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Name of foundation

For calendar year 2011 or tax year beginning

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

, and ending

OMB No 1545-0052

A Employer identification number

WEYERHAEUSER FAMILY FOUNDATION 41-6012062 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 30 EAST SEVENTH STREET, SUITE 2000 6512280935 City or town, state, and ZIP code C If exemption application is pending, check here ST PAUL, MN 55101-4930 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test
2. check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: | X | Cash | Accrual If the foundation is in a 60-month termination Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here 20, 217, 545. (Part I, column (d) must be on cash basis.) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) charitable purpos (cash basis only) expenses per books 224,727 1 Contributions, gifts, grants, etc., received 2 Check In the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments 445,885. 434,092 STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 299,864 STATEMENT 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 1,960,498. 728,379 7 Capital gain net income (from Part IV, line 2) N/A Net short-term capital gain 9 Income modifications... 10a Gross sales less returns and allowances b Less. Cost of goods sold c Gross profit or (loss) 11 Other income 420,172 375. 0.STATEMENT 1,390,648 1,162,846. 0 12 Total. Add lines 1 through 11 0. .13....Compensation of officers, directors, trustees, etc 14 Other-employee salaries and wages 15-Pension-plans, employee-benefits 16a Legal fees NUV is res 2012 Ñ STMT 4 77,14237.071 38,571. 77,122 Lc_Other professional fees____C STMT 0. 0. 77,122. 17 (Interest A), UT 99. 17,250 11,594 Ó 0. -Taxes-19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications STMT 7 44,990. 17,072. 0 44,990. 23 Other expenses 24 Total operating and administrative 216,504 0 65,836 expenses. Add lines 13 through 23 <u>160,683.</u> 787,236 25 Contributions, gifts, grants paid 787,236. 26 Total expenses and disbursements. ,003,740 65,836 947,919. Add lines 24 and 25 0 Subtract line 26 from line 12: 386,908 2 Excess of revenue over expenses and disbursements 1,097,010 b Net investment income (if negative, enter -0-) 0 Adjusted net income (if negative, enter -0-)

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LHA For Paperwork Reduction Act Notice, see instructions.

2011.04040 WEYERHAEUSER FAMILY FOUNDAT 1900

Form **990-PF** (2011)

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Fo	Form 990-PF (2011) WEYERHAEUSER FAMILY FOUNDATION 41-6012062 Page 2						
F	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End	of year		
	art	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments					
	3	Accounts receivable					
		Less: allowance for doubtful accounts	1,500.				
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable			† · · · · · · · · · · · · · · · · · · ·		
	6	Receivables due from officers, directors, trustees, and other					
	-	disqualified persons					
	7	Other notes and loans receivable	"				
		Less; allowance for doubtful accounts	-				
တ	B	Inventories for sale or use					
ssets	1	Prepaid expenses and deferred charges					
As		Investments - U.S. and state government obligations STMT 1(928,709.	0.	0.		
	I	Investments - corporate stock STMT 11		18,090,337.			
	F	Investments - corporate hands	10,033,402.	10,000,001	17,430,433.		
	1	Investments - Land, buildings, and equipment basis			 		
	''	·	 				
	12	Less accumulated deprecation					
	13	Investments - other STMT 12	1,096,151.	699,590.	787,050.		
		Land, buildings, and equipment basis	1,000,151.	099,290.	161,030.		
	17	Less accumulated deprecation					
	4.	Other assets (describe	<u></u>				
	13	Onici assets (describe	-/ 				
	16	Total assets (to be completed by all filers)	18 661 762	18,789,927.	20,217,545.		
_		Accounts payable and accrued expenses	10,001,702.	10,100,021.	20,211,343.		
	ı	Grants payable			,		
(6)		Deferred revenue	·				
Liabilities		Loans from officers, directors, trustees, and other disqualified persons			†		
ğ	1	Mortagage and other notes poughle			1		
Ë	1	Other liabilities (describe			1		
			⁷				
	23	Total liabilities (add lines 17 through 22)	0.	0.			
_		Foundations that follow SFAS 117, check here			1		
		and complete lines 24 through 26 and lines 30 and 31.					
ès	24	Unrestricted	1				
ä	25	Temporarily restricted			1		
Ba		Permanently restricted			1		
5		Foundations that do not follow SFAS 117, check here			1		
Ë		and complete lines 27 through 31.					
0	27	Capital stock, trust principal, or current funds	0.	0.			
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund	18,661,762.	18,789,927.			
As	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.]		
Net Assets or Fund Balances	30	Total net assets or fund balances	18,661,762.	18,789,927.			
_							
_	31	Total liabilities and net assets/fund balances	18,661,762.	18,789,927.			
Р	art	Analysis of Changes in Net Assets or Fund	Balances				
_							
1		net assets or fund balances at beginning of year - Part II, column (a), I		40 55			
_	-	t agree with end-of-year figure reported on prior year's return)	1	18,661,762.			
		amount from Part I, line 27a		2	386,908.		
		increases not included in line 2 (itemize)	SEE STA	ATEMENT 8 3	6,761.		
		ines 1, 2, and 3		4	19,055,431.		
		eases not included in line 2 (itemize)		ATEMENT 9 5	265,504.		
<u>6</u>	<u>i otal</u>	net assets or fund balances at end of year (line 4 minus line 5) - Part II	, column (b), line 30		18,789,927.		
	_				Form 990-PF (2011)		

