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Form **990-PF** (2010)

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	49,398,907	51,142,483	51,238,996
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	84,000	84,000	125,800
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	4,439,017	2,678,529	2,678,529	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	53,921,924	53,905,012	54,043,325	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,015,783	1,015,783	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	52,906,141	52,889,229	
	30	Total net assets or fund balances (see page 17 of the instructions)	53,921,924	53,905,012	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	53,921,924	53,905,012	

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	53,921,924
2	Enter amount from Part I, line 27a	2	-1,636,138
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,622,202
4	Add lines 1, 2, and 3	4	53,907,988
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,976
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	53,905,012

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 Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	
a	See Additional Data Table			
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	See Additional Data Table			
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 }		21,787,856
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	{ }		3

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	3,203,415	54,470,275	0 058810
2008	2,895,985	55,395,391	0 052278
2007	2,484,955	40,886,616	0 060777
2006	2,337,199	29,152,891	0 080170
2005	2,092,661	13,823,828	0 151381
2	Total of line 1, column (d).		20 403416
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		30 080683
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.		427,668,550
5	Multiply line 4 by line 3.		52,232,382
6	Enter 1% of net investment income (1% of Part I, line 27b).		619,717
7	Add lines 5 and 6.		72,252,099
8	Enter qualifying distributions from Part XII, line 4.		83,499,007
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		119,717
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-)		20
3 Add lines 1 and 2.		319,717
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		40
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		519,717
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a2,976	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		72,976
8 Enter any penalty for underpayment of estimated tax Check here ☐ 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		916,741
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ Refunded ☐		11

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
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)? 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.		1b	No
c Did the foundation file Form 1120-POL for this year?.		1c	No
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? If "Yes," attach a detailed description of the activities.		2	No
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	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ DC			
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	Yes
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		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  www.westwindfoundation.org	13	Yes	
14	The books are in care of  Edward M Miller Telephone no  (434) 977-5762 Located at  c/o WWM 232 East High Street Charlottesville VA ZIP+4  22902			
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?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 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		No
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  20____, 20____, 20____, 20____  Yes  No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

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	10,669,537
b	Average of monthly cash balances.	1b	17,420,361
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	28,089,898
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	28,089,898
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	421,348
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,668,550
6	Minimum investment return. Enter 5% of line 5.	6	1,383,428

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	1,383,428
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	19,717
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	19,717
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,363,711
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,363,711
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,363,711

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	3,499,007
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	
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	3,499,007
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	19,717
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,479,290
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				1,363,711
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.	1,418,548			
b From 2006.	895,394			
c From 2007.	476,540			
d From 2008.	143,796			
e From 2009.	482,877			
f Total of lines 3a through e.	3,417,155			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 3,499,007				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				1,363,711
e Remaining amount distributed out of corpus	2,135,296			
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	5,552,451			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the 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 page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	1,418,548			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	4,133,903			
10 Analysis of line 9				
a Excess from 2006. . . .	895,394			
b Excess from 2007. . . .	476,540			
c Excess from 2008. . . .	143,796			
d Excess from 2009. . . .	482,877			
e Excess from 2010. . . .	2,135,296			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

EDWARD M MILLER

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

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	3,499,007
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2010)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

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

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
--------------------------	--------------------------	---------------------------------

Sign Here

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

Signature of officer or trustee

2011-07-30

Date

Title

Paid Preparer's Use Only

Preparer's Signature

William A De Lorenzo

Firm's name

William A De Lorenzo Esq

420 Lexington Avenue Ste 303

Firm's address

New York, NY 10170

Date

Check if self-employed

PTIN

Firm's EIN

Phone no (212) 661-0565

Form 990-PF (2010)

