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Form **990-PF**

# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**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 **JUL 1, 2010**, and ending **JUN 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 <b>ANDERSON FOUNDATION</b>		A Employer identification number <b>91-6031724</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>9420 N.E. 27TH</b>	Room/suite	B Telephone number <b>(425) 454-7781</b>
City or town, state, and ZIP code <b>BELLEVUE, WA 98004</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 25805560.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		23902.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		138.	138.		STATEMENT 1
4 Dividends and interest from securities		670589.	670589.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-64728.			
b Gross sales price for all assets on line 6a	2517662.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-35915.	-35915.		STATEMENT 3
12 Total. Add lines 1 through 11		593986.	634812.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	9070.	9070.		0.
c Other professional fees					
17 Interest					
18 Taxes	STMT 5	10924.	10924.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	975.	975.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		20969.	20969.		0.
25 Contributions, gifts, grants paid		1701930.			1701930.
26 Total expenses and disbursements. Add lines 24 and 25		1722899.	20969.		1701930.
27 Subtract line 26 from line 12:		-1128913.			
a Excess of revenue over expenses and disbursements			613843.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	24757.	14854.	14854.
	2 Savings and temporary cash investments	327681.	415932.	415932.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	14109773.	11686164.	19685905.
	c Investments - corporate bonds STMT 8	2973755.	2673643.	3232687.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	0.	1516460.	2456182.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers)	17435966.	16307053.	25805560.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	17435966.	16307053.	
30 <b>Total net assets or fund balances</b>	17435966.	16307053.		
31 <b>Total liabilities and net assets/fund balances</b>	17435966.	16307053.		

**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	17435966.
2 Enter amount from Part I, line 27a	2	-1128913.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16307053.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16307053.

**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.)
<b>1a</b>				
<b>b SEE ATTACHED STATEMENT</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 2517662.		2582390.	-64728.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			-64728.

<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em; vertical-align: middle;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 <span style="font-size: 2em; vertical-align: middle;">}</span>		<b>2</b>	-64728.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 <span style="font-size: 2em; vertical-align: middle;">}</span>		<b>3</b>	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	1753450.	22793060.	.076929
2008	1693874.	21826437.	.077607
2007	1750000.	33846585.	.051704
2006	1941390.	33795341.	.057445
2005	1800363.	32679754.	.055091

<b>2</b> Total of line 1, column (d)	<b>2</b>	.318776
<b>3</b> 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	<b>3</b>	.063755
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	24974564.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1592253.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	6138.
<b>7</b> Add lines 5 and 6	<b>7</b>	1598391.
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.	<b>8</b>	1701930.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	6138.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	6138.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	6138.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	6560.	
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	6560.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	422.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax	11	422.	Refunded

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? 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

Form 990-PF (2010)

**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>N/A</u>	13	X	
14	The books are in care of ► <u>BARBARA LAWRENCE</u> Telephone no. ► <u>425-454-7781</u> Located at ► <u>9420 N.E. 27TH, BELLEVUE, WA</u> ZIP+4 ► <u>98004</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 ► 15 <u>N/A</u>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	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 <input checked="" type="checkbox"/> 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) <u>N/A</u>	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

Form 990-PF (2010)

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

If "Yes" to 6b, file Form 8870

X

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

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARBARA LAWRENCE	VICE PRESIDENT			
9420 N.E. 27TH				
BELLEVUE, WA 98004	1.00	0.	0.	0.
KATHERINE C. MURRAY	SECRETARY/TREASURER			
537 10TH W.				
KIRKLAND, WA 98033	1.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		0

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 N/A	
2	
3	
4	

**Part IX-B****Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2010)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	24669052.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	685835.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	25354887.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	25354887.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	380323.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	24974564.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1248728.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1248728.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	6138.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	6138.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1242590.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	1242590.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1242590.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1701930.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1701930.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	6138.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	1695792.

