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

2010

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

For calendar year 2010, or tax year beginning

05/01, 2010, and ending

04/30, 2011

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

A Employer identification number

THE SCHOENFELD-GARDNER FOUNDATION

91-6055133

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

Room/suite

B Telephone number (see page 10 of the instructions)

1000 SECOND AVENUE, 34TH FLOOR

(206) 667-0300

City or town, state, and ZIP code

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

SEATTLE, WA 98104-1022

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,232,065. (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____ Cash Accrual Other (specify) _____

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		0			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		78,405	78,405		ATCH 1
5a Gross rents					
b Net rental income or (loss)		640,636			
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a	1,181,034				
7 Capital gain net income (from Part IV, line 2)			640,636		
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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	719,041	719,041			
13 Compensation of officers, directors, trustees, etc.	11,050	2,762			8,288
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule) *	16,997	9,872	0		7,125
17 Interest					
18 Taxes (attach schedule) (see page 11 of the instructions) *	7,046	416			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications		84			
23 Other expenses (attach schedule) ATCH 4					
24 Total operating and administrative expenses	35,177	13,050	0		15,413
Add lines 13 through 23	88,800				88,800
25 Contributions, gifts, grants paid	123,977	13,050	0		104,213
26 Total expenses and disbursements. Add lines 24 and 25	595,064	705,991			
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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

* ATCH 2 JSA ** ATCH 3

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.)		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	124,382.	117,124.	117,124.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule) **	1,159,430.	796,213.	796,213.
	b Investments - corporate stock (attach schedule) ATTACH 6	926,209.	1,105,285.	1,105,285.
	c Investments - corporate bonds (attach schedule) ATTACH 7	0.	213,443.	213,443.
	11 Investments - land, buildings, and equipment basis ►			
	Less: accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less: accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) .	2,210,021.	2,232,065.	2,232,065.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22) .	0.	0.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,210,021.	2,232,065.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/>			
	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 (see page 17 of the instructions)	2,210,021.	2,232,065.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,210,021.	2,232,065.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,210,021.
2 Enter amount from Part I, line 27a	2	595,064.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	2,805,085.
5 Decreases not included in line 2 (itemize) ► ATTACHMENT 8	5	573,020.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,232,065.

**ATTACH 5

Form 990-PF (2010)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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. (l) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	640,636.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).} \\ \text{If (loss), enter -0- in Part I, line 8.} \end{array} \right.$		3		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	103,875.	2,065,300.	0.050295
2008	143,902.	2,172,691.	0.066232
2007	108,231.	2,718,717.	0.039810
2006	129,902.	2,514,165.	0.051668
2005	113,724.	2,342,740.	0.048543
2 Total of line 1, column (d)			2 0.256548
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 0.051310
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 2,120,779.
5 Multiply line 4 by line 3			5 108,817.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,060.
7 Add lines 5 and 6			7 115,877.
8 Enter qualifying distributions from Part XII, line 4			8 104,213.

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 . . .	{	1	14,120.
	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		2	
3	Add lines 1 and 2 . . .		3	14,120.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0- . . .		5	14,120.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . .	6a		3,684.
b	Exempt foreign organizations-tax withheld at source . . .	6b		0.
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c		0.
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments. Add lines 6a through 6d . . .		7	3,684.
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		10,436.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	► 10		
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► Refunded ►	► 11		

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	X	
	<i>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</i>		
1c	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 ► \$ _____ 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? . . .	X	
	<i>If "Yes," attach a detailed description of the activities</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i> . . .	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? <i>If "Yes," attach the statement required by General Instruction T</i> . . .	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i> . . .	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? <i>If "No," attach explanation</i> . . .	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)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	FOUNDATION MANAGEMENT GROUP	Telephone no ► 206-667-0300
Located at ► 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA ZIP + 4 ► 98104		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15	
16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X Yes	<input 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	X 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	X 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
c	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?	<input type="checkbox"/> Yes	X 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 page 22 of the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

5 a	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		
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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	5b	
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>			
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>				
6 a	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	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	<i>If "Yes" to 6b, file Form 8870</i>				
7 a	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	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 9		11,050.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ►		NONE

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See page 24 of the instructions		
3	NONE	
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	1	2,037,412.
b	Average of monthly cash balances	1b	115,663.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,153,075.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,153,075.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	32,296.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,120,779.
6	Minimum investment return. Enter 5% of line 5	6	106,039.

