007 -3,822.	11/11/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,643.		MORGAN STANLEY INST INTL EQUITY 9,064.					12/20/2007 -2,421.	11/11/2010
8,468.		MORGAN STANLEY INST INTL EQUITY 11,015.					03/12/2008 -2,547.	11/11/2010
324,169.		MORGAN STANLEY INST INTL EQUITY 386,349.					06/18/2002 -62,180.	11/11/2010
1,496.		MORGAN STANLEY INST INTL EQUITY 1,600.					12/26/2002 -104.	11/11/2010
17,217.		MORGAN STANLEY INST INTL EQUITY 18,406.					12/26/2002 -1,189.	11/11/2010
50,332.		MORGAN STANLEY INST INTL EQUITY 50,015.					03/20/2003 317.	11/11/2010
54,355.		MORGAN STANLEY INST INTL EQUITY 52,015.					09/29/2010 2,340.	11/11/2010
17,512.		MORGAN STANLEY INST INTL EQUITY 16,471.					12/18/2009 1,041.	11/11/2010
18,261.		MORGAN STANLEY INST INTL EQUITY 17,015.					10/02/2009 1,246.	11/11/2010
57,344.		MORGAN STANLEY INST INTL EQUITY 44,789.					12/19/2008 12,555.	11/11/2010
19,931.		MORGAN STANLEY INST INTL EQUITY 15,568.					12/19/2008 4,363.	11/11/2010
12,667.		MORGAN STANLEY INST INTL EQUITY 9,015.					03/27/2009 3,652.	11/11/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
705.		NORTHROP GRUMMAN CORP 499.					03/26/2009 206.	12/28/2010
234,985.		SELECTED AMERICAN SHARES CL D 267,176.					11/08/2006 -32,191.	05/03/2010
39,985.		SELECTED AMERICAN SHARES CL D 25,428.					03/27/2009 14,557.	12/03/2010
1,139.		SMITHFIELD FOODS INC 766.					06/29/2009 373.	12/28/2010
5,015.		TEMPLETON INST FOREIGN SM COS 4,666.					12/17/2009 349.	05/03/2010
5,914.		TEMPLETON INST FOREIGN SM COS 5,411.					09/30/2008 503.	05/03/2010
732.		TEMPLETON INST FOREIGN SM COS 610.					09/03/2009 122.	05/03/2010
68,324.		TEMPLETON INST FOREIGN SM COS 44,479.					11/19/2002 23,845.	05/03/2010
6,863.		THIRD AVENUE REAL ESTATE 6,314.					12/22/2009 549.	05/03/2010
7,137.		THIRD AVENUE REAL ESTATE 4,426.					04/06/2009 2,711.	05/03/2010
549.		TRAVELERS COS INC COM 400.					02/09/2009 149.	12/28/2010
272,985.		VANGUARD PRIMECAP CORE FD 267,355.					11/08/2006 5,630.	05/03/2010

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
922.		VODAFONE GROUP PLC NEW 668.				05/14/2009 254.	12/28/2010
		STCG THRU SIT OPP BOND FUND				68,954.	
		LTCG THRU SIT OPP BOND FUND				92,293.	
		LOSS ON DISPOSITION OF SIT OPP BOND FUND				-97.	
		STCL THRU CHURCHILL EQUITY & ESOP II				-26,902.	
		LTCL THRU CHURCHILL EQUITY & ESOP II				-33,324.	
		LTCL THRU SPELL CAPITAL PARTNERS				-163,985.	
		LTCL THRU CORAL'S 2007 MOMENTUM FD				-29,628.	
		LTCGD				12,305.	
		WASH SALE ADJUSTMENT				778.	
TOTAL GAIN(LOSS)						<u>-400,167.</u>	

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000

St. Paul, Minnesota 55101-4930

www.wfamilyfoundation.org

41-6012062

2010 Form 990 PF, Sch B. Part II

42 shares Weyerhaeuser Company	1,048
30 shares Potlatch Corporation	1,005
32 shares Potlatch Corporation	1,031
31 shares Potlatch Corporation	1,003
48 shares Potlatch Corporation	1,533
33 shares Potlatch Corporation	1,054
26 shares Potlatch Corporation	1,013
	<u>7,688</u>

