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 , and ending

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

Name of foundation
GROUSEMONT FOUNDATION

A Employer identification number
91-1276047

Number and street (or P O box number if mail is not delivered to street address)
511 BOREN AVENUE NORTH, SUITE 300

Room/suite

B Telephone number
206-323-3686

City or town, state, and ZIP code
SEATTLE, WA 98109

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 6,738,080.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3.	3.		
	4	Dividends and interest from securities	201,766.	201,766.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	106,551.			
	b	Gross sales price for all assets on line 6a 1,853,005.				
	7	Capital gain net income (from Part IV, line 2)		106,551.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	308,320.	308,320.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 1	4,630.	0.		4,630.
	c	Other professional fees STMT 2	48,123.	40,447.		7,676.
	17	Interest				
	18	Taxes STMT 3	1,632.	270.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	115.	0.		115.
	22	Printing and publications				
	23	Other expenses STMT 4	22,542.	246.		22,296.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	77,042.	40,963.		34,717.
	25	Contributions, gifts, grants paid	175,000.			175,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	252,042.	40,963.		209,717.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	56,278.			
	b	**Net investment income** (if negative, enter -0-)		267,357.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	414,740.	623,527.	623,527.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 5	1,273,595.	913,303.	986,248.
	b	Investments - corporate stock STMT 6	2,886,631.	2,867,359.	3,427,453.
	c	Investments - corporate bonds STMT 7	1,446,393.	1,625,192.	1,700,852.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** *(to be completed by all filers)*	6,021,359.	6,029,381.	6,738,080.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	6,021,359.	6,029,381.	
	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			
	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**	6,021,359.	6,029,381.	
	31	**Total liabilities and net assets/fund balances**	6,021,359.	6,029,381.	

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	6,021,359.
2	Enter amount from Part I, line 27a	2	56,278.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,077,637.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT TO COST BASIS	5	48,256.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,029,381.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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	1,853,005.		1,746,454.	106,551.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				106,551.
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	106,551.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	355,058.	6,046,193.	.058724
2008	403,814.	7,076,470.	.057064
2007	384,874.	7,766,815.	.049554
2006	384,646.	7,427,257.	.051788
2005	406,138.	7,368,857.	.055115

2 **Total** of line 1, column (d)	2	.272245
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	.054449
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,382,852.
5 Multiply line 4 by line 3	5	347,540.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,674.
7 Add lines 5 and 6	7	350,214.
8 Enter qualifying distributions from Part XII, line 4	8	209,717.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)** b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	5,347.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	5,347.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	5,347.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,800.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	3,600.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	5,400.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	4.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	49.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	49.	**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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to* **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ NONE

14 The books are in care of ▶ GROUSEMONT FOUNDATION Telephone no. ▶ (206)323-3686

Located at ▶ 511 BOREN AVENUE NORTH, SUITE 300, SEATTLE, WA ZIP+4 ▶ 98109

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

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

		Yes	No
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See 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 22 of the instructions)?		1b		X
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		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
If "Yes," list the years ▶ _____, _____, _____, _____				
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 instructions.)	N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

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

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:			
a	Average monthly fair market value of securities		1a	6,070,496.
b	Average of monthly cash balances		1b	409,557.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	6,480,053.
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	6,480,053.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	97,201.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	6,382,852.
6	**Minimum investment return.** Enter 5% of line 5		6	319,143.

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

1	Minimum investment return from Part X, line 6		1	319,143.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 5,347.		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	5,347.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	313,796.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	313,796.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	313,796.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	209,717.
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	209,717.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	209,717.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					313,796.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2010:					
a From 2005	43,962.				
b From 2006	21,354.				
c From 2007	9,320.				
d From 2008	54,326.				
e From 2009	56,272.				
f **Total** of lines 3a through e		185,234.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $	209,717.				
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2010 distributable amount					209,717.
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).)		104,079.			104,079.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		81,155.			
b Prior years undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2011** Subtract lines 7 and 8 from line 6a		81,155.			
10 Analysis of line 9:					
a Excess from 2006					
b Excess from 2007					
c Excess from 2008	24,883.				
d Excess from 2009	56,272.				
e Excess from 2010					

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				175,000.
Total			▶ 3a	175,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3.	
4 Dividends and interest from securities			14	201,766.	
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	106,551.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		308,320.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 308,320.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date 8/26/11 | Title President

Paid Preparer Use Only

Print/Type preparer's name JANE M. SEARING	Preparer's signature Jane M Searing	Date 8/23/11	Check ☐ if self-employed	PTIN
Firm's name ▶ CLARK NUBER, PS			Firm's EIN ▶	
Firm's address ▶ 10900 NE 4TH STREET, SUITE 1700 BELLEVUE, WA 98004			Phone no. 425-454-4919	

