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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

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning

07/01, 2010, and ending

06/30, 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

CHARLES AND HELEN SCHWAB FOUNDATION

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

201 MISSION STREET

City or town, state, and ZIP code

SAN FRANCISCO, CA 94105

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

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) \$ 192,053,169.

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

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

A Employer identification number

94-3374170

B Telephone number (see page 10 of the instructions)

(415) 795-4920

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	0.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2,323.	2,323.		ATCH 1
4 Dividends and interest from securities	2,794,816.	2,794,816.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	15,108,567.			
b Gross sales price for all assets on line 6a	15,190,907.			
7 Capital gain net income (from Part IV, line 2)		15,108,567.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	71.			ATCH 3
12 Total. Add lines 1 through 11	17,905,777.	17,905,706.		
13 Compensation of officers, directors, trustees, etc.	229,601.			227,838.
14 Other employee salaries and wages	129,915.			129,087.
15 Pension plans, employee benefits	94,361.			82,694.
16a Legal fees (attach schedule) ATCH 4	3,677.	0.	0.	3,677.
b Accounting fees (attach schedule) ATCH 5	25,248.	0.	0.	25,248.
c Other professional fees (attach schedule) *	43,927.			43,239.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	373,912.			
19 Depreciation (attach schedule) and depletion	1,718.			
20 Occupancy	104,955.			104,715.
21 Travel, conferences, and meetings	30,983.			32,492.
22 Printing and publications	741.			741.
23 Other expenses (attach schedule) ATCH 8	119,309.			120,646.
24 Total operating and administrative expenses. Add lines 13 through 23	1,158,347.	0.	0.	770,377.
25 Contributions, gifts, grants paid	1,089,027.			11,887,850.
26 Total expenses and disbursements. Add lines 24 and 25	2,247,374.	0.	0.	12,658,227.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	15,658,403.			
b Net investment income (if negative, enter -0-)		17,905,706.		
c Adjusted net income (if negative, enter -0-)				

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

* ATCH 6 JSA **

ATCH 7

Form 990-PF (2010)

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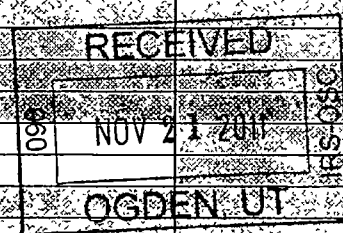
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Operating and Administrative Expenses



15614

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		3,505,878.	8,685,765.	8,685,765.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		172,217,022.	183,336,319.	183,336,319.
	b	Investments - corporate stock (attach schedule) ATCH 9				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis	63,092.				
	Less: accumulated depreciation (attach schedule)	62,647.	2,165.	445.	445.	
15	Other assets (describe ATCH 10)		33,395.	30,640.	30,640.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		175,758,460.	192,053,169.	192,053,169.	
Liabilities	17	Accounts payable and accrued expenses		9,799.	5,600.	
	18	Grants payable		13,750,548.	2,951,725.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ATCH 11)		3,744,469.	3,982,159.	
	23	Total liabilities (add lines 17 through 22)		17,504,816.	6,939,484.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		158,253,644.	185,113,685.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)		158,253,644.	185,113,685.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		175,758,460.	192,053,169.	

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	158,253,644.
2	Enter amount from Part I, line 27a	2	15,658,403.
3	Other increases not included in line 2 (itemize) ATTACHMENT 12	3	11,201,638.
4	Add lines 1, 2, and 3	4	185,113,685.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	185,113,685.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	15,108,567.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) 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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	18,454,885.	226,749,646.	0.081389
2008	21,337,467.	247,301,340.	0.086281
2007	10,189,499.	297,792,532.	0.034217
2006	12,645,508.	237,365,339.	0.053274
2005	11,347,749.	205,679,347.	0.055172
2 Total of line 1, column (d)		2	0.310333
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.062067
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4	194,902,487.
5 Multiply line 4 by line 3		5	12,097,013.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	179,057.
7 Add lines 5 and 6		7	12,276,070.
8 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 on page 18.		8	12,658,227.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	179,057.
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	179,057.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	179,057.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6	
6 Credits/Payments:		6a	179,091.
a 2010 estimated tax payments and 2009 overpayment credited to 2010		6b	0.
b Exempt foreign organizations-tax withheld at source		6c	0.
c Tax paid with application for extension of time to file (Form 8868)		6d	
d Backup withholding erroneously withheld		7	179,091.
7 Total credits and payments. Add lines 6a through 6d		8	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		9	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		10	34.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		11	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 34. Refunded <input checked="" type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> CA, DE, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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 ▶ WWW.SCHWABFOUNDATION.ORG	13	X	
14	The books are in care of ▶ ANA THOMPSON, EXECUTIVE DIR. Telephone no ▶ 415-795-4920 Located at ▶ 201 MISSION STREET SAN FRANCISCO, CA ZIP + 4 ▶ 94105			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <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 page 22 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <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)	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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