Additional Data

Software ID:
Software Version:
EIN: 52-6358830
Name: Westwind Foundation

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
A	294,202,463 JAPANESE YEN	P	2010-03-15	2010-10-18
B	4,478 79 EURO	P	2010-03-15	2010-10-18
C	221,250 PROSHARES ULTRASHORT QQQ ETF	P	2010-04-17	2010-05-21
D	20,000 SHS ZIONS BANCORP	P	2010-01-10	2010-04-15
E	40,000 ISHARES BARCLAYS 20+ YR TREASURY BOND FUND	P	2010-01-10	2010-05-14
F	31,500 PROSHARES ULTRASHORT S&P500 ETF	P	2010-03-15	2010-05-18
G	19 SHS BERSHIRE HATHAWAY INC CL-A HOLDING CO	P	2010-03-15	2010-06-18
H	36,200 SPDR S&P 500 ETF TRUST SDDR	P	2010-01-01	2010-10-15
I	35,000 ISHARES TR S & P VALUE INDEX FD	P	2010-01-06	2010-04-05
J	30,000 ISHARES TR S&P SMALLCAP 600 VALUE	P	2010-04-05	2010-10-04
K	8,100 ISHARE TR S&P 500 GROWTH INDEX FD	P	2010-04-05	2010-01-06
L	8,600 ISHARE TR S&P 500 VALUE INDEX FD	P	2010-10-04	2010-04-05
M	5,445 ISHARES TR S&P MIDCAP 400 GROWTH INDEX FD	P	2010-10-04	2010-10-04
N	7,662 ISHARES TR S&P SMALLCAP 600 VALUE INDEX FD	P	2010-04-05	2010-10-04
O	KERRY ASSOCIATES - PASSTHROUGH	P		
P	PENNELL VENTURE MARATHON LP - PASSTHROUGH	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	3,487,901		2,684,815	803,086
B	6,262		5,762	500
C	4,133,780		3,892,571	241,209
D	524,697		261,364	263,333
E	3,800,455		3,753,698	46,757
F	1,029,836		999,119	30,717
G	2,265,871		2,033,233	232,638
H	4,193,898		3,998,576	195,322
I	2,005,650		1,901,741	103,909
J	1,843,020		1,971,767	-128,747
K	476,361		493,139	-16,778
L	492,825		465,163	27,662
M	473,472		475,544	-2,072
N	472,797		503,589	-30,792
O				28,894
P				-7,782

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			803,086
B			500
C			241,209
D			263,333
E			46,757
F			30,717
G			232,638
H			195,322
I			103,909
J			-128,747
K			-16,778
L			27,662
M			-2,072
N			-30,792
O			28,894
P			-7,782