FORM 990-PF ACCOUNTING FEES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,630.	0.		4,630.
TO FORM 990-PF, PG 1, LN 16B	4,630.	0.		4,630.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	7,676.	0.		7,676.
INVESTMENT MANAGEMENT FEES	40,447.	40,447.		0.
TO FORM 990-PF, PG 1, LN 16C	48,123.	40,447.		7,676.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	270.	270.		0.
EXCISE TAXES	1,362.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,632.	270.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES AND FEES	35.	0.		35.
FOUNDATION DUES AND MEMBERSHIP	1,710.	0.		1,710.
BANK CHARGES	246.	246.		0.
ADMINISTRATIVE FEES	20,551.	0.		20,551.
TO FORM 990-PF, PG 1, LN 23	22,542.	246.		22,296.

Grousemont Foundation
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Form 990-PF, Part II, Line 10a - Columns (b) & (c) – U.S. and State Government Obligations

Shares	Description/Symbol/CUSIP Number	Line 10a - Column (b) Book Value	Line 10a - Column (c) Fair Market Value
50000	FNMA - 4 625% - 10/15/2014 (31359MWJ8)	$49,179 50	$55,611 50
25000	US TREAS NOTE - 5 000% - 08/15/2011 (9128277B2)	$25,892 00	$25,738 25
150000	US TREAS NOTE - 4 375% - 08/15/2012 (912828AJ9)	$150,674.88	$159,562 50
175000	US TREAS NOTE - 3 875% - 02/15/2013 (912828AU4)	$171,127 48	$186,991 00
175000	US TREAS NOTE - 4 750% - 05/15/2014 (912828CJ7)	$179,189 50	$195,426 00
125000	US TREAS NOTE - 5 125% - 05/15/2016 (912828FF2)	$127,267 25	$144,082 50
50000	US TREAS NOTE - 4 000% - 08/15/2018 (912828JH4)	$52,080 31	$54,242 00
50846	US TIPS - 2 125% - 01/15/2019 (912828JX9)	$54,186 50	$56,359 31
51122	US TIPS - 1 875% - 07/15/2019 (912828LA6)	$53,211 31	$55,683 43
50492	US TIPS - 1 375% - 01/15/2020 (912828MF4)	$50,494 55	$52,551 27
	TOTAL	**$913,303**	**$986,248**

Grousemont Foundation
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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
265	APPLE INC (AAPL)	$13,249 51	$85,478 40
435	ANHEUSER BUSCH INBEV SPONSORED ADR (AHBIY PK)	$27,004 62	$24,834 15
705	ALBEMARLE CP (ALB)	$29,490 18	$39,324 90
740	AMERICAN TOWER CORP CL A (AMT)	$27,166 51	$38,213 60
245	AMAZON COM (AMZN)	$19,574 75	$44,100 00
1179	AVON PRODUCTS (AVP)	$37,359 07	$34,261 74
610	BOEING CO (BA)	$52,725 70	$39,808 60
1850	BANK OF AMERICA CORP (BAC)	$29,078 13	$24,679 00
640	BECTON DICKINSON & CO (BDX)	$50,678 43	$54,092 80
620	BAKER HUGHES INTL (BHI)	$32,974 53	$35,445 40
941	BANK NEW YORK MELLON CORP COM (BK)	$35,343 90	$28,418 20
217	BLACKROCK INC (BLK)	$36,805 58	$41,355 86
740	COSTCO WHOLESALE CORP NEW (COST)	$25,212 88	$53,435 40
695	COVIDIEN LTD (COV)	$34,261 49	$31,733 70
2000	CISCO SYSTEMS INC (CSCO)	$30,460 18	$40,460 00
1135	COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS (CTSH)	$30,619 95	$83,184 15
1115	CVS CAREMARK CORP (CVS)	$26,867 61	$38,768 55
600	CHEVRONTEXACO CORP (CVX)	$47,217 66	$54,750 00
510	DEERE CO (DE)	$30,309 45	$42,355 50
950	QUEST DIAGNOSTICS (DGX)	$42,738 56	$51,271 50
845	ECOLAB INC (ECL)	$15,113 03	$42,604 90
3210	ISHARES TRUST MSCI EAFE INDEX FUND (EFA)	$231,282 30	$186,886 20
500	EDISION INTL (EIX)	$22,564 40	$19,300 00
1416	EMC CORP-MASS (EMC)	$31,583 83	$32,426 40
514	EMERSON ELECTRIC CO (EMR)	$21,026 51	$29,385 38
2500	ISHARES MSCI PACIFIC EX-JAPAN (EPP)	$110,350 03	$117,450 00
435	FIRST ENERGY CORP (FE)	$31,621 22	$16,103 70
850	FIDELITY NATIONAL INFORMATION SERVICES INC (FIS)	$20,766 92	$23,281 50
612	FRESENIUS MED CAR AG (FMS)	$32,992 47	$35,306 28