5b

X

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

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		227,838.	51,259.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 14		129,087.	42,160.	0.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	187,535,974.
b	Average of monthly cash balances	1b	10,334,571.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	197,870,545.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	197,870,545.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,968,058.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	194,902,487.
6	Minimum investment return. Enter 5% of line 5	6	9,745,124.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	9,745,124.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	179,057.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	179,057.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,566,067.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,566,067.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,566,067.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	12,658,227.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,658,227.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	179,057.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,479,170.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				9,566,067.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 08 20 07 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	1,817,336.			
b From 2006	846,507.			
c From 2007	0.			
d From 2008	8,981,314.			
e From 2009	7,175,773.			
f Total of lines 3a through e	18,820,930.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 12,658,227.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				9,566,067.
e Remaining amount distributed out of corpus	3,092,160.			
5 Excess distributions carryover applied to 2010. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	21,913,090.			
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	1,817,336.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	20,095,754.			
10 Analysis of line 9				
a Excess from 2006	846,507.			
b Excess from 2007	0.			
c Excess from 2008	8,981,314.			
d Excess from 2009	7,175,773.			
e Excess from 2010	3,092,160.			

Form 990-PF (2010)

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

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

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

4942(j)(3) or

4942(j)(5)

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

Tax year

Prior 3 years

(e) Total

(a) 2010

(b) 2009

(c) 2008

(d) 2007

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

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

a "Assets" alternative test - enter

(1) Value of all assets

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

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

c "Support" alternative test - enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

ATTACHMENT 15

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

SEE ATTACHMENT A, PAGE 1

c Any submission deadlines:

SEE ATTACHMENT A, PAGE 1

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

SEE ATTACHMENT A, PAGE 1

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHMENT B ATTACHED				11,887,850.
Total			▶ 3a	11,887,850.
b Approved for future payment SEE ATTACHMENT C ATTACHED				3,020,000.
Total			▶ 3b	3,020,000.

Form 990-PF (2010)

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. | | | |

[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

**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.

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

Christina Beckwith

A. Beckwith

10/11/12

Check ☐ if self-employed

P00539266

Firm's name **▶ GRANT THORNTON, LLP**

Firm's EIN ► 36-6055558

Firm's address ► 150 ALMADEN BLVD., SUITE 600
SAN JOSE, CA

95113

Phone no 408-275-9000

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2010

Name of estate or trust

CHARLES AND HELEN SCHWAB FOUNDATION

Employer identification number

94-3374170

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

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

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

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

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	15,108,567.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	15,108,567.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		15,108,567.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		15,108,567.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

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

Schedule D (Form 1041) 2010

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	2,323.	2,323.
TOTAL	<u>2,323.</u>	<u>2,323.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDEND INCOME	2,794,816.	2,794,816.
TOTAL	<u>2,794,816.</u>	<u>2,794,816.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
MISCELLANEOUS INCOME	71.
TOTALS	<u>71.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	3,677.			3,677.
TOTALS	<u>3,677.</u>	<u>0.</u>	<u>0.</u>	<u>3,677.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	25,248.			25,248.
TOTALS	<u>25,248.</u>	<u>0.</u>	<u>0.</u>	<u>25,248.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OTHER PROFESSIONAL FEES	43,927.	43,239.
TOTALS	<u>43,927.</u>	<u>43,239.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
EXCISE TAX	149,875.
DEFERRED EXCISE TAX	224,037.
TOTALS	<u>373,912.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STAFF EDUCATION AND DEVELOPMNT	3,537.	3,537.
INSURANCE	20,504.	17,749.
PAYROLL PROCESSING	13,635.	12,558.
BANK CHARGES	2,926.	2,926.
OFFICE SUPPLIES	1,756.	1,756.
POSTAGE AND DELIVERY	3,105.	3,105.
COMPUTER HARDWARE AND SOFTWARE	29,758.	34,927.
REGISTRATION FEES	26,128.	26,128.
WEBSITE TECHNICAL OPERATIONS	9,730.	9,730.
RESEARCH AND KNOWLEDGE	8,230.	8,230.
TOTALS	<u>119,309.</u>	<u>120,646.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
11,145,065 SHS CHARLES SCHWAB	183,336,319.	183,336,319.
TOTALS	<u>183,336,319.</u>	<u>183,336,319.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXP AND OTHER ASSETS	30,640.	30,640.
TOTALS	<u>30,640.</u>	<u>30,640.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER LIABILITIESDESCRIPTIONENDING
BOOK VALUE

OTHER ACCRUED LIABILITIES	80,116.
DEFERRED EXCISE TAX LIABILITY	2,851,785.
CREDIT SUPPORT AGREEMENT	1,050,258.