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	106,039.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,120.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,120.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,919.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	91,919.
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	91,919.

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	104,213.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	104,213.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	104,213.

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				91,919.
2 Undistributed income, if any, as of the end of 2010			88,537.	
a Enter amount for 2009 only				
b Total for prior years 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 104,213.			88,537.	
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				15,676.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010. (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				76,243.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010	0.			

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

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 ►

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

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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHMENT A				88,800.
Total				88,800.
<i>b Approved for future payment</i>				
Total				88,800.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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****4 Dividends and interest from securities****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****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)**13 Total. Add line 12, columns (b), (d), and (e)**

(See worksheet in line 13 instructions on page 29 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). (See page 29 of the instructions.)

N/A NOT APPLICABLE

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign
Here

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

X-121

► XAsst Secretary

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date
	WALTER R. SMITH			JUL 21 2011
	Firm's name ► BADER MARTIN, P.S.		Check <input type="checkbox"/> if self-employed	
	Firm's address ► 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA		Firm's EIN ► 91-1501421	
		98104-1022	Phone no. 206-621-1900	

THE SCHOENFELD-GARDNER FOUNDATION

91-6055133

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

JSA

0E1730 1 000

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	27,671.	27,671.
INTEREST INCOME	50,734.	50,734.
TOTAL	<u>78,405.</u>	<u>78,405.</u>

ATTACHMENT 1

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BROKER FEES	7,497.	7,497.	0.	0.
MANAGEMENT FEE	9,500.	2,375.	0.	7,125.
TOTALS	<u>16,997.</u>	<u>9,872.</u>	<u>0.</u>	<u>7,125.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAX FOREIGN TAXES	6,630. 416.	0. 416.
TOTALS	<u>7,046.</u>	<u>416.</u>

ATTACHMENT 3

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
LICENSES EXPENSE	60.
BANK CHARGES	24.
<u>TOTALS</u>	<u>84.</u>

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

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US GOVERNMENT OBLIGATIONS	355,541.	355,541.
US OBLIGATIONS TOTAL	<u>355,541.</u>	<u>355,541.</u>
STATE & MUNICIPAL OBLIGATIONS	440,672.	440,672.
STATE OBLIGATIONS TOTAL	<u>440,672.</u>	<u>440,672.</u>
US AND STATE OBLIGATIONS TOTAL	<u>796,213.</u>	<u>796,213.</u>

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US GOVERNMENT OBLIGATIONS	355,541.	355,541.
US OBLIGATIONS TOTAL	<u>355,541.</u>	<u>355,541.</u>
STATE & MUNICIPAL OBLIGATIONS	440,672.	440,672.
STATE OBLIGATIONS TOTAL	<u>440,672.</u>	<u>440,672.</u>
US AND STATE OBLIGATIONS TOTAL	<u>796,213.</u>	<u>796,213.</u>

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

EQUITY MUTUAL FUNDS - VANGUARD

TOTALS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY MUTUAL FUNDS - VANGUARD	1,105,285.	1,105,285.
TOTALS	<u>1,105,285.</u>	<u>1,105,285.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDSDESCRIPTION

FIXED INCOME FUNDS - VANGUARD

TOTALS

BOOK VALUE213,443.213,443.ENDING
FMV213,443.213,443.ATTACHMENT 7

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENT	573,020.
TOTAL	<u>573,020.</u>