**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.

Form 990-PF (2010)

**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				1242590.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	205649.			
b From 2006	288843.			
c From 2007	90157.			
d From 2008	614804.			
e From 2009	626897.			
f Total of lines 3a through e	1826350.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	1701930.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				1242590.
e Remaining amount distributed out of corpus	459340.			
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	2285690.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	205649.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2080041.			
10 Analysis of line 9.				
a Excess from 2006	288843.			
b Excess from 2007	90157.			
c Excess from 2008	614804.			
d Excess from 2009	626897.			
e Excess from 2010	459340.			

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

N/A

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

**b 85% of line 2a**

**c** Qualifying distributions from Part XII,  
line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**e** Qualifying distributions made directly for active conduct of exempt activities.

- 3** Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

**(1) Value of all assets**

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

**c "Support" alternative test - enter:**

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

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

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**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)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
<b>SEE STATEMENT 10</b>				
<b>Total</b>			<b>▶ 3a</b>	<b>1701930.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>			<b>▶ 3b</b>	<b>0.</b>



## Part XVII

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

- |          |  | Yes          | No       |
|----------|--|--------------|----------|
| <b>1</b> | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |          |
|          | (1) Cash   | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets   | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions:  |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | <b>X</b> |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |              |          |

[illegible]

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

- b** If "Yes," complete the following schedule.

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

**Sign  
Here**

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

Barbara Lawrence  
Signature of officer or trustee

Date 11/14/11

► PRESIDENT  
Title

Print/Type preparer's name
----------------------------

Preparer's signature

Date \_\_\_\_\_

Check <input type="checkbox"/> if self-employed	PTIN
--	------

**Paid  
Preparer  
Use Only**

ROSS D. MCIVOR, CPA

Firm's name ► **BAUER EVANS P.S.**

Firm's address ► 2050 112TH AVE NE., SUITE 130  
BELLEVUE, WA 98015

Phone no. **425-450-0585**

Form **990-PF** (2010)

ANDERSON FOUNDATION

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	.39SHS FRONTIER COMM CORP SER B	P	01/07/09	07/02/10
b	2,400SHS FRONTIER COMM CORP	P	01/07/09	10/19/10
c	5,625SHS PACCAR	P	07/05/06	12/13/10
d	15,000SHS ROYAL BANK OF CANADA	P	VARIOUS	12/13/10
e	1,000SHS BIGEN IDEC INC	P	12/11/07	04/21/11
f	4,000SHS ISHARES TRUST IBOXX \$INVEST OP	P	01/08/09	05/19/11
g	3,000SHS HEWLETT PACKARD CO	P	04/26/07	05/19/11
h	5,000SHS HEWLETT PACKARD CO	P	11/13/07	05/19/11
i	25,000SHS BANK OF AMERICA CORP	P	03/26/10	06/24/11
j	5,000SHS ZIMMER HOLDINGS INC	P	VARIOUS	06/24/11
k				
l				
m				
n				
o				

(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 3.		3.	0.
b 20384.		19920.	464.
c 315304.		203096.	112208.
d 782630.		643593.	139037.
e 102186.		76108.	26078.
f 441532.		404479.	37053.
g 107718.		126720.	-19002.
h 179530.		243600.	-64070.
i 261439.		456506.	-195067.
j 306936.		408365.	-101429.
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			464.
c			112208.
d			139037.
e			26078.
f			37053.
g			-19002.
h			-64070.
i			-195067.
j			-101429.
k			
l			
m			
n			
o			

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	-64728.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
WELLS FARGO CHECKING	9.
WELLS FARGO SAVINGS	129.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	138.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHENIERE ENERGY PARTNERS, LP	26.	0.	26.
KINDER MORGAN PARTNERSHIP K-1	1159.	0.	1159.
RBC DAIN RAUSCHER	669404.	0.	669404.
TOTAL TO FM 990-PF, PART I, LN 4	670589.	0.	670589.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN PARTNERSHIP	-41156.	-41156.	
CHENIERE ENERGY PARTNERSHIP	-4397.	-4397.	
CLASS ACTION SETTLEMENT	9638.	9638.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-35915.	-35915.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL/ACCOUNTING FEES	9070.	9070.		0.
TO FORM 990-PF, PG 1, LN 16B	9070.	9070.		0.



FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN INCOME TAXES	8688.	8688.		0.	
FEDERAL INCOME TAXES	2236.	2236.		0.	
TO FORM 990-PF, PG 1, LN 18	10924.	10924.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING AND PUBLICATION TRUSTEE / INVESTMENT MANAGEMENT FEES	25.	25.		0.	
POST OFFICE BOX	750.	750.		0.	
	200.	200.		0.	
TO FORM 990-PF, PG 1, LN 23	975.	975.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK			11283815.	18963505.
PARTNERSHIPS			402349.	722400.
TOTAL TO FORM 990-PF, PART II, LINE 10B			11686164.	19685905.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	2673643.	3232687.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	2673643.	3232687.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTERNATIONAL EQUITIES	COST	1516460.	2456182.
TOTAL TO FORM 990-PF, PART II, LINE 13		1516460.	2456182.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMARA 3300 E UNION STREET SEATTLE, WA 98122	NONE SOCIAL SERVICE	509(A)(1)	25000.
BELLEVUE SCHOOLS FOUNDATION 12111 NE 1ST STREET, STE 320 BELLEVUE, WA 98004	NONE EDUCATION	509(A)(1)	10000.
BOYER CHILDREN'S CLINIC 1850 BOYER AVENUE E SEATTLE, WA 98112	NONE EDUCATION	509(A)(1)	20000.
CAMP KOREY 28901 NE CARNATION FARM ROAD CARNATION, WA 98014	NONE SOCIAL SERVICE	509(A)(1)	10000.
CAMPFIRE BOYS & GIRLS 1404 CENTRAL AVENUE S KENT, WA 98032	NONE SOCIAL SERVICE	509(A)(1)	10000.
CHILD CARE RESOURCES 1225 SOUTH WELLER SEATTLE, WA 98144	NONE SOCIAL SERVICE	509(A)(1)	10000.
CHILDHAVEN 316 BROADWAY SEATTLE, WA 981225325	NONE SOCIAL SERVICE	509(A)(1)	50000.
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH ROAD, STE 100 ISSAQUAH, WA 98027	NONE EDUCATION	509(A)(1)	25000.

ANDERSON FOUNDATION

91-6031724

EASTSIDE ACADEMY 10635 NE 38TH PLACE KIRKLAND, WA 98033	NONE EDUCATION	509(A)(1)	10000.
EVERGREEN HEALTH CARE FOUNDATION 12910 TOTEM LAKE BOULEVARD NE KIRKLAND, WA 98034	NONE HEALTH & MEDICINE	509(A)(1)	50000.
HEARING, SPEECH & DEAFNESS CENTER 1625 19TH AVENUE SEATTLE, WA 98122	NONE SOCIAL SERVICE	509(A)(1)	10000.
HUTCHINSON FOUNDATION 1100 FAIRVIEW AVENUE N SEATTLE, WA 98109	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	100000.
INDEPENDENT COLLEGES OF WASHINGTON 600 STEWART STREET, STE 600 SEATTLE, WA 98101	NONE EDUCATION	509(A)(1)	100000.
KENWOOD CHURCH 9637 CHANNING ROW KENWOOD, CA 95476	NONE RELIGIOUS	509(A)(1)	10000.
KINDERING CENTER 16120 NE 8TH STREET BELLEVUE, WA 98008	NONE EDUCATION	509(A)(1)	25000.
MULTIPLE SCLEROSIS-KING COUNTY 753 N. 35TH STREET, STE 208 SEATTLE, WA 98103	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	10000.
NORTHWEST KIDNEY FOUNDATION 700 BROADWAY SEATTLE, WA 98122	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	10000.
NORTHWEST SCHOOL FOR THE HEARING IMPAIRED CHILDREN 15303 WESTMINISTER WAY N. SEATTLE, WA 98133	NONE EDUCATION	509(A)(1)	20000.

