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

OMB No 1545-0052

2010

Department 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 7/01, 2010, and ending 6/30, 2011

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☒ Address change ☒ Name changeThe Cush Family Foundation
aka Cushman Foundation
10620 Treena Street #110
San Diego, CA 92131

A Employer identification number

33-0643458

B Telephone number (see the instructions)

858-549-2874

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

\$ 7,913,029.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

7,750.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

136,580.

136,580.

136,580.

4 Dividends and interest from securities

157,570.

157,570.

157,570.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

26,628.

b Gross sales price for all assets on line 6a 2,833,982.

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

26,628.

8 Net short-term capital gain

0.

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

328,528.

320,778.

294,150.

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 St 1

10,000.

10,000.

10,000.

b Accounting fees (attach sch)

c Other prof fees (attach sch) See St 2

60,703.

60,703.

60,703.

60,703.

17 Interest

18 Taxes (attach schedule)(see instr) See Stm 3

5,079.

5,079.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 4

220.

220.

220.

24 Total operating and administrative expenses. Add lines 13 through 23

76,002.

60,703.

70,923.

76,002.

25 Contributions, gifts, grants paid Part XV

194,557.

194,557.

26 Total expenses and disbursements. Add lines 24 and 25

270,559.

60,703.

70,923.

270,559.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

57,969.

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

260,075.

c Adjusted net income (if negative, enter 0)

223,227.

918 25

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	763,064.	99,865.	99,865.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	5,484,652.	6,205,820.	7,813,164.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment, basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	6,247,716.	6,305,685.	7,913,029.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	X		
	27 Capital stock, trust principal, or current funds	6,247,716.	6,305,685.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	6,247,716.	6,305,685.	
	31 Total liabilities and net assets/fund balances (see the instructions)	6,247,716.	6,305,685.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,247,716.
2 Enter amount from Part I, line 27a	2	57,969.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	6,305,685.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,305,685.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 5				
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 (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	26,628.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8. []	3	-32,735.

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 N/A

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

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

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instr.)		1	5,202.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	5,202.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,202.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	2,000.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,202.	
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	11		
Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a 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?	N/A	
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
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)? 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

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.cushenterprises.com</u>	13	X	
14	The books are in care of <u>Debra Parrish</u> Telephone no. <u>619-549-2874</u> Located at <u>10620 Treena Street, Suite 110 San Diego CA</u> ZIP + 4 <u>92131</u>			
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	N/A	N/A	
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 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	No
				X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	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. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation** (see 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
Stephen P. Cushman 10620 Treena St., Ste 110 San Diego, CA 92131	Director 1.00	0.	0.	0.
Debra L. Parrish 11717 Birch Glen Court San Diego, CA 92131	Secretary 2.00	0.	0.	0.
Lori A. Moore 10620 Treena St., Ste 110 San Diego, CA 92131	Vice Preside 2.00	0.	0.	0.
Marjorie L. Cushman 10620 Treena St., Ste 110 San Diego, CA 92131	President 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

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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 instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 Contributions to Public Charities--See Attached Schedule	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	7,146,896.
b Average of monthly cash balances	1b	416,679.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	7,563,575.
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	7,563,575.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	113,454.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,450,121.
6 Minimum investment return. Enter 5% of line 5	6	372,506.

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

1 Minimum investment return from Part X, line 6		1	372,506.
2a Tax on investment income for 2010 from Part VI, line 5	2a	5,202.	
b Income tax for 2010 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b	2c		5,202.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		367,304.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		367,304.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7		367,304.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	270,559.
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	270,559.
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 instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	270,559.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				367,304.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			194,419.	
b Total for prior years. 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 270,559.				
a Applied to 2009, but not more than line 2a			194,419.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				76,140.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				291,164.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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Form 990-PF (2010)

N/A

▶

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

(4) Gross investment income

Form 990-PF (2010)