TOTALS	<u>3,982,159.</u>
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ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAIN ON INVESTMENTS

11,201,638.

TOTAL

11,201,638.

CHARLES AND HELEN SCHWAB FOUNDATION

94-3374170

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

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HELEN O. SCHWAB 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	PRESIDENT .50	0.	0.	0.
CHARLES R. SCHWAB 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	CHAIRMAN .50	0.	0.	0.
KATIE SCHWAB 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	DIRECTOR 2.00	0.	0.	0.
NANCY BECHTLE 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	DIRECTOR .50	0.	0.	0.
SALLY BOWLES 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	DIRECTOR .50	0.	0.	0.

CHARLES AND HELEN SCHWAB FOUNDATION

94-3374170

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

ATTACHMENT 13 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHARMEL HUFFMAN 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	ASSIST. TREASURER .50	0.	0.	0.
ANA THOMPSON 201 MISSION STREET 1960 SAN FRANCISCO, CA 94105	EXECUTIVE DIR. & TREAS. 40.00	227,838.	51,259.	0.
GRAND TOTALS		227,838.	51,259.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
DIANNE BARNEY 201 MISSION STREET SUITE 1960 SAN FRANCISCO, CA 94105	ADMIN DIRECTOR 40.00	129,087.	42,160. 0.
	TOTAL COMPENSATION	<u>129,087.</u>	<u>42,160.</u> <u>0.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE ATTACHMENT A, PAGE 1

Charles and Helen Schwab Foundation
990-PF: Attachment A
Tax Year Ending June 30, 2011

The Charles and Helen Schwab Foundation believes that every person has the potential and deserves the opportunity to lead a happy and productive life. A quality education holds the key to much of this. Today, many young people in California and beyond are denied the education they deserve. The status quo has not served them well. We seek out organizations that turn the tables on this unacceptable reality to ensure that each student reaches his or her full potential. This is our primary focus.

The Foundation also recognizes that human suffering takes many different forms and affects people from all walks of life. For this reason, we also support organizations which alleviate suffering, take aim at its root cause and give people a fair shot at their own success.

For more than twenty years, the Foundation has had the privilege of collaborating with organizations and individuals who are leaders in their fields. Their work has informed and extended our own. We have learned both from our successes and our failures about the challenges of making a measurable impact. And while our primary focus is California, we recognize that positive impact here will come from those working within and beyond our geographic boundaries. We have enormous respect for the leadership, passion and ingenuity shown by so many working to transform the lives of others. We will continue to seek out organizations which share these qualities and which work tirelessly to make the world a better place.

The Charles and Helen Schwab Foundation was established by Charles and Helen Schwab in 1987. It is a private foundation and is separate from The Charles Schwab Corporation and from the Charles Schwab Corporate Foundation.

The Charles and Helen Schwab Foundation does not accept unsolicited grant applications, grant proposals or letters of inquiry.

Charles and Helen Schwab Foundation
Tax ID #94-3374170
Grant Paid FY 2011
Form 990-PF, Part XV, In 3a
Organization Legal Name

