Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 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: GORDON ELWOOD FOUNDATION

A Employer identification number: 93-1267972

Number and street (or P O box number if mail is not delivered to street address): PO BOX 4189 | Room/suite:

B Telephone number: 541-282-0643

City or town, state, and ZIP code: MEDFORD, OR 97501

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 7,503,961.

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

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

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

	Line	(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	19,737.		N/A	
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	36,259.	36,259.		Statement 1
	4 Dividends and interest from securities	114,062.	114,062.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	189,907.			Statement 3
	b Gross sales price for all assets on line 6a 2,022,975.				
	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	1,567.	1,567.		Statement 4
	12 **Total.** Add lines 1 through 11	361,532.	151,888.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	80,239.	0.		80,239.
	14 Other employee salaries and wages	3,818.	0.		3,818.
	15 Pension plans, employee benefits	19,996.	0.		19,996.
	16a Legal fees				
	b Accounting fees Stmt 5	9,650.	0.		9,650.
	c Other professional fees Stmt 6	58,936.	54,006.		4,930.
	17 Interest				
	18 Taxes Stmt 7	9,929.	1,332.		8,597.
	19 Depreciation and depletion	15,261.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	1,039.	0.		1,039.
	22 Printing and publications	237.	0.		237.
	23 Other expenses Stmt 8	49,789.	0.		49,789.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	248,894.	55,338.		178,295.
	25 Contributions, gifts, grants paid	181,065.			181,065.
	26 **Total expenses and disbursements.** Add lines 24 and 25	429,959.	55,338.		359,360.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<68,427.>			
	b **Net investment income** (if negative, enter -0-)		96,550.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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023501 12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2010)

14381102 759688 25080320 2010.04020 GORDON ELWOOD FOUNDATION 25080481

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	11,032.	11,525.	11,525.
2	Savings and temporary cash investments			
3	Accounts receivable ▶ 250.			
	Less: allowance for doubtful accounts ▶		250.	250.
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			
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other Stmt 10	6,297,484.	7,065,416.	7,065,416.
14	Land, buildings, and equipment: basis ▶ 506,177.			
	Less accumulated depreciation Stmt 11 ▶ 79,407.	442,031.	426,770.	426,770.
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers)	6,750,547.	7,503,961.	7,503,961.
Liabilities 17	Accounts payable and accrued expenses		473.	
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 ▶ Statement 12)	5,720.	458.	
23	**Total liabilities** (add lines 17 through 22)	5,720.	931.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	6,744,827.	7,503,030.	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances**	6,744,827.	7,503,030.	
31	**Total liabilities and net assets/fund balances**	6,750,547.	7,503,961.	

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	6,744,827.
2	Enter amount from Part I, line 27a	2	<68,427.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	826,630.
4	Add lines 1, 2, and 3	4	7,503,030.
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	7,503,030.

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				
b	NONE			
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

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

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

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	380,946.	6,512,396.	.058496
2008	421,016.	6,320,981.	.066606
2007	498,107.	8,924,106.	.055816
2006	380,629.	9,220,612.	.041280
2005	457,860.	8,850,575.	.051732

2	**Total** of line 1, column (d)	2	.273930
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	.054786
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	6,815,930.
5	Multiply line 4 by line 3	5	373,418.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	966.
7	Add lines 5 and 6	7	374,384.
8	Enter qualifying distributions from Part XII, line 4	8	359,360.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,931.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,931.
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	1,931.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	500.		
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	500.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	11.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,442.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ WWW.GORDONELWOODFOUNDATION.ORG

14 The books are in care of ▶ KATHY BRYON, EXECUTIVE DIRECTOR Telephone no. ▶ 541 282-0643

Located at ▶ PO BOX 4189, MEDFORD, OR ZIP+4 ▶ 97501

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

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

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13		80,239.	2,500.	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

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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. 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 SEE STATEMENT 9	19,737.
2 SEE STATEMENT 9	93,310.
3 SEE STATEMENT 9	2,019.
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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,903,348.
b	Average of monthly cash balances	1b	16,378.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,919,726.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,919,726.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	103,796.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,815,930.
6	**Minimum investment return.** Enter 5% of line 5	6	340,797.