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADVOCATES FOR A SUSTAINABLE ALBEMARLE POPULATION 3570 BRINNINGTON ROAD CHARLOTTESVILLE,VA 22901			TO FUND OPERATING NEEDS	1,000
ADVOCATES FOR YOUTH 2000 M STREET NW SUITE 750 WASHINGTON,DC 20036			TO FUND OPERATING NEEDS	140,000
ALASKA CONSERVATION ALLIANCE 810 N STREET SUITE 203 ANCHORAGE,AK 99501			TO FUND OPERATING NEEDS	15,000
ALASKA CONSERVATION FOUNDATION 441 WEST 5TH AVE SUITE 402 ANCHORAGE,AK 99501			TO FUND OPERATING NEEDS	15,000
ALASKA WILDLIFE ALLIANCE PO BOX 202022 ANCHORAGE,AK 99520			TO FUND OPERATING NEEDS	7,500
AMERICAN CHESTNUT FOUNDATION 160 ZILICOA STREET SUITE D ASHEVILLE,NC 28801			TO FUND OPERATING NEEDS	5,000
ANSWER 41 GORDON ROAD SUITE C PISCATAWAY,NJ 08854			TO FUND OPERATING NEEDS	45,000
APPALACHIAN VOICES 191 HOWARD STREET BOONE,NC 28607			TO FUND OPERATING NEEDS	60,000
BERKSHIRE TACONIC COMMUNITY FOUNDATION 271 MAIN STREET SUITE 3 GREAT BARRINGTON,MA 01230			TO FUND OPERATING NEEDS	10,000
BOYS & GIRLS CLUB OF CHARLOTTESVILLEALBEMARLE PO BOX 707 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	313,500
BUILDING GOODNESS FOUNDATION PO BOX 4325 CHARLOTTESVILLE,VA 22905			TO FUND OPERATING NEEDS	10,000
CATHOLICS FOR CHOICE 1436 U ST NW 301 WASHINGTON,DC 200093988			TO FUND OPERATING NEEDS	40,000
CENTER FOR CLIMATE STRATEGIES INC (CCS) 1899 L STREET NW SUITE 900 WASHINGTON,DC 20036			TO FUND OPERATING NEEDS	40,000
CENTER FOR INTERNATIONAL ENVIRONMENTAL LAW 1350 CONNECTICUT AVE NW SUITE 1100 WASHINGTON,DC 20036			TO FUND OPERATING NEEDS	65,000
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK,NY 10005			TO FUND OPERATING NEEDS	100,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CERES 99 CHAUNCY ST SIXTH FL BOSTON,MA 02111			TO FUND OPERATING NEEDS	50,000
CHARLES E THOMAS LIBRARY 801 NORTH OCEAN BLVD NUMBER 5 DELRAY BEACH,FL 33483			TO FUND OPERATING NEEDS	100
CHARLOTTESVILLE AREA COMMUNITY FOUNDATION PO BOX 1767 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	7,000
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DRIVE SUITE 200 CHARLOTTESVILLE,VA 22903			TO FUND OPERATING NEEDS	2,000
CHESAPEAKE BAY FOUNDATION INC 1108 EAST MAIN STREET RICHMOND,VA 23219			TO FUND OPERATING NEEDS	15,000
CHESAPEAKE CLIMATE ACTION NETWORK PO BOX 11138 TAKOMA PARK,MD 20912			TO FUND OPERATING NEEDS	140,000
COASTAL MOUNTAINS LAND TRUST 101 MOUNT BATTIE STREET CAMDEN,ME 048431519			TO FUND OPERATING NEEDS	6,000
CONSULTATIVE GROUP ON BIOLOGICAL DIVERSITY PRESIDIO BUILDING 1016 PO BOX 29361 SAN FRANCISCO,CA 94129			TO FUND OPERATING NEEDS	3,500
CROZET VOLUNTEER FIRE DEPARTMENT PO BOX 373 CROZET,VA 22932			TO FUND OPERATING NEEDS	500
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK,NY 10001			TO FUND OPERATING NEEDS	10,000
EARTHJUSTICE 426 17TH STREET SUITE 600 OAKLAND,CA 946122820			TO FUND OPERATING NEEDS	35,000
ELK HILL PO BOX 99 GOOCHLAND,VA 23063			TO FUND OPERATING NEEDS	1,000
ENVIRONMENTAL GRANTMAKERS ASSOCIATION 55 EXCHANGE PLACE SUITE 405 NEW YORK,NY 10005			TO FUND OPERATING NEEDS	1,690
ETHEL WALKER SCHOOL 230 BUSHY HILL ROAD SIMSBURY,CT 06070			TO FUND OPERATING NEEDS	500
FEMINIST MAJORITY FOUNDATION 1600 WILSON BLVD SUITE 801 ARLINGTON,VA 22209			TO FUND OPERATING NEEDS	40,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FORESTETHICS 1 HAIGHT ST SAN FRANCISCO,CA 941025801			TO FUND OPERATING NEEDS	100,000
FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS PO BOX 750 ROCKVILLE,MD 20848			TO FUND OPERATING NEEDS	11,725
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE SUITE A BOULDER,CO 803015414			TO FUND OPERATING NEEDS	75,000
GREEN VALE SCHOOL 250 VALENTINES LANE GLEN HEAD,NY 115452523			TO FUND OPERATING NEEDS	500
GREENPEACE FUND INC 702 H ST NW SUITE 300 WASHINGTON,DC 200013734			TO FUND OPERATING NEEDS	50,000
GRIST MAGAZINE INC 710 SECOND AVENUE SUITE 860 SEATTLE,WA 98104			TO FUND OPERATING NEEDS	10,000
GULF OF MAINE RESEARCH INSTITUTE 350 COMMERCIAL ST PORTLAND,ME 041014618			TO FUND OPERATING NEEDS	5,000
HABITAT FOR HUMANITY PO BOX 7305 CHARLOTTESVILLE,VA 22906			TO FUND OPERATING NEEDS	5,000
HARVARD BUSINESS SCHOOL SOLDIERS FIELD BOSTON,MA 02163			TO FUND OPERATING NEEDS	15,000
HARVARD GRADUATE SCHOOL OF EDUCATION 101 LONGFELLOW HALL APPIAN WAY CAMBRIDGE,MA 021383752			TO FUND OPERATING NEEDS	5,000
INTERNATIONAL PLANNED PARENTHOOD FEDERATION WESTERN HEMISPHERE REGION 120 WALL STREET 9TH FLOOR NEW YORK,NY 10005			TO FUND OPERATING NEEDS	230,000
IPAS 300 MARKET ST SUITE 200 CHAPEL HILL,NC 275164493			TO FUND OPERATING NEEDS	50,000
JACKSON LABORATORY 600 MAIN STREET BAR HARBOR,ME 11111			TO FUND OPERATING NEEDS	5,000
JANE GOODALL INSTITUTE FOR WILDLIFE RESEARCH EDUCATION & CONSERVATION 4245 FAIRFAX DR SUITE 600 ARLINGTON,VA 222031649			TO FUND OPERATING NEEDS	1,500
KONBIT SANTECAP HAITIEN HEALTH PARTNERSHIP 126 WILLIAM STREET PORTLAND,ME 04103			TO FUND OPERATING NEEDS	5,000
Total 3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LAND TRUST ALLIANCE 1660 I ST NW SUITE 1100 WASHINGTON,DC 20036			TO FUND OPERATING NEEDS	65,000
LEHIGH UNIVERSITY 641 TAYLOR STREET BETHLEHEM,PA 18015			TO FUND OPERATING NEEDS	15,000
LIVE ARTS WATER STREET CHARLOTTESVILLE,VA 22903			TO FUND OPERATING NEEDS	1,000
MAINE COAST HERITAGE TRUST ONE BOWDOIN MILL ISLAND SUITE 201 TOPSHAM,ME 040860000			TO FUND OPERATING NEEDS	20,000
MAINE ISLAND TRAIL ASSOCIATION 58 FORE STREET BLDG 30 3RD FLOOR PORTLAND,ME 04101			TO FUND OPERATING NEEDS	1,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK,NY 100216007			TO FUND OPERATING NEEDS	5,000
MS CARE CENTER AT NYU HOSPITAL FOR JOINT DISEASES 301 EAST 17TH ST SUITE 544 NEW YORK,NY 10003			TO FUND OPERATING NEEDS	5,000
MSI-US PO BOX 7910 BOULDER,CO 803067900			TO FUND OPERATING NEEDS	185,000
NARAL PRO-CHOICE VIRGINIA FOUNDATION PO BOX 1204 ALEXANDRIA,VA 22313			TO FUND OPERATING NEEDS	10,000
NATIONAL AUDUBON SOCIETY 159 SAPSUCKER WOODS ROAD ITHACA,NY 14850			TO FUND OPERATING NEEDS	2,000
NATIONAL URBAN SQUASH AND EDUCATION ASSOCIATION 795 COLUMBUS AVE ROXBURY CROSSING,MA 02120			TO FUND OPERATING NEEDS	5,000
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET 11TH FLOOR NEW YORK,NY 100114211			TO FUND OPERATING NEEDS	100,000
NORTHERN ALASKA ENVIRONMENTAL CENTER 830 COLLEGE ROAD FAIRBANKS,AK 997011535			TO FUND OPERATING NEEDS	20,000
OUTWARD BOUND 100 MYSTERY POINT ROAD GARRISON,NY 105240000			TO FUND OPERATING NEEDS	30,000