ANDERSON FOUNDATION

91-6031724

OLIVE CREST 515 116TH AVENUE NE, STE 174 BELLEVUE, WA 98004	NONE SOCIAL SERVICE	509(A)(1)	25000.
ON BELAY TY 88 NW DRAKE ROAD BEND, OR 97701	NONE SOCIAL SERVICE	509(A)(1)	42930.
OVERLAKE HOSPITAL FOUNDATION 1035 116TH AVENUE NE BELLEVUE, WA 98004	NONE EDUCATION	509(A)(1)	112500.
PACIFIC LUTHERAN UNIVERSITY 12810 PARK AVENUE S TACOMA, WA 98447	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	100000.
PEDIATRIC INTERIM CARE CENTER 328 4TH AVENUE S KENT, WA 98032-5836	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	100000.
PNW FRIENDS OF FSH RESEARCH 217 19TH PLACE KIRKLAND, WA 98033	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	10000.
RISE N SHINE 417 23RD AVENUE S SEATTLE, WA 98144	NONE SOCIAL SERVICE	509(A)(1)	10000.
RYTHER CHILD CENTER 2400 NE 95TH STREET SEATTLE, WA 98115-2499	NONE SOCIAL SERVICE	509(A)(1)	56500.
SALK INSTITUTE 10010 NORTH TORREY PINES ROAD LA JOLLA, CA 920371099	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	200000.
SALVATION ARMY 422 11TH AVENUE E SEATTLE, WA 98102	NONE SOCIAL SERVICE	509(A)(1)	50000.

ANDERSON' FOUNDATION

91-6031724

SANTA ROSA MEMORIAL HOSPITAL FOUNDATION 1154 MONTGOMERY DRIVE, STE 1 SANTA ROSA, CA 95405	NONE RESEARCH, HEALTH & MEDICINE	509(A)(1)	50000.
SEATTLE CHILDREN'S HOSPITAL 4800 SANDPOINT WAY NE SEATTLE, WA 98195	NONE HEALTH & MEDICINE	509(A)(1)	100000.
TUCKER MAXON ORAL SCHOOL 2860 SE HOLGATE BOULEVARD PORTLAND, OR 97202	NONE EDUCATION	509(A)(1)	15000.
UNION GOSPEL MISSION 3800 S. OTHELLO STREET SEATTLE, WA 98118	NONE SOCIAL SERVICE	509(A)(1)	25000.
VALLEY OF THE MOON CHILDREN'S FOUNDATION P.O. BOX 11671 SANTA ROSA, CA 95406	NONE SOCIAL SERVICE	509(A)(1)	50000.
WHITMAN COLLEGE 345 BOYER AVENUE WALLA WALLA, WA 99362	NONE EDUCATION	509(A)(1)	200000.
YMCA OF GREATER SEATTLE 909 FOURTH AVENUE SEATTLE, WA 98104	NONE SOCIAL SERVICE	509(A)(1)	25000.
YWCA 1118 5TH AVENUE SEATTLE, WA 98101	NONE SOCIAL SERVICE	509(A)(1)	25000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

1701930.