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	340,797.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,931.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,931.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	338,866.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	338,866.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	338,866.

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	359,360.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	359,360.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	359,360.

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				338,866.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			245,147.	
b Total for prior years: ____, ____, ____		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: ▶ $ 359,360.				
a Applied to 2009, but not more than line 2a			245,147.	
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				114,213.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		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				224,653.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	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				

Form **990-PF** (2010)

023581
12-07-10

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 14

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 15				
Total			▶ 3a	181,065.
b Approved for future payment				
None				
Total			▶ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	36,259.	
4 Dividends and interest from securities			14	114,062.	
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			18	1,567.	
8 Gain or (loss) from sales of assets other than inventory			18	189,907.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		341,795.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 341,795.

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

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Kathy Bryan 11/14/2011 ▶ Executive Director

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MONTE WILLIAMS	Monte Williams	11/10/11		
Firm's name ▶ ISLER MEDFORD, LLC			Firm's EIN ▶	
Firm's address ▶ 839 ALDER CREEK DR. MEDFORD, OR 97504			Phone no. (541)779-7641	

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	Employer identification number
GORDON ELWOOD FOUNDATION	93-1267972

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. . . . . ▶ $ ____________

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

Name of organization	Employer identification number
GORDON ELWOOD FOUNDATION	93-1267972

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MEDFORD SCHOOLS FOUNDATION 670 SUPERIOR COURT MEDFORD, OR 97504	$ 2,340.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	NETCORP 670 SUPERIOR COURT #108 MEDFORD, OR 97504	$ 585.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	START MAKING A READER TODAY (SMART) 670 SUPERIOR COURT MEDFORD, OR 97504	$ 14,625.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
4	LITERACY COUNCIL OF JACKSON COUNTY 670 SUPERIOR COURT MEDFORD, OR 97504	$ 1,310.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
5	JEFFERSON REGIONAL HEALTH ALLIANCE 670 SUPERIOR COURT MEDFORD, OR 97504	$ 877.	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
GORDON ELWOOD FOUNDATION	93-1267972

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES AND CONFERENCE ROOM.	$ 2,340.	06/30/11
2	IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES AND CONFERENCE ROOM.	$ 585.	06/30/11
3	IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES AND CONFERENCE ROOM.	$ 14,625.	06/30/11
4	IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES AND CONFERENCE ROOM.	$ 1,310.	06/30/11
5	IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES AND CONFERENCE ROOM.	$ 877.	06/30/11
		$	

Name of organization	Employer identification number
GORDON ELWOOD FOUNDATION	93-1267972

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 columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	Buildings											
7	108-208 SUPERIOR COURT OFFICE CONDO	122806	SL	39.00	17	475,276.			475,276.	43,162.		12,187.
9	HEATING COOLING SYSTEMS (2)	110507	200DB	7.00	17	21,245.			21,245.	11,954.		2,655.
	* 990-PF Pg 1 Total Buildings					496,521.		0.	496,521.	55,116.	0.	14,842.
	Machinery & Equipment											
1	FILE CABINET	010400	SL	7.00	17	600.			600.	600.		0.
2	DRY ERASE BOARD	061401	SL	7.00	17	428.			428.	428.		0.
3	FIRST PEARL SOFTWARE	070802	SL	3.00	17	5,750.			5,750.	5,750.		0.
4	FIREPROOF FILE CABINET	021505	SL	7.00	17	629.			629.	495.		90.
5	2 MONITORS, PRINTER, FAX	011006	SL	5.00	17	750.			750.	656.		94.
6	COMPUTER	060606	SL	5.00	17	979.			979.	809.		170.
8	SOUNDSTATION CONFERENCE CALL SYS	080607	200DB	7.00	17	520.			520.	292.		65.
	* 990-PF Pg 1 Total Machinery & Equipm					9,656.		0.	9,656.	9,030.	0.	419.
	* Grand Total 990-PF Pg 1 Depr					506,177.		0.	506,177.	64,146.	0.	15,261.

