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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning , 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

R&H Rosen Family Foundation

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

PO Box 5003

Room/suite

City or town, state, and ZIP code

Bellevue**WA 98009-5003**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) ▶ \$ **7,781,909**J Accounting method ☐ Cash ☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

91-1304542

B Telephone number (see page 10 of the instructions)

425-454-3030C 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 ▶ ☐

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

Operating and Administrative Expenses

1 Contributions, gifts, grants, etc., received (attach schedule)

210,6122 Check ☐ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

5,498**5,346****5,498**

4 Dividends and interest from securities

5a Gross rents

1,474,617**165,167****1,474,617**b Net rental income or (loss) **205,323**6a Net gain or (loss) from sale of assets not on line 10 **Stmt 1****130,614**b Gross sales price for all assets on line 6a **130,614**

7 Capital gain net income (from Part IV, line 2)

130,614

8 Net short-term capital gain

0

9 Income modifications

10a Gross sales less returns & 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

1,821,341**301,127****1,480,115**

13 Compensation of officers, directors, trustees, etc

0

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) **See Stmt 2****4,126****400****400****3,726**b Accounting fees (attach schedule) **Stmt 3****3,041****300****300****2,741**

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions)

19 Depreciation (attach schedule) and depletion

253,088**16,137****253,088**

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (att sch)

Stmt 4**1,021,169****73,871****1,016,206****4,963**

24 Total operating and administrative expenses.

Add lines 13 through 23

1,281,424**90,708****1,269,994****11,430**

25 Contributions, gifts, grants paid

492,250**492,250**

26 Total expenses and disbursements. Add lines 24 and 25

1,773,674**90,708****1,269,994****503,680**

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

47,667

b Net investment income (if negative, enter -0-)

210,419

c Adjusted net income (if negative, enter -0-)

210,121

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

Form **990-PF** (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments				224,340	283,059	283,059
	3 Accounts receivable ▶						
	Less allowance for doubtful accounts ▶						
	4 Pledges receivable ▶						
	Less allowance for doubtful accounts ▶						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (att. 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)						
	b Investments—corporate stock (attach schedule)						
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶						
	Less accumulated depreciation (attach sch.) ▶						
Liabilities	12 Investments—mortgage loans						
	13 Investments—other (attach schedule) See Statement 5				7,549,204	7,498,850	7,498,850
	14 Land, buildings, and equipment basis ▶						
	Less accumulated depreciation (attach sch.) ▶						
	15 Other assets (describe ▶)						
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)				7,773,544	7,781,909	7,781,909
	17 Accounts payable and accrued expenses						
	18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶)						
	23 Total liabilities (add lines 17 through 22)				0	0	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.						
Net Assets or Fund Balances	24 Unrestricted				7,773,544	7,781,909	
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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						
Net Assets or Fund Balances	30 Total net assets or fund balances (see page 17 of the instructions)				7,773,544	7,781,909	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)				7,773,544	7,781,909	

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	7,773,544
2 Enter amount from Part I, line 27a	2	47,667
3 Other increases not included in line 2 (itemize) ▶ See Statement 6	3	166,664
4 Add lines 1, 2, and 3	4	7,987,875
5 Decreases not included in line 2 (itemize) ▶ See Statement 7	5	205,966
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,781,909

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 Overdrive Inc		D	06/19/01	11/12/10
b RH Sixth-Capital Gain Divs				
c RH Stvns-Capital Gain Divs				
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 130,612			130,612
b 1			1
c 1			1
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			130,612
b			1
c			1
d			
e			

2 Capital gain net income or (net capital loss)		2	130,614
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	513,149	7,661,498	0.066978
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)	2	0.066978
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	0.066978
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,558,896
5 Multiply line 4 by line 3	5	506,280
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,104
7 Add lines 5 and 6	7	508,384
8 Enter qualifying distributions from Part XII, line 4	8	503,680

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,208
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	4,208
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	4,208
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	7,898
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	10,898
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,690
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 6,690 Refunded	11	

Part VII-A Statements Regarding Activities

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

Stmt 8

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	<input type="checkbox"/>	X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input type="checkbox"/>	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	<input type="checkbox"/>

14 The books are in care of ► **Stanley G Rosen** Telephone no ► **425-454-3030**
PO Box 5003
 Located at ► **Bellevue** WA ZIP+4 ► **98009-5003**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15** ☐

