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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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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
HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

A Employer identification number
84-6281031

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 3168

B Telephone number (see page 10 of the instructions)
(503) 275-4327

City or town, state, and ZIP code
PORTLAND, OR 97208

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,831,360

J Accounting method ☐ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	104,897	104,897		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	287,823			
	b	Gross sales price for all assets on line 6a 835,802				
	7	Capital gain net income (from Part IV, line 2)		287,823		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	392,720	392,720		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	33,361	30,025		3,336
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)	480	0	0	480
	b	Accounting fees (attach schedule)	1,500	0	0	1,500
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	796			0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	36,137	30,025	0	5,316
	25	Contributions, gifts, grants paid	120,000			120,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	156,137	30,025	0	125,316
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	236,583			
	b	**Net investment income** (if negative, enter -0-)		362,695		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	18,448	303,798	303,798
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	496,820	199,934	203,228
b	Investments—corporate stock (attach schedule)	902,122	1,157,674	1,346,234
c	Investments—corporate bonds (attach schedule)	918,685	918,685	978,100
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
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)	2,336,075	2,580,091	2,831,360
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	
	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	2,336,075	2,580,091	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,336,075	2,580,091	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,336,075	2,580,091	

(Lines 1–16: Assets; lines 17–23: Liabilities; lines 24–31: Net Assets or Fund Balances)

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,336,075
2	Enter amount from Part I, line 27a	2	236,583
3	Other increases not included in line 2 (itemize) ▶	3	8,464
4	Add lines 1, 2, and 3	4	2,581,122
5	Decreases not included in line 2 (itemize) ▶	5	1,031
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,580,091

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	(h) Gain or (loss) (e) plus (f) minus (g)
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			(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	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	2	287,823
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	151,326	2,622,477	0 057703
2008	151,904	2,904,383	0 052302
2007	155,056	3,222,541	0 048116
2006	150,826	3,105,706	0 048564
2005	152,486	3,069,595	0 049676

2	**Total** of line 1, column (d).	2	0 256362
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 051272
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,757,113
5	Multiply line 4 by line 3.	5	141,364
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,627
7	Add lines 5 and 6.	7	144,991
8	Enter qualifying distributions from Part XII, line 4.	8	125,316

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	7,254
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	7,254
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	7,254
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	798		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	798
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	6,456
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	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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) ▶ CO			
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?	13	Yes	

Website address ▶

14 The books are in care of ▶US BANK Telephone no ▶(503) 275-4327

Located at ▶555 SW OAK PORTLAND OR ZIP+4 ▶97204

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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
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 VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
US BANK PO BOX 3168 PORTLAND,OR 97208	CO-TRUSTEE 1	34,511		
LEONARD CAMPBELL 3447 S BIRCH DENVER,CO 80222	CO-TRUSTEE 1	350		

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 ▶				0

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

3 Five highest-paid independent contractors for professional services (see 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. . . . . ▶	

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	2,706,614
b	Average of monthly cash balances.	1b	92,485
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	2,799,099
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,799,099
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	41,986
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,757,113
6	**Minimum investment return.** Enter 5% of line 5.	6	137,856

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	137,856
2a	Tax on investment income for 2010 from Part VI, line 5. — 2a: 7,254		
b	Income tax for 2010 (This does not include the tax from Part VI). — 2b:		
c	Add lines 2a and 2b.	2c	7,254
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	130,602
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	130,602
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	130,602

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	125,316
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	125,316
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	125,316

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					130,602
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only.				117,414	
b Total for prior years 2008 , 20____ , 20____			0		
3 Excess distributions carryover, if any, to 2010					
a From 2005.	0				
b From 2006.	0				
c From 2007.	0				
d From 2008.	0				
e From 2009.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 125,316					
a Applied to 2009, but not more than line 2a				117,414	
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.					7,902
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:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			0		
e Undistributed income for 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					122,700
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)		0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2006. . . .	0				
b Excess from 2007. . . .	0				
c Excess from 2008. . . .	0				
d Excess from 2009. . . .	0				
e Excess from 2010. . . .	0				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
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))

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

HW LL VICKSMAN CHARITABLE TRUST
C/O US BANK 950 17TH - 5TH FLOOR
DENVER, CO 80202
(303) 585-4557

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

CONTACT ABOVE

c Any submission deadlines

CONTACT ABOVE

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

TRUSTEES WILL DESIGNATE FUNDS TO CHARITABLE EDUCATIONAL ORGANIZATIONS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				120,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	104,897	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	287,823	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				392,720	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 392,720

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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?