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05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
DA DAVIDSON	36,259.
Total to Form 990-PF, Part I, line 3, Column A	36,259.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DA DAVIDSON	114,062.	0.	114,062.
Total to Fm 990-PF, Part I, ln 4	114,062.	0.	114,062.

Form 990-PF Gain or (Loss) from Sale of Assets Statement 3

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
DA DAVIDSON			Purchased	Various	Various

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,104,203.	1,054,108.	0.	0.	50,095.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
DA DAVIDSON			Purchased	Various	Various

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
918,772.	778,960.	0.	0.	139,812.

Net Gain or Loss from Sale of Assets	189,907.
Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	189,907.

Form 990-PF Other Income Statement 4

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
MISC INCOME	7.	7.	
MISC INCOME - REFUND	689.	689.	
MISC INCOME - LITIGATION PROCEEDS	871.	871.	
Total to Form 990-PF, Part I, line 11	1,567.	1,567.	

Form 990-PF Accounting Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	9,650.	0.		9,650.
To Form 990-PF, Pg 1, ln 16b	9,650.	0.		9,650.

Form 990-PF Other Professional Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MANAGEMENT	54,006.	54,006.		0.
PROPERTY MANAGEMENT FEES	4,930.	0.		4,930.
To Form 990-PF, Pg 1, ln 16c	58,936.	54,006.		4,930.

Form 990-PF Taxes Statement 7

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL TAXES	475.	0.		475.
FOREIGN TAXES	1,332.	1,332.		0.
CORPORATE FEE	50.	0.		50.
PAYROLL TAXES	7,347.	0.		7,347.
STATE TAXES	725.	0.		725.
To Form 990-PF, Pg 1, ln 18	9,929.	1,332.		8,597.

Form 990-PF | Other Expenses | Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OFFICE SUPPLIES	2,404.	0.		2,404.
POSTAGE	324.	0.		324.
INSURANCE	2,259.	0.		2,259.
TELECOMMUNICATIONS	3,676.	0.		3,676.
BOARD MEETING EXPENSES	3,795.	0.		3,795.
DUES & SUBSCRIPTIONS	3,735.	0.		3,735.
MILEAGE REIMBURSEMENT	1,889.	0.		1,889.
PROFESSIONAL DEVELOPMENT	2,896.	0.		2,896.
COMMUNITY DEVELOPMENT	2,019.	0.		2,019.
UTILITIES	2,215.	0.		2,215.
IN-KIND EXPENSES	19,737.	0.		19,737.
EQUIPMENT REPAIR & MAINT	506.	0.		506.
INTERNET	39.	0.		39.
AFFINITY GROUP	282.	0.		282.
CONTRACT SERVICES	4,013.	0.		4,013.
To Form 990-PF, Pg 1, ln 23	49,789.	0.		49,789.

Footnotes | Statement 9

ACTIVITY ONE

IN-KIND SUPPORT FOR OFFICE SPACE, UTILITIES, OFFICE MACHINES
OFFICE SUPPLIES AND CONFERENCE ROOM FOR FIVE TENANTS:

START MAKING A READER TODAY (SMART) VALUED AT	14,625.
MEDFORD SCHOOLS FOUNDATION VALUED AT	2,340.
NETCORPS VALUED AT	585.
JACKSON COUNTY LITERACY COUNCIL VALUED AT	1,310.
JEFFERSON REGIONAL HEALTH ALLIANCE VALUED AT	877.
IN-KIND VALUE	19,737.