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes <input type="checkbox"/>	No X
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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) <ul style="list-style-type: none"> (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 			
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? N/A	1c		
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)) <ul style="list-style-type: none"> a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20 	2b		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <ul style="list-style-type: none"> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A <input checked="" type="checkbox"/>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>
b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>	<div style="border: 1px solid black; width: 20px; height: 20px; margin: 0 auto;"></div>

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
See Statement 9				

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 ▶**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 Grants made to 28 charitable 501(c)(3) organizations in keeping with the purposes of this foundation	492,250
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
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	0
b	Average of monthly cash balances	1b	149,979
c	Fair market value of all other assets (see page 25 of the instructions)	1c	7,524,027
d	Total (add lines 1a, b, and c)	1d	7,674,006
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	7,674,006
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	115,110
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,558,896
6	Minimum investment return. Enter 5% of line 5	6	377,945

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	377,945
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,208
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,208
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	373,737
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	373,737
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	373,737

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	503,680
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	503,680
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	503,680

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				373,737
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	132,141			
f Total of lines 3a through e	132,141			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 503,680				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				373,737
e Remaining amount distributed out of corpus	129,943			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	262,084			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	262,084			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	132,141			
e Excess from 2010	129,943			

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 foundation 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 foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
See Statement 10

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
See Statement 11

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
Stan, Michele or Miriam Rosen 425-454-3030
PO Box 5003 Bellevue WA 98009-5003

b The form in which applications should be submitted and information and materials they should include
See Statement 12

c Any submission deadlines
See Statement 13

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
See Statement 14

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 15				492,250
Total			▶ 3a	492,250
b Approved for future payment N/A				
Total			▶ 3b	

Schedule of Contributors

OMB No 1545-0047

2010

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

Name of the organization

Employer identification number

R&H Rosen Family Foundation

91-1304542

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

Name of organization R&H Rosen Family Foundation	Employer identification number 91-1304542
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Stan & Michele Rosen PO Box 5003 Bellevue WA 98009-5003	\$ 105,306	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Krijn & Judith de Jonge 1920 - 7th Ave W Seattle WA 98119	\$ 105,306	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

R&H Rosen Family Foundation

Employer identification number

91-1304542

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	6000sh Overdrive Inc	\$ 65,306	11/12/10
2	6000sh Overdrive Inc	\$ 65,306	11/12/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
				\$	\$				\$
Total				\$ 0	\$ 0			0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Legal fees	\$ 4,126	\$ 400	\$ 400	\$ 3,726
Total	\$ 4,126	\$ 400	\$ 400	\$ 3,726

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CPA fees	\$ 3,041	\$ 300	\$ 300	\$ 2,741
Total	\$ 3,041	\$ 300	\$ 300	\$ 2,741

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Bonney Lake Village 12% Schedule attached	115,812	\$	115,812	\$
Eastlake Business Pk 17.5% Schedule attached	83,694		83,694	
Hillside Plaza 2.703% Schedule attached	26,637		26,637	

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
Kent Business Campus 14% Schedule attached	160,607		160,607	
Kent Business Campus 2.5% Schedule attached	28,680		28,680	
Kirkland Way 8% Schedule attached	33,104		33,104	
Lynnwood East 11% Schedule attached	51,371		51,371	
Lynnwood Business Ctr 5% Schedule attached	9,577		9,577	
Quad 95 5% Schedule attached	18,026		18,026	
Park Heights 2.9195% Schedule attached	5,809		5,809	
Willows Park 2.9195% Schedule attached	7,124		7,124	
Stevens Hlth Center 5% Schedule attached	11,253		11,253	
RH Lynnwood Corporate 1.5% Schedule attached	15,116		15,116	
Delta Business Pk 5.375% Schedule attached	19,617		19,617	
Rosen Bel-Kirk Bldg 5% Schedule attached	93,604		93,604	
Smokey Pt Shopping 3.2204% Schedule attached	21,424		21,424	