		Yes	No
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

****** | 2011-03-31 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name		Firm's EIN	
Firm's address		Phone no	

Additional Data

Software ID:
Software Version:
EIN: 84-6281031
Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

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	400 ABBOTT LABS		2003-03-28	2010-10-04
B	707 BANK OF NEW YORK MELLON CORP		1995-02-08	2010-10-04
C	425 CHEVRONTEXACO CORP		1995-01-09	2010-10-04
D	700 CLOROX CO		1995-01-09	2010-10-04
E	600 COLGATE PALMOLIVE CO		1995-01-09	2010-10-04
F	1395 COMCAST CORP CL A		2009-11-30	2010-10-04
G	330 CONOCOPHILLIPS		2009-08-28	2010-10-04
H	297 DU PONT E I DE NEMOURS & CO		1995-05-26	2010-10-04
I	600 EQUITY RESIDENTIAL		1996-02-06	2010-10-04
J	239 EXXON MOBIL CORP		1995-01-09	2010-10-04
K	100000 F N M A M T N 4 750% 12/15/10		2006-03-03	2010-12-15
L	139 GENERAL DYNAMICS CORP		2003-03-28	2010-10-04
M	500 HARTFORD FINANCIAL SERVICES GRP INC		2003-03-28	2010-10-04
N	332 INTEL CORP		2003-03-28	2010-10-04
O	200 INTERNATIONAL BUSINESS MACHS CORP		2003-03-28	2010-10-04
P	35 JOHNSON & JOHNSON		2006-03-06	2010-10-04
Q	500 ELI LILLY CO		1995-01-09	2010-10-04
R	54 MC DONALD'S CORP		2009-11-30	2010-10-04
S	375 MICROSOFT CORP		2007-01-24	2010-10-04
T	363 PEPSICO INC		1995-01-09	2010-10-04
U	428 TARGET CORPORATION		2003-03-28	2010-10-04
V	500 TRAVELERS COS INC		2003-03-28	2010-10-04
W	800 UNION PACIFIC CORPORATION COMMON STOCK		2003-03-28	2010-10-04
X	200000 U S TREASURY NT 4 500% 11/15/10		2006-03-03	2010-11-15
Y	600 UNITED TECHNOLOGIES CORP		2003-03-28	2010-10-04
Z	CAPITAL GAIN DIVIDENDS	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	20,933		14,382	6,551
B	18,460		5,915	12,545
C	34,307		9,363	24,944
D	46,664		9,943	36,721
E	45,756		9,038	36,718
F	24,454		20,448	4,006
G	18,811		15,100	3,711
H	13,163		10,016	3,147
I	28,786		8,490	20,296
J	14,818		3,626	11,192
K	100,000		100,000	
L	8,586		3,933	4,653
M	11,481		18,055	-6,574
N	6,232		5,787	445
O	26,929		16,170	10,759
P	2,150		2,029	121
Q	18,096		8,086	10,010
R	4,025		3,414	611
S	8,907		11,225	-2,318
T	24,147		5,860	18,287
U	22,783		12,694	10,089
V	25,821		16,205	9,616
W	63,699		22,452	41,247
X	200,000		198,117	1,883
Y	42,270		17,631	24,639
Z				100