	ERHAEUSER FAMILY and Losses for Tax on Ir				4:	<u>1-601</u> 2	2062	Page 3
(a) List and desc	ribe the kind(s) of property sold (e.g rehouse; or common stock, 200 sh	, real estate,	· mcome	(b) How acquired P - Purchase D - Donation	(c) Date a		(d) Date (mo., da	
<u>1a</u>				2 Johnson				
b SEE ATTACHED	STATEMENTS							
<u>c</u>								
d								
_e	/D Depresention allowed	(a) Ca	at or other books		/h\ C-			
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			ın or (loss) (f) mınus (g)	
<u>a</u> b								
C		 						
d								
e 1,960,498.			1,232,11	9.			728,	379.
Complete only for assets showin	g gain in column (h) and owned by	the foundation	on 12/31/69			ol. (h) gaın n	nınus	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any	col		ot less than from col. (h		
_a								
<u>b</u>		ļ	<u></u>					
C	 	 		 	· · · ·			
d							720	379.
e	C #		~	5			140,	313.
2 Capital gain net income or (net ca	((1.000), 0	- ın Part I, lıne	<i>7</i>	} 2		-	728,	379.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,		nd (6):		}				407
If (loss), enter -0- in Part I, line 8 Part V Qualification U	nder Section 4940(e) for	Reduced	Tax on Net	Investment inc	ome		4,	487.
(For optional use by domestic private	• • • • • • • • • • • • • • • • • • • •							
	•							
If section 4940(d)(2) applies, leave th	iis part blank.							
Was the foundation liable for the sect	ion 4942 tax on the distributable am	nount of any ye	ear in the base peri	od?		[Yes [X No
if "Yes," the foundation does not qual				<u> </u>				
1 Enter the appropriate amount in e	1	uctions before	making any entrie			 ,		
(a) Base period years	(b) Adjusted qualifying dis	tributions	Net value of nor	(c) ncharitable-use assets	,	Distribu col. (b) divid	d) tion ratio	-11
Calendar year (or tax year beginnin 2010	9/	0,288.		19,533,566		oi. (b) uiviu		3018
2009		6,775.		15,768,98 4				9406
2008		3,515.		18,761,742				5086
2007		5,956.		21,944,413				2196
2006	90	9,618.		20,096,653				5262
2 Total of line 1, column (d)					2		.24	<u>4968</u>
3 Average distribution ratio for the 5 the foundation has been in exister	* '	on line 2 by 5,	or by the number (of years	3		.04	8994
4 Enter the net value of noncharitab	la-use assets for 2011 from Part Y	line 5			4	21	,046,	
	ic use assets for 2011 from 1 arras	iii o o						
5 Multiply line 4 by line 3	· · · · · · · · · · · · · · · · · · ·		• •		5	1	,031,	134.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)				6		10,	<u>970.</u>
7 Add lines 5 and 6					7	1	,042,	104.
8 Enter qualifying distributions from					8		947,	919.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	1b, and comp	lete that part using	a 1% tax rate.				
See and a see of mode doctroitor			 				- 000 D	

	n 990-PF (2011) WEYERHAEUSER FAMILY FOUNDATION		601206		Page 4
Pa	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	4948	- see inst	ructi	ons)
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🛄 and enter "N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔲 and enter 1%	1		21,	940.
	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).		i		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			0.
3		3		21,	940.
4	Subtrite A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		21.	940.
6	Credits/Payments:				
а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 19,870		1		
	Exempt foreign organizations - tax withheld at source 6b	1			
	Tax paid with application for extension of time to file (Form 8868) 6c 9,500	_			
	Backup withholding erroneously withheld 6d	1			
	Total credits and payments. Add lines 6a through 6d	7		29	<u>370.</u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8		47,	61.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			<u> </u>
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	-	7	369.
	Enter the amount of line 10 to be: Credited to 2012 estimated tax 7,369. Refunded	11			0.
	Int VII-A Statements Regarding Activities	1 11	<u> </u>		<u> </u>
_	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interven-		1	Ye	s No
14	any political campaign?	5 III	1		
_	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	•	- 1a		X
ט	·		- 11	'	+^
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials publish	ea or			
_	distributed by the foundation in connection with the activities.				.
	Did the foundation file Form 1120-POL for this year?	•	10	-	X
а	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				
	(1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$ 0 .	-		-	-
е	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	+	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		3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		42		
	If "Yes," has it filed a tax return on Form 990-T for this year?		41	X	+
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		. 5		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			1	
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state	e law			ļ
	remain in the governing instrument?		6		
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
	If "Yes," complete Part II, col. (c), and Part XV.				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	MN				ŀ
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)			$ \mathbf{x} $	
	of each state as required by General Instruction G? If "No," attach explanation				
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(5) for calculation within the meaning of section 4942(j)(3) or 4942(j)(4) for calculation within the meaning of section 4942(j) for calculation within the	endar			
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		. 9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		X
			Form 9 9	Ю-PF	(2011)

		11-6012	<u>062</u>		Page 5
	irt VII-A Statements Regarding Activities (continued)			,	
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of				
	section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory pr	vileges?			
	If "Yes," attach statement (see instructions)		12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	_X_	
-	Website address ► <u>WWW.WFAMILYFOUNDATION.ORG</u>				
14	The books are in care of ▶ FIDUCIARY COUNSELLING, INC Telephone no. ▶			<u>935</u>	
	Located at ►30 EAST 7TH ST, STE 2000, ST. PAUL, MN	ZIP+4 ▶<u>55</u>	<u> 101</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here				لــا
	and enter the amount of tax-exempt interest received or accrued during the year	15	N	<u>/A</u>	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,			Yes	No
	securities, or other financial account in a foreign country?		16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign				
	country		L		
Pa	rt 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):			j	
	(1)	X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		X No		j	
		X No			
	1., -, -, -, -, -, -, -, -, -, -, -, -, -,	X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	T.		.]	
		X 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	X No			
		NO LAL			
. <u>_</u> b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	NT / 7			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here				
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		1c		X
	before the first day of the tax year beginning in 2011? Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	•	16		
2					
	defined in section 4942(j)(3) or 4942(j)(5)): At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning				
a		X No			
	If "Yes," list the years \(\)				•
ь	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect				
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach				
	statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	·			
	>				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
	during the year?	X No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after	Г			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dis				
	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 2011.)	N/A	3b		
48	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	•	4a		X
t	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 2011?	•	4b		X
		For	m 99 0	-PF (2011)

Form 990-PF (2011) WEYERHAEUSER FAMILY FOUR			41-6012	<u>062</u>	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	nued)		·
5a During the year did the foundation pay or incur any amount to:				T	
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	on 4945(e))?	Y	es X No	i	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indir	rectly,			
any voter registration drive?		Y	es X No		Ì
(3) Provide a grant to an individual for travel, study, or other similar purpose	s?	🗀 Y	es X No	İ	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section		l		
509(a)(1), (2), or (3), or section 4940(d)(2)?		□Υ	es 🗶 No 📑		
(5) Provide for any purpose other than religious, charitable, scientific, literary		for			
· · · · · · · · · · · · · · · · · · ·	*** **** **** ****		es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify ur		••			
section 53.4945 or in a current notice regarding disaster assistance (see instr		J	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check	•	• • • • •	▶ □ □		\dashv
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption	• • • • •	 nned			
			es No		
If "Yes," attach the statement required by Regulations section 53.494		·/	,s NO		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •		ļ		
11 51 10			es X No		
a personal benefit contract? b Did the foundation, during the year, pay premiums, directly or indirectly, on a	nersonal henefit contract?		IO LAL NU	6b	x
If "Yes" to 6b, file Form 8870.	porsonai penent commact?		F	- 00	- ^-
7a At any time during the tax year, was the foundation a party to a prohibited tax	chalter transaction?		es X No		
		Ш	N/A	76	
b If "Yes," did the foundation receive any proceeds or have any net income attrib Book VIII Information About Officers, Directors, Trust		nagor Highl		7b	
Part VIII Paid Employees, and Contractors	iees, i oundation wa	mayers, riigin	,		
List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deterred	(e)	Expense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	acco	ount, other lowances
· · · · · · · · · · · · · · · · · · ·	10 P00111011			 	
	1				
SEE STATEMENT 13	†	0.	0.		0.
JULI DITTERMINI IS		· · · · · ·		' 	<u> </u>
	†				
	†				
	 			+	
	-				
	-				
				 	