PACIFIC ENVIRONMENT & RESOURCES CENTER (DBA PACIFIC ENVIRONMENT) 251 KEARNY STREET 2ND FL SAN FRANCISCO,CA 94108			TO FUND OPERATING NEEDS	60,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PARAMOUNT THEATER PO BOX 2309 CHARLOTTESVILLE,VA 229022309			TO FUND OPERATING NEEDS	5,847
PBS FOUNDATION 2100 CRYSTAL DRIVE ARLINGTON,VA 222023784			TO FUND OPERATING NEEDS	10,000
PIEDMONT CASA PO BOX 603 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	5,000
PINE MANOR COLLEGE 400 HEATH STREET CHESTNUT HILL,MA 02467			TO FUND OPERATING NEEDS	1,000
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD STREET NEW YORK,NY 100012601			TO FUND OPERATING NEEDS	65,000
PLANNED PARENTHOOD HEALTH SYSTEMS INC 2964 HYDRAULIC ROAD CHARLOTTESVILLE,VA 22901			TO FUND OPERATING NEEDS	30,000
PORTLAND MUSEUM OF ART 7 CONGRESS SQ PORTLAND,ME 04101			TO FUND OPERATING NEEDS	5,000
PROUTS NECK ASSOCIATION 499 BLACK POINT ROAD SCARBOROUGH,ME 04074			TO FUND OPERATING NEEDS	750
PUBLIC HEALTH INSTITUTE 555 12TH STREET 10TH FLOOR OAKLAND,CA 946074046			TO FUND OPERATING NEEDS	100,000
QUEENS BOTANICAL GARDEN 43 - 50 MAIN STREET FLUSHING,NY 11355			TO FUND OPERATING NEEDS	2,000
RECORDING FOR THE BLIND AND DYSLEXIC 1021 MILLMONT STREET CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	1,000
RENEWABLE ENERGY ALASKA PROJECT 308 G STREET SUITE 218 ANCHORAGE,AK 99501			TO FUND OPERATING NEEDS	25,000
REPRODUCTIVE HEALTH TECHNOLOGIES PROJECT 1020 19TH STREET NW SUITE 875 WASHINGTON,DC 20036			TO FUND OPERATING NEEDS	45,000
RONALD MCDONALD HOUSE CHARITIES OF CHARLOTTESVILLE 300 9TH STREET SW CHARLOTTESVILLE,VA 229030840			TO FUND OPERATING NEEDS	2,000
SCARBOROUGH LAND CONSERVATION TRUST PO BOX 1237 SCARBOROUGH,ME 040701237			TO FUND OPERATING NEEDS	5,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEXUALITY INFORMATION COUNCIL OF THE UNITED STATES 90 JOHN ST SUITE 704 NEW YORK, NY 10038			TO FUND OPERATING NEEDS	45,000
SIERRA CLUB FOUNDATION 85 2ND STREET SUITE 750 SAN FRANCISCO, CA 94105			TO FUND OPERATING NEEDS	20,000
SKYTRUTH PO BOX 3283 SHEPHERDSTOWN, WV 254433283			TO FUND OPERATING NEEDS	40,000
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE INC PO BOX 1765 CHARLESTON, SC 29402			TO FUND OPERATING NEEDS	25,000
SOUTHERN ALLIANCE FOR CLEAN ENERGY PO BOX 1842 KNOXVILLE, TN 37901			TO FUND OPERATING NEEDS	95,000
SOUTHERN ENVIRONMENTAL LAW CENTER 201 W MAIN STREET SUITE 14 CHARLOTTESVILLE, VA 229025065			TO FUND OPERATING NEEDS	305,000
SPECIAL OLYMPICS MAINE 125 JOHN ROBERTS ROAD SUITE 19 SOUTH PORTLAND, ME 04106			TO FUND OPERATING NEEDS	2,000
ST JAMES EPISCOPAL CHURCH 13 FEDERAL STREET BRUNSWICK, ME 04011			TO FUND OPERATING NEEDS	200
ST PAUL'S MEMORIAL CHURCH 1700 UNIVERSITY AVENUE CHARLOTTESVILLE, VA 22903			TO FUND OPERATING NEEDS	1,000
STONEWALL JACKSON AREA COUNCIL (BOY SCOUTS OF AMERICA) PO BOX 813 WAYNESBORO, VA 22980			TO FUND OPERATING NEEDS	1,250
SUSAN L CURTIS CHARITABLE FOUNDATION PO BOX 821 PORTLAND, ME 041040821			TO FUND OPERATING NEEDS	1,500
TABOR ACADEMY ALUMNI HOUSE MARION, MA 02738			TO FUND OPERATING NEEDS	10,000
TEXAS A AND M UNIVERSITY 505 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840			TO FUND OPERATING NEEDS	1,000
THE COMPASS PROJECT 170 ANDERSON STREET PORTLAND, ME 04103			TO FUND OPERATING NEEDS	5,000
