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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

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 12-01-2010 , and ending 11-30-2011

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
LOEB CHARITABLE FOUNDATION

A Employer identification number
27-1318376

Number and street (or P O box number if mail is not delivered to street address)
1000 SECOND AVENUE FLOOR 34

Room/suite

B Telephone number (see page 10 of the instructions)
(206) 667-0300

City or town, state, and ZIP code
SEATTLE, WA 981041022

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 ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 14,997,326

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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

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

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

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	20,455	20,455		
	4 Dividends and interest from securities.	606,426	606,426		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	158,265			
	b Gross sales price for all assets on line 6a <u>2,331,733</u>				
	7 Capital gain net income (from Part IV, line 2)		158,265		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-5,261	-5,261		
	12 Total. Add lines 1 through 11	779,885	779,885		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	255	0	0	0
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	61,449	34,525	0	26,924
	17 Interest	13,445	13,445		
	18 Taxes (attach schedule) (see page 14 of the instructions)	8,968	1,864		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	20,458	19,699		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	104,575	69,533	0	26,924
	25 Contributions, gifts, grants paid	1,546,750			849,250
	26 Total expenses and disbursements. Add lines 24 and 25	1,651,325	69,533	0	876,174
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-871,440			
	b Net investment income (if negative, enter -0-)		710,352		
	c Adjusted net income (if negative, enter -0-)				

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

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Form **990-PF** (2010)

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	195,416	148,686
	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	0	1,296
	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)	5,108,930 	5,019,255
	c	Investments—corporate bonds (attach schedule).	7,182,373 	6,336,115
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	3,330,605 	3,490,600
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)	 1,479 	 1,374 
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	15,818,803	14,997,326
	17	Accounts payable and accrued expenses	1,293	7,104
	18	Grants payable	0	697,500
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)	1,293	704,604
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds	15,817,510	14,292,722
	30	Total net assets or fund balances (see page 17 of the instructions)	15,817,510	14,292,722
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,818,803	14,997,326

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	15,817,510
2	Enter amount from Part I, line 27a	2	-871,440
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	14,946,070
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	653,348
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,292,722

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 Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
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	158,265
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	34,067	15,014,313	0 002269
2008	0	9,850	0 0
2007			
2006			
2005			

2	Total of line 1, column (d).	2	0 002269
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 001135
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	15,892,201
5	Multiply line 4 by line 3.	5	18,038
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,104
7	Add lines 5 and 6.	7	25,142
8	Enter qualifying distributions from Part XII, line 4.	8	876,174

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	7,104
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	7,104
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	7,104
6		Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,296		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	8,704		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	10,000
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,896
11		Enter the amount of line 10 to be Credited to 2011 estimated tax 2,896 Refunded		11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
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)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	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 <ul style="list-style-type: none">By language in the governing instrument, orBy 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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of FOUNDATION MANAGEMENT GRP LLC Telephone no (206) 667-0300 Located at 1000 2ND AVE 34 FLOOR SEATTLE WA ZIP+4 98104			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
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?	15		
	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		No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years 20 , 20 , 20 , 20			
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 20 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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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		No
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		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
See Additional Data Table				
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
Total number of other employees paid over \$50,000.				

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
Total number of others receiving over \$50,000 for professional services.		

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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	15,915,998
b	Average of monthly cash balances.	1b	216,843
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,373
d	Total (add lines 1a, b, and c).	1d	16,134,214
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	16,134,214
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	242,013
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,892,201
6	Minimum investment return. Enter 5% of line 5.	6	794,610

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	794,610
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	7,104
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,104
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	787,506
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	787,506
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	787,506

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	876,174
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	876,174
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	7,104
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	869,070
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			
2	Undistributed income, if any, as of the end of 2010			
a	Enter amount for 2009 only. 714,072			
b	Total for prior years 2008 , 2007 , 2006			
3	Excess distributions carryover, if any, to 2010			
a	From 2005.			
b	From 2006.			
c	From 2007.			
d	From 2008.			
e	From 2009. 0			
f	Total of lines 3a through e. 0			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 876,174			
a	Applied to 2009, but not more than line 2a 714,072			
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. 162,102			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2010 0 0			
(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 0			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 625,404			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a 0			
10	Analysis of line 9			
a	Excess from 2006.			
b	Excess from 2007.			
c	Excess from 2008.			
d	Excess from 2009.			
e	Excess from 2010. 0			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

FRANCINE LOEB 15000000 CASH 20

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	849,250
b Approved for future payment See Additional Data Table				
Total			3b	697,500

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	20,455	
4	Dividends and interest from securities. . . .			14	606,426	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	158,265	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a <u>OTHER INCOME FROM K-1S</u>	900099	-430	14	-4,831	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		-430		780,315	
13	Total. Add line 12, columns (b), (d), and (e).			13		779,885

[illegible]

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?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Yes

No

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

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

2012-06-26

Date

Title

Paid Preparer's Use Only

Preparer's Signature

WALTER R SMITH

Firm's name

BADER MARTIN PS

Firm's address

1000 SECOND AVENUE 34TH FLOOR
SEATTLE, WA 981041022

Date

Check if self-employed

PTIN

Firm's EIN

Phone no

(206) 621-1900

Form 990-PF (2010)

Additional Data

Software ID:

Software Version:

EIN: 27-1318376

Name: LOEB CHARITABLE FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
A	35 SHS CHIPOTLE MEXICAN GRILL INC		2010-01-11	2010-12-02
B	50 SHS NETAPP INC		2010-01-11	2010-12-07
C	45 SHS VANCEINFO TECHNOLOGIES INC ADR		2010-04-08	2010-12-07
D	145 SHS VANCEINFO TECHNOLOGIES INC ADR		2010-01-11	2010-12-07
E	65 SHS F5NETWORKS INC		2010-04-09	2010-12-14
F	90 SHS CTRIP COM INTERNATIONAL, LTD - ADR		2010-04-08	2010-12-15
G	110 SHS CTRIP COM INTERNATIONAL, LTD - ADR		2010-01-11	2010-12-15
H	10 SHS MASTERCARD INC		2010-01-11	2010-12-21
I	30 SHS MASTERCARD INC		2010-04-08	2010-12-21
J	5 SHS MASTERCARD INC		2010-04-08	2011-01-03
K	75 SHS MASTERCARD INC		2010-07-01	2011-01-03
L	120 SHS PRAXAIR INC		2010-08-25	2011-01-13
M	315 SHS COUNTRY STYLE COOK I		2010-10-04	2011-01-13
N	105 SHS MSCI INC		2010-04-08	2011-01-18
O	210 SHS MSCI INC		2010-07-01	2011-01-18
P	15 SHS F5 NETWORKS INC		2010-04-09	2011-01-19
Q	35 SHS F5 NETWORKS INC		2010-07-01	2011-01-19
R	10 SHS SALESFORCE COM INC		2010-04-08	2011-01-20
S	30 SHS SALESFORCE COM INC		2010-04-12	2011-01-20
T	20 SHS SALESFORCE COM INC		2010-04-15	2011-01-20
U	285 SHS RIVERBED TECHNOLOGY INC		2011-01-18	2011-01-25
V	95 SHS CELGENE CORP COM		2010-04-08	2011-01-26
W	210 SHS CELGENE CORP COM		2010-07-01	2011-01-26
X	40 SHS CTRIP COM INTERNATIONAL, LTD - ADR		2010-04-08	2011-01-27
Y	250 SHS CTRIP COM INTERNATIONAL, LTD - ADR		2010-07-01	2011-01-27
Z	95 SHS CTRIP COM INTERNATIONAL, LTD - ADR		2010-08-04	2011-01-27
AA	190 SHS GREEN MOUNTAIN COFFEE INC		2010-04-08	2011-02-01
AB	300 SHS RESMED INC		2010-12-15	2011-02-01
AC	25 SHS HDFC BANK LTD		2010-04-08	2011-02-08
AD	65 SHS HDFC BANK LTD		2010-07-01	2011-02-08

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AE	5 SHS PRICELINE COM INC		2010-04-08	2011-03-01
AF	50 SHS F5 NETWORKS INC		2010-07-01	2011-03-02
AG	95 SHS VANCEINFO TECHNOLOGIES INC ADR		2010-04-08	2011-03-07
AH	315 SHS VANCEINFO TECHNOLOGIES INC ADR		2010-07-01	2011-03-07
AI	65 SHS COGNIZANT TECH SOLUTIONS CRP		2010-04-08	2011-03-10
AJ	85 SHS GREEN MOUNTAIN COFFEE INC		2010-04-08	2011-03-10
AK	40 SHS GREEN MOUNTAIN COFFEE INC		2010-04-08	2011-03-11
AL	60 SHS GREEN MOUNTAIN COFFEE INC		2010-04-29	2011-03-11
AM	135 SHS NETAPP INC		2010-04-08	2011-03-17
AN	40 SHS NETAPP INC		2010-07-01	2011-03-17
AO	225 SHS SILICON LABORATORIES INC		2010-12-14	2011-04-05
AP	155 SHS ROVI CORPORATION		2010-05-27	2011-04-12
AQ	95 SHS ROVI CORPORATION		2010-07-01	2011-04-12
AR	25 SHS GOOGLE INC		2010-07-01	2011-04-20
AS	0 25 SHS HEICO CORP		2011-02-08	2011-04-29
AT	125 SHS FREEPORT-MCMORAN COPPER & GOLD INC		2010-08-17	2011-05-12
AU	40 SHS COGNIZANT TECH SOLUTIONS CRP		2010-07-01	2011-05-23
AV	80 SHS SINA CORPORATION		2011-01-27	2011-06-08
AW	380 SHS OASIS PETROLEUM INC		2011-01-14	2011-06-14
AX	205 SHS OASIS PETROLEUM INC		2011-01-26	2011-06-14
AY	145 SHS EDWARDS LIFESCIENCES CORP		2011-04-21	2011-08-09
AZ	65 SHS EDWARDS LIFESCIENCES CORP		2011-04-29	2011-08-09
BA	65 SHS EDWARDS LIFESCIENCES CORP		2011-05-12	2011-08-09
BB	220 SHS BE AEROSPACE INC		2010-09-22	2011-08-10
BC	150 SHS ROCKWELL AUTOMATION INC		2011-01-19	2011-08-10
BD	20 SHS ROCKWELL AUTOMATION INC		2011-01-26	2011-08-10
BE	170 SHS ACCRETIVE HEALTH INC		2011-03-10	2011-08-23
BF	95 SHS IPG PHOTONICS CORP		2011-04-18	2011-09-02
BG	215 SHS INFORMATICA CORP		2011-05-20	2011-09-06
BH	105 SHS INFORMATICA CORP		2011-06-02	2011-09-06