THE SCHOENFELD-GARDNER FOUNDATION

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

91-6055133

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HERB SCHOENFELD, JR 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	PRESIDENT/DIRECTOR 2.00	2,210.	0.	0.
SANFORD M. BERNBAUM, JR 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	TREASURER/DIRECTOR 2.00	2,210.	0.	0.
NANCY S BURNETT 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	VICE PRES/DIRECTOR 2.00	2,210.	0.	0.
JUDY SCHOENFELD 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	SECRETARY/DIRECTOR 2.00	2,210.	0.	0.
DANIEL ASHER 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	ASST. SECRETARY 2.00	0.	0.	0.
SUSAN B BURNETT 1000 SECOND AVENUE, 34TH FLOOR SEATTLE, WA 98104-1022	DIRECTOR 2.00	2,210.	0.	0.
GRAND TOTALS		<u>11,050.</u>	<u>0.</u>	<u>0.</u>

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**2010**

Name of estate or trust

THE SCHOENFELD-GARDNER FOUNDATION

Employer identification number

91-6055133

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,089.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	2,089.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	637,701.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	846.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	638,547.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		2,089.
14	Net long-term gain or (loss):			
a	Total for year	14a		638,547.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ►	15		640,636.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:
a The loss on line 15, column (3) or b \$3,000	

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
---	--

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ►	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24?		
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.		
	<input type="checkbox"/> No. Enter the amount from line 23		
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same?		
	<input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31		
	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

Department of the Treasury
Internal Revenue Service

- See instructions for Schedule D (Form 1041).
- Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

THE SCHOENFELD-GARDNER FOUNDATION

Employer identification number
91-6055133

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)

(b) Date
acquired
(mo. - day - yr.)

(c) Date so
(mo., day, y.)

(d) Sales price
(see page 4 of the
instructions)

(e) Cost or other basis
(see page 4 of the
instructions)

(f) Gain or (loss)
Subtract (e) from (d)

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 2,089.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

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PAGE 29

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 637,701.

Schedule D-1 (Form 1041) 2010

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SCHOENFELD-GARDNER FOUNDATION
GRANTS AND CONTRIBUTIONS EXPENSE - FYE 4/30/11
EIN: 91-6055133

GRANTS PAID	<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Alliance for Education	Seattle, WA 98101	None Exempt	To provide support to Exempt Organization	100.00
American Heart Association	Seattle, WA 98104	None Exempt	To provide support to Exempt Organization	550.00
American Red Cross - King & Kitsap Co	Seattle, WA 98114	None Exempt	To provide support to Exempt Organization	800.00
ArtsFund	Seattle, WA 98109	None Exempt	To provide support to Exempt Organization	3,000.00
Big Brothers Big Sisters of Puget Sound	Seattle, WA 98108	None Exempt	To provide support to Exempt Organization	550.00
Boy Scouts of America - Chief Seattle Counc.	Seattle, WA 98114	None Exempt	To provide support to Exempt Organization	3,100.00
Boys & Girls Clubs of King County	Seattle, WA 98101	None Exempt	To provide support to Exempt Organization	550.00
Boys & Girls Club of South Puget Sound	Tacoma, WA 98402	None Exempt	To provide support to Exempt Organization	550.00
Broadway Center for the Performing Arts	Tacoma, WA 98402-4415	None Exempt	To provide support to Exempt Organization	1,500.00
Camp Brotherhood	Edmonds, WA 98020	None Exempt	To provide support to Exempt Organization	1,000.00
Camp Korey	Carnation, WA 98014	None Exempt	To provide support to Exempt Organization	750.00