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
Smokey Pt Shopping .8475% Schedule attached	5,638		5,638	
Sixth Ave Plaza 1.9802% Schedule attached	23,712		23,712	
Stevens Health Ctr 25.7143% Schedule attached	54,366		54,366	
Shane Plaza 4.5% Schedule attached	36,779		36,779	
Woodinville Warehouse 5% Schedule attached	21,240		21,240	
Mt. Si Shopping Ctr 8.5365% Schedule attached	75,031		75,031	
Mt Si Shopping Ctr 1.9512% Schedule attached	17,154		17,154	
Marymoor Warehouse 6.25% Schedule attached	13,870	13,870	13,870	
Military Road South 10% Schedule attached	39,058	39,058	39,058	
Bear Creek Plaza 6.25% Schedule attached	13,205	13,205	13,205	
Northcreek Business Park 5% Schedule attached	7,738	7,738	7,738	
Shane Plaza-Sec 1231 Loss Sec 1231 loss - passthru	6,960		6,960	
Expenses Bank charges	543			543

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Insurance	\$ 4,022	\$	\$	\$ 4,022
State licenses	35			35
Office supplies	73			73
Charitable contrib passthru-H	19			19
Charitable contrib passthru-K	159			159
Charitable contrib passthru-K	28			28
Charitable contrib passthru-I	6			6
Charitable contrib passthru-N	7			7
Charitable contrib passthru-P	17			17
Charitable contrib passthru-R	7			7
Charitable contrib passthru-B	10			10
Charitable contrib passthru-S	37			37
Total	\$ 1,021,169	\$ 73,871	\$ 1,016,206	\$ 4,963

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Real estate LLCs & partnerships	\$ 7,549,204	\$ 7,498,850	Market	\$ 7,498,850
Total	\$ 7,549,204	\$ 7,498,850		\$ 7,498,850

Federal Statements**Statement 6 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
Book/tax difference in rental income	\$ 166,664
Total	<u>\$ 166,664</u>

Statement 7 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
Federal income tax	\$ 25,000
Unrealized losses, book	50,354
Realized gains, book/tax difference	130,612
Total	<u>\$ 205,966</u>

Federal Statements

Statement 8 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
Stanley Rosen	PO Box 5003	Bellevue WA 98009-5003
Judith de Jonge	1920 - 7th Ave W	Seattle WA 98119

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Stanley Rosen PO Box 5003 Bellevue WA 98009-5003	President	2.00	0	0	0
Michele Rosen PO Box 5003 Bellevue WA 98009-5003	Vice Pres	2.00	0	0	0
Judith de Jonge PO Box 5003 Bellevue WA 98009-5003	Vice Pres	2.00	0	0	0
Miriam Rosen PO Box 5003 Bellevue WA 98009-5003	Secy/Treas	2.00	0	0	0
Jacob Rosen PO Box 5003 Bellevue WA 98009-5003	Director	0.00	0	0	0
Janet Gray PO Box 5003 Bellevue WA 98009-5003	Advisory Dir	0.00	0	0	0
Anson Laytner PO Box 5003 Bellevue WA 98009-5003	Advisory Dir	0.00	0	0	0
Herb Pruzan PO Box 5003 Bellevue WA 98009-5003	Advisory Dir	0.00	0	0	0
Neil Ross PO Box 5003 Bellevue WA 98009-5003	Advisory Dir	0.00	0	0	0

Federal Statements**Statement 10 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

<u>Name of Manager</u>	<u>Amount</u>
Judith de Jonge	\$ 105,306
Stanley Rosen	105,306
Total	\$ 210,612

Statement 11 - Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

<u>Name of Manager</u>	<u>Amount</u>
Stanley Rosen	\$
Judith de Jonge	
Total	\$ 0

Statement 12 - Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

There is no prescribed form. Applications should include a description of the organization, its mission and how it is carried out; current and prior year financial data, and current and future year budget. Applicants must demonstrate 501(c)(3) status.

Statement 13 - Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

Applications can be made at any time. The grants are generally determined in November of the preceding year.

Statement 14 - Form 990-PF, Part XV, Line 2d - Award Restrictions or LimitationsDescription

Recipients must further the primary purpose of the organization which include providing for the religious, scientific, cultural and charitable needs of Jewish organizations and their constituents, as well as to other organizations which enhance the education and well-being of children and young adults.