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BI	255 SHS INFORMATICA CORP		2011-06-20	2011-09-06
BJ	95 SHS ROCKWELL AUTOMATION INC		2011-01-26	2011-09-06
BK	105 SHS ROCKWELL AUTOMATION INC		2011-02-01	2011-09-06
BL	80 SHS ROCKWELL AUTOMATION INC		2011-02-17	2011-09-06
BM	100 SHS JONES LANG LASALLE INC		2010-11-05	2011-09-13
BN	60 SHS JONES LANG LASALLE INC		2011-01-05	2011-09-13
BO	265 SHS SOUTHWESTERN ENERGY CO		2011-03-18	2011-09-13
BP	55 SHS NETFLIX COM INC		2011-03-10	2011-09-20
BQ	50 SHS SINA CORPORATION		2011-01-27	2011-09-21
BR	90 SHS SINA CORPORATION		2011-04-14	2011-09-21
BS	235 SHS ROCKWOOD HLDGS INC		2011-03-01	2011-09-22
BT	145 SHS ROCKWOOD HLDGS INC		2011-03-22	2011-09-22
BU	110 SHS T ROWE PRICE GROUP INC		2010-10-06	2011-09-23
BV	75 SHS T ROWE PRICE GROUP INC		2011-01-03	2011-09-23
BW	35 SHS MERCADOLIBRE INC		2011-04-07	2011-09-27
BX	100 SHS CARBO CERAMICS INC		2010-12-08	2011-09-29
BY	85 SHS CARBO CERAMICS INC		2011-02-08	2011-09-29
BZ	835 SHS MELCO CROWN ENT LTD		2011-08-30	2011-09-29
CA	115 SHS ULTA SALON COSMETICS & FRAGRANCES		2011-03-14	2011-10-04
CB	315 SHS ACCRETIVE HEALTH INC		2011-03-10	2011-10-19
CC	105 SHS MWI VETERINARY SUPPLY INC		2011-05-17	2011-11-04
CD	115 SHS IPG PHOTONICS CORP		2011-04-18	2011-11-09
CE	405 SHS ARCOS DORADOS HOLDINGS INC		2011-09-08	2011-11-11
CF	20 SHS IPG PHOTONICS CORP		2011-04-18	2011-11-14
CG	80 SHS IPG PHOTONICS CORP		2011-10-12	2011-11-14
CH	190 SHS FIRST CASH FINANCIAL SERVICES INC		2011-08-10	2011-11-21
CI	60 SHS FIRST CASH FINANCIAL SERVICES INC		2011-08-19	2011-11-21
CJ	500 SHS MADISON SQUARE GARDEN INC		2010-02-16	2011-02-01
CK	300 SHS MADISON SQUARE GARDEN INC		2010-04-08	2011-02-01
CL	400 SHS MADISON SQUARE GARDEN INC		2010-06-30	2011-02-01