Organization Address	Tax Status	General Program Area and Description	Paid Type of Support
Education			
California Charter Schools Association	501(c)(3)	Public Charter Schools	\$725,000 General Operating Support
KIPP Bay Area	501(c)(3)	Public Charter Schools	\$500,000 General Operating Support
Rocketship Education	501(c)(3)	Public Charter Schools	\$500,000 General Operating Support
National Alliance for Public Charter Schools	501(c)(3)	Public Charter Schools	\$125,000 General Operating Support
High Tech High	501(c)(3)	Public Charter Schools	\$50,000 General Operating Support
KIPP LA Schools	501(c)(3)	Public Charter Schools	\$6,000 Program Support
Teach for America - Bay Area	501(c)(3)	Human Capital	\$500,000 General Operating Support
The New Teacher Project	501(c)(3)	Human Capital	\$500,000 General Operating Support
KIPP Foundation	501(c)(3)	Human Capital	\$200,000 General Operating Support
Teach for America - Hawai'i	501(c)(3)	Human Capital	\$150,000 General Operating Support
Foundation for Excellence in Education, Inc	501(c)(3)	Advocacy and Ideas	\$500,000 General Operating Support
Thomas B Fordham Institute	501(c)(3)	Advocacy and Ideas	\$250,000 General Operating Support
Stand for Children Leadership Center	501(c)(3)	Advocacy and Ideas	\$150,000 General Operating Support
Education Sector	501(c)(3)	Advocacy and Ideas	\$125,000 General Operating Support
EdVoice Institute for Research and Education	501(c)(3)	Advocacy and Ideas	\$125,000 General Operating Support
Education Total			\$4,406,000
Community Needs			
UCSF Center for Prevention of Heart and Vascular Disease	501(c)(3)	Health	\$2,000,000 Endowment, General Operating
UCSF Young Adult and Family Center	501(c)(3)	Health	\$1,000,000 Endowment, General Operating
The Hawaii Meth Project	501(c)(3)	Health	\$800,000 General Operating Support
Lucile Packard Foundation for Children's Health	501(c)(3)	Health	\$25,000 Program Support
American Red Cross	501(c)(3)	Japan Earthquake & Tsunami Response	\$300,000 General Operating Support
Community Needs Total			\$4,125,000
Human Services and Health			
Tipping Point Community	501(c)(3)	Poverty Prevention	\$1,100,000 General Operating Support
Single Stop USA	501(c)(3)	Poverty Prevention	\$100,000 General Operating Support
Iraq and Afghanistan Veterans of America	501(c)(3)	Veterans	\$1,000,000 General Operating Support Over Two Years
USA Together Inc	501(c)(3)	Veterans	\$50,000 Program Support
Single Stop USA	501(c)(3)	Veterans	\$20,000 Program Support
St. Anthony Foundation	501(c)(3)	Other	\$100,000 Capital Campaign
Episcopal Community Services of San Francisco	501(c)(3)	Other	\$75,000 Program and general operating support
Alameda County Community Food Bank	501(c)(3)	Other	\$50,000 Program and general operating support
Community Food Bank	501(c)(3)	Other	\$50,000 Program and general operating support
FoodLink of Tulare County	501(c)(3)	Other	\$50,000 Program and general operating support
Second Harvest Food Bank	501(c)(3)	Other	\$50,000 Program and general operating support
Second Harvest Food Bank San Joaquin & Stanislaus Counties	501(c)(3)	Other	\$50,000 Program and general operating support
Boys and Girls Club of the Peninsula	501(c)(3)	Other	\$50,000 General Operating Support
Food Bank of Contra Costa and Solano	501(c)(3)	Other	\$25,000 Program and general operating support
Raphael House	501(c)(3)	Other	\$25,000 Program and general operating support
St. Anthony's Padua Dining Room	501(c)(3)	Other	\$25,000 General Operating Support
San Francisco Food Bank	501(c)(3)	Other	\$20,000 Program and general operating support
San Francisco Free Clinic	501(c)(3)	Other	\$10,000 General Operating Support
The San Francisco Foundation (Safety Net Funders Network)	501(c)(3)	Other	\$7,500 General Operating Support
Human Services and Health Total			\$2,857,500

Charles and Helen Schwab Foundation
Tax ID #94-3374170
Grant Paid FY 2011
Form 990-PF, Part XV, In 3a
Organization Legal Name

Organization Address	Tax Status	General Program Area and Description	Paid Type of Support
Philanthropy Roundtable	501(c)(3)	Other	\$100,000 General Operating Support
San Francisco Society for the Prevention of Cruelty to Animals	501(c)(3)	Other	\$100,000 Capital Campaign
San Francisco Symphony	501(c)(3)	Other	\$50,000 General Operating Support
St Helena Montessori	501(c)(3)	Other	\$50,000 Capital Campaign
Knowledgebeat Inc.	501(c)(3)	Other	\$25,000 General Operating Support
Mikeys Way Foundation Inc	501(c)(3)	Other	\$20,000 General Operating Support
Palo Alto Community Fund	501(c)(3)	Other	\$10,000 Program Support
Breakthrough Collaborative	509(a)(1)	Other	\$5,000 General Operating Support
Johns Hopkins University	501(c)(3)	Other	\$50,000 General Operating Support
All Kinds of Minds	501(c)(3)	Trustee Grant	\$37,500 General Operating Support
Golden Gate National Parks Conservancy	501(c)(3)	Trustee Grant	\$25,000 General Operating Support
National Center for Family Philanthropy	501(c)(3)	Trustee Grant	\$15,000 General Operating Support
CAST (Center for Applied Special Technology)	501(c)(3)	Trustee Grant	\$10,000 General Operating Support
		Other Total	\$497,500