	1			1	
	4				
2 Compensation of five highest-paid employees (other than those in	oluded on line 1). If none	onter "MONE "	l	<u> </u>	
2 Compensation of five highest-paid employees (other than those fix	(b) Title, and average	enter NONE.	(d) Contributions to	(e)	Expense
(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	acco	ount, other
NONE	devoted to position		compensation	all	owances
NONE	-	•			
				+	
	-	1			
		-		 	
	4	1			
				 	
	4				
				 	
		<u>L.</u>		<u> </u>	
Total number of other employees paid over \$50,000					0

Form **990-PF** (2011)

Form **990-PF** (2011)

Total, Add lines 1 through 3

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations	, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	20,729,498.
þ	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	637,129.
d	Total (add lines 1a, b, and c)	1d	21,366,627.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	21,366,627.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	320,499.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,046,128.
6	Minimum investment return. Enter 5% of line 5	6	1,052,306.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	1,052,306.
2a	Tax on investment income for 2011 from Part VI, line 5 . 2a 21,940.		
b	income tax for 2011. (This does not include the tax from Part VI.) 2b 2,863.		
C	Add lines 2a and 2b	2c	24,803.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,027,503.
4	Recoveries of amounts treated as qualifying distributions	4	6,761.
5	Add lines 3 and 4	5	1,034,264.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,034,264.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	947,919.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
þ	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	947,919.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	947,919.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	ualifies fo	r the section

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4940(e) reduction of tax in those years.

Part XIII	Undistributed I	Income	(see instructions)

1 Distributable amount for 2011 from Part XI, line 7 2 Undestinative amount, if any, as of the end of 2011 a Enter amount for 2010 only b Total for prior years: 3 Excess distributions carryover, if any, to 2011: a From 2006 b From 2007 c From 2008 d From 2009 e From 2010 1 Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 947,919 a Applied to 2010, but not more than line 2a Applied to Indistributed income of prior years (Election required - see instructions) c Treated as distributions of of prior years (Election required - see instructions) d Applied to 2011 distributable amount e Remaining amount distributed und corpus (Election required - see instructions) d Applied to 2011 distributable amount must be shown in column (a); oils, the series amount must be shown in column (a); oils, the series amount must be shown in column (a); oils, the series amount a ficiated below: a Corpus Add tiess 3f, 4c, and 4e Subtract line 8 b Priory years (indistributed income. Subtract line 4 from line 2b Tester the amount of prior years' undistributed income for vivich a notice of deficiency has been assued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2010. Subtract line 4 from line 2a Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2. Undestructed encome, a ran, we and the end of 2011	1 Distributable amount for 2011 from Part XI,	· · · · · · · · · · · · · · · · · · ·			
2. Undestructed encome, a ran, we and the end of 2011	line 7				1,034,264.
S Excess distributions carryover, if any, to 2011; a From 2006 b From 2007 c From 2009 e From 2010 T foat of these 3s throughe 4 Qualifying distributions for 2011 from 7 Foat XIII, the 4: 1 S 9 47, 919 a Applied to 2010, but not more than the 2s b Applied to undistributed income of prior years (Election required - see instructions) c Treated as distributions out of corpus c Personal distribution and distribution of the Compus c Remaining amount distribution of the compus c Remaining amount distribution of the mea mount must be seven in extension (3) be the mea mount must be seven in extension (3) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mea mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mean mount must be seven in extension (4) be the mount of the first of the mean mount must be seven in extension (4) be the mount of the first of the mean mount must be seven in	2 Undistributed income, if any, as of the end of 2011				-
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6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 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 instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions f Undistributed income for 2011. Subtract line 4a from line 2. Taxable amount - see instructions f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9; a Excess from 2007 b Excess from 2009 d Excess from 2009 d Excess from 2010	(If an amount appears in column (d), the same amount	0.			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 instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	6 Enter the net total of each column as				
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 instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 f Amounts treated as distributions out of corpus to salisty requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2009 b Excess from 2009 d Excess from 2009 d Excess from 2010					
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 instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2009 d Excess from 2010	-		0.		
amount - see instructions e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9; a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	d Subtract line 6c from line 6b. Taxable		·		
4a from line 2a. Taxable amount - see instr. f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	amount - see instructions		0.		
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	e Undistributed income for 2010. Subtract line				
lines 4d and 5 from line 1. This amount must be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	4a from line 2a. Taxable amount - see instr.			0.	
be distributed in 2012 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	f Undistributed income for 2011. Subtract				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	lines 4d and 5 from line 1. This amount must				
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	be distributed in 2012				959,380.
section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	7 Amounts treated as distributions out of				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 O . 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a O . 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	corpus to satisfy requirements imposed by				
not applied on line 5 or line 7 O . 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a O . 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	section 170(b)(1)(F) or 4942(g)(3)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	8 Excess distributions carryover from 2006	_			
Subtract lines 7 and 8 from line 6a O . Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010		0.			
0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	-	_			
a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010		0.			
b Excess from 2008 c Excess from 2009 d Excess from 2010	1				
c Excess from 2009 d Excess from 2010					
d Excess from 2010					
e Excess from 2011					
	e Excess from 2011				Form 990-PF (2011)