ACTIVITY TWO

IN-KIND COMMUNITY ENGAGEMENT PROVIDING STAFF AND/OR CONSULTANTS TO CONVENE, COACH, FACILITATE, TRAIN, TRANSCRIBE, ACT AS THINKING PARTNER AND LEVERAGE OPPORTUNITIES TO IMPACT AT INDIVIDUAL, ORGANIZATIONAL OR COMMUNITY LEVEL IN ALIGNMENT WITH FOUNDATION GOALS.

2010-2011 IN-KIND VALUE ESTIMATED AT 93,310.

COMMUNITY RELATED INITIATIVES

JEFFERSON REGIONAL FUNDERS FORUM
AFFINITY GROUP IS OF SERVICE TO GRANT MAKING ORGANIZATIONS

THAT GRANT OUTSIDE OF THEMSELVES FOR THE PURPOSE OF

a. BUILDING LEADERSHIP, RESOURCES AND CAPACITY TO SUPPORT THE NONPROFIT SECTOR.
b. SHARING INFORMATION AND PERSPECTIVES ON LOCAL PHILANTHROPY AND THE INTERSECTION WITH PUBLIC FUNDING STREAMS.
c. COOPERATIVELY EXPLORING AND DEVELOPING COMPREHENSIVE AND EFFECTIVE APPROACHES TO FUNDING VIABLE COMMUNITY PROGRAMS OR PROJECTS.
d. SHARING EXPERIENCES AND LEVERAGING IMPACT ON THE COMMUNITIES WE REPRESENT AND SUPPORT.
e. BRINGING TOGETHER REPRESENTATION FROM ALL ASPECTS OF PHILANTHROPY FOR THE PURPOSE OF COMMUNICATING NEEDS, AND BRINGING ABOUT CHANGE AND SHARED RESPONSIBILITY IN AND FOR OUR COMMUNITY.

COORDINATE ANNUAL RETREAT AND SPEAKERS WITH SMALL PLANNING COMMITTEE; ARRANGE ALL DETAILS FOR 30 PARTICIPANTS; REGISTRATION & COORDINATE VENDOR REIMBURSEMENT WITH UNITED WAY AS FISCAL AGENT.

MAINTAIN EMAIL CONNECTION WEEKLY REGARDING EDUCATIONAL OPPORTUNITIES OR SIGNIFICANT NEWS REGARDING SECTOR LIST OF 60.

CONVENE 4 QUARTERLY MEETINGS, COORDINATE FACILITATOR, AGENDA AND SPEAKERS FOR 20 PARTICIPANTS. PROVIDE REFRESHMENTS.

ROGUE VALLEY FOOD SYSTEM SUB COMMITTEE:

SUPPORT JeFF SUB-COMMITTEE WITH QUERY OF ALL REGIONAL MEMBERS REGARDING SUPPORT OF FOOD SYSTEM REQUESTS/PROGRAMS 2007-2011.

PROVIDE ASSISTANCE TO MEYER MEMORIAL TRUST STAFF INVESTIGATING FOOD SYSTEM INITIATIVE APPLICATION FROM THE ROGUE VALLEY.

ASSIST LOCAL FOOD SYSTEM LEADERS IN THINKING PROCESS AROUND A REGIONAL GRANT APPLICATION FOCUS AND GOALS.

PUBLIC HEALTH, JACKSON COUNTY:

MEMBER JACKSON COUNTY PUBLIC HEALTH ADVISORY COMMITTEE.

THINKING PARTNER WITH BRENDA JOHNSON RN MPH, CYNTHIA SCHERR MPH, ANNE ALFTINE MD, ABOUT IMPROVING HEALTH & SHIFTING THE SILO EFFECT IN LOCAL HEALTH POLITICS.