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CM	600 SHS KOREA ELECTRIC POWER CORP		2010-04-08	2011-02-16
CN	1700 SHS KOREA ELECTRIC POWER CORP		2010-06-30	2011-02-16
CO	500 SHS WILLIAMS COS INC		2010-04-08	2011-02-17
CP	1200 SHS WILLIAMS COS INC		2010-06-30	2011-02-17
CQ	1060 SHS CEMES S A B DE C C ADR		2010-05-21	2011-04-27
CR	400 SHS XL GROUP PLC		2010-06-30	2011-04-27
CS	8400 SHS SPRINT NEXTEL CORP		2011-02-10	2011-08-25
CT	2200 SHS YAHOO INC		2011-03-25	2011-08-25
CU	8264 463 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-03-17
CV	27247 956 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-07-05
CW	9132 42 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-09-14
CX	2742 23 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-09-21
CY	37243 948 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-10-21
CZ	3246 753 SHS PIMCO TOTAL RETURN FD		2009-12-31	2011-11-21
DA	25 SHS MSCI INC		2010-01-11	2011-01-18
DB	20 SHS CELGENE CORP COM		2010-01-11	2011-01-26
DC	40 SHS GREEN MOUNTAIN COFFEE INC		2010-01-11	2011-02-01
DD	35 SHS HDFC BANK LTD		2010-01-11	2011-02-08
DE	100 SHS COGNIZANT TECH SOLUTIONS CRP		2010-01-11	2011-02-17
DF	25 SHS PRICELINE COM INC		2010-01-11	2011-03-01
DG	30 SHS COGNIZANT TECH SOLUTIONS CRP		2010-01-11	2011-03-10
DH	100 SHS NETAPP INC		2010-01-11	2011-03-17
DI	40 SHS AMAZON COM INC		2010-01-11	2011-03-18
DJ	85 SHS BAIDU INC ADR		2010-01-11	2011-04-07
DK	15 SHS GOOGLE INC		2010-04-08	2011-04-18
DL	15 SHS CHIPOTLE MEXICAN GRILL INC		2010-01-11	2011-04-27
DM	5 SHS CHIPOTLE MEXICAN GRILL INC		2010-04-08	2011-04-27
DN	125 SHS SXC HEALTH SOLUTIONS CORP		2010-01-11	2011-05-12
DO	75 SHS T ROWE PRICE GROUP INC		2010-02-03	2011-05-20
DP	45 SHS COGNIZANT TECH SOLUTIONS CRP		2010-04-08	2011-05-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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DQ	65 SHS BAIDU INC ADR		2010-01-11	2011-06-16
DR	30 SHS BAIDU INC ADR		2010-04-08	2011-06-16
DS	40 SHS APPLE INC		2010-01-11	2011-06-17
DT	75 SHS GREEN MOUNTAIN COFFEE INC		2010-04-29	2011-07-07
DU	35 SHS GREEN MOUNTAIN COFFEE INC		2010-07-01	2011-07-07
DV	20 SHS CHIPOTLE MEXICAN GRILL INC		2010-04-08	2011-07-21
DW	45 SHS GREEN MOUNTAIN COFFEE INC		2010-07-01	2011-08-05
DX	85 SHS MERCADOLIBRE INC		2010-04-22	2011-08-05
DY	25 SHS MERCADOLIBRE INC		2010-06-02	2011-08-05
DZ	60 SHS MERCADOLIBRE INC		2010-07-01	2011-08-05
EA	135 SHS F5 NETWORKS INC		2010-07-01	2011-08-17
EB	65 SHS T ROWE PRICE GROUP INC		2010-04-08	2011-08-18
EC	65 SHS T ROWE PRICE GROUP INC		2010-07-01	2011-08-18
ED	65 SHS SXC HEALTH SOLUTIONS CORP		2010-01-11	2011-08-18
EE	50 SHS SXC HEALTH SOLUTIONS CORP		2010-04-08	2011-08-18
EF	115 SHS SALESFORCE COM INC		2010-07-01	2011-08-19
EG	20 SHS PRICELINE COM INC		2010-04-08	2011-08-22
EH	220 SHS COGNIZANT TECH SOLUTIONS CRP		2010-07-01	2011-08-26
EI	260 SHS NETAPP INC		2010-07-01	2011-08-29
EJ	40 SHS JONES LANG LASALLE INC		2010-02-17	2011-09-09
EK	15 SHS JONES LANG LASALLE INC		2010-04-08	2011-09-09
EL	10 SHS JONES LANG LASALLE INC		2010-04-08	2011-09-13
EM	65 SHS JONES LANG LASALLE INC		2010-07-01	2011-09-13
EN	155 SHS FREEPORT-MCMORAN COPPER & GOLD INC		2010-08-17	2011-09-21
EO	120 SHS FREEPORT-MCMORAN COPPER & GOLD INC		2010-09-08	2011-09-21
EP	80 SHS T ROWE PRICE GROUP INC		2010-07-01	2011-09-23
EQ	125 SHS T ROWE PRICE GROUP INC		2010-07-13	2011-09-23
ER	60 SHS MERCADOLIBRE INC		2010-07-01	2011-09-27
ES	90 SHS MERCADOLIBRE INC		2010-07-13	2011-09-27
ET	70 SHS BAIDU INC ADR		2010-04-08	2011-09-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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EU	25 SHS BAIDU INC ADR		2010-04-01	2011-09-29
EV	10 SHS PRICELINE COM INC		2010-07-01	2011-09-29
EW	55 SHS GREEN MOUNTAIN COFFEE INC		2010-07-01	2011-10-03
EX	120 SHS OPENTABLE INC		2010-07-20	2011-10-03
EY	15 SHS CHIPOTLE MEXICAN GRILL INC		2010-04-08	2011-10-06
EZ	20 SHS AMAZON COM INC		2010-01-11	2011-10-19
FA	5 SHS AMAZON COM INC		2010-04-08	2011-10-19
FB	85 SHS BE AEROSPACE INC		2010-09-22	2011-10-19
FC	130 SHS BE AEROSPACE INC		2010-10-06	2011-10-19
FD	120 SHS SXC HEALTH SOLUTIONS CORP		2010-04-08	2011-10-25
FE	10 SHS SXC HEALTH SOLUTIONS CORP		2010-07-01	2011-10-25
FF	50 SHS AMAZON COM INC		2010-04-08	2011-10-27
FG	25 SHS SALESFORCE COM INC		2010-07-01	2011-10-31
FH	40 SHS STERICYCLE INC		2010-01-11	2011-10-31
FI	50 SHS STERICYCLE INC		2010-01-11	2011-11-10
FJ	20 SHS STERICYCLE INC		2010-04-08	2011-11-10
FK	205 SHS OPENTABLE INC		2010-07-20	2011-11-11
FL	5 SHS AMAZON COM INC		2010-04-08	2011-11-17
FM	40 SHS AMAZON COM INC		2010-07-01	2011-11-17
FN	75 SHS ROVI CORPORATION		2010-07-01	2011-11-18
FO	125 SHS ROVI CORPORATION		2010-07-30	2011-11-18
FP	115 SHS ROVI CORPORATION		2010-09-28	2011-11-18
FQ	95 SHS ROVI CORPORATION		2010-10-29	2011-11-18
FR	50 SHS SALESFORCE COM INC		2010-07-01	2011-11-18
FS	700 SHS KOREA ELECTRIC POWER CORP		2009-12-31	2011-02-16
FT	400 SHS WILLAMS COS INC		2009-12-31	2011-02-17
FU	700 SHS GENWORTH FINANCIAL INC		2009-12-31	2011-04-27
FV	400 SHS XL GROUP PLC		2009-12-31	2011-04-27
FW	500 SHS XL GROUP PLC		2010-04-08	2011-04-27
FX	562 4 SHS CEMEX S A B DE C C ADR		2010-05-21	2011-07-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FY	2537 6 SHS CEMEX S A B DE C C ADR		2010-06-30	2011-07-20
FZ	200 SHS GENWORTH FINANCIAL INC		2009-12-31	2011-07-26
GA	300 SHS GENWORTH FINANCIAL INC		2010-04-08	2011-07-26
GB	1700 SHS GENWORTH FINANCIAL INC		2010-06-30	2011-07-26
GC	1100 SHS XL GROUP PLC		2010-06-30	2011-07-28
GD	500 SHS WESTERN UNION CO		2009-12-31	2011-08-02
GE	700 SHS WESTERN UNION CO		2010-04-08	2011-08-02
GF	900 SHS WESTERN UNION CO		2010-06-30	2011-08-02
GG	600 SHS PHARMERICA CORP		2009-12-31	2011-08-23
GH	1000 SHS PHARMERICA CORP		2010-06-30	2011-08-23
GI	900 SHS DELTA AIR LINES INC		2009-12-31	2011-08-25
GJ	700 SHS DELTA AIR LINES INC		2010-05-07	2011-08-25
GK	1600 SHS DELTA AIR LINES INC		2010-06-30	2011-08-25
GL	SPDR GOLD TRUST		2010-01-01	2011-11-30
GM	WASH SALES DISALLOWED		2010-01-01	2011-11-30
GN	CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	8,796		4,380	4,416
B	2,677		1,788	889
C	1,650		1,008	642
D	5,315		3,247	2,068
E	8,735		4,192	4,543
F	3,714		3,444	270
G	4,540		4,210	330
H	2,198		2,246	-48
I	6,594		6,739	-145
J	1,108		1,123	-15
K	16,615		16,848	-233
L	11,177		10,168	1,009
M	7,288		9,494	-2,206
N	3,784		3,304	480
O	7,569		6,609	960
P	2,066		967	1,099
Q	4,822		2,257	2,565
R	1,314		816	498
S	3,941		2,448	1,493
T	2,627		1,632	995
U	9,219		11,070	-1,851
V	5,355		5,199	156
W	11,838		11,492	346
X	1,737		1,531	206
Y	10,856		9,567	1,289
Z	4,125		3,636	489
AA	6,398		5,189	1,209
AB	9,132		10,487	-1,355
AC	3,532		3,534	-2
AD	9,182		9,188	-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
AE	2,211		1,024	1,187
AF	5,729		3,225	2,504
AG	2,862		2,127	735
AH	9,491		7,054	2,437
AI	5,004		3,212	1,792
AJ	4,913		2,321	2,592
AK	2,340		1,092	1,248
AL	3,509		1,639	1,870
AM	6,344		4,828	1,516
AN	1,880		1,431	449
AO	9,560		10,483	-923
AP	7,702		6,708	994
AQ	4,721		4,111	610
AR	13,121		12,837	284
AS	12		11	1
AT	6,117		5,643	474
AU	2,876		1,976	900
AV	8,120		7,940	180
AW	10,269		10,945	-676
AX	5,540		5,904	-364
AY	9,282		12,411	-3,129
AZ	4,161		5,564	-1,403
BA	4,161		5,564	-1,403
BB	7,031		7,404	-373
BC	8,994		12,114	-3,120
BD	1,199		1,615	-416
BE	4,267		4,025	242
BF	5,169		5,169	
BG	7,831		11,997	-4,166
BH	3,825		5,859	-2,034