Form 990-PF (2011) WEYERHA Part XIV Private Operating F	EUSER FAMIL				12062 Page 10
<u> </u>		·	-A, question 9)	N/A	
1 a If the foundation has received a ruling o		· · · · · · · · · · · · · · · · · · ·			
foundation, and the ruling is effective fo		• • • • •	▶ └─		
b Check box to indicate whether the found		ng foundation described in		4942(j)(3) or49	942(1)(5)
2 a Enter the lesser of the adjusted net	Tax year	41.0040	Prior 3 years	1 (1) 0000	
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII,					
tine 4 for each year listed				1	L
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					
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)				 	<u> </u>
(3) Largest amount of support from					
an exempt organization				<u> </u>	
(4) Gross investment income		4 - 4hin	£ 46 - £	h = d &E 000	
Part XV Supplementary Info			it the foundation	i nad \$5,000 or me	ore in assets
at any time during t	ne year-see instr	uctions.)			
1 Information Regarding Foundation	•				
a List any managers of the foundation wh			ibutions received by the	foundation before the clo	se of any tax
year (but only if they have contributed in	nore than \$5,000). (See se	ection 507(d)(2).)			
NONE					
b List any managers of the foundation wh other entity) of which the foundation has			or an equally large porti	on of the ownership of a p	artnership or
NONE					
2 Information Regarding Contributi	ion Grant Gift Loan	Scholarship etc. Dr	ourame.		
	only makes contributions t	o preselected charitable o	organizations and does i	not accept unsolicited requ	
	· · · · · · · · · · · · · · · · · ·			omplete nellia za, D, C, allC	ı u.
a The name, address, and telephone number ATTACHMENT 17	ber of the person to whon	n applications should be a	addressed:		
b The form in which applications should b	e submitted and informat	on and materials they sh	ould include:		
ATTACHMENT 17					
c Any submission deadlines:					
ATTACHMENT 17	 			 	
d Any restrictions or limitations on awards	s, such as by geographica	il areas, charitable fields, l	kinds of institutions, or	other factors:	
ATTACHMENT 17					
			<u> </u>	· · · · · · · · · · · · · · · · · · ·	
123801 12-02-11					Form 990-PF (2011)

Form 990-PF (2011) WEYERHA	EUSER FAMILY FO	UNDATION		41-6	<u>012062 Pa</u>	ge 12
Part XVI-A Analysis of Inco	ome-Producing Activitie	es				
Enter gross amounts unless otherwise indicat	ed. Unrelated	business income		d by section 512, 513, or 514	(e)	
2.10. 9. 00. 2.1104.10 2.11000 0.110. 1110. 1110.	(a)	(b)	(c) Exclu-	(d)	Related or exemp	t
1 Program service revenue:	Business code	Amount	sion	Amount	function income	
	Couc		1			
a			 			
b			 		·	
c			├ ──			
Îd						
e						
f						
g Fees and contracts from government a	gencies					
2 Membership dues and assessments						
3 Interest on savings and temporary cash						
investments						
4 Dividends and interest from securities		·	14	445,885.		
5 Net rental income or (loss) from real estate				113,003.		
- · · · · · · · · · · · · · · · · · · ·	* 		 -			
a Debt-financed property	 		 			
b Not debt-financed property	.		 	-		
6 Net rental income or (loss) from personal						
property			 -			
7 Other investment income			01	420,172.		
8 Gain or (loss) from sales of assets other						
than inventory			18	299,864.		
9 Net income or (loss) from special events			<u> </u>			
10 Gross profit or (loss) from sales of invento	Dry Dry					
11 Other revenue:	7					
	ı	· · · · · · · · · · · · · · · · · · ·	1			
. b	l i		 			
c			 			
d			 - -	· · · · · ·		
e	+		+ +	1 1CE 001		$\overline{}$
12 Subtotal. Add columns (b), (d), and (e)	· ··· 	0.	1	1,165,921.	1 1CE 0	<u>0.</u>
13 Total. Add line 12, columns (b), (d), and (13	1,165,9	<u> </u>
(See worksheet in line 13 instructions to verify	/ calculations.)					
Part XVI-B Relationship of	Activities to the Accor	mplishment of E	kempt	Purposes		
	ty for which income is reported in		contribut	ted importantly to the accomp	plishment of	
the foundation's exempt purp	oses (other than by providing fund	is for such purposes).		,		
				 		
				<u></u>		
					 	
						
					-	

123621 12-02-11

Part XVII	Information Re Exempt Organ		and Transactions a	nd Relationships With Nonchar	ritable	
1 Did the or		rectly engage in any of the followi	ing with any other organization	on described in section 501(c) of	Yes	s No
)(3) organizations) or in section 5				
a Transfers	from the reporting found	ation to a noncharitable exempt o	rganization of:			
(1) Cash					1a(1)	X
(2) Other	assets				1a(2)	<u> </u>
b Other tran	sactions:					
· · ·	of assets to a noncharita	· •			1b(1)	X
• •		ncharitable exempt organization			1b(2)	X
(3) Rental of facilities, equipment, or other assets						
• •	bursement arrangements				1b(4)	X
	s or loan guarantees				1b(5) 1b(6)	X
- •		embership or fundraising solicitati aling lists, other assets, or paid er			1c	X
				vays show the fair market value of the goods, o		
				ie in any transaction or sharing arrangement, s		
		other assets, or services received		,		
	(b) Amount involved	(c) Name of noncharitab		(d) Description of transfers, transactions, and s	sharing arranger	nents
		N/A				
	·					
					•	
		 			*	`
			· · · · · · · · · · · · · · · · ·			
	-					
in section	•	tty affiliated with, or related to, on ir than section 501(c)(3)) or in sec ledule.		zations described	Yes [X No
	(a) Name of org	ganization	(b) Type of organization	(c) Description of relationsh	nip	
	N/A					
	· · · · · · · · · · · · · · · · · · ·					
			-			
Sign Here		mplete Declaration of preparer (other th		return of which preparer has any knowledge	r the IRS discus m with the prep wn below (see i	oarer
Sigi	Print/Type preparer's na	 		Date Check If PTIN		
		11	1 1.4-A-	self- employed		
Paid	HEATHER M.	WHITE HEAD	temmel	11 17 17	044839	9
Preparer	Firm's name ► FID		LING, INC	Firm's EIN ► 41-04		
Use Only			,			
•	Firm's address ► 30	E. 7TH STREET	, SUITE 2000			
		INT PAUL, MN 5			228-09	
		_ _		Fo	rm 990-PF	² (2011)

Schedule B

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

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

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

OMB No 1545-0047

2011

Employer identification number

41-6012062 WEYERHAEUSER FAMILY FOUNDATION Organization type (check one): Filers of: Section: Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization X 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. Special Rules For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. I For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF). but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional	al space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TOTAL CASH CONTRIBUTIONS UNDER \$5,000	\$ 60,055.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	BETTE D. MOORMAN 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ <u>25,000</u> .	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	HALEY M. REITER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ <u>5,000</u> .	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) · Type of contribution
4	ROSENBERRY CHARITABLE TERM TRUST 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$15,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
5	GEORGE & WENDY WEYERHAEUSER P.O. BOX 1278 TACOMA, WA 98401	\$5,000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
6	IAN WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$10,000.	Person X Payroll
122452 01 2		Schodula B (Form C	90 990-F7 or 990-PF\ /2011\