ANDERSON FOUNDATION TIN#91-6031724  
ASSET LISTING  
FORM 990 - 6/30/11

	ASSETS	QUANTITY	TAX BASIS	FMV
<b>CORPORATE BONDS</b>				
	BANCROFT FUND LTD	10,306M	127,307	178,736
	PIONEER HIGH INCOME TR	65,547	946,030	1,101,843
	WELLS FARGO & CO NEW NT	250M	235,235	276,527
	UST INC SR NT	275M	241,203	296,429
	ARCHER DANIELS MIDLAND CO	250M	229,450	284,227
	DEERE JOHN CAP CORP	200M	175,036	223,718
	GTE CORP	250M	232,500	291,220
	BRISTOL MYERS SQUIBB CO	250M	239,098	282,275
	CONOCOPHILLIPS NT	265M	247,786	297,712
<b>TOTAL CORPORATE BONDS</b>			<b>2,673,644</b>	<b>3,232,687</b>
<b>US EQUITIES:</b>				
CORPORATE STOCK				
	ALTRIA	8,000	158,489	211,280
	ANADARKO PETROLEUM CORP	8,000	342,362	614,080
	APACHE CORP	8,000	487,555	987,120
	AT & T CORP	10,000	272,900	314,100
	BAXTER INTERNATIONAL	4,450	84,449	265,621
	BEST BUY	6,000	86,146	188,460
	BIOGEN IDEC INC	7,000	427,217	748,440
	BOEING CO	8,000	473,787	591,440
	CATERPILLAR INC	7,000	288,409	745,220
	CHEVRON CORPORATION	10,000	610,763	1,028,400
	CONSOL ENERGY INC	8,000	254,000	387,840
	DANAHER CORP	12,000	57,833	635,880
	DENDREON CORP	5,000	239,744	197,200
	E I DU PONT DE NEMOURS & CO	5,000	260,901	270,250
	EXXON MOBIL CORP	6,000	76,841	488,280
	FORD MOTOR CO	35,000	276,605	482,650
	GENERAL DYNAMICS	4,000	132,573	298,080
	GENERAL ELECTRIC CO	25,000	442,756	471,500
	INTERNATIONAL BUSINESS MACH CORP	5,000	650,952	857,750
	ISHARES TR S&P SMALLCAP	4,800	151,536	385,920
	KIMBERLY CLARK CORP	4,500	166,204	299,520
	MERCK & CO	5,000	289,000	176,450
	MONSANTO CO NEW	7,000	409,560	507,780
	NORFOLK SOUTHERN CORP	8,000	405,124	599,440
	OCCIDENTAL PETE CORP	8,000	137,356	832,320
	PACCAR INC	16,875	370,927	862,144
	PEPSICO INC	10,000	468,285	704,300
	PHILIP MORRIS INTL INC	8,000	364,107	534,160
	SCHLUMBERGER LTD	7,000	162,418	604,800
	SOUTHERN CO	4,000	116,976	161,520
	S & P DEPOSITORY RECEIPTS	5,000	375,199	659,850
	S & P MIDCAP 400 DEP REC	3,000	288,750	532,350
	UNITED TECHNOLOGIES	5,000	385,750	442,550
	US BANCORP DEL COM NEW	15,000	391,539	382,650
	VERIZON COMMUNICATIONS	10,000	301,376	372,300
	WELLS FARGO & CO	15,000	199,650	420,900
	WHITING PETROLEUM CORP	6,000	255,386	341,460
	WHITING USA TRUST I TR UNIT	10,000	224,000	169,900

	ZIMMER HOLDINGS INC	3,000	196,390	189,600
CORPORATE STOCK - TOTAL			<u>11,283,815</u>	<u>18,963,505</u>
PARTNERSHIPS				
	CHENIERE ENERGY PTNRS LP	20,000	294,808	359,400
	KINDERMORGAN ENERGY PTNRS	5,000	107,541	363,000
PARTNERSHIPS TOTAL			<u>402,349</u>	<u>722,400</u>
TOTAL US EQUITIES			<u>11,686,164</u>	<u>19,685,905</u>
INTERNATIONAL EQUITIES:				
	CHICAGO BRIDGE & IRON CO NV	3,000	122,363	116,700
	ISHARES INC MSCI PAC EX-JAPAN IN FD	10,000	216,667	476,100
	ROYAL BANK OF CANADA	15,000	413,700	855,450
	THORNBURG INTL VL FD	18,001	503,348	528,682
	VALE S A	15,000	260,383	479,250
TOTAL INTERNATIONAL EQUITIES:			<u>1,516,460</u>	<u>2,456,182</u>
TOTAL INVESTMENTS			<u>15,876,268</u>	<u>25,374,774</u>