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000

St. Paul, Minnesota 55101-4930

www.wfamilyfoundation.org

41-6012062

2010 Form 990 PF, Sch B. Part II

Carol R. Caruthers Detail Sch. B Non-Cash Contributions

22 shares Bunge Limited	1,371
10 shares Cooper Industries Stock	587
25 shares Ingersoll-Rand PLC Stock	1,177
7 shares ConocoPhillips Stock	466
14 shares Costo Wholesale Corp Stock	1,015
39 shares E M C Corp Mass Stock	893
15 shares Illinois Tool Works Stock	795
11 shares Northrop Grumman Corp Holding Co Stock	710
55 shares Smithfield Foods Inc. Stock	1,138
10 shares Travelers Companies Inc. Stock	557
35 shares Vodafone Group Stock	925
20 shares Constellation brands Inc. Stock	440
	<u>10,074</u>

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ROCK ISLAND COMPANY	56.	56.
NATIONAL FINANCIAL SERVICES, LLC	384,040.	713,602.
STCGD	1,433.	
TOTAL	<u>385,529.</u>	<u>713,658.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHURCHILL EQTY & ESOP CAPITAL PTRS II LP		
#41-1958020,		
ORDINARY INCOME/LOSS	10,098.	1,095.
INTEREST		439.
DIVIDENDS		1,605.
SIT OPPORTUNITY BND FD, LLC #41-1966452		
INTEREST INCOME		1,147.
DIVIDEND INCOME		104,932.
CORAL'S 2007 MOMENTUM FD, #20-5260256		
INTEREST INCOME		157.
REFUNDS-		
FEDERAL EXCISE - 2009	8,062.	
FEDERAL UBTI - 2009	2,000.	
CALIFORNIA UBTI - 2009	197.	
MINNESOTA UBTI- 2009	100.	
RETURN OF PRIOR YEAR CONTRIBUTION		
EDUCATION DEVELOPMENT CENTER	130.	
PRIOR PERIOD ADJUSTMENTS -		
PRIOR PERIOD ORDINARY INCOME		
RECLASSIFIED AS RETURN OF CAPITAL		
LESS: UBTI INCOME FROM CHURCHILL EQTY		-1,095.
TOTALS	<u>20,587.</u>	<u>108,280.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
*ACCOUNTING & TAX SERVICES	81,828.	39,414.		40,914.
*AUDIT FEES	150.	75.		75.
*50% ALLOCATED TO EXEMPT PURPOSES				
50% ALLOCATED TO INVESTMENT INCOME				
TOTALS	<u>81,978.</u>	<u>39,489.</u>	<u>0.</u>	<u>40,989.</u>

ATTACHMENT 4

WEYERHAEUSER FAMILY FOUNDATION

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

REVENUE
AND
EXPENSES
PER BOOKS

DESCRIPTION

**CONSULTANTS FEES

BRIAN J. BOYLE

BRIAN J. BOYLE

KONRAD CONSULTING

KONRAD CONSULTING

**100% ALLOCATED TO DISBURSE-
MENTS FOR CHARITABLE PURPOSE

1,725.
13,275.
3,073.
62,500.

TOTALS

80,573.

CHARITABLE
PURPOSES

1,725.
13,275.
3,073.
62,500.

80,573.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THRU CHURCHILL EQ/ESOP II K-1		325.
THRU SPELL CAP PTRNRS K-1		11.
TOTALS		336.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX - 2010	17,000.	
FEDERAL UBTI- 2010	500.	
FOREIGN TAXES		7,880.
TOTALS	17,500.	7,880.