Federal Statements

Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
American Jewish Joint New York NY 10017	711 - 3rd Ave, 10th Fl	None	TaxExempt	Annual fund	25,000
American Jewish World Svc New York NY 10018	45 W 36th St	None	TaxExempt	Annual fund	20,000
American Society Technion Mercer Island WA 98040	PO Box 129	None	TaxExempt	Education in Ethiopia	6,250
Bellevue Art Museum Bellevue WA 98004	510 Bellevue Way NE	None	TaxExempt	Annual fund	7,000
Bellevue College Bellevue WA 98007	3000 Landerholm Circle SE	None	TaxExempt	Capital campaign	33,000
Camp Kalsman Seattle WA 98101	600 Stewart #838	None	TaxExempt	Capital campaign	70,000
Hillel Foundation at UW Seattle WA 98105	4745 - 17th Ave NE	None	TaxExempt	Annual Fund	10,000
Hillel Foundation at UW Seattle WA 98105	4745 - 17th Ave NE	None	TaxExempt	Capital campaign	50,000
Jewish Day School Bellevue WA 98008	15749 NE 4th	None	TaxExempt	Capital campaign	33,000
Jewish Day School Bellevue WA 98008	15749 NE 4th	None	TaxExempt	Annual fund	5,000
Jewish Family Service Seattle WA 98122	1601 - 16th Ave	None	TaxExempt	Family Matters campaign	66,000
Jewish Federation Seattle WA 98121	2031 - 3rd Ave	None	TaxExempt	Annual fund	25,000
Jewish Womens Archive Brookline MA 02446	138 Harvard St	None	TaxExempt	Fund for the Future	10,000
Juvenile Diabetes Rsrch Seattle WA 98101	1200 - 6th Ave #605	None	TaxExempt	Annual Fund	15,000
Kline Galland Center Seattle WA 98101	1200 University #100	None	TaxExempt	Capital campaign	20,000
New Israel Fund New York NY 10001	330 Seventh Ave 11th Flr	None	TaxExempt	Annual fund	10,000
Northwest Harvest Seattle WA 98104	711 Cherry St	None	TaxExempt	Annual fund	5,000
NW School Hearing Impair Shoreline WA 98133	15303 Westminister Way N	None	TaxExempt	Annual fund	1,000
Outdoors for All Seattle WA 98115	6344 NE 74th #102	None	TaxExempt	Annual fund	10,000

Federal Statements

**Statement 15 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
Pride Foundation	1122 E Pike				
Seattle WA 98122	None		TaxExempt	Scholarship fundraiser	5,000
Seattle Academy	1201 E Union				
Seattle WA 98122	None		TaxExempt	Endowment fund	10,000
Seattle Jewish Community	12351 - 8th Ave NE				
Seattle WA 98125	None		TaxExempt	Annual fund	5,000
Seattle Jewish Film	1402 - 3rd Ave #405				
Seattle WA 98101	None		TaxExempt	Annual fund	5,000
Shalom Bayit	1501 - 17th Ave #105				
Seattle WA 98122	None		TaxExempt	Annual fund	4,000
Stroum Jewish Community	3801 E Mercer Way				
Mercer Island WA 98040	None		TaxExempt	Shalom Baby fund	5,000
Temple B'nai Torah	15727 NE 4th St				
Bellevue WA 98008	None		TaxExempt	Financial Stability Fund	12,000
United Way of King Cnty	720 - 2nd Ave				
Seattle WA 98104	None		TaxExempt	Safety Net services	10,000
Univ of WA Jewish Studies Box 353340					
Seattle WA 98195	None		TaxExempt	Hebrew instructorship	15,000
Total					<u>492,250</u>