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
BI	9,288		14,229	-4,941
BJ	5,372		7,672	-2,300
BK	5,937		8,480	-2,543
BL	4,523		6,461	-1,938
BM	5,964		7,762	-1,798
BN	3,579		4,657	-1,078
BO	9,675		10,880	-1,205
BP	7,216		10,920	-3,704
BQ	4,626		4,962	-336
BR	8,326		8,932	-606
BS	9,328		11,080	-1,752
BT	5,756		6,837	-1,081
BU	5,178		5,671	-493
BV	3,531		3,867	-336
BW	1,940		1,997	-57
BX	10,800		11,013	-213
BY	9,180		9,361	-181
BZ	7,555		11,169	-3,614
CA	7,000		5,546	1,454
CB	6,368		7,459	-1,091
CC	7,412		8,689	-1,277
CD	5,642		5,966	-324
CE	8,729		11,458	-2,729
CF	931		1,212	-281
CG	3,723		4,847	-1,124
CH	6,785		7,999	-1,214
CI	2,143		2,526	-383
CJ	12,631		10,160	2,471
CK	7,579		6,096	1,483
CL	10,105		8,128	1,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
CM	7,705		8,439	-734
CN	21,830		23,911	-2,081
CO	14,871		10,209	4,662
CP	35,691		24,500	11,191
CQ	9,071		10,055	-984
CR	9,535		6,869	2,666
CS	27,742		37,956	-10,214
CT	28,633		37,081	-8,448
CU	90,000		92,316	-2,316
CV	300,000		304,325	-4,325
CW	100,000		101,988	-1,988
CX	30,000		30,624	-624
CY	400,000		415,888	-15,888
CZ	35,000		35,773	-773
DA	901		787	114
DB	1,127		1,094	33
DC	1,347		1,092	255
DD	4,944		4,947	-3
DE	7,684		4,941	2,743
DF	11,055		5,119	5,936
DG	2,309		1,482	827
DH	4,699		3,576	1,123
DI	6,474		4,860	1,614
DJ	11,680		4,936	6,744
DK	7,840		7,702	138
DL	3,973		1,877	2,096
DM	1,324		626	698
DN	7,503		4,395	3,108
DO	4,734		3,867	867
DP	3,236		2,224	1,012

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
DQ	7,542		3,774	3,768
DR	3,481		1,742	1,739
DS	12,890		9,530	3,360
DT	7,130		2,048	5,082
DU	3,327		956	2,371
DV	6,570		2,503	4,067
DW	4,204		1,229	2,975
DX	5,181		4,850	331
DY	1,524		1,427	97
DZ	3,657		3,424	233
EA	10,551		8,707	1,844
EB	3,048		3,351	-303
EC	3,048		3,351	-303
ED	3,166		2,285	881
EE	2,436		1,758	678
EF	13,094		9,386	3,708
EG	9,076		4,095	4,981
EH	13,191		10,871	2,320
EI	9,673		9,299	374
EJ	2,319		3,105	-786
EK	870		1,164	-294
EL	596		776	-180
EM	3,877		5,045	-1,168
EN	5,672		6,997	-1,325
EO	4,391		5,417	-1,026
EP	3,766		4,125	-359
EQ	5,884		6,445	-561
ER	3,325		3,424	-99
ES	4,988		5,136	-148
ET	7,862		4,065	3,797