REGIONAL HEALTH SYSTEM IMPROVEMENT:

JEFFERSON REGIONAL HEALTH ALLIANCE
RESTRUCTURE COUNCIL STRUCTURE INTO FIVE SUB COMMITTEES AND QUARTERLY COUNCIL MEETINGS; ASSIST FISCAL SPONSORSHIP OF A COMMUNITY "END OF LIFE" EDUCATIONAL MOVEMENT THAT ALIGNS WITH STRATEGY; RECRUIT NEW COORDINATOR, ORIENT COORDINATOR; COACH AND SUPPORT; ASSIST PROJECT COORDINATOR WITH APPLICATION FOR OREGON COMMUNITY FOUNDATION; MEET WITH POTENTIAL

FUNDERS FOR TWO YEAR FUNDING; COORDINATE VISIT WITH NW HEALTH FOUNDATION; FISCAL AGENT AND POTENTIAL FUNDER; MEET WITH JRHA PROJECT COORDINATOR TO ASSESS THEIR NEEDS FOR FISCAL OVERSIGHT ASSISTANCE; ASSIST JRHA COORDINATOR WITH GENERAL OFFICE ORGANIZATION; ASSIST JRHA PROJECT COORDINATOR WITH UPDATING FINANCIAL SPREADSHEETS AND COORDINATING INFORMATION WITH NWHF; SET UP QUICKBOOKS FILES IN GEF OFFICE COMPUTER TO ASSIST JRHA TRACK INCOME AND EXPENSES FOR JRHA AND THE COHO PROJECT; ASSIST JRHA WITH VARIOUS OFFICE SUPPORT WITH NWHF RELATIONSHIP; EXECUTIVE DIRECTOR PROVIDES TRUSTEE ROLE AS SECRETARY FOR JEFFERSON REGIONAL HEALTH ALLIANCE; FINANCIALLY SPONSOR COMMUNITY HEALTH INDICATORS PRESENTATION FOR JRHA COUNCIL MEMBERS BY KATHY INGRAM PhD.

REGIONAL MENTAL HEALTH IMPROVEMENT AND INTEGRATION:

THINKING PARTNER WITH SOUTHERN OREGON REGIONAL DIRECTOR FOR MENTAL HEALTH SERVICES-JEFFERSON BEHAVIORAL HEALTH, BOB NIKKEL @ EARLY PSYCHOSIS CARE FOR YOUTH IN SOUTHERN OREGON.

THINKING PARTNER WITH JACKSON COUNTY JUDGE AND UNITED WAY DIRECTOR REGARDING ADULT CRISIS ISSUES AND WAYS TO ENGAGE COMMUNITY TO ADDRESS INCREASING NUMBERS.

NON-PROFIT ORGANIZATION, LEADERSHIP & MANAGEMENT SUPPORT
PROVIDE AS REQUESTED BY STAFF, TRUSTEE AND/OR ORGANIZATIONS CAPACITY BUILDING SUPPORT BEYOND GRANT MAKING RELATIONSHIP FOR ONE OR MORE ACTIVITIES OUTLINED ABOVE:

- GRANTS PASS SCHOLARSHIP FOUNDATION
- JACKSON COUNTY LITERACY COUNCIL BOARD
- IMPACT ONE
- FEMA JACKSON COUNTY
- SANCTUARY ONE
- FAMILTY NURTURING CENTER
- SOUTHERN OREGON FUNDRAISING ALLIANCE - HOSPICE FOUNDATION
- ACCESS, INC.
- DOWNS SYNDROME ASSOCIATION
- SOUTHERN OREGON FUNDRAISING ALLIANCE - HOSPICE
- COMMUNITY WORKS
- KIDS UNLIMITED
- THRIVE
- SOUTHERN OREGON CHILD STUDY AND TREATMENT CENTER
- WINTERSPRING
- SMART ROGUE VALLEY
- BUTTE FALLS COMMUNITY SCHOOLS PARTNERSHIP
- SISKIYOU FIELD INSTITUTE & DEER CREEK CENTER
- ROGUE VALLEY SENIOR & DISABLED SERVICES
- HUMANE SOCIETY