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CHURCHILL EQ & ESOP#41-1958020		315.	
PORTFOLIO DEDUCTIONS			3,258.
**COMPUTER SOFTWARE	3,258.		72.
**POSTAGE	72.		
**MEMBERSHIP FEES			
COUNCIL ON FOUNDATIONS			
MN COUNCIL ON FOUNDATIONS	2,180.		2,180.
**MISCELLANEOUS EXPENSE	2,900.		2,900.
FILING FEE			
WEB SITE	25.		25.
REIMBURSEMENTS	4,159.		4,159.
SIT OPPORTUNITY FD #41-1966452	335.		335.
PORTFOLIO DEDUCTIONS		34,748.	
SPELL CAP PARTNERS #20-3715769		7,167.	
PORTFOLIO DEDUCTIONS		12,992.	
CORAL'S 2007 MO FD #20-5260256			
PORTFOLIO DEDUCTIONS			
**100% ALLOCABLE FOR			
CHARITABLE PURPOSES			
TOTALS	<u>12,929.</u>	<u>55,222.</u>	<u>12,929.</u>

WEYERHAEUSER FAMILY FOUNDATION

41-6012062

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

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VANGUARD INFLATION INSTL	481,910.	928,709.	959,091.
US OBLIGATIONS TOTAL	481,910.	928,709.	959,091.

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY CASH RESERVES - SWEEP	-308,321.	-115,447.	-115,447.
FIDELITY CASH RESERVES	438,774.	631,830.	631,830.
POTLATCH CORP NEW COM	17,408.	17,727.	72,489.
WEYERHAEUSER CO	74,020.	367,723.	605,627.
OAKMARK SELECT FD	1,508,042.	1,204,019.	1,098,990.
SELECTED AMERICAN SHARES CL D	1,265,969.	1,131,506.	1,129,836.
VANGUARD PRIMECAP CORE FD	1,203,423.	946,535.	1,025,463.
CLEARWATER SMALL CAP FUND	1,916,067.	1,414,622.	2,175,125.
ARTISAN INTL VALUE FUND	0.	654,422.	676,924.
DODGE & COX INTL STOCK FUND	669,176.	649,495.	668,817.
AMERICAN EUROPACIFIC GR CL F2	830,095.	847,527.	1,313,313.
LAUDUS ROSENBERG INTL SMALL	867,677.	0.	0.
LAUDUS ROSENBERG INTL DISCVRY	80,428.	0.	0.
MORGAN STANLEY INST INTL EQUITY	733,417.	0.	0.
TEMPLETON INST FOREIGN SM COS	413,740.	924,531.	1,361,137.
EATON VANCE T-M EMERGING MKTS	1,425,772.	741,127.	956,588.
TOUCHSTONE EMERGING MARKETS	0.	895,963.	910,997.
HUSSMAN STRATEGIC GROWTH	0.	596,326.	583,057.
PIMCO ALL ASSET INST CLASS	1,090,868.	1,179,294.	1,144,763.
ROCK ISLAND COMPANY	4,066.	4,066.	8,925.
EUROPEAN INVESTORS GBLB PROP	700,485.	661,636.	576,476.
THIRD AVENUE REAL ESTATE	337,291.	348,660.	577,361.
ROUNDING		-2.	
TOTALS	<u>13,268,397.</u>	<u>13,101,560.</u>	<u>15,402,271.</u>

ATTACHMENT 10FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LOOMIS SAYLES BOND INSTL	979,905.	1,588,591.	1,978,699.
PIMCO EMERGING MARKETS BOND FD	520,653.	959,934.	973,371.
PIMCO DEV LOCAL MKTS FD INST	515,397.	985,315.	999,899.
TOTALS	<u>2,015,955.</u>	<u>3,533,840.</u>	<u>3,951,969.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SIT OPP BOND FUND LLC 12/1/06	1,216,491.	0.	0.
SIT OPP BOND FUND LLC 10/1/07	169,206.	0.	0.
CHURCHILL EQUITY & ESOP CAP B	350,647.	342,302.	336,600.
CORAL'S 2007 MOMENTUM FUND	232,394.	287,555.	280,000.
SPELL CAPITAL PARTNERS III	442,089.	466,296.	291,500.
TOTALS	<u>2,410,827.</u>	<u>1,096,153.</u>	<u>908,100.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PRIOR PERIOD ADJUSTMENT	
PARTNERSHIP BASIS ADJUSTMENT	
CORAL'S 2007 MOMENTUM FUND	5,161.
SIT OPP BOND FUND LLC	479,761.
WEYERHAEUSER REIT CONVERSION	345,857.
ROUNDING	1.
TOTAL	<u>830,780.</u>