Partnership rental activity,
at 100% (entity level)
% owned by Foundation *

*weighted average where applicable

Rita Herbert Rosen Family Foundation
Form 990 990-T for the Year 2010
91-1304542

	<u>L & R Investments</u>		<u>1000 - 1st Ave S Assoc</u>		<u>Northcreek</u>	<u>Pac Sys</u>	<u>RH Lynnwood</u>	<u>Rosen</u>
	<u>Lynnwood</u>	<u>Quad</u>	<u>Park</u>	<u>Willows</u>	<u>Stevens</u>	<u>Delta</u>	<u>Corporate</u>	<u>Bel-Kirk</u>
Partnership rental activity, at 100% (entity level) % owned by Foundation *	<u>Biz Center</u>	<u>95</u>	<u>Heights</u>	<u>Park</u>	<u>Hlth Ctr</u>	<u>Business Pk</u>	<u>1 5000%</u>	<u>5 0000%</u>
	<u>5.0000%</u>	<u>5 0000%</u>	<u>2 9195%</u>	<u>2 9195%</u>	<u>5 0000%</u>	<u>6 2500%</u>		
Gross rents	260,027	667,992	288,015	349,522	393,318	440,138	1,191,160	2,133,012
Rents, at Foundation's % owned	<u>13,001</u>	<u>33,400</u>	<u>8,409</u>	<u>10,204</u>	<u>19,666</u>	<u>27,509</u>	<u>17,867</u>	<u>106,651</u>
Advertising	671	674	199	199	350		646	2,405
Cleaning and maintenance	13,042	12,391	25,212	9,806	32,123	3,010	143,338	151,073
Commissions			855	1,156	6,949		578	2,510
Insurance	5,224	12,975	7,101	9,065	5,433		19,902	49,038
Legal & professional fees	1,471	23,781	1,302	1,113	4,207	463	8,480	12,615
Interest	70,318	140,244	47,135	72,602	83,829	147,504	384,204	428,615
Repairs	24,208	13,287	21,718	34,641	10,570	10,223	56,839	100,984
Taxes	18,216	40,841	20,400	29,896	22,104	46,756	138,010	158,748
Utilities	22,128	39,057	22,816	27,408	24,045		106,147	196,957
Depreciation - tax basis	33,660	223,814	54,147	23,041	70,212	99,575	531,391	622,973
Bank charges								
Grounds upkeep	4,560	12,380	7,927	6,047	7,029		14,604	32,667
Management fees	14,955	43,572	16,926	23,463	14,328	23,516	66,570	139,256
Miscellaneous	996	1,354	550	835	453	1,210	2,317	2,544
Painting	2,913		7,119		261		7,372	35,878
Pest Control	437	1,533	407	522	617		854	1,993
Security service			2,377	1,561	3,060		5,004	12,000
Supplies			1,590		2,866		11,805	16,339
Association fees						60,729		
Ground lease								349,013
Parking lot rent expense							15,400	
Amortization	11,194	17,206	14,668	14,203	6,828	1,791	25,660	179,436
Allocated loan fee amort								
Less Loan Fee Amort-Mt Si 48 78%								
Less Loan Fee Amort-Mt Si 29 85%								
Administrative costs at LLC level	1,216	1,217	659	658		18,676		
Organizational fees	-	-	-	10,839	-	-	-	-
Total expenses	225,209	584,326	253,108	267,055	295,264	413,453	1,539,121	2,495,044
Less tax basis depreciation	(33,660)	(223,814)	(54,147)	(23,041)	(70,212)	(99,575)	(531,391)	(622,973)
Operating expenses	191,549	360,512	198,961	244,014	225,052	313,878	1,007,730	1,872,071
Expenses, at Foundation's % owned	<u>9,577</u>	<u>18,026</u>	<u>5,809</u>	<u>7,124</u>	<u>11,253</u>	<u>19,617</u>	<u>15,116</u>	<u>93,604</u>
Depreciation at Straight-Line								
5-year property	2,886	581	2,640	562	9,360	31,460	194,095	54,564
7-year property	62		9,496	2,564	11,615	1,112	9,757	5,966
15-year property	1,457	9,522	5,621	1,136	5,970	16,105	55,599	92,014
31 5-year property								
39-year property	20,091	44,513	30,490	12,168	40,446	63,265	319,809	239,081
Total	24,496	54,616	48,247	16,430	67,391	111,942	579,260	391,625
Depreciation, at Foundation's %	1,225	2,731	1,409	480	3,370	6,996	8,689	19,581
Section 754 depreciation						152		
Depreciation to Form 990-T						7,148		
Adjusted basis								
Beginning of year	846,735	2,007,437	1,225,237	482,881	1,890,357	3,044,266	15,246,928	7,000,388
End of year	847,479	2,164,758	1,209,414	712,650	1,835,196	2,932,324	14,721,359	7,019,674
Average	847,107	2,086,098	1,217,326	597,766	1,862,777	2,988,295	14,984,144	7,010,031
% owned by Foundation *	<u>5 0000%</u>	<u>5 0000%</u>	<u>2 9195%</u>	<u>2 9195%</u>	<u>5 0000%</u>	<u>6 2500%</u>	<u>1 5000%</u>	<u>5 0000%</u>
Foundation's share of average basis	42,355	104,305	35,540	17,452	93,139	186,768	224,762	350,502
Add average share of 754 adj basis						4,046		
						190,814		
Average acquisition indebtedness (Foundation's share)	49,546	98,448	20,880	30,450	74,774	157,212	114,107	361,161
Indebtedness %	100 0000%	94 3847%	58 7507%	100 0000%	80 2822%	82.3902%	50 7679%	100 0000%
	Limited			Limited				Limited