REGIONAL NON-PROFIT SECTOR PARTNERSHIPS/RELATIONSHIPS/SPONSORSHIPS FOR SECTOR & COMMUNITY DEVELOPMENT & EDUCATION

- FINANCIAL STEWARDSHIP CONFERENCE NOVEMBER 2010
- PHILANTHROPY NW CONFERENCE 2010
- OREGON NON-PROFIT LEADERS CONFERENCE 2011
- PHILANTHROPY NORTH WEST
- RURAL DEVELOPMENT INSTITUTE

- NON-PROFIT ASSOCIATION OF OREGON
- JACKSON COUNTY CHILD ABUSE NETWORK
- UNITED WAY OF JACKSON COUNTY:BUILDING A LEARNING COMMUNITY

ACTIVITY THREE

CASH SUPPORT FOR ACTIVITIES RELATED TO ORGANIZATIONS AND PROJECTS LISTED IN ACTIVITIES ONE AND TWO. 2,019.

EXPENSES INCLUDE: SUPPORTING MEETINGS (EXPENSES), WITH COMMUNITY LEADERS; SPEAKERS AND RESEARCH FEES. SCHOLARSHIPS FOR SELECTED GRANTEES TO ATTEND TRAINING SEMINARS.

Form 990-PF Other Investments Statement 10

Description	Valuation Method	Book Value	Fair Market Value
DA DAVIDSON - VANTAGE	FMV	1,524,507.	1,524,507.
DA DAVIDSON - ATALANTA SOSNOFF	FMV	506,295.	506,295.
DA DAVIDSON - NJF	FMV	656,441.	656,441.
DA DAVIDSON - CLEARBRIDGE MULTI	FMV	813,131.	813,131.
DA DAVIDSON - BRANDES ALL CAP VALUE	FMV	631,582.	631,582.
DA DAVIDSON - WINSLOW	FMV	699,039.	699,039.
DA DAVIDSON - THORNBURG	FMV	448,087.	448,087.
DA DAVIDSON - ADVISOR ACCOUNT	FMV	1,347,421.	1,347,421.
DA DAVIDSON - MGD ASSETS DIA	FMV	438,913.	438,913.
Total to Form 990-PF, Part II, line 13		7,065,416.	7,065,416.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 11

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
FILE CABINET	600.	600.	0.
DRY ERASE BOARD	428.	428.	0.
FIRST PEARL SOFTWARE	5,750.	5,750.	0.
FIREPROOF FILE CABINET	629.	585.	44.
2 MONITORS, PRINTER, FAX	750.	750.	0.
COMPUTER	979.	979.	0.
108-208 SUPERIOR COURT OFFICE CONDO	475,276.	55,349.	419,927.
SOUNDSTATION CONFERENCE CALL SYSTEM	520.	357.	163.
HEATING COOLING SYSTEMS (2)	21,245.	14,609.	6,636.
Total To Fm 990-PF, Part II, ln 14	506,177.	79,407.	426,770.

Form 990-PF Other Liabilities Statement 12

Description	BOY Amount	EOY Amount
PAYROLL LIABILITIES	5,720.	458.
Total to Form 990-PF, Part II, line 22	5,720.	458.