Part VII 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 schedule attached	none	501c3	General/unrestricted	194,557.
Total				3a 194,557.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					136,580.
4 Dividends and interest from securities					157,570.
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					26,628.
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)					320,778.
13 Total. Add line 12, columns (b), (d), and (e)					320,778.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

OMB No 1545-0047

2010

Name of the organization **The Cush Family Foundation**
aka Cushman Foundation

Employer identification number
33-0643458

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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 their 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)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

The Cush Family Foundation

33-0643458

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Noyce Foundation 2500 El Camino Real, Suite 110 Palo Alto, CA 94306	\$ 7,750.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

The Cush Family Foundation

33-0643458

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
	N/A		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

The Cush Family Foundation

33-0643458

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.)

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

TEEA0704L 06/23/09

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

The Cush Family Foundation
aka Cushman Foundation

33-0643458

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fee--IRS Determination Ltr	\$ 10,000.		\$ 10,000.	\$ 10,000.
Total	<u>\$ 10,000.</u>	<u>\$ 0.</u>	<u>\$ 10,000.</u>	<u>\$ 10,000.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Advisory Fee (Wrap fee)	\$ 60,703.	\$ 60,703.	\$ 60,703.	\$ 60,703.
Total	<u>\$ 60,703.</u>	<u>\$ 60,703.</u>	<u>\$ 60,703.</u>	<u>\$ 60,703.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax Withheld	\$ 2,369.			\$ 2,369.
FTB-2008 Form 199-Annual Information Rtn	10.			10.
IRS (2009)	650.			650.
IRS (2010 estimated)	2,000.			2,000.
Secretary of State--annual stmt of info	50.			50.
Total	<u>\$ 5,079.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,079.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Annual Fee	\$ 50.		\$ 50.	\$ 50.
Publication notice--Heartland News	20.		20.	20.
Trust Registration Fee	150.		150.	150.
Total	<u>\$ 220.</u>	<u>\$ 0.</u>	<u>\$ 220.</u>	<u>\$ 220.</u>

[illegible]

Statement 6
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: n/a
Name: Johnna Ridenour, Administrator
Care Of: Cushman Foundation
Street Address: 10620 Treena Street, Suite 110
City, State, Zip Code: San Diego, CA 92131
Telephone:
Form and Content: See attached Application required of all applicants as available on the entity's website, www.cushenterprises.com at the link to the Cush Family Foundation.
Submission Deadlines: None
Restrictions on Awards: See attached "Eligibility" and Guidelines" as published on the entity's web site, www.cushenterprises.com at the link to The Cush Family Foundation.

CUSHMAN FOUNDATION

GRANT APPLICATION

Please complete all items. If any do not apply to your organization, specify which are not applicable and why:

Complete legal name of organization: _____

501(c) 3#: _____

Address: _____

City, State, Zip: _____

Contact Name: _____

Contact telephone number: _____

List of current board members and affiliations *(if additional space needed please attach)*:

Mission statement of the organization: _____

Specific purpose of the grant: _____

Amount requested: _____

Please circle all applicable:

Target age: Pre-K K-12 College Adult Elderly All

Geographic area served: North County East County South Bay Downtown

CUSHMAN FOUNDATION

Brief history of the organization: _____

Description of the program including needs to be met, who and how many served, proposed method of service delivery, when and where service will be provided: _____

Define the objectives to be achieved including impact of proposed program and how outcomes will be measured: _____

How is your program different from others? _____

List other sources of funding obtained, pledged, or requested: _____

Please include the following documentation:

Copy of 501(c)3 documentation

Detailed budget for the proposed project

Current operating budget of the organization

*Please return application to:
Cushman Foundation
9820 Willow Creek Road, Suite 440
San Diego, CA 92131*

AREAS OF SUPPORT

It is the general policy of the Cushman Foundation to support charities that do not receive national funding. Smaller grants are awarded to reach more people in the community. The major areas of focus are:

- Children in need
- Support for victims of domestic violence
- Aid to seniors
- Programs improving health and well being
- Under-funded education programs

The Foundation does not generally support:

- Animal welfare
- Non-educational arts programs
- Athletic events or programs
- Capital campaigns and endowments
- Political activities
- Religious institutions
- Social events
- Technology or research
- Individual personal endeavors
- General operating expenses

ABOUT THE FOUNDATION

It is the philosophy of the Cushman Foundation to have a sense of social responsibility and to honor obligations to the communities in which business is conducted.