SCHOENFELD-GARDNER FOUNDATION
GRANTS AND CONTRIBUTIONS EXPENSE - FYE 4/30/11
EIN: 91-6055133

GRANTS PAID	<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
	Campfire USA - Central Puget Sound Seattle, WA 98199	None Exempt	To provide support to Exempt Organization	550.00
C.A.R.E - Gift Center Merrifield, VA 22116	None Exempt	To provide support to Exempt Organization	550.00	
Children's Home Society of WA Seattle, WA 98115	None Exempt	To provide support to Exempt Organization	1,100.00	
Children's Hospital Foundation Seattle, WA 98145	None Exempt	To provide support to Exempt Organization	10,000.00	
Council House Seattle, WA 98122	None Exempt	To provide support to Exempt Organization	1,100.00	
Crisis Clinic of Seattle, King County Seattle, WA 98115	None Exempt	To provide support to Exempt Organization	800.00	
Cystic Fibrosis Foundation Seattle, WA 98101	None Exempt	To provide support to Exempt Organization	550.00	
Doney Memorial Pet Clinic Seattle, WA 98199	None Exempt	To provide support to Exempt Organization	1,000.00	
Eastside Domestic Violence Program Bellevue, WA 98008	None Exempt	To provide support to Exempt Organization	1,100.00	
Emergency Food Network Lakewood, WA 98499	None Exempt	To provide support to Exempt Organization	2,200.00	
Faith Trust Institute Seattle, WA 98103	None Exempt	To provide support to Exempt Organization	1,100.00	
Gateways for Youth and Families	None	To provide support to Exempt Organization	500.00	

SCHOENFELD-GARDNER FOUNDATION
GRANTS AND CONTRIBUTIONS EXPENSE - FYE 4/30/11
EIN: 91-6055133

GRANTS PAID	<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
	Tacoma, WA 98446	Exempt	To provide support to Exempt Organization	2,800.00
Gilda's Club Seattle	Seattle, WA 98122	None Exempt		
Girl Scouts of Western Washington	Seattle, WA 98109	None Exempt	To provide support to Exempt Organization	550.00
Seattle Goodwill	Seattle, WA 98144	None Exempt	To provide support to Exempt Organization	450.00
Hope Heart Institute	Bellevue, WA 98004	None Exempt	To provide support to Exempt Organization	2,300.00
Fred Hutchinson Cancer Research Center	Seattle, WA 98109	None Exempt	To provide support to Exempt Organization	2,200.00
King County Youth Services	Seattle, WA 98122	None Exempt	To provide support to Exempt Organization	1,100.00
Lighthouse for the Blind	Seattle, WA 98144	None Exempt	To provide support to Exempt Organization	550.00
March of Dimes, WA Chapter	Tacoma, WA 98402-4630	None Exempt	To provide support to Exempt Organization	550.00
Mary Bridge Children's Foundation	Tacoma, WA 98415-0296	None Exempt	To provide support to Exempt Organization	4,500.00
Meow Cat Rescue	Kirkland, WA 98033	None Exempt	To provide support to Exempt Organization	300.00
Mercer Island Youth & Family Services	Mercer Island, WA 98040	None Exempt	To provide support to Exempt Organization	550.00

**SCHOENFELD-GARDNER FOUNDATION
GRANTS AND CONTRIBUTIONS EXPENSE - FYE 4/30/11
EIN: 91-6055133**

GRANTS PAID	Recipient Name and Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Millionaire Club Charity Seattle, WA 98121	None Exempt	To provide support to Exempt Organization	2,300.00	
Museum of History and Industry Seattle, WA 98112	None Exempt	To provide support to Exempt Organization	550.00	
National Multiple Sclerosis Society Seattle, WA 98109	None Exempt	To provide support to Exempt Organization	5,800.00	
National Conference for Community & Justice Willowbrook, IL 60527	None Exempt	To provide support to Exempt Organization	550.00	
New Horizons Ministries Seattle, WA 98111	None Exempt	To provide support to Exempt Organization	1,100.00	
Northshore Senior Center Bothell, WA 98011-3708	None Exempt	To provide support to Exempt Organization	1,000.00	
Northwest Harvest EMM Seattle, WA 98102	None Exempt	To provide support to Exempt Organization	3,000.00	
Operation Smile - WA Chapter Seattle, WA 98122-0578	None Exempt	To provide support to Exempt Organization	1,100.00	
Owlake Hospital Foundation Bellevue, WA 98004	None Exempt	To provide support to Exempt Organization	2,800.00	
Pike Market Senior Center Seattle, WA 98101-1092	None Exempt	To provide support to Exempt Organization	550.00	
Planned Parenthood of Western Washington Seattle, WA 98122	None Exempt	To provide support to Exempt Organization	550.00	