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION

Contributors (see instructions). Use duplicate copies of Part I if additional	a opass is notate.	
(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
KYLE REITER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$5,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
LEILEE WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$25,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution)
(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
LUCY ROSENBERRY JONES CHARITABLE TRUST 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$5,000.	Person X Payroll
(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
ROBERT M. WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ 25,000.	Person X Payroll
(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
STAN DAY 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$ <u>15,000</u> .	Person X Payroll
(b) Name, address, and ZiP + 4	(c) Total contributions	(d) Type of contribution
VIVIAN W. DAY & JOHN STROH III 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	\$10,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
	Name, address, and ZIP+4 KYLE REITER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101 (b) Name, address, and ZIP+4 LEILEE WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101 (b) Name, address, and ZIP+4 LUCY ROSENBERRY JONES CHARITABLE TRUST 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101 (b) Name, address, and ZIP+4 ROBERT M. WEYERHAEUSER 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101 (b) Name, address, and ZIP+4 STAN DAY 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101 (b) Name, address, and ZIP+4 VIVIAN W. DAY & JOHN STROH III 30 E. 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	Name, address, and ZIP+4 Total contributions

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION

Part Contributors (see instructions). Use duplicate copies of Part I if additional space is a	needed.
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			·
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	TOTAL NON CASH CONTRIBUTIONS UNDER \$5,	\$ <u>14,670.</u>	Person X Payroll Noncash X (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
14	JANE WEYERHAEUSER-JOHNSON P.O. BOX 1278 TACOMA, WA 98401	\$5,002.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	1	\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
22462 01 2	219	Schoulle K (Form C	(90 990-F/ AFQUA-PE1/9N111

Employer identification number

WEYERHAEUSER FAMILY FOUNDATION

Part II	Noncash Property (see instructions). Use duplicate copies of Par	t II if additional space is needed.	-0012002
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	SEE ATTACHED		
<u>13</u>			
		\$14,670.	VARIOUS
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	295 SHARES WEYERHAEUSER COMPANY		
14		 \$5,002.	12/08/11
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		<u> </u>	
		 [
	· · · · · · · · · · · · · · · · · · ·	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
			-
		_	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
			
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
453 01-23	3-12		90, 990-EZ, or 990-PF) (20

Employer identification number

WEYERH	MAEUSER FAMILY FOUNDATI	ON	41-6012062			
Part III	the total of exclusively religious, charitable, et	c., contributions of \$1,000 or less for the <u>y</u>	(8), or (10) organizations that total more than \$1,000 for the ompleting Part III, enter year. (Enter this information once)			
(a) No	Use duplicate copies of Part III if addition	al space is needed.				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
-		(e) Transfer of gift	-			
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
_		(e) Transfer of gift				
_	Transferee's name, address, at	nd ZIP + 4	Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
-	(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
-)	(e) Transfer of gift				
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee			

Part IV Capital Gains and Los	sses for Tax on Investment Income					
	describe the kind(s) of property solo ick warehouse; or common stock, 20	(b) How acquired P - Purchase D - Donation		d) Date sold no., day, yr.)		
12 CLEARWATER SMA	LL COMPANIES FUN	D	P	12/31/0712	/22/11	
	LL COMPANIES FUN	D	P	12/31/0712		
c CLEARWATER SMA	LL COMPANIES FUN	D	P	12/28/1012	/22/11	
d OAKMARK SELECT	FD		P	11/08/0612		
e MICROSOFT CORP	·		P	07/20/9312		
f SELECTED AMERIC	CAN SHARES CL D		P	11/08/0612		
g VANGUARD INFLA			P	03/29/1012		
h VANGUARD INFLA			P	06/28/1012		
VANGUARD INFLA			P	11/19/0212		
	TION INSTL		P	12/26/0212		
k VANGUARD INFLA			P	06/23/0612		
VANGUARD INFLA			P	06/22/0712		
m VANGUARD INFLA			P	10/02/0912		
n VANGUARD INFLA			P	12/23/0912		
o VANGUARD INFLATION INSTL P 12/26/02/12/22/1						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale) Gain or (loss) plus (f) minus (g)		
a 71,496.		64,220.			7,276.	
b 72,691.		65,293.	·		7,398.	
c 1,813.		1,828.		····	<u>-15.</u>	
d 82,000.		108,132.			6,132.	
e 2,025.		25 567			2,025.	
f 30,985.		35,567.	· · · · · · · · · · · · · · · · · · ·		4,582.	
g 3,311.		2,867.			444.	
h 2,413.		2,176. 302,347.		······································	$\frac{237.}{7,549.}$	
369,896.		2,344.		0	533.	
$\frac{1}{k}$ 2,877.		9,443.			2,290.	
$\frac{k}{1}$ 18,440.		14,784.			3,656.	
150 166		138,238.			9,928.	
n 158,166. n 10,199.		8,895.	······································		1,304.	
$\frac{10}{0}$ 7,193.		5,860.	·····		1,333.	
Complete only for assets showin	g gain in column (h) and owned by t		(I) Los	sses (from col. (h))	<u> </u>	
(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	Gains (excess of	of col. (h) gain over col. ot less than "-0-")	. (k),	
a					7,276.	
b					<u>7,398.</u>	
С			**		<u>-15.</u>	
d					6,132.	
e			<u> </u>		2,025.	
f				-	4,582.	
<u>g</u>					444.	
<u>h</u>					237.	
1				6	7,549.	
					533.	
<u>k</u>					2,290.	
<u> </u>					3,656.	
<u>m</u>					9,928.	
<u>n</u>					$\frac{1,304}{1,333}$	
0					1,333.	
2 Capital gain net income or (net ca	pital loss) {	in Part I, line 7 -" in Part I, line 7 }	2			
Net short-term capital gain or (los if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line 8		d (6):	3			

Part IV Capital Gains	and Langes for	Tay on Investment Income		
WEYERHAEUSER	FAMILY	FOUNDATION	41-	6012062
			CON	TINONI.