ATTACHMENT 13FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NON TAXABLE DIFFERENCE BETWEEN COST AND MARKET VALUE	10,428.
PARTNERSHIP BASIS ADJUSTMENT	
CHURCHILL EQTY & ESOP 41-1958020	8,345.
SPELL CAPITAL PARTNERS III 20-3715769	5,793.
TOTAL	<u>24,566.</u>

WEYERHAEUSER FAMILY FOUNDATION

41-6012062

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BLAINE GAUSTAD 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	SECRETARY/TRUSTEE 1.00	0.	0.	0.
PETER E. HEYMANN 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TREASURER/TRUSTEE 1.00	0.	0.	0.
FREDERICK W. TITCOMB P.O. BOX 1278 TACOMA, WA 98401-1278	PRESIDENT/TRUSTEE 2.00	0.	0.	0.
AMY W. STRIED 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LUCIE C GREER 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
MELISSA M DAVIS 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATION

41-6012062

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOHN B DRISCOLL 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	VICE PRESIDENT/TRUSTEE 1.00	0.	0.	0.
LAWRENCE J. RECORD (1/1/2010 - 6/30/2010) 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LISA G. WEYERHAEUSER (1/1/2010 - 6/30/2010) 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
ROHRE W. B. TITCOMB P.O. BOX 1278 TACOMA, WA 98401-1278	TRUSTEE 1.00	0.	0.	0.
SAMUEL C. JEWETT 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATION

41-6012062

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
REBECCA MARTIN 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	ASST SECRETARY/ASST TREASURER 1.00	0.	0.	0.
JOHN L. DAVIS 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
ANNE W. HENDERSON P.O. BOX 1278 TACOMA, WA 98401-1278	TRUSTEE 1.00	0.	0.	0.
DANIEL L. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
JOHN W. TITCOMB, JR. P.O. BOX 1278 TACOMA, WA 98401-1278	TRUSTEE 1.00	0.	0.	0.
IAN WEYERHAEUSER 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATION

41-6012062

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

ATTACHMENT 14 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
W. DREW WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401-1278	TRUSTEE 1.00	0.	0.	0.
KRISTIN RASMUSSEN (7/1/2010 - 12/31/2010) 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
KYLE W. REITER (7/1/2010 - 12/31/2010) 30 EAST SEVENTH STREET, SUITE 2000 ST PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FIDUCIARY COUNSELLING 30 EAST 7TH ST, STE 2000 ST. PAUL, MN 55101-4930	ACCT, TAX/CUST, INV	81,828.
KONRAD CONSULTING DENVER, CO	CONSULTING	65,573.
TOTAL COMPENSATION		<u>147,401.</u>

ATTACHMENT 16

FORM 990PF, PART XV - INFORMATION REGARDING MANAGERS OWNING 10% STOCK

THE FOUNDATION DOES NOT OWN 10% OR MORE OF THE STOCK OR INTEREST IN
ANY CORPORATION OR OTHER ENTITY.

ATTACHMENT 17

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ATTACHMENT 17

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000
St. Paul, Minnesota 55101-4930
www.wfamilyfoundation.org
41-6012062

2010 Form 990 PF, Return of Private Foundation

PART XV SUPPLEMENTARY INFORMATION

Grant criteria and other information

Written requests for grants should be addressed to Mr. Frederick W. Titcomb, President, Weyerhaeuser Family Foundation, 30 East Seventh Street, Suite 2000, St. Paul, MN 55101-4930. Telephone: (651) 228-0935.