*weighted average where applicable

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Partnership rental activity, at 100% (entity level) % owned by Foundation *	Smokey Point <u>Shopping</u> 3 2204%	Smokey Point <u>Shopping</u> 0 8475%	Sixth Avenue <u>Plaza</u> 1 9802%	Stevens Health <u>Center</u> 25 7143%	Shane <u>Plaza</u> 4 5000%	Woodinville <u>Warehouse</u> 5 0000%	990-T <u>Total</u>
Gross rents	843,129	843,129	1,774,839	377,894	1,418,286	709,471	
Rents, at Foundation's % owned	<u>27,152</u>	<u>7,146</u>	<u>35,145</u>	<u>97,173</u>	<u>63,823</u>	<u>35,474</u>	<u>1,309,450</u>
Advertising	4,364	4,364	2,373	336	588	674	
Cleaning and maintenance	33,030	33,030	68,089	30,864	18,681	16,709	
Commissions	753	753	750	551		750	
Insurance	25,507	25,507	28,089	5,220	10,520	14,635	
Legal & professional fees	10,919	10,919	12,599	5,037	4,299	5,354	
Interest	270,293	270,293	409,709	80,576	392,666	172,055	
Repairs	42,930	42,930	93,520	10,156	30,847	32,242	
Taxes	96,916	96,916	202,498	21,237	76,188	80,952	
Utilities	48,135	48,135	110,256	23,102	38,993	10,436	
Depreciation - tax basis	142,816	142,816	245,550	81,847	532,441	118,325	
Bank charges							
Grounds upkeep	11,331	11,331	16,689	6,753	6,176	3,347	
Management fees	47,661	47,661	97,987	13,766	70,325	38,970	
Miscellaneous	2,774	2,774	3,816	439	1,001	2,291	
Painting			3,182	250		5,333	
Pest Control	2,391	2,391	1,154	592	137	1,380	
Security service	6,000	6,000	46,260	2,940	7,112		
Supplies				2,754			
Association fees	3,464	3,464					
Ground lease							
Parking lot rent expense							
Amortization	26,349	26,349	54,961	6,852	159,774	29,910	
Allocated loan fee amort							
Less Loan Fee Amort-Mt Si 48 78%							
Less Loan Fee Amort-Mt Si 29 85%							
Administrative costs at LLC level							
Organizational fees	<u>32,439</u>	<u>32,439</u>	<u>45,500</u>	<u>-</u>	<u>-</u>	<u>9,752</u>	
Total expenses	808,072	808,072	1,442,982	293,272	1,349,748	543,115	
Less tax basis depreciation	<u>(142,816)</u>	<u>(142,816)</u>	<u>(245,550)</u>	<u>(81,847)</u>	<u>(532,441)</u>	<u>(118,325)</u>	
Operating expenses	665,256	665,256	1,197,432	211,425	817,307	424,790	
Expenses, at Foundation's % owned	<u>21,424</u>	<u>5,638</u>	<u>23,712</u>	<u>54,366</u>	<u>36,779</u>	<u>21,240</u>	<u>935,375</u>
Depreciation at Straight-Line							
5-year property	753	753	-	8,971	85,108	1,632	
7-year property	676	676	36,385	11,159	31,676	-	
15-year property	38,724	38,724	82,944	5,736	72,167	2,808	
31 5-year property							
39-year property	<u>91,776</u>	<u>91,776</u>	<u>160,709</u>	<u>54,144</u>	<u>145,537</u>	<u>95,211</u>	
Total	131,929	131,929	280,038	80,010	334,488	99,651	
Depreciation, at Foundation's %	4,249	1,118	5,545	20,574	15,052	4,983	
Section 754 depreciation	<u>92</u>					<u>715</u>	
Depreciation to Form 990-T	4,341					5,698	<u>236,951</u>
Adjusted basis							
Beginning of year	5,060,312	5,060,312	10,493,328	2,489,671	9,479,884	3,430,405	
End of year	<u>4,956,953</u>	<u>4,956,861</u>	<u>10,279,601</u>	<u>2,421,411</u>	<u>9,534,611</u>	<u>3,366,393</u>	
Average	5,008,633	5,008,587	10,386,465	2,455,541	9,507,248	3,398,399	
% owned by Foundation *	<u>3 2204%</u>	<u>0 8475%</u>	<u>1 9802%</u>	<u>25 7143%</u>	<u>4 5000%</u>	<u>5 0000%</u>	
Foundation's share of average basis	161,298	42,448	205,673	631,425	427,826	169,920	
Add average share of 754 adj basis	<u>4,621</u>			<u>186</u>		<u>31,673</u>	
	165,919			631,611		201,593	<u>6,731,466</u>
Average acquisition indebtedness (Foundation's share)	138,343	36,407	143,109	369,442	293,849	142,056	<u>5,405,768</u>
Indebtedness %	83 3798%	85 7685%	69 5808%	58 4920%	68 6842%	70 4667%	