THE HEALTH WAGON 163 NUMBER TEN STREET CLINCHCO, VA 24226			TO FUND OPERATING NEEDS	10,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE HILL SCHOOL 717 EAST HIGH STREET POTTSTOWN,PA 19464			TO FUND OPERATING NEEDS	18,750
THOMAS JEFFERSON FOUNDATION PO BOX 217 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	5,000
TRUDEAU INSTITUTE 154 ALGONQUIN AVENUE SARANAC LAKE,NY 12983			TO FUND OPERATING NEEDS	15,000
UNIVERSITY OF RICHMOND OFFICE OF ADVANCEMENT MARYLAND HALL CAMPUS DRIVE RICHMOND,VA 23173			TO FUND OPERATING NEEDS	50,000
UVA CANCER RESEARCH CENTER PO BOX CHARLOTTESVILLE,VA 22904			TO FUND OPERATING NEEDS	2,000
UVA HEALTH SYSTEM DEPARTMENT OF PEDIATRICS PO BOX 800386 CHARLOTTESVILLE,VA 22908			TO FUND OPERATING NEEDS	2,000
UVA MILLER CENTER OF PUBLIC AFFAIRS PO BOX 400406 CHARLOTTESVILLE,VA 22904			TO FUND OPERATING NEEDS	5,000
VIRGINIA ORGANIZING PROJECT 703 CONCORD AVENUE CHARLOTTESVILLE,VA 229035208			TO FUND OPERATING NEEDS	39,500
WETLANDS WATCH PO BOX 9335 NORFOLK,VA 23505			TO FUND OPERATING NEEDS	25,000
WILLIAMS COLLEGE 75 PARK STREET WILLIAMSTOWN,MA 012670067			TO FUND OPERATING NEEDS	15,000
WILLIAMSTOWN THEATRE FESTIVAL PO BOX 517 WILLIAMSTOWN,MA 01267			TO FUND OPERATING NEEDS	5,000
WOMEN UNITED IN PHILANTHROPY 806 EAST HIGH STREET CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	1,000
WVTF PUBLIC RADIONATIONAL PUBLIC RADIO 3520 KINGSBURY LANE ROANOKE,VA 24014			TO FUND OPERATING NEEDS	5,000
AIDS FOUNDATION HOUSTON INC 3202 WESLAYAN ANNEX HOUSTON,TX 77027			TO FUND OPERATING NEEDS	500
AMERICAN FRIENDS OF THE PARENTS CIRCLE FAMILIES FORUM 301 E 57TH ST 4TH FL NEW YORK,NY 10022			TO FUND OPERATING NEEDS	5,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION INC 7272 GREENVILLE AVE DALLAS,TX 75231			TO FUND OPERATING NEEDS	500
AMERICAN DIABETES ASSOCIATION INC 1701 N BEAUREGARD STREET ALEXANDRIA,VA 22311			TO FUND OPERATING NEEDS	250
COMMUNITY ACCESS INC 2 WASHINGTON STREET 9TH FL NEW YORK,NY 10004			TO FUND OPERATING NEEDS	500
CENTER FOR NONPROFIT EXCELLENCE PO BOX 5652 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	1,445
ISLAND PRESS 1718 CONNECTICUT AVENUE NW STE 300 WASHINGTON,DC 20009			TO FUND OPERATING NEEDS	10,000
LOCAL FOOD HUB PO BOX 4647 CHARLOTTESVILLE,VA 22905			TO FUND OPERATING NEEDS	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 101-A FIRST AVENUE NO 6 WALTHAM,MA 02451			TO FUND OPERATING NEEDS	1,000
PUBLIC EDUCATION FUND OF CHARLOTTESVILLE-ALBEMARLE INC PO BOX 175 CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	500
PLANNED PARENTGOOD LEAGUE OF MASSACHUSETTS INC 1055 COMMONWEALTH AVENUE BOSTON,MA 02215			TO FUND OPERATING NEEDS	5,000
POPULATION MEDIA CENTER PO BOX 547 SHELBURNE,VT 05482			TO FUND OPERATING NEEDS	50,000
POUND RIDGE LAND CONSERVANCY 130 OLD STONEHILL RD POUND RIDGE,NY 10576			TO FUND OPERATING NEEDS	5,000
SHENANDOAH NATIONAL PARK TRUST 414 E MARKET ST STE D CHARLOTTESVILLE,VA 22902			TO FUND OPERATING NEEDS	6,000
THE ST FRANCIS HOSPITAL FOUNDATION INC 100 PORT WASHINGTON BLVD ROSLYN,NY 11576			TO FUND OPERATING NEEDS	10,000
VIRGINIA CONSERVATION NETWORK 422 E FRANKLIN ST STE 303 RICHMOND,VA 23219			TO FUND OPERATING NEEDS	10,000
WEST COAST ENVIRONMENTAL LAW RESEARCH FOUNDATION 200 - 2006 WEST 10TH AVENUE VANCOUVER,BRITISH COLUMBIA V6J 2B3 CA			TO FUND OPERATING NEEDS	45,000
Total  3a				3,499,007