Statement 6

Grousemont Foundation
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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
2000	GENERAL ELECTRIC CO (GE)	$24,279 20	$36,580 00
1165	GENERAL MILLS INC (GIS)	$34,347 21	$41,462 35
400	SPDR S&P EMERGING ASIA PACIFIC ETF (GMF)	$33,965 76	$33,900 00
250	SPDR S&P EMERGING LATIN AMERICA ETF (GML)	$22,311 30	$22,435 00
90	GOOGLE INC CL A (GOOG)	$25,294 86	$53,457 30
120	GOLDMAN SACHS GROUP (GS)	$21,150 00	$20,179 20
1130	HOME DEPOT INC (HD)	$37,107 79	$39,617 80
695	HEWLETT PACKARD CO (HPQ)	$34,850 07	$29,259 50
240	INTERNATIONAL BUSINESS MACHINES (IBM)	$27,400 05	$35,222 40
1700	INTEL CORP (INTC)	$33,912 02	$35,751 00
855	JOHNSON CONTROLS INC (JCI)	$24,092 96	$32,661 00
400	JOHNSON & JOHNSON (JNJ)	$23,394 00	$24,740 00
960	JP MORGAN CHASE & CO (JPM)	$42,459 74	$40,723 20
1045	KRAFT FOODS INC (KFT)	$28,970 75	$32,927 95
1500	CARMAX INC (KMX)	$29,958 80	$47,820 00
394	KOHLS CORP (KSS)	$19,412 92	$21,409 96
445	MCDONALD'S CORP (MCD)	$20,728 10	$34,158 20
1300	METLIFE INC (MET)	$66,453.63	$57,772 00
1445	MARSH AND MCLENNAN COMPANIES INC (MMC)	$36,981 06	$39,506 30
390	3M CO (MMM)	$33,156 69	$33,657 00
895	MARATHON OIL CORP COM (MRO)	$42,794 07	$33,141 85
870	MORGAN STANLEY (MS)	$26,370 83	$23,672 70
1800	MICROSOFT CORPORATION (MSFT)	$37,450 00	$50,238 00
410	NATL OILWELL VARCO (NOV)	$29,572 80	$27,572 50
325	NORFOLK SOUTHERN CORP (NSC)	$15,451 34	$20,416 50
760	NOVARTIS AG ADR (NVS)	$41,037 23	$44,802 00
2290	ORACLE CORP (ORCL)	$49,760 44	$71,677 00
295	OCCIDENTAL PETE CORP (OXY)	$24,054 06	$28,939 50
730	PACCAR INC (PCAR)	$33,285 08	$41,858 20
785	PEPSICO INC (PEP)	$33,089 12	$51,284 05
2075	PFIZER INC (PFE)	$39,976 78	$36,333 25

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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol		Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
660	PRAXAIR INC (PX)		$18,542 27	$63,010 20
455	PWRSH EMERGING INFRA (PXR)		$19,318 05	$24,397 10
1255	QUALCOMM INC (QCOM)		$44,956 94	$62,109 95
400	RAYTHEON CO (RTN)		$21,800 00	$18,536 00
615	SCHLUMBERGER LTD (SLB)		$25,222 47	$51,352 50
675	STERICYCLE INC (SRCL)		$25,476 96	$54,621 00
1135	SYSCO CORP (SYY)		$17,101 58	$33,369 00
760	TEVA PHARMECEUTICAL SP ADR (TEVA)		$39,814 75	$39,618 80
675	THERMO FISHER SCIENTIFIC INC (TMO)		$24,231 57	$37,368 00
971	TIME WARNER INC (TWX)		$38,323 93	$31,237 07
710	UNITED TECHNOLOGIES CORP (UTX)		$43,385 33	$55,891 20
645	VISA INC (V)		$48,534 70	$45,395 10
485	VANGUARD FTSE ALL-WLD EX-US SMCP IDX (VSS)		$39,869 96	$48,315 70
1185	VANGUARD EMERGING MARKETS STOCK INDEX VIPERS (VWO)		$44,370 49	$57,057 75
1540	VERIZON COMMUNICATIONS (VZ)		$50,186 40	$55,101 20
410	WISCONSIN ENERGY CP (WEC)		$23,252 04	$24,132 60
1450	WELLS FARGO & CO (WFC)		$42,745 01	$44,935 50
2420	WESTERN UNION CO (WU)		$46,009 50	$44,939 40
613	EXXON MOBIL CORP (XOM)		$41,779 05	$44,822 56
1210	YUM BRANDS INC (YUM)		$42,929 84	$59,350 50
		TOTAL	**$2,867,359**	**$3,427,453**