SCHOENFELD-GARDNER FOUNDATION
GRANTS AND CONTRIBUTIONS EXPENSE - FYE 4/30/11
EIN: 91-6055133

GRANTS PAID

<u>Recipient Name and Address</u>	<u>Relationship to Substantial Contributor and Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Salvation Army - Tacoma Tacoma, WA 98401-1254	None Exempt	To provide support to Exempt Organization	4,800.00
Stroum Jewish Community Center Mercer Island, WA 98040	None Exempt	To provide support to Exempt Organization	2,500.00
Swedish Medical Center Foundation Seattle, WA 98122-4307	None Exempt	To provide support to Exempt Organization	2,800.00
Tacoma Rescue Mission Tacoma, WA 98401	None Exempt	To provide support to Exempt Organization	1,550.00
United Way of King County Seattle, WA 98104	None Exempt	To provide support to Exempt Organization	1,100.00
United Way of Pierce County Tacoma, WA 98402	None Exempt	To provide support to Exempt Organization	1,100.00
Violent Crime Victim Services Tacoma, WA 98402	None Exempt	To provide support to Exempt Organization	550.00
Warm Beach Christian Camp & Conf. Center Stanwood, WA 98292	None Exempt	To provide support to Exempt Organization	750.00
WA State Holocaust Education Resource Ctr Seattle, WA 98121	None Exempt	To provide support to Exempt Organization	500.00
Washington Women's Employment & Educ. Tacoma, WA 98409	None Exempt	To provide support to Exempt Organization	2,800.00
YMCA of Greater Seattle Seattle, WA 98104	None Exempt	To provide support to Exempt Organization	2,200.00
Total Grants Paid			<u>88,800.00</u>

SCHOENFELD-GARDNER FOUNDATION

Realized Gain/(Loss) Detail

Fiscal Year Ended April 30, 2011

EIN. 91-6055133

Attachment B

Acquisition Trade Date	Sale Trade Date	Quantity	Security	Cost	Proceeds	Gain/(Loss)
Short-Term Gains and Losses						
2/12/2010	12/6/2010	65,000	Kansas St Dev Fin Auth 4 63%, 11/1/20	65,025 00	67,113 80	2,088.80
Total Short-term				65,025 00	67,113.80	2,088.80
Long-Term Gains and Losses						
1/27/2006	5/12/2010	100	IBM	1,775.62	13,155 82	11,380 20
5/9/2006	9/8/2010	50,000	Canyon TX Regl 5 625%, 8/1/11	50,009 50	50,635 00	625 50
4/19/2006	9/8/2010	50,000	Kaukauna WI Note 5 75%, 5/1/12	50,402 50	52,276 00	1,873.50
4/28/2006	9/8/2010	50,000	Los Angeles CA 6.0%, 7/1/12	51,312 00	52,766.50	1,454.50
1/27/2006	9/9/2010	3,500	Exxon Mobil Corp	8,435.00	214,351.42	205,916 42
1/27/2006	9/9/2010	15,000	General Electric Company	13,338 76	239,395.95	226,057 19
2/7/2008	9/14/2010	1,500	CRH PLC	52,508.60	26,069 55	(26,439 05)
3/26/2007	9/14/2010	1,150	Perrigo Company	19,898.01	70,719.20	50,821.19
1/27/2006	6/16/2010	500	IBM Corp	8,878.10	64,623.40	55,745 30
1/27/2006	9/21/2010	1,500	Boeing Company	34,312 50	95,645 58	61,333.08
1/27/2006	9/30/2010	3,500	Microsoft Corp	42,731 50	85,617 30	42,885 80
3/18/2009	11/1/2010	50,000	Mississippi St 4%, 11/1/10	51,596.00	50,000.00	(1,596.00)
9/3/2008	1/7/2011	40,000	Fed. Farm Credit Bank Bd 5.05%, 8/1/18	41,137.80	44,337 61	3,199 81
4/12/2006	1/24/2011	50,000	New York St Rfdg Ser D 2 9%, 4/15/16	49,037.50	53,480.50	4,443.00
Total Long-term				475,373 39	1,113,073 83	637,700 44
Total Short-term and Long-term				540,398.39	1,180,187 63	639,789.24