Form 990-PF — Part VIII - List of Officers, Directors Trustees and Foundation Managers — Statement 13

Name and Address	Title and Avrg Hrs/Wk	Compen-sation	Employee Ben Plan Contrib	Expense Account
MICHAEL R. HEVERLY PO BOX 4189 MEDFORD, OR 97501	PRESIDENT 2.00	0.	0.	0.
JANET J. MURPHY PO BOX 4189 MEDFORD, OR 97501	TRUSTEE 1.00	0.	0.	0.
JOHN HARMON PO BOX 4189 MEDFORD, OR 97501	TRUSTEE 1.00	0.	0.	0.
KATHY BRYON PO BOX 4189 MEDFORD, OR 97501	EXECUTIVE DIRECTOR 40.00	80,239.	2,500.	0.
DAN KOSMATKA PO BOX 4189 MEDFORD, OR 97501	TRUSTEE 1.00	0.	0.	0.
STEPHANIE JOHNSON PO BOX 4189 MEDFORD, OR 97501	TRUSTEE 1.00	0.	0.	0.
BURKE RAYMOND PO BOX 4189 MEDFORD, OR 97501	VICE PRESIDENT 2.00	0.	0.	0.
ANNETTE BATZER PO BOX 4189 MEDFORD, OR 97501	SECRETARY 1.00	0.	0.	0.
JOHN DUKE PO BOX 4189 MEDFORD, OR 97501	TREASURER 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		80,239.	2,500.	0.

Form 990-PF Grant Application Submission Information Statement 14
Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

KATHY BRYON, EXECUTIVE DIRECTOR; GORDON ELWOOD FOUNDATION
PO BOX 4189
MEDFORD, OR 97501

Telephone Number

541 282-0643

Form and Content of Applications

GRANT APPLICATIONS MUST BE RECEIVED ON THE APPLICATION FORM OF THE FOUNDATION. A COPY IS AVAILABLE BY WRITING TO THE ADDRESS ABOVE OR BY VISITING WWW.GORDONELWOODFOUNDATION.ORG

Any Submission Deadlines

GRANT DEADLINES ARE MARCH 1 AND SEPTEMBER 1

Restrictions and Limitations on Awards

DISTRIBUTION OF FUNDS LIMITED FOR EDUCATIONAL, HUMAN SERVICES, AND OTHER CHARITABLE PURPOSES TO QUALIFIED NON-PROFIT, TAX-EXEMPT, CHARITABLE ORGANIZATIONS IN GEOGRAPHIC AREAS OF JACKSON, JOSEPHINE, KLAMATH, COOS & CURRY COUNTIES, OREGON.

Form 990-PF | Grants and Contributions Paid During the Year | Statement 15

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
ASHLAND EMERGENCY FOOD BANK PO BOX 3578 ASHLAND, OR 97520	GRANT 619	NON PROFIT	600.
BUTTE FALLS COMMUNITY CENTER PO BOX 358 BUTTE FALLS, OR 97522	GRANT 618	NON PROFIT	2,880.
COLLEGE DREAMS PO BOX 1407 GRANTS PASS, OR 97528	GRANT 601	NON PROFIT	10,000.
DASIL 29 NORTH IVY STREET MEDFORD, OR 97501	GRANT 614	NON PROFIT	5,000.
HOPE COMMUNITY CENTER 2314 HOMEDALE ROAD KLAMATH FALLS, OR 97603	GRANT 615	NON PROFIT	7,104.
CENTRAL POINT SCHOOL DISTRICT #6 300 ASH STREET CENTRAL POINT, OR 97502	GRANT 602	EDUCATIONA	2,842.
PACIFICA PO BOX 1 WILLIAMS, OR 97544	GRANT 604	NON PROFIT	5,000.
YOGA BLUE 3130 E. OJAI OJAI, CA 93023	GRANT 598	NON PROFIT	5,000.