WEYERHAEUSER FAM	ILY FOUNDATION	41-60	12062	PAGE	2	OF	2
	sses for Tax on Investment Income						
(a) List and 2-story br	describe the kind(s) of property solick warehouse; or common stock, 2	d, e.g., real estate, 00 shs. MLC Co.	(b) How acq P - Purcha D - Donati	(c) Date according (mo., day,	juired yr.)	(d) Date s (mo., day,	
1a VANGUARD INFLA	TION INSTL		P	09/13	/10	12/22	/11
b VANGUARD INFLA			P	09/27			
c VANGUARD INFLA		· · · · · · · · · · · · · · · · · · ·	P	10/04			
d VANGUARD INFLA			P	10/18			
e VANGUARD INFLA		= - =	P	12/03			
f VANGUARD INFLA			P	12/28			
9 VANGUARD INFLA			P	03/30			
			P	06/29			
h VANGUARD INFLA							
VANGUARD INFLA	TION INSTL		P	09/29	<u>/ </u>	14/44	<u> </u>
WEY/PCH ADJ			P				
k STCL THRU CHUR			P				
LTCG THRU CHUR	CHILL		P				
m WASH SALE			P				
n CAPITAL GAINS	DIVIDENDS	·					
0		······································					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (los (e) plus (f) minus			
a 166,617.		153,015.		. <u> </u>		13,60	02.
b 2,121.		1,959.				10	62.
c 134,848.		125,015.				9,83	33.
d 119,438.		113,015.				6,42	23.
e 39,019.		36,015.		_		3,00	
f 14,249.		12,737.				1,5:	
g 6,855.		6,271.					84.
h 15,390.		14,387.				1,00	
7,160.		6,967.		•			93.
21,094.						21,09	
k		744.			·		44.
1 406,211.		, , , , , , , , , , , , , , , , , , , ,				406,2	
1 054		_				1,9	
100 204	-					180,30	
						100,5	<u> </u>
Complete only for assets shown	ng gain in column (h) and owned by t	be foundation on 12/31/69	/1) Losses (from co	l (h))		
(i) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	Gains (exc	ess of col. (h) gai but not less than	n over	col. (k),	
a					-	13,60	02.
b							62.
С						9,83	
d						6,42	
e						3,00	
f			**			1,5	
g			**	<u>-</u>			84.
h			**			1,00	
			**				93.
<u> </u>			 			21,09	
<u> </u>			**				44.
<u></u>						406,2	
<u></u>			**			1,9	
<u>m</u>					•	180,30	
<u>n</u>	<u> </u>				·····	100,31	
0							
2 Capital gain net income or (net ca	* (.000), oo.	-" in Part I, line 7 J " " "	2			728,3	79.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line 8	ss) as defined in sections 1222(5) an column (c).	d (6):	3			4,48	87
(1000), 01101 0 1111 011110	<u> </u>		<u> </u>			3,30	<u>, , , , , , , , , , , , , , , , , , , </u>

FORM 990-PF (GAIN OR (LOSS) I	FROM SALE	OF	ASSETS	ST	'ATEMENT 1
(A) DESCRIPTION OF PROPERTY	<u>r</u>	in color and the second color and the		MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPAI	NIES FUND		PU	RCHASED	12/31/07	12/22/11
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)		(F)
SALES PRICE 71,496.	OTHER BASIS 64,220.	SALE	0.	DEPRE	0. GAI	7,276.
(A) DESCRIPTION OF PROPERTY	r			MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPAN	— NIES FUND		PU	RCHASED	12/31/07	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C. GAI	(F) N OR LOSS
72,691.	65,293.		0.		0.	7,398.
(A) DESCRIPTION OF PROPERTY	r.			MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPAN	— NIES FUND		PU	RCHASED	12/28/10	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C. GAT	(F) N OR LOSS
1,813.	1,828.		0.		0.	-15.

(A) DESCRIPTION C	F PROPERTY				MANNER CQUIRED		TE IRED	DATE SOLD
DAKMARK SELEC	T FD	_		PUI	RCHASED	11/0	8/06	12/22/11
	(B) ROSS S PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
	82,000.	108,132.		0.		0.		-26,132.
(A) DESCRIPTION O	F PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
MICROSOFT COR	P	_		PUI	RCHASED	07/2	0/93	12/22/11
	(B) ROSS S PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	2,025.	0.		0.		0.		2,025.
(A) DESCRIPTION O	F PROPERTY	_			MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
SELECTED AMER	ICAN SHARE	S CL D		PUF	RCHASED	11/0	8/06	12/22/11
G	(B) ROSS	(C) COST OR	(D) EXPENSE	OF.	(E)			(F)
	S PRICE	OTHER BASIS	SALE	Or	DEPRE	c.	GAIN	OR LOSS
	30,985.	35,567.		0.		0.		-4,582.
(A) DESCRIPTION O					MANNER CQUIRED	DA ACQU		DATE SOLD
VANGUARD INFL	ATION INST	<u>г</u>		PUF	RCHASED	03/2	9/10	12/22/11
	(B) ROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~		(F)
SALE	3,311.	OTHER BASIS	SALE	0.	DEPRE		GAIN	OR LOSS
	3,311.	4,007.		٠.		U.		444.

(A) DESCRIPTION OF PROPERTY				ANNER CQUIRED		TE JIRED	DATE SOLD
VANGUARD INFLATION INST		-		PURCHASED		8/10	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
2,413.	2,176.		0.		0.		237.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED		TE VIRED	DATE SOLD
VANGUARD INFLATION INST	L		PUF	RCHASED	11/1	9/02	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F) OR LOSS
369,896.	302,347.		0.		0.	<u> </u>	67,549.
(A) DESCRIPTION OF PROPERTY				IANNER QUIRED		TE VIRED	DATE SOLD
VANGUARD INFLATION INST	L L		PUR	CHASED	12/2	6/02	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F) OR LOSS
2,877.	2,344.		0.		0.		533.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED	DA ACQU	TE IRED	DATE SOLD
/ANGUARD INFLATION INST			PUR	CHASED	06/2	3/06	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)
11,733.	9,443.		0.	·	0.		2,290.

DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED		TE JIRED	DATE SOLD
VANGUAR	D INFLATION INST	 L		PU	RCHASED	06/2	22/07	12/22/11
	GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) OR LOSS
_	18,440.	14,784.		0 ,		0.		3,656.
)ESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED		TE JIRED	DATE SOLD
JANGUAR	D INFLATION INST			PU	RCHASED	10/0	2/09	12/22/11
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
-	158,166.	138,238.		0.		0.		19,928.
)ESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED		TE JIRED	DATE SOLD
JANGUAR	D INFLATION INST	 G		PU	RCHASED	12/2	3/09	12/22/11
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
<u>-</u>	SALES PRICE	OTHER BASIS	SALE		DEPRE	c.	GAIN	OR LOSS
	10,199.	8,895.	· · · · - · · ·	0.		0.		1,304.
)ESCRIP	(A) TION OF PROPERTY		·		MANNER CQUIRED		TE VIRED	DATE SOLD
/ANGUAR	D INFLATION INST	_ L		PU	RCHASED	12/2	6/02	12/22/11
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	_		(F)
-	SALES PRICE	OTHER BASIS	SALE		DEPRE		GAIN	OR LOSS
	7,193.	5,860.		0.		0.		1,333.

DESCRIPT	(A) TION OF PROPERTY			2	MANNER ACQUIRED		TE JIRED	DATE SOLD
JANGUARI	INFLATION INST	<u>г</u>		PU	JRCHASED	09/1	3/10	12/22/11
	(B)	(C)	(D)	~=	(E)			(F)
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c.	GAIN	OR LOSS
	166,617.	153,015.		0	•	0.		13,602.
DESCRIPT	(A) TION OF PROPERTY			2	MANNER ACQUIRED		TE JIRED	DATE SOLD
/ANGUARI	INFLATION INST			Pτ	JRCHASED	09/2	7/10	12/22/11
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) OR LOSS
_	2,121.	1,959.		0.	•	0.		162.
DESCRIPT	(A) TION OF PROPERTY	_			MANNER ACQUIRED	ACQU	TE VIRED	DATE SOLD
/ANGUARI	INFLATION INST	L .		PU	JRCHASED	10/0	4/10	12/22/11
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
_	SALES PRICE	OTHER BASIS	SALE	<u> </u>	DEPRE	c.	GAIN	OR LOSS
	134,848.	125,015.		0.		0.		9,833.
DESCRIPT	(A) TION OF PROPERTY	•		I	MANNER ACQUIRED		TE URED	DATE SOLD
/ANGUARI	INFLATION INST	 G		PU	RCHASED	10/1	8/10	12/22/11
•	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)	~		(F)
_	SALES PRICE	OTHER BASIS	SALE		DEPRE		GAIN	OR LOSS
	119,438.	113,015.		0.	•	0.		6,423.

(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED		ATE JIRED	DATE SOLD
VANGUARD INFLATION INST	_ L		PUE	RCHASED	12/0	3/10	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GATN	(F)
39,019.	36,015.		0.		0.		3,004.
(A) DESCRIPTION OF PROPERTY				ANNER CQUIRED		TE VIRED	DATE SOLD
VANGUARD INFLATION INST	L L		PUF	RCHASED	12/2	8/10	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
14,249.	12,737.		0.		0.	-	1,512.
(A) DESCRIPTION OF PROPERTY				IANNER QUIRED		TE VIRED	DATE SOLD
VANGUARD INFLATION INST	— Ь		PUR	CHASED	03/3	0/11	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	C.		(F)
6,855.	6,271.		0.		0.		584.
(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE IRED	DATE SOLD
/ANGUARD INFLATION INST	 L		PUR	CHASED	06/2	9/11	12/22/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)
15,390.	14,387.		0.		0.	·····	1,003.

VANGUARD INFLATION INSTL (B) (C) (D) (E) (F) (F) (SALES PRICE OTHER BASIS SALE OF DEPREC. GAIN OR LOS (A) (C) (C) (D) (E) (F) (F) (F) (F) (F) (F) (F) (F) (F) (F	•						
(B) (C) COST OR EXPENSE OF DEPREC. GAIN OR LOS 7,160. 6,967. 0. 0. 0. 1 (A) DESCRIPTION OF PROPERTY (B) (C) COST OR ACQUIRED DATE SALES PRICE OTHER BASIS (B) (C) COST OR SALES PRICE OTHER BASIS (B) COST OR OTHER BASIS (C) COST OR OTHER BASIS (A) DESCRIPTION OF PROPERTY (B) COST OR OTHER BASIS (C) COST OR OTHER BASIS (C) COST OR OTHER BASIS (D) COST OR OTHER BASIS (A) DESCRIPTION OF PROPERTY (B) (C) COST OR OTHER BASIS (D) COST O		?					ED DATE SOLD
GROSS SALES PRICE OTHER BASIS 7,160. 6,967. 0. 0. 0. 1 (A) DESCRIPTION OF PROPERTY WEY/PCH ADJ (B) GROSS SALES PRICE OTHER BASIS COST OR SALES PRICE OTHER BASIS COST OR EXPENSE OF EXPENSE OF SALES PRICE OTHER BASIS COST OR EXPENSE OF DEPREC. GAIN OR LOS 21,094. 21,094. 0. 0. 0. (A) DESCRIPTION OF PROPERTY (B) GROSS STCL THRU CHURCHILL (B) GROSS COST OR SALES PRICE OTHER BASIS COST OR SALES PRICE OTHER BASIS COST OR SALES PRICE OTHER BASIS (C) GROSS COST OR SALES PRICE OTHER BASIS (C) GROSS SALES PRICE OTHER BASIS (D) GROSS COST OR SALES PRICE OTHER BASIS (A) DESCRIPTION OF PROPERTY (A) DESCRIPTION OF PROPERTY ACQUIRED ACQUIRED DATE SOLUTION OF PROPERTY DESCRIPTION OF PROPERTY ACQUIRED ACQUIRED DATE SOLUTION OF PROPERTY	VANGUARD INFLATION INST	 PL		PUF	RCHASED	09/29/1	12/22/11
T,160. 6,967. 0. 0. 1 (A) DESCRIPTION OF PROPERTY (B) GROSS COST OR SALES PRICE (A) DESCRIPTION OF PROPERTY (B) (C) COST OR SALES PRICE (C) COST OR SALES PRICE (C) COST OR SALES PRICE (C) COST OR COST OR SALES (C) COST OR COST COST COST COST COST COST COST COST	GROSS	COST OR	EXPENSE	OF		C. GA	
DESCRIPTION OF PROPERTY WEY/PCH ADJ (B) GROSS COST OR SALES PRICE OTHER BASIS COST OR EXPENSE OF DEPREC. (A) DESCRIPTION OF PROPERTY (B) GROSS COST OR COST OR COST OR COST OR COST OR COST OR DESCRIPTION OF PROPERTY ACQUIRED (A) DESCRIPTION OF PROPERTY (B) GROSS COST OR				0.			193.
(B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 21,094. 21,094. 0. 0. DESCRIPTION OF PROPERTY STCL THRU CHURCHILL (B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 0. 0. 0. 0. MANNER ACQUIRED DATE SERVENSE OF DEPREC. GAIN OR LOS (A) DESCRIPTION OF PROPERTY ACQUIRED ACQUIRED DATE SERVENSE OF DEPREC. GAIN OR LOS		?					ED DATE SOLD
GROSS COST OR SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 21,094. 21,094. 0. 0. 0. (A) DESCRIPTION OF PROPERTY STCL THRU CHURCHILL (B) GROSS COST OR GROSS SALES PRICE (C) GROSS SALES PRICE OTHER BASIS OTHER BASIS MANNER ACQUIRED (E) (F) EXPENSE OF EXPENSE OF DEPREC. GAIN OR LOS 0. 0. 0. MANNER DEPREC. GAIN OR LOS MANNER ACQUIRED MANNER ACQUIRED MANNER ACQUIRED DATE ACQ	WEY/PCH ADJ			PUF	RCHASED		
MANNER DATE ACQUIRED DATE S STCL THRU CHURCHILL PURCHASED (B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 0. 0. 0. 0. MANNER ACQUIRED DATE S MANNER DATE ACQUIRED DATE S MANNER DATE ACQUIRED DATE S	GROSS	COST OR	EXPENSE	OF		C. GA	
DESCRIPTION OF PROPERTY STCL THRU CHURCHILL (B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 0. 0. 0. 0. MANNER DATE S MANNER DATE S MANNER DATE S ACQUIRED ACQUIRED DATE S	21,094.	21,094.		0.		0.	0.
(B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 0. 0. 0. 0. MANNER DATE ACQUIRED ACQUIRED DATE S		7					ED DATE SOLD
GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS 0. 0. 0. (A) DESCRIPTION OF PROPERTY ACQUIRED ACQUIRED DATE S	STCL THRU CHURCHILL			PUF	RCHASED		
O. O. O. O. (A) DESCRIPTION OF PROPERTY ACQUIRED ACQUIRED DATE S	GROSS	COST OR	EXPENSE	OF		C. G	
DESCRIPTION OF PROPERTY ACQUIRED DATE S				0.			0.
LTCG THRU CHURCHILL PURCHASED		7					ED DATE SOLD
	LTCG THRU CHURCHILL	_		PUF	RCHASED		
(B) (C) (D) (E) (F) GROSS COST OR EXPENSE OF SALES PRICE OTHER BASIS SALE DEPREC. GAIN OR LOS	GROSS	COST OR	EXPENSE	OF		C. G	
406,211. 406,211. 0. 0.	406,211.	406,211.		0.		0.	0.