Sustainable Forest & Communities Initiative. Applications should be in the form of a two page letter of intent and are accepted from January 1 through April 1. All applicants must be in the Foundation office by April 1. An Application Cover Sheet, available on the Foundation's website, must accompany each letter of intent along with a one-page project budget summary. The application must be accompanied by the Internal Revenue Service letter of tax exemption. All grants must be paid to 501(c)(3) organizations.

Children's Initiative. Applicants should be in the form of a two page letter of intent and are accepted from January 1 through April 1. All applicants must be in the Foundation office by April 1. An Application Cover Sheet, available on the Foundation's website, must accompany each letter of intent along with a one-page project budget summary. The application must be accompanied by the Internal Revenue Service letter of tax exemption. All grants must be paid to 501(c)(3) organizations.

The Foundation's Board of Trustees meets in June to review all letters of intent. Selected organizations will be asked to submit a full proposal to be received in the Foundation's office no later than August 1. Grant decisions will be made in November and funds will be dispersed by year end.

Weyerhaeuser Family Foundation, Inc. does not normally make grants for:

- projects with local or regional emphasis unless under the Initiatives guidelines;
- operating budgets of established organizations;
- annual campaigns of any organizations;
- capital outlay, building and equipment, endowment of loan programs;
- individual, scholarships, fellowships or travel;
- development or distribution of films, publications, books, etc.;
- elementary and secondary education, college or university endowment, program or research funds; and
- lobbying, propaganda, programs which influence legislation or activities prohibited under Federal laws.

Please see the Foundation's website www.wfamilyfoundation.org for the more current guidelines and deadlines.

IDENTIFICATION NO. 41-6012062

19000

WEYERHAEUSER FAMILY FOUNDATION, INC.

30 East 7th Street, Suite 2000
St. Paul, MN 55101-4930

SCHEDULE OF CONTRIBUTIONS PAID DURING 2010

<u>RECIPIENT NAME & ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Curamericas Global Raleigh, NC	Public Charity	Operating support	\$ 29,529.00
Ecotrust Portland, OR	Public Charity	Operating support	\$ 30,000.00
EcoViva Oakland, CA	Public Charity	Operating support	\$ 20,000.00
Empowerment International Lyons, CO	Public Charity	Operating support	\$ 26,300.00
Family Partnership Minneapolis, MN	Public Charity	Operating support	\$ 25,000.00
Forest Stewardship Council U.S. Minneapolis, MN	Public Charity	Operating support	\$ 30,000.00

IDENTIFICATION NO. 41-6012062

19000

WEYERHAEUSER FAMILY FOUNDATION, INC.

30 East 7th Street, Suite 2000
St. Paul, MN 55101-4930

SCHEDULE OF CONTRIBUTIONS PAID DURING 2010

<u>RECIPIENT NAME & ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Friendship Bridge Lakewood, CO	Public Charity	Operating support	\$ 25,000.00
Friendship Home of Lincoln Inc Lincoln, NE	Public Charity	Operating support	\$ 26,636.00
Guardian Angel Community Services Joliet, IL	Public Charity	Operating support	\$ 25,000.00
Inland Northwest Land Trust Spokane, WA	Public Charity	Operating support	\$ 15,000.00
Lee Carlson Center for Mental Health and Well-Being Fridley, MN	Public Charity	Operating support	\$ 20,000.00
MADRE New York, NY	Public Charity	Operating support	\$ 20,000.00
Mattole Restoration Council Petaluma, CA	Public Charity	Operating support	\$ 25,000.00

IDENTIFICATION NO. 41-6012062

19000

WEYERHAEUSER FAMILY FOUNDATION, INC.