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				6,551
B				12,545
C				24,944
D				36,721
E				36,718
F				4,006
G				3,711
H				3,147
I				20,296
J				11,192
K				
L				4,653
M				-6,574
N				445
O				10,759
P				121
Q				10,010
R				611
S				-2,318
T				18,287
U				10,089
V				9,616
W				41,247
X				1,883
Y				24,639
Z				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SHRINERS HOSPITALS FOR CHILDREN PO BOX 31356 TAMPA, FL 33631	NONE	PUBLIC	GENERAL SUPPPORT	5,600
NATIONAL JEWISH MEDICAL & RESEARCH CENTER 1400 JACKSON STREET DENVER, CO 80206	NONE	PUBLIC	GENERAL SUPPORT	12,000
JEWISH FAMILY SERVICE OF COLORADO 3201 TAMARAC DR STE 200 DENVER, CO 80231	NONE	PUBLIC	GENERAL SUPPORT	4,800
AMERICAN LUNG ASSOCIATION OF COLO 5600 GREENWOOD PLAZA BLVD GREENWOOD VILLAGE, CO 80111	NONE	PUBLIC	GENERAL SUPPORT	3,200
AMERICAN CANCER SOCIETY NATL OFFICE PROBATE & TRU PO BOX 720366 OKLAHOMA CITY, OK 73172	NONE	PUBLIC	GENERAL SUPPORT	3,200
LARADON HALL EXCEPTIONAL CHILDREN 5100 LINCOLN ST DENVER, CO 80216	NONE	PUBLIC	GENERAL SUPPORT	3,200
JEWISH COMMUNITY FOUNDATION EXECUTIVE DIRECTOR 300 SOUTH DAHLIA DENVER, CO 80222	NONE	PUBLIC	GENERAL SUPPORT	8,000
AMERICAN HEART ASSOC NATIONAL BEQUEST CENTER PO BOX 22035 ST PETERSBURG, FL 33742	NONE	PUBLIC	GENERAL SUPPORT	3,200
BRIGHT BEGINNINGS 730 COLORADO AVE 202 DENVER, CO 80206	NONE	PUBLIC	GENERAL SUPPORT	1,400
COLORADO AGENCY FOR JEWISH EDUCATION 300 SOUTH DALIA STREET STE 101 DENVER, CO 80246	NONE	PUBLIC	GENERAL SUPPORT	7,600
COLORADO CENTER FOR THE BLIND 2233 W SHEPPERD AVE LITTLETON, CO 80120	NONE	PUBLIC	GENERAL SUPPORT	2,400
CONGREGATION EMANUEL 51 GRAPE STREET DENVER, CO 80220	NONE	PUBLIC	GENERAL SUPPORT	8,000
CHILDRENS OUTREACH PROJECT 8000 PECOS STREET DENVER, CO 80221	NONE	PUBLIC	GENERAL SUPPORT	1,900
THE CHILDREN'S HOSPITAL FOUNDATION 1245 EAST COLFAX AVE STE 400 DENVER, CO 80218	NONE	PUBLIC	GENERAL SUPPORT	13,600
THE DENVER CAMPUS FOR JEWISH EDUCATION 2450 S WABASH STREET DENVER, CO 80231	NONE	PUBLIC	GENERAL SUPPORT	8,700
Total . . . . ▶ **3a**				120,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GIRLS INCORPORATED OF METRO DENVER 3444 WEST COLFAX AVE DENVER, CO 80204	NONE	PUBLIC	GENERAL SUPPORT	1,900
HEBREW EDUCATION ALLIANCE 3600 S IVANHOE ST DENVER, CO 80237	NONE	PUBLIC	GENERAL SUPPORT	10,700
JEWISH COMMUNITY CENTER 300 S DAHLIA ST DENVER, CO 80246	NONE	PUBLIC	GENERAL SUPPORT	3,700
NATIONAL SPORTS CTR FOR DISABLED ATTN ANNUAL GIFTS MANAGER 633 17TH STREET NO 24 DENVER, CO 80202	NONE	PUBLIC	GENERAL SUPPORT	1,800
NATIONAL TAY-SACHS & ALLIED DISEASE 2001 BEACON ST 204 BOSTON, MA 02135	NONE	PUBLIC	GENERAL SUPPORT	7,800
ROCKY MT DEAF SCHOOL 1921 YOUNGFIELD STREET GOLDEN, CO 80401	NONE	PUBLIC	GENERAL SUPPORT	2,400
ROCKY MOUNTAIN STROKE ASSOC 5666 SOUTH BANNOCK LITTLETON, CO 80120	NONE	PUBLIC	GENERAL SUPPORT	2,700
SEEKING COMMON GROUND PO BOX 101958 DENVER, CO 80250	NONE	PUBLIC	GENERAL SUPPORT	700
THE GATHERING PLACE 1535 HIGH STREET DENVER, CO 80218	NONE	PUBLIC	GENERAL SUPPORT	1,500
Total . . . . ▶ **3a**				120,000