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RECTOR & VISITOSR OF THE UNIVERSITY OF VIRGINIA 914 EMMET ST N CHARLOTTESVILLE,VA 22903			TO FUND OPERATING NEEDS	7,500
RIVANNA COMMUNITY CHURCH PO BOX 587 RUCKERSVILLE,VA 22903			TO FUND OPERATING NEEDS	5,000
CHILDREN'S ORGANIZATION OF SOUTHEAST ASIA 1006 OLD HOLCOMB BRIDGE RD ROSWELL,GA 30076			TO FUND OPERATING NEEDS	1,000
LENOX HILL NEIGHBORHOOD HOUSE INC 331 EAST 70TH STREET NEW YORK,NY 10021			TO FUND OPERATING NEEDS	5,000
Total			3a	3,499,007

TY 2010 Accounting Fees Schedule

Name: Westwind Foundation

EIN: 52-6358830

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	3,433	3,433		0

**TY 2010 Investments Corporate
Stock Schedule**

Name: Westwind Foundation
EIN: 52-6358830

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Virginia National Bank	84,000	125,800

TY 2010 Legal Fees Schedule

Name: Westwind Foundation

EIN: 52-6358830

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal & Professional Fees	2,190	2,190		0

TY 2010 Other Assets Schedule**Name:** Westwind Foundation**EIN:** 52-6358830

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Pennell Venture Partners	17,829	10,012	10,012
Tall Oaks	237,547	228,149	228,149
Pennell Venture Marathon II	267,737	262,464	262,464
Kerry Associates	3,790,904	2,052,904	2,052,904
Vibe Agent	125,000	125,000	125,000

TY 2010 Other Decreases Schedule

Name: Westwind Foundation

EIN: 52-6358830

Description	Amount
FEDERAL TAX PAID	2,976

TY 2010 Other Expenses Schedule**Name:** Westwind Foundation**EIN:** 52-6358830

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Publication/Electronic Filing Fees	158	0		0
Pass Through Expenses	11,154	11,154		0
Investment Expenses	8,189	8,189		0
Professional Society Dues	6,915	0		0
Bank Charges	166	166		0
Business Gifts	134	134		0
Entertainment	5,684	0		0
Office Supplies	794	794		0
Local Parking	432	0		0

TY 2010 Other Income Schedule

Name: Westwind Foundation

EIN: 52-6358830

Description	Revenue And Expenses Per Books	Net Invest ment Income	Adjusted Net Income
Fair Fund	91	91	91

TY 2010 Other Increases Schedule

Name: Westwind Foundation

EIN: 52-6358830

Description	Amount
FEDERAL TAX REFUND	11,632
UNREALIZED GAINS	1,610,570

TY 2010 Other Professional Fees Schedule

Name: Westwind Foundation

EIN: 52-6358830

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Kerry Associates - Inv Fees	54,001	54,001		0

TY 2010 Taxes Schedule**Name:** Westwind Foundation**EIN:** 52-6358830

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax Paid	1,489	1,489		0