The Cushman Foundation supports a diversified array of community and humanitarian endeavors with a goal of bringing about constructive change and promoting human welfare.

ELIGIBILITY

- The Cushman Foundation funds *only* not-for-profit institutions and organizations that are recognized as having tax-exempt status under Internal Revenue Code Section 501(c)3
- The Foundation will not fund organizations that discriminate in regards to disabilities, age, gender, race, ethnic origin, religion or sexual orientation
- Preferably, all grants benefit the residents of the greater San Diego area
- The Foundation does not generally fund sports tournaments, galas, or fund-raising events

APPLICATION PROCEDURES

Completed applications must be mailed to the following:

Administrator
Cushman Foundation
9820 Willow Creek Road, Suite 440
San Diego, CA 92131

Please complete all items. If any do not apply to your organization, specify which one and state why it is not applicable.

- Complete legal name of organization
- Address

- 501(c)3 Number
- Contact name and phone number
- List of current board members and affiliations
- Mission statement of the organization
- Specific purpose of the grant
- Amount requested (generally \$250-\$1000)
- Target population
- Geographic area served (North County, East County, South Bay, Downtown)
- Brief history of the organization
- Description of the program including needs to be met, who and how many served, proposed method of service delivery, when and where service will be provided
- Objectives to be achieved including impact of proposed program and how outcomes will be measured
- How your program is different from others
- Other sources of funding obtained, pledged, or requested
- Inclusion of the following supporting documentation:
 - Copy of 501(c)3 documentation
 - Detailed budget for the proposed project
 - Current operating budget of the organization

CUSH FAMILY FOUNDATION
Charitable Contributions
July 1, 2010 through June 30, 2011

<u>Charity</u>	<u>Tax ID</u>	<u>Amount</u>	<u>Date</u>	<u>Type</u>
Alzheimer's Disease and Related Disorders Association 6632 Convoy Street San Diego, CA 92111	95-3565388	\$ 2,000.00	09/16/2010	CK # 1523
Alzheimer's Disease and Related Disorders Association 6632 Convoy Street San Diego, CA 92111	95-3565388	\$ 500.00	10/06/2010	VISA
American Cancer Society, Inc. 1041 Market Street, # 313 San Diego, CA 92101	94-1170350	\$ 250.00	07/26/2010	CK # 1521
Animal Rescue Resource Foundation 6050-5 Henderson Drive La Mesa, CA 91942	33-0765348	\$ 500.00	09/16/2010	CK # 1524
Braille Institute of America, Inc 4555 Executive Drive San Diego, CA 92121	95-1641426	\$ 1,500.00	09/16/2010	CK # 1525
Boys to Men Mentoring Network 9587 Tropico Drive La Mesa, CA 91941	33-0800308	\$ 100.00	07/01/2010	CK # 1519
Challenged Athletes Foundation PO BOX 910769 San Diego, CA 92191	33-0739596	\$ 250.00	10/01/2010	CK # 1534