ACCESS, INC. 3630 AVIATION WAY MEDFORD, OR 97504	GRANT 624	NON PROFIT	8,000.
AMERICAN RED CROSS-ROGUE VALLEY CHAPTER 60 HAWTHORNE STREET MEDFORD, OR 97501	GRANT 637	NON PROFIT	3,000.
CASA FOR CHILDREN OF KLAMATH COUNTY 403 PINE STREET 3RD FLOOR KLAMATH FALLS, OR 97601	GRANT 623	NON PROFIT	9,860.
CASA OF CURRY COUNTY PO BOX 746 GOLD BEACH, OR 97444	GRANT 612	NON PROFIT	5,000.
CHILDRENS ADVOCACY CENTER 816 W 10TH STREET MEDFORD, OR 97501	GRANT 603	NON PROFIT	2,500.
JEFFERSON REGIONAL HEALTH ALLIANCE 670 SUPERIOR COURT #208 MEDFORD, OR 97504	GRANT 644	NON PROFIT	8,000.
JOSEPHINE COUNTY CHAMBER OF COMMERCE FOUNDATION PO BOX 970 GRANTS PASS, OR 97528	GRANT 617	NON PROFIT	500.
JUNIOR ACHIEVEMENT OF OREGON 3630 AVIATION WAY MEDFORD, OR 97501	GRANT 622	NON PROFIT	3,000.
KIDS UNLIMITED 821 N RIVERSIDE MEDFORD, OR 97501	GRANT 521	NON PROFIT	25,000.
MEDIATION WORKS 33 NORTH CENTRAL SUITE 219 MEDFORD, OR 97501	GRANT 642	NON PROFIT	1,500.

OREGON COMMUNITY FOUNDATION 1221 SW YAMHILL STREET #100 PORTLAND, OR 97205	GRANT 579	NON PROFIT	2,500.
PHILANTHROPY NORTHWEST 2101 FOURTH AVE #650 SEATTLE, WA 98121	GRANT 645	NON PROFIT	1,800.
PORT ORFORD ARTS COUNCIL PO BOX 771 PORT ORFORD, OR 97465	GRANT 625	NON PROFIT	2,500.
ROGUE COMMUNITY COLLEGE 3345 REDWOOD HIGHWAY GRANTS PASS, OR 97526	GRANT 611	EDUCATIONA	6,100.
ROGUE RETREAT 1032 WEST MAIN STREET MEDFORD, OR 97501	GRANT 597	NON PROFIT	9,850.
ROOTS AND WINGS CHILD DEVELOPMENT 1801 E JACKSON MEDFORD, OR 97504	GRANT 627	NON PROFIT	3,000.
SCIENCE WORKS HANDS-ON MUSEUM 1500 E MAIN ASHLAND, OR 97520	GRANT 629	NON PROFIT	8,000.
SOUTHERN OREGON CHILD & FAMILY COUNCIL 1101 BEALL LANE CENTRAL POINT, OR 97502	GRANT 607	NON PROFIT	8,000.
SUSTAINABLE VALLEY PO BOX 1075 MEDFORD, OR 97501	GRANT 628	NON PROFIT	2,000.
SW OREGON COMMUNITY COLLEGE 1988 NEWMARK AVENUE COOS BAY, OR 97420	GRANT 631	EDUCATIONA	5,000.

THE JOB COUNCIL 673 MARKET STREET MEDFORD, OR 97504	GRANT 636	NON PROFIT	9,500.
UNITED WAY OF JACKSON COUNTY OREGON NON PROFIT LEADERSHIP 711 E MAIN STREET SUITE 17 MEDFORD, OR 97501	N/A	NON PROFIT	1,000.
WELCOME HOME OREGON, INC. 106 NW 'F' STREET #65 GRANTS PASS, OR 97526	GRANT 599	NON PROFIT	2,500.
WILD RIVERS COMMUNITY FOUNDATION 501 H STREET SUITE 5 CRESCENT CITY, OR 95531	GRANT 620	NON PROFIT	2,000.
WOMEN'S CRISIS SUPPORT TEAM 560 NE 'F' STREET SUITE A GRANTS PASS, OR 97526	GRANT 638	NON PROFIT	7,529.
YOUTH FOR CHRIST 400 CRATER LAKE AVENUE MEDFORD, OR 97504	GRANT 610	NON PROFIT	5,000.
Total to Form 990-PF, Part XV, line 3a			181,065.