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Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
25000	ABBOTT LABORATORIES NT DTD 5 125% 04/01/2019 (002824AU4)	$26,638 50	$27,526 50
25000	ARCHER DANIELS NOTES 05 450% 03/15/2018 (039483AY8)	$28,826 00	$27,816 00
50000	BELLSOUTH CORP NT - 5 200% - 09/15/2014 (079860AG7)	$49,492 50	$54,631 00
80000	BA 6 5% 2/15/2012 (097014AG9)	$82,760 80	$85,023 20
75000	CATERPILLAR FINL SVCS MTNS BE 5 45000% 04/15/2018 FR (14912L3U3)	$75,085 50	$82,719 00
25000	CHEVRON CORP NOTES 04 95000% 03/03/2019 (166751AJ6)	$28,943 50	$27,895 00
50000	CISCO SYSTEMS INC - 5 000% - 02/22/2016 (17275RAC6)	$51,509 50	$56,775 00
25000	COCA-COLA CO NOTES 04 87500% 03/15/2019 (191216AM2)	$26,223 75	$27,323 00
75000	CONOCOPHILLIPS BONDS 05 20000% 05/15/2018 (20825CAN4)	$74,053 75	$82,915 50
50000	COSTCO WHOLESALE CORP 5 500% 03/15/2017 (22160KAC9)	$50,887 50	$56,801 00
25000	DEERE & CO NT - 04 375% - 10/16/2019 (244199BC8)	$27,821 00	$26,082 25
55000	WALT DISNEY CO NTS - 6 3750% - 03/01/2012 (25468PBX3)	$58,012 35	$58,578 30
75000	ECOLAB INC NOTES 04 87500% 02/15/2015 (278865AH3)	$74,646 75	$81,819 75
25000	EMERSON ELEC CO NT 4 87500% 10/15/2019 (291011AY0)	$28,066 00	$26,900 00
150000	GE CAP CORP GLOB DTD 2/15/2002 5 875% 2/15/2012 (36962GXS8)	$155,892 00	$157,002 00
75000	GOLDMAN SACHS GROUP INC 5 75000% 10/01/2016SR NT (38141GER1)	$75,626 25	$81,668 25
25000	GOLDMAN SACHS GP INC FDIC TLGP 3 25000% 06/15/2012 (38146FAA9)	$26,183 00	$25,955 00
20000	HONEYWELL INTERNATIONAL DTD 2/20/2009 5% 2/15/2019 (438516AZ9)	$23,118 80	$21,894 20
125000	JP MORGAN CHASE - 4 500% - 01/15/2012 (46625HCA6)	$124,570 00	$129,683 75
25000	JOHNSON CTLS INC NT 4 875% 09/15/2013 (478366AM9)	$24,788 25	$26,863 00
48000	LOWES COS INC NT 5.60000% 09/15/2012 (548661CM7)	$49,674 24	$51,792 48
25000	MCDONALD S CORP BONDS 5 300% 03/15/2017 (58013MEA8)	$28,819 25	$27,850 25
20000	MEDTRONIC INC SR NT 5 600% 03/15/2019 (585055AN6)	$23,915 00	$22,502 80
75000	METLIFE INC NT- 5 000% - 06/15/2015 (59156RAN8)	$71,152 75	$81,401 25
25000	MICROSOFT CORP NT 4 20000% 06/01/2019 (594918AC8)	$27,304 88	$26,245 25
25000	MONSANTO CO NOTES - 5 125% - 04/15/2018 (61166WAF8)	$28,661 25	$27,217 00
25000	ORACLE CORP - 5 25% - 01/15/2016 (68402LAC8)	$27,780 25	$27,900 50
50000	PEPSICO INC SR NT - 4 650% - 02/15/2013 (713448BG2)	$50,548 00	$53,693 50
50000	PRAXAIR INC NT 5 25000% 11/15/2014 (74005PAQ7)	$51,857 00	$55,750 00