30 East 7th Street, Suite 2000
St. Paul, MN 55101-4930

SCHEDULE OF CONTRIBUTIONS PAID DURING 2010

<u>RECIPIENT NAME & ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Minnesota Forest Resources Partnership Bemidji, MN	Public Charity	Operating support	\$ 9,300.00
Northwest Natural Resource Group Port Townsend, WA	Public Charity	Operating support	\$ 25,000.00
One Acre Fund Falcon Heights, MN	Public Charity	Operating support	\$ 30,000.00
Peace and Hope Partnership International Minneapolis, MN	Public Charity	Operating support	\$ 25,000.00
Pee Dee Coalition Against Domestic and Sexual Assault Florence, SC	Public Charity	Operating support	\$ 25,000.00

IDENTIFICATION NO. 41-6012062

19000

WEYERHAEUSER FAMILY FOUNDATION, INC.

30 East 7th Street, Suite 2000
St. Paul, MN 55101-4930

SCHEDULE OF CONTRIBUTIONS PAID DURING 2010

<u>RECIPIENT NAME & ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Peter C. Alderman Foundation Bedford, NY	Public Charity	Operating support	\$ 20,000.00
Ryther Child Center Seattle, WA	Public Charity	Operating support	\$ 25,000.00
Sound Mental Health Seattle, WA	Public Charity	Operating support	\$ 25,000.00
Starfish One-by-One Evergreen, CO	Public Charity	Operating support	\$ 25,000.00
Sustainable Northwest Portland, OR	Public Charity	Operating support	\$ 25,000.00
University of Washington Northwest Environmental Forum Seattle, WA	Public Charity	Operating support	\$ 25,000.00
Valley Cities Counseling and Consultation Auburn, WA	Public Charity	Operating support	\$ 27,489.00

IDENTIFICATION NO. 41-6012062

19000

WEYERHAEUSER FAMILY FOUNDATION, INC.

30 East 7th Street, Suite 2000
St. Paul, MN 55101-4930

SCHEDULE OF CONTRIBUTIONS PAID DURING 2010

<u>RECIPIENT NAME & ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Village Enterprise Fund San Carlos, CA	Public Charity	Operating support	\$ 28,000.00
Washington County Mental Health Services Inc. Child and Family Treatment Program Barre, VT	Public Charity	Operating support	\$ 25,000.00
Total Contributions Paid in Cash			\$ 657,254.00

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000

St. Paul, Minnesota 55101-4930

www.wfamilyfoundation.org

41-6012062

**2010 Form 990 PF, Return of Private Foundation
Part VII-A, Line 10 - New Substantial Contributors**

William T. Weyerhaeuser*

30 East Seventh Street, Suite 2000

Saint Paul, MN 55101 - 4930

* Became a substantial contributor in 2008

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

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

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

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

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	WEYERHAEUSER FAMILY FOUNDATION	41-6012062
	Number, street, and room or suite no. If a P.O. box, see instructions	
	30 EAST SEVENTH STREET, SUITE 2000	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ST PAUL, MN 55101-4930	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
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 (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of **FIDUCIARY COUNSELLING, INC**
Telephone No **651-228-0935** FAX No. **651-228-0776**
- 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.

- I request an additional 3-month extension of time until 11/15, 2011.
- For calendar year 2010, or other tax year beginning , 20 , and ending , 20 .
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension THE TAXPAYER OWNS AN INTEREST IN A PARTNERSHIP AND HAS NTO YET RECEIVED A SCHEDULE K-1. THEREFORE, THE TAXPAYER REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	0.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	8,062.00
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	

Signature and Verification

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

Signature  Title ATTORNEY Date 7/27/11

FIDUCIARY COUNSELLING, INC
30 E. 7TH STREET, SUITE 2000
SAINT PAUL, MN 55101-4930

Form 8868 (Rev 1-2011)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

- 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	Employer identification number
	WEYERHAEUSER FAMILY FOUNDATION	41-6012062
	Number, street, and room or suite no. If a P.O. box, see instructions	
	30 EAST SEVENTH STREET, SUITE 2000	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	ST PAUL, MN 55101-4930	

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

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 (sec. 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 ► FIDUCIARY COUNSELLING, INC

Telephone No. ► 651 228-0935FAX No ► 651 228-0776

- 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 08/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ 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 \$ <u>19500</u>
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 \$ <u>17000</u>
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 \$ <u>2500</u>

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)