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
EU	2,808		1,452	1,356
EV	4,716		2,048	2,668
EW	4,798		1,502	3,296
EX	5,156		5,383	-227
EY	4,465		1,877	2,588
EZ	4,596		2,430	2,166
FA	1,149		608	541
FB	2,911		2,861	50
FC	4,452		4,375	77
FD	5,056		4,219	837
FE	421		352	69
FF	10,317		6,075	4,242
FG	3,374		2,513	861
FH	3,347		2,537	810
FI	3,876		3,172	704
FJ	1,550		1,269	281
FK	7,814		10,053	-2,239
FL	1,017		608	409
FM	8,134		4,860	3,274
FN	2,093		3,246	-1,153
FO	3,488		5,410	-1,922
FP	3,209		4,977	-1,768
FQ	2,651		4,111	-1,460
FR	5,616		5,026	590
FS	8,989		9,846	-857
FT	11,897		8,167	3,730
FU	8,490		9,384	-894
FV	9,535		6,869	2,666
FW	11,919		8,587	3,332
FX	4,329		5,335	-1,006

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
FY	19,535		24,072	-4,537
FZ	1,669		2,681	-1,012
GA	2,504		4,022	-1,518
GB	14,188		22,789	-8,601
GC	23,079		18,891	4,188
GD	9,517		8,410	1,107
GE	13,323		11,774	1,549
GF	17,130		15,138	1,992
GG	8,694		9,153	-459
GH	14,490		15,255	-765
GI	6,134		10,773	-4,639
GJ	4,771		8,379	-3,608
GK	10,906		19,153	-8,247
GL	157		0	157
GM	1,757		0	1,757
GN				97,675

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
A				4,416
B				889
C				642
D				2,068
E				4,543
F				270
G				330
H				-48
I				-145
J				-15
K				-233
L				1,009
M				-2,206
N				480
O				960
P				1,099
Q				2,565
R				498
S				1,493
T				995
U				-1,851
V				156
W				346
X				206
Y				1,289
Z				489
AA				1,209
AB				-1,355
AC				-2
AD				-6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
AE				1,187
AF				2,504
AG				735
AH				2,437
AI				1,792
AJ				2,592
AK				1,248
AL				1,870
AM				1,516
AN				449
AO				-923
AP				994
AQ				610
AR				284
AS				1
AT				474
AU				900
AV				180
AW				-676
AX				-364
AY				-3,129
AZ				-1,403
BA				-1,403
BB				-373
BC				-3,120
BD				-416
BE				242
BF				
BG				-4,166
BH				-2,034

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
BI				-4,941
BJ				-2,300
BK				-2,543
BL				-1,938
BM				-1,798
BN				-1,078
BO				-1,205
BP				-3,704
BQ				-336
BR				-606
BS				-1,752
BT				-1,081
BU				-493
BV				-336
BW				-57
BX				-213
BY				-181
BZ				-3,614
CA				1,454
CB				-1,091
CC				-1,277
CD				-324
CE				-2,729
CF				-281
CG				-1,124
CH				-1,214
CI				-383
CJ				2,471
CK				1,483
CL				1,977

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
CM				-734
CN				-2,081
CO				4,662
CP				11,191
CQ				-984
CR				2,666
CS				-10,214
CT				-8,448
CU				-2,316
CV				-4,325
CW				-1,988
CX				-624
CY				-15,888
CZ				-773
DA				114
DB				33
DC				255
DD				-3
DE				2,743
DF				5,936
DG				827
DH				1,123
DI				1,614
DJ				6,744
DK				138
DL				2,096
DM				698
DN				3,108
DO				867
DP				1,012

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
DQ				3,768
DR				1,739
DS				3,360
DT				5,082
DU				2,371
DV				4,067
DW				2,975
DX				331
DY				97
DZ				233
EA				1,844
EB				-303
EC				-303
ED				881
EE				678
EF				3,708
EG				4,981
EH				2,320
EI				374
EJ				-786
EK				-294
EL				-180
EM				-1,168
EN				-1,325
EO				-1,026
EP				-359
EQ				-561
ER				-99
ES				-148
ET				3,797

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
EU				1,356
EV				2,668
EW				3,296
EX				-227
EY				2,588
EZ				2,166
FA				541
FB				50
FC				77
FD				837
FE				69
FF				4,242
FG				861
FH				810
FI				704
FJ				281
FK				-2,239
FL				409
FM				3,274
FN				-1,153
FO				-1,922
FP				-1,768
FQ				-1,460
FR				590
FS				-857
FT				3,730
FU				-894
FV				2,666
FW				3,332
FX				-1,006


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	
		(k) Excess of col (i) over col (j), if any	
FY			-4,537
FZ			-1,012
GA			-1,518
GB			-8,601
GC			4,188
GD			1,107
GE			1,549
GF			1,992
GG			-459
GH			-765
GI			-4,639
GJ			-3,608
GK			-8,247
GL			157
GM			1,757
GN			