Center for Community Solutions 9715 Caminito Pudregal San Diego, CA 92131	95-6379598	\$	200.00	10/07/2010	CK # 1539
Center for Community Solutions 9715 Caminito Pudregal San Diego, CA 92131	95-6379598	\$	750.00	11/19/2010	Visa
Cesar Chavez Service Club PO Box 620500 San Diego, CA 92162	26-1605661	\$	105.00	02/09/2011	Visa
Community Campership Council, Inc. 7510 Clairemont Mesa Blvd, # 208 San Diego, CA 92111	51-0172763	\$	2,000.00	09/16/2010	CK # 1526
Coronado Hospital Foundation 250 Prospect Place Coronado, CA 92118	95-3273985	\$	800.00	04/16/2011	Visa
Cygnat Theatre Company 2410 Congress Street San Diego, CA 92110	57-1146474	\$	1,200.00	11/15/2010	CK # 1551
Elder Help 4069 30th Street San Diego, CA 92104	95-2880426	\$	1,500.00	10/13/2010	CK # 1540
Foundation for the Children of the Californias 2555 Camino Del Rio South, # 210 San Diego, CA 92108	33-0415572	\$	300.00	10/01/2010	CK # 1535

Haiti Endowment Fund 6315 Caminito Del Pastel San Diego, CA 92111	05-0454409	\$	100.00	10/13/2010	CK # 1541
Hemophilia Association of San Diego County 3570 Camino Del Rio North, # 108 San Diego, CA 92108	23-7252243	\$	2,500.00	09/16/2010	CK # 1527
Interfaith Committee for Worker Justice 3727 Camino Del Rio South, Suite 100 San Diego, CA 92108	26-3605873	\$	1,000.00	11/19/2010	CK # 1553
Junior Achievement of San Diego and Imperial Counties 4756 Mission Gorge Place San Diego, CA 92120	95-1727087	\$	100.00	05/25/2011	VISA
Juvenile Diabetes Research Foundation 5665 Oberlin Drive, # 106 San Diego, CA 92121	23-1907729	\$	1,000.00	09/16/2010	CK # 1528
Kids on the Block of San Diego PO BOX 881706 San Diego, CA 92168-1706	33-0614561	\$	1,000.00	11/15/2010	CK # 1552
Mission Bay Performance Paddlers 4131 Raffee Street San Diego, CA 92117	33-0802871	\$	1,800.00	09/16/2010	CK # 1529
Reading Literacy Learning, Inc. 4455 Federal Blvd, # 64 San Diego, CA 92102	33-0630554	\$	500.00	09/16/2010	CK # 1532
San Diego Hall of Champions	95-286451	\$	500.00	06/01/2011	CK # 1006

2131 Pan American Plaza
San Diego, CA 92101

San Diego Family Care
6973 Linda Vista Road
San Diego, CA 92111

San Diego Foundation
2508 Historic Decatur Road, Suite 200
San Diego, CA 92106

San Diego Yacht Club Sailing Foundation
1011 Anchorage Lane
San Diego, CA 92106

Sharp Healthcare Foundation
8695 Spectrum Center Blvd
San Diego, CA 92123

Stephen J. Wampler Foundation, Inc.
941 Orange Avenue, # 440
Coronado, CA 92118

Susan G. Komen Foundation, Inc.
4699 Murphy Canyon Road, # 207
San Diego, CA 92123

Susan G. Komen Foundation, Inc.
4699 Murphy Canyon Road, # 207
San Diego, CA 92123

Tiran Football Booster Club
PO BOX 391

95-2700856 \$ 5,000.00 09/16/2010 CK # 1530

95-2942582 \$ 166,464.00 06/08/2011 CK # 1007

33-0510953 \$ 150.00 07/07/2010 CK # 1520

95-3492461 \$ 138.00 06/03/2011 VISA

80-0470847 \$ 1,000.00 09/29/2010 CK # 1533

33-0638911 \$ 150.00 09/16/2010 CK # 1531

33-0638911 \$ 100.00 10/20/2010 CK # 1544

33-0779986 \$ 100.00 08/26/2010 VISA

Poway, CA 92078

YMCA of San Diego County
3901 Landis Street
San Diego, CA 92105

95-2039198 \$ 1,000.00 10/20/2010 CK # 1543

\$ 194,557.00