*weighted average where applicable

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Partnership rental activity, at 100% (entity level) % owned by Foundation *	Military Road South 4 0000%	Military Road South 6 0000%	Northcreek Biz Pk 5 0000%	Marymoor Warehouse 6 2500%	Pac Sys Bear Creek Plaza 6 2500%	990 Total
Gross rents	876,867	876,867	292,159	616,685	389,258	
Rents, at Foundation's % owned	<u>35,075</u>	<u>52,612</u>	<u>14,608</u>	<u>38,543</u>	<u>24,329</u>	<u>1,474,617</u>
Advertising	626	626	529	474	442	
Cleaning and maintenance	16,645	16,645	2,996	9,399	19,243	
Commissions					602	
Insurance	9,977	9,977	6,418	15,853	8,930	
Legal & professional fees	2,207	2,207	3,799	5,289	2,192	
Interest	190	190				
Repairs	42,672	42,672	22,256	25,783	32,820	
Taxes	50,336	50,336	38,497	45,712	35,030	
Utilities	62,757	62,757	17,656	14,415	37,924	
Depreciation - tax basis	71,743	71,743	57,117	14,476	83,215	
Bank charges						
Grounds upkeep	1,127	1,127		8,065	9,921	
Management fees	48,600	48,600	17,261	33,282	21,195	
Miscellaneous	2,375	2,375	761	1,424	1,113	
Painting					4,251	
Pest Control	986	986		1,144	822	
Security service				3,300		
Supplies					971	
Association fees			22,127			
Ground lease	21,052	21,052				
Parking lot rent expense						
Amortization	28,784	28,784	9,652	39,667	17,144	
Allocated loan fee amort						
Less Loan Fee Amort-Mt S _i 48 78%						
Less Loan Fee Amort-Mt S _i 29 85%						
Administrative costs at LLC level					18,676	
Organizational fees	<u>102,250</u>	<u>102,250</u>	<u>12,800</u>	<u>18,108</u>	<u>-</u>	
Total expenses	462,327	462,327	211,869	236,391	294,491	
Less tax basis depreciation	<u>(71,743)</u>	<u>(71,743)</u>	<u>(57,117)</u>	<u>(14,476)</u>	<u>(83,215)</u>	
Operating expenses	390,584	390,584	154,752	221,915	211,276	
Expenses, at Foundation's % owned	<u>15,623</u>	<u>23,435</u>	<u>7,738</u>	<u>13,870</u>	<u>13,205</u>	<u>1,009,246</u>
Depreciation at Straight-Line						
5-year property						
7-year property						
15-year property						
31 5-year property						
39-year property						
Total						
Depreciation, at Foundation's %	2,870	4,305	2,856	905	5,201	
Section 754 depreciation						
Depreciation to Form 990-T						<u>253,088</u>
						<u>1,262,334</u>
Adjusted basis						<u>212,283</u>
Beginning of year						
End of year						
Average						
% owned by Foundation *						
Foundation's share of average basis						
Add average share of 754 adj basis						
Average acquisition indebtedness						
(Foundation's share)						
Indebtedness %						

*weighted average where applicable