TY 2010 Accounting Fees Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

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TY 2010 Investments Corporate Bonds Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VERIZON NEW ENGLAND INC 4.75	101,250	106,753
HSBC BANK USA 4.625	100,542	104,265
PITNEY BOWES INC 4.875	98,681	105,320
GEN ELEC CAP CORP 5.375	98,975	108,478
HONEYWELL INTERNATIONAL 5.3	100,772	110,316
WELLS FARGO CO 5.625	95,467	110,718
HEWLETT PACKARD CO 4.250	52,779	51,960
GOLDMAN SACHS 3.625	51,089	51,600
BERKSHIRE HATH 4.600	53,225	53,782
FAM HIGH INCOME BOND FD	27,000	31,226
FAM SHORT TERM BOND FD	30,000	30,241
ISHARES TR IBOX CORP BOND	26,794	29,344
ROWE T PRICE INTL BOND FD	41,000	41,713
SPDR BARCLAYS CAP INTL BOND	41,111	42,384

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TY 2010 Investments Corporate Stock Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS		
BANK OF NEW YORK MELLON CORP		
CHEVRON CORPORATION	6,059	25,094
CLOROX CO		
COLGATE PALMOLIVE CO		
DUPONT E I DE NEMOURS & CO	16,962	25,090
ELI LILLY & CO		
EQUITY RESIDENTIAL		
EXXON MOBIL CORP	5,477	26,396
GENERAL DYNAMICS CORP	10,214	25,617
GENERAL ELEC CO	13,014	25,222
HARTFORD FINANCIAL SERVICES		
INTEL CORP	20,358	24,563
INTERNATIONAL BUSINESS MACHINE		
J P MORGAN CHASE & CO	20,907	24,646
JOHNSON & JOHNSON	20,962	22,575
MICROSOFT CORP	22,975	25,817
PEPSICO INC	5,440	22,016
PFIZER INC	22,333	22,991
TARGET CORPORATION	12,516	25,375
TRAVELORS COS INC		
UNION PAC CORP		
UNITED TECHNOLOGIES CORP		
WAL MART STORES INC	21,276	21,572
AMERICAN CENTURY VISTA	20,000	18,104
CREDIT SUISSE COMM RET	115,000	119,477
PIMCO TOTAL RETURN FUND	70,000	69,488
SCOUT INTERNATIONAL	194,940	213,173
TEMPLETON INSTL FDS	69,000	81,377
COMCAST CORP		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CONOCOPHILLIPS	17,846	26,559
EDISON INTL	21,916	24,897
EXELON CORPORATION	24,645	21,819
MCDONALDS	19,029	23,105
AFLAC	22,099	24,434
ATT	22,643	23,004
AUTOMATIC DATA PROCESSING	22,508	24,945
BRISTOL MYERS SQUIBB CO	22,196	21,899
KRAFT FOODS	22,411	22,782
NORFOLK SOUTHN CORP	22,285	23,997
PPG INDS INC	22,388	25,978
PROCTER & GAMBLE CO	22,409	24,124
PUBLIC STORAGE INC	22,439	23,327
TIME WARNER INC	22,307	23,709
VERIZON COMMUNICATIONS INC	22,671	24,545
WELLS FARGO CO	22,524	27,364
VANGUARD INTL GROWTH	115,688	117,142
EMERSON ELEC CO	22,237	24,011

TY 2010 Investments Government Obligations Schedule

Name:	HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800
EIN:	84-6281031
US Government Securities - End of Year Book Value:	199,934
US Government Securities - End of Year Fair Market Value:	203,228
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2010 Legal Fees Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

TY 2010 Other Decreases Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Description	Amount
RECEIVED VS REPORTED SECURITIES	1,031

TY 2010 Other Increases Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Description	Amount
REC'D VS REP'D - SECURITIES PY	8,062
ACCRUED INTEREST PAID PY	402

TY 2010 Taxes Schedule

Name: HARRY W VICKSMAN & LOUIS L VICKSMAN 89913800

EIN: 84-6281031

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATES	796	0		0