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Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
75000	SYSCO CORPORATION NOTE 05 25000% 02/12/2018 (871829AL1)	$74,819 50	$82,647 00
20000	UNITED PARCEL SRVC NOTE 05 50000% 01/15/2018 CALL (911312AH9)	$23,255 60	$22,560 40
25000	UNITED TECHNOLGY 4 875% NT, 05/01/15 (913017BH1)	$25,007 00	$27,645 00
25000	WALGREEN CO NOTES 05 25000% 01/15/2019 MAKE WHOLE (931422AE9)	$29,251 25	$27,775 00
	TOTAL	**$1,625,192**	**$1,700,852**

Statement 7

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SALLY S. WRIGHT 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
ERIN WRIGHT 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR/TREASURER 1.00	0.	0.	0.
KORYNNE WRIGHT 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR/SECRETARY 1.00	0.	0.	0.
LEE ROLFE 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR 1.00	0.	0.	0.
KATE JANEWAY 511 BOREN AVENUE NORTH, SUITE 300 SEATTLE, WA 98109	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Grousemont Foundation
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CENTER FOR STRENGTHENING THE TEACHING PROFESSION PO BOX 7052, TACOMA, WA 98417	N/A	509(a)(1)	BUILDING STATE CAPACITY TO SUPPORT EARLY CAREER EDUCATORS PROGRAM	$25,000 00
CHARLES & EMMA FRYE FREE PUBLIC ART MUSEUM INC TESTAMENTARY TRUST 704 TERRY AVE, SEATTLE, WA 98104	N/A	4940(d)(2)	GENERAL & UNRESTRICTED	$5,000 00
COLLEGE ACCESS NOW PO BOX 22999, SEATTLE, WA 98122	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$25,000 00
CONSERVATION INTERNATIONAL FOUNDATION 2011 CRYSTAL DRIVE, SUITE 500, ARLINGTON, VA 22202	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
CORPORATE COUNCIL FOR THE ARTS PO BOX 19780, SEATTLE, WA 98109	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
CORPORATE COUNCIL FOR THE ARTS PO BOX 19780, SEATTLE, WA 98109	N/A	509(a)(1)	PETER DONNELLY MERIT FUND	$1,000 00
DEER LODGE FOOD PANTRY PO BOX 285, DEER LODGE, MT 59722	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
FACING THE FUTURE 811 1ST AVE STE 454, SEATTLE, WA 98104	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$25,000 00

Grousemont Foundation
EIN: 91-1276047
Taxable Year Ending December 31, 2010

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
FATHER VAL A MCINNES EDUCATION SCHOLARSHIP FUND 1421 NORTH CAUSEWAY BOULEVARD #200, METAIRIE, LA 70001	N/A	501(c)(3)	GENERAL & UNRESTRICTED	$1,000 00
ISLANDWOOD 4450 BLAKELY AVE NE, BAINBRIDGE IS, WA 98110	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
MOCKINGBIRD SOCIETY 2100 24TH AVE S, SEATTLE, WA 98144	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,500 00
MUSEUM OF FLIGHT FOUNDATION 9404 E MARGINAL WAY S, SEATTLE, WA 98108	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
PACIFIC NORTHWEST BALLET ASSOCIATION 301 MERCER ST, SEATTLE, WA 98109	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$5,000 00
PALM SPRINGS ART MUSEUM PO BOX 2310, PALM SPRINGS, CA 92263	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$4,000 00
RECOVERY CAFE 2022 BOREN AVE, SEATTLE, WA 98121	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$5,000 00
SEATTLE AQUARIUM SOCIETY-SEAS 1415 WESTERN AVE STE 505, SEATTLE, WA 98101	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00

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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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**
SEATTLE ART MUSEUM 1300 1ST AVE, SEATTLE, WA 98101	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$14,500 00
SISTERS OF OUR LADY MT CARMEL 1101 NORTH RIVER ROAD, DES PLAINES, IL 60016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
ST MARKS PARISH 1245 10TH AVE E, SEATTLE, WA 98102	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$500 00
THE BARBARA SINATRA CHILDRENS CENTER AT EISENHOWER 39000 BOB HOPE DR, RANCHO MIRAGE, CA 92270	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
THE LIVING DESERT 47900 PORTOLA AVE, PALM DESERT, CA 92260	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$16,000 00
TREEHOUSE 2100 24TH AVE S STE 200, SEATTLE, WA 98144	N/A	509(a)(1)	COLLEGE AND CAREER PLANNING PROGRAM	$25,000 00
WOODLAND PARK ZOOLOGICAL SOCIETY 601 N 59TH ST, SEATTLE, WA 98103	N/A	509(a)(1)	READY, SET, DISCOVER PROJECT	$5,000 00
			TOTAL:	**$175,000**