Form 990PF Part VIII Line 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
FRANCINE R LOEB	PRESIDENT 2 0	0		
1000 SECOND AVENUE FLOOR 34 SEATTLE,WA 981041022				
STEPHEN B LOEB	TREASURER 2 0	0		
1000 SECOND AVENUE FLOOR 34 SEATTLE,WA 981041022				
DONALD K LOEB	VICE PRESIDENT 2 0	0		
1000 SECOND AVENUE FLOOR 34 SEATTLE,WA 981041022				
RICHARD LOEB	DIRECTOR 2 0	0		
1000 SECOND AVENUE FLOOR 34 SEATTLE,WA 981041022				
DANIEL M ASHER	SECRETARY 2 0	0		
1000 SECOND AVENUE FLOOR 34 SEATTLE,WA 981041022				


Form 990PF Part XV Line 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				
Glass Art Society 6512 - 23rd Ave NW Suite 329 Seattle, WA 98117	None	Exempt	To provide support for exempt organization	1,000
Washington Business Week 33305 - 1st Way South Suite B-212 Federal Way, WA 98003	None	Exempt	To provide support for exempt organization	6,000
Mercy Corps 509 Fairview Ave N Suite 200 Seattle, WA 98109	None	Exempt	To provide support for exempt organization	1,000
Jewish Federation of Greater Seattle 2031 Third Avenue Seattle, WA 98121	None	Exempt	To provide support for Annual Campaign 2011, Camp Scholarships and Sustainability 2012	240,000
5th Avenue Theatre Association 1308 - 5th Avenue Seattle, WA 98101	None	Exempt	To provide support for exempt organization	500
City Club 1333 Fifth Avenue Suite 24 Seattle, WA 98101	None	Exempt	To provide support for exempt organization	500
Special Olympics Washington 2150 N 107th St Suite 220 Seattle, WA 98133	None	Exempt	To provide support for exempt organization	1,000
WA State Jewish Historical Society 2031 Third Avenue Seattle, WA 98121	None	Exempt	To provide support for exempt organization	3,000
WA State Holocaust Education Resource Ctr 2031 Third Avenue Seattle, WA 98121	None	Exempt	To provide support for exempt organization	10,000
Hillel at University of Washington 4745 - 17th Avenue NE Seattle, WA 98105	None	Exempt	To provide support for exempt organization	20,000
Stroum Jewish Community Center 3801 East Mercer Way Mercer Island, WA 98040	None	Exempt	To provide support for exempt organization	10,000
Seattle Jewish Community School 12351 - 8th Avenue NE Seattle, WA 98125	None	Exempt	To provide support for exempt organization	15,000
Seattle International Film Festival 400 - 9th Avenue North Seattle, WA 98109	None	Exempt	To provide Capital support for exempt organization	15,000
Jewish Day School of Metropolitan Seattle 15749 NE 4th Street Bellevue, WA 98008	None	Exempt	To provide support for exempt organization	25,000
ArtsFund 10 Harrison Street Suite 200 Seattle, WA 98109	None	Exempt	To provide support for exempt organization	2,500
Total  3a				849,250

Form 990PF Part XV Line 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				
Temple de Hirsch Sinai 1511 East Pike Street Seattle, WA 98122	None	Exempt	To provide support for exempt organization	30,000
Seattle Symphony PO Box 21906 Seattle, WA 98111	None	Exempt	To provide support for exempt organization	7,500
City Year - SeattleKing County 2203 - 23rd Avenue So Suite 101 Seattle, WA 98144	None	Exempt	To provide support for exempt organization	36,000
B'nai B'rith Men's Camp Association 9400 SW Beaverton-Hillsdale Hwy Su Beaverton, OR 97005	None	Exempt	To provide support for exempt organization	37,000
Museum of Glass 1801 Dock Street Tacoma, WA 984023217	None	Exempt	To provide support for exempt organization	33,500
Seattle Chapter Hadassah 515 - 116th Ave NE 131 Seattle, WA 98004	None	Exempt	To provide support for exempt organization	500
Bellevue Art Museum 510 Bellevue Way NE Bellevue, WA 98004	None	Exempt	To provide support for exempt organization	1,000
Seattle Children's Hospital Foundation PO Box 50020/S-200 Seattle, WA 98145	None	Exempt	To provide support for Emotional Health in the Schools	35,000
Pomona College 550 N College Avenue Claremont, CA 91711	None	Exempt	To provide support for Video Production Courses amd Summer Internships in the Arts	40,000
Chicago Community Trust 111 E Wacker Drive Suite 140 Chicago, IL 60601	None	Exempt	To provide support for the Young Leader's Fund	750
UW - Dept of Jewish Studies Box 353650 Seattle, WA 981953650	None	Exempt	To provide support for exempt organization	1,000
United Way of King County 720 Second Avenue Seattle, WA 98104	None	Exempt	To provide support for exempt organization	30,000
National Council of Jewish Women 1501 - 17th Avenue Box 105 Seattle, WA 98122	None	Exempt	To provide support for exempt organization	1,000
Northwest Kidney Foundation PO Box 3035 Seattle, WA 98144	None	Exempt	To provide support for exempt organization	1,000
Planned Parenthood of the Great Northwest 2001 East Madison Street Seattle, WA 98122	None	Exempt	To provide support for exempt organization	5,000
Total  3a				849,250