Employee Matching Gift Program			
Aragon High School PTSO	900 Alameda de las Pulgas, San Mateo, CA	Employee Matching Gift Program	\$1,000 General Operating Support
USA Together, Inc.	171 Main Street, #106, Los Altos, CA	Employee Matching Gift Program	\$400 General Operating Support
On Lok Inc	1333 Bush St, San Francisco, CA	Employee Matching Gift Program	\$100 General Operating Support
Hillview Middle School PTO	1100 Elder Avenue, Menlo Park, CA	Employee Matching Gift Program	\$75 General Operating Support
Boy Scouts of America	1150 Chess Drive, Foster City, CA	Employee Matching Gift Program	\$75 General Operating Support
KQED	2601 Mariposa Street, San Francisco, CA	Employee Matching Gift Program	\$75 General Operating Support
American Red Cross	431 18th Street NW Washington, DC 20006	Employee Matching Gift Program	\$50 General Operating Support
Sponsor Iraqi Children Foundation, Inc	701 West Broad Street, Suite 301, Falls Church VA	Employee Matching Gift Program	\$50 General Operating Support
Friends of Brandywine Battlefield	P O Box 202, Chadds Ford, PA	Employee Matching Gift Program	\$25 General Operating Support
		Employee Matching Gift Program Total	\$1,850
		GRAND TOTAL	\$11,887,850

Organization Legal Name	Organization Address	Tax Status	General Program Area and Description	Unpaid Program	Type of Support
KIPP Foundation California Charter Schools Association	520 8th Avenue, Suite 2005 New York, NY 100	501(c)(3)	Education	\$800,000	General Operating Support
	250 E 1st Street, Ste. 1000 Los Angeles, CA 91	501(c)(3)	Human Capital Public Charter Schools	\$225,000	General Operating Support
			Education Total	<u>\$1,025,000</u>	
The Hawaii Meth Project Lucile Packard Foundation for Children's Health UCSF Foundation (Memory and Aging Center)	999 Bishop Street, 24th floor Honolulu, HI 968	501(c)(3)	Community Needs	\$1,200,000	General Operating Support
	400 Hamilton Avenue, Suite 340 Palo Alto, CA	501(c)(3)	Health	\$50,000	Program Support
	350 Parnassus Avenue San Francisco, CA 9411	501(c)(3)	Health	\$50,000	Program Support
			Community Needs Total	<u>\$1,300,000</u>	
St Anthony Foundation San Francisco Free Clinic Raphael House USA Together Inc Single Stop USA	150 Golden Gate Avenue San Francisco, CA 94	501(c)(3)	Human Services and Health	\$400,000	Capital Campaign
	4900 California Street San Francisco, CA 94111	501(c)(3)	Other	\$50,000	General Operating Support
	1065 Sutter Street San Francisco, CA 94109	501(c)(3)	Other	\$50,000	Program and General Operating Support
	171 Main St Ste 106 Los Altos, CA 94022	501(c)(3)	Veterans	\$25,000	Program Support
	1825 Park Avenue, Suite 503 New York, NY 10	501(c)(3)	Veterans	\$20,000	Program Support
			Human Services and Health Total	<u>\$545,000</u>	
San Francisco Society for the Prevention of Cruelty to Animals The BASIC Fund	2500 16th Street San Francisco, CA 94103-421	501(c)(3)	Other	\$100,000	Capital Campaign
	268 Bush Street, #2717 San Francisco, CA 9411	501(c)(3)	Other	\$50,000	Program Support
			Other Total	<u>\$150,000</u>	
			GRAND TOTAL	<u>\$3,020,000</u>	

Charles and Helen Schwab Foundation**EIN: 94-3374170****FYE: 6/30/2011****Fixed Assets Schedule**

Account Description	2010 Report			2011 Report
	Balance	Additions	Disposals	Balance
Fixes Assets				
Computer hardware	36,739			36,739
Computer software	25,115			25,115
Office Furniture & Equipment	1,238			1,238
Leashold Improvements	-			-
Total	63,092	-	-	63,092
Accumulated Depreciation				
Computer hardware	(35,184)	(1,543)		(36,727)
Computer software	(25,115)			(25,115)
Office Furniture & Equipment	(629)	(176)		(805)
Leashold Improvements	(0)			(0)
Total	(60,928)	(1,719)	-	(62,647)
TOTAL NET FIXED ASSETS	2,164	(1,719)	-	445

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
15190907.		SECURITIES PROPERTY TYPE: SECURITIES 82,340.				D	VARIOUS 15108567.	VARIOUS
TOTAL GAIN (LOSS)							<u>15108567.</u>	