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Pilchuck Glass School 430 Yale Avenue N Seattle, WA 98109	None	Exempt	To provide support for exempt organization	1,000
Seattle Chamber Music Society 10 Harrison Street Suite 306 Seattle, WA 98109	None	Exempt	To provide support for exempt organization	1,000
URJ Camp Kalsman 3805 - 108th Ave NE Suite 100 Bellevue, WA 98004	None	Exempt	To provide Capital support for exempt organization	100,000
Cornish College of the Arts 1000 Lenora Street 7th Floor Seattle, WA 98121	None	Exempt	To provide support for exempt organization	4,000
The Children's Music Foundation 608 State Street S Kirkland, WA 98033	None	Exempt	To provide support for exempt organization	5,000
Cancer Lifeline 6522 Fremont Avenue N Seattle, WA 98103	None	Exempt	To provide support for exempt organization	10,000
Art With Heart PO Box 94402 Seattle, WA 98124	None	Exempt	To provide support for exempt organization	5,000
Junior Achievement of Washington 1700 Westlake Ave N Seattle, WA 98109	None	Exempt	To provide support for exempt organization	5,000
YouthCare 2500 NE 54th Street Seattle, WA 98105	None	Exempt	To provide support for exempt organization	10,000
Jewish Family Service 1601 - 16th Avenue Seattle, WA 98122	None	Exempt	To provide support for exempt organization	55,000
Seattle Academy of Arts & Sciences 1201 East Union Street Seattle, WA 98122	None	Exempt	To provide support for exempt organization	10,000
Valley School 309 - 31st Avenue East Seattle, WA 98112	None	Exempt	To provide support for exempt organization	6,000
Northwestern University - Kellogg School 2001 Sheridan Road Evanston,IL 60208	None	Exempt	To provide support for exempt organization	10,000
American Jewish Committee 1402 Third Avenue Suite 405 Seattle, WA 98101	None	Exempt	To provide support for exempt organization	1,500
Univ of WA - Foster School of Business Box 353200 Seattle, WA 981953200	None	Exempt	To provide support for exempt organization	2,000
Total  3a				849,250

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
KCTS 9 401 Mercer St Seattle, WA 98109	None	Exempt	To provide support for exempt organization	2,500
Nature Conservancy 1917 - 1st Avenue Seattle, WA 98101	None	Exempt	To provide support for exempt organization	1,000
Pratt Fine Arts Center 1902 S Main St Seattle, WA 981442206	None	Exempt	To provide support for exempt organization	500
Hope for Heroism 270 S Hanford St Suite 207 Seattle, WA 98134	None	Exempt	To provide support for exempt organization	10,000
Total			3a	849,250

Form 990PF Part XV Line 3b - Grants and Contributions 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)				
b <i>Approved for future payment</i>				
B'nai B'rith Men's Camp Association 9400 SW Beaverton-Hillsdale Hwy Su Beaverton,OR 97005	NONE	EXEMPT	To provide support for exempt organization	25,000
Union for Reform Judaism Camp Kalsman3805 - 108th Ave NE Suite 100 BELLEVUE,WA 98004	NONE	EXEMPT	To provide support for exempt organization	400,000
Pomona College550 N College Avenue CLAREMONT,CA 91711	NONE	EXEMPT	To provide support for exempt organization	90,000
Jewish Federation of Greater Seattle 2031 Third Avenue SEATTLE,WA 98121	NONE	EXEMPT	To provide support for exempt organization	150,000
Temple de Hirsch Sinai1511 East Pike Street SEATTLE,WA 98122	NONE	EXEMPT	To provide support for exempt organization	32,500
Total  3b				697,500

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

**TY 2010 Investments Corporate
Bonds Schedule**

Name: LOEB CHARITABLE FOUNDATION
EIN: 27-1318376

TY 2010 Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FDS - WELLS FARGO	6,336,115	6,336,115

**TY 2010 Investments Corporate
Stock Schedule****Name:** LOEB CHARITABLE FOUNDATION**EIN:** 27-1318376

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS - WELLS FARGO	551,457	551,457
EQUITIES & EQUITY FUNDS - WF	4,467,798	4,467,798

TY 2010 Investments - Other Schedule**Name:** LOEB CHARITABLE FOUNDATION**EIN:** 27-1318376

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HEDGE FUND: COMMON SENSE OFFSH		1,099,892	1,099,892
HEDGE FUND: PORTHOS PARTNERS		1,076,121	1,076,121
HEDGE FUND: WEATHERLOW OFFSHOR		1,139,705	1,139,705
PRIVATE MARKETS: PAPEF		174,882	174,882

TY 2010 Land, Etc. Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2010 Legal Fees Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND PROFESSIONAL	255	0	0	0

TY 2010 Other Assets Schedule**Name:** LOEB CHARITABLE FOUNDATION**EIN:** 27-1318376

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
START-UP COSTS	1,585	1,585	1,585
LESS ACCUMULATED AMORTIZATION	-106	-211	-211

TY 2010 Other Decreases Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

Description	Amount
UNREALIZED LOSS	653,348

TY 2010 Other Expenses Schedule**Name:** LOEB CHARITABLE FOUNDATION**EIN:** 27-1318376

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING/LICENSE EXPENSE	33	0		
AMORTIZATION EXPENSE	106	0		
DUES AND SUBSCRIPTIONS	600	0		
BANK CHARGES	20	0		
RENTAL LOSS FROM K-1S	40	40		
OTHER PORTFOLIO DEDUCTIONS	19,659	19,659		

TY 2010 Other Income Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM K-1S	5,045	5,045	
SECTION 1256 LOSS	-10,306	-10,306	

TY 2010 Other Professional Fees Schedule**Name:** LOEB CHARITABLE FOUNDATION**EIN:** 27-1318376

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATION FEES	20,000	4,000	0	16,000
BROKER & COMMISSION EXPENSE	30,525	30,525	0	0
CONSULTING FEES	10,924	0	0	10,924

TY 2010 Taxes Schedule

Name: LOEB CHARITABLE FOUNDATION

EIN: 27-1318376

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,864	1,864		
CURRENT FEDERAL EXCISE TAX	7,104	0		