(A) DESCRIPTION OF PROPERTY				NNER UIRED	DAT		DATE	SOLI
WASH SALE			PURC	HASED				
(B) (C) GROSS COST OR SALES PRICE OTHER BASI	rs	(D) EXPENSE (SALE	OF	(E) DEPRE	c.	(GAIN	F) OR L	oss
1,954. 1,9	954.		0.		0.			0.
CAPITAL GAINS DIVIDENDS FROM PART	IV						180	,304.
TOTAL TO FORM 990-PF, PART I, LINI	€ 6A				=		299	,864.
FORM 990-PF DIVIDENDS AND	TNI C	EREST FRO	M SEC	URITIE	S	STAT	'EMEN'	т 2
SOURCE	GRO	SS AMOUNT		PITAL DIVIDE			UMN MOUN'	• -
DIVIDENDS ILLINOIS DEPARTMENT OF REVENUE LONG TERM CAPITAL GAIN		444 ,753 28			0.		444	,753. 28.
DISTRIBUTION ROCK ISLAND COMPANY SHORT TERM CAPITAL GAIN		180,30 <u>4</u> 0		180	,304. 0.			0. 0.
DISTRIBUTION		1,104			0.		1	,104.
TOTAL TO FM 990-PF, PART I, LN 4		626,189	•	180	,304.		445	,885.
FORM 990-PF (ЭТНЕБ	INCOME				STAT	'EMEN'	т 3
DESCRIPTION		(A) REVENU PER BOO		NET I	B) NVEST- INCOME		(C) DJUS'	
PARTNERSHIP INCOME PARTNERSHIP GAINS CHURCHILL EQTY & ESOP CAPITAL PTR	3		,981. ,143.).).		0. 0.
II LP 41-1958020 ORDINARY INCOME/LOSS INTEREST LESS: UBTI	-		0. 0. 0.		23,656 99 23,656			0. 0. 0.
CORAL'S 2007 MOMENTUM FUND LP 20-5260256 2008 IL UBTI REFUND			0. 48.		276			0.
TOTAL TO FORM 990-PF, PART I, LIN	E 11	420	,172.		375			0.

FORM 990-PF	ACCOUNTI	NG FEES	S1	TATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
*ACCOUNTING & TAX SERVICES *AUDIT FEES *50% ALLOCATED TO EXEMPT PURPOSES 50% ALLOCATED TO INVESTMENT INCOME	77,142. 0. 0. 0. 0.	37,071. 0. 0. 0. 0.	0. 0. 0. 0.	38,571. 0. 0. 0. 0.
TO FORM 990-PF, PG 1, LN 16B	77,142.	37,071.	0.	38,571.
FORM 990-PF C	THER PROFES	SIONAL FEES	Si	PATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
**CONSULTANTS EXPENSES **CONSULTANTS FEES **100% ALLOCATED TO	4,622. 72,500.	0.	0.	4,622. 72,500.
DISBURSE- MENTS FOR CHARITABLE	0.	0.	0.	0.
PURPOSE	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C =	77,122.	0.	0.	77,122.
FORM 990-PF	TAX	ES	នា	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2011 FEDERAL EXCISE TAX FOREIGN TAXES	17,250. 0.	0. 11,594.	0.	0.
TO FORM 990-PF, PG 1, LN 18	17,250.	11,594.	0.	0.

FORM 990-PF	OTHER E	XPENSES	Si	PATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLI PURPOSES
** BOARD OF TRUSTEES		*******		
EXPENSES	32,824.	0.	0.	32,824.
** MEMBERSHIP FEES -	0.	0.	0.	0.
COUNCIL ON FOUNDATIONS	2,150.	0.	0.	2,150.
IN COUNCIL ON FOUNDATIONS	2,175.	0.	0.	2,175.
PHILANTHROPY NORHWEST	250.	0.	0.	250.
** MISCELLANEOUS EXPENSES	7,566.	0.	0.	7,566.
** FILING FEE	25.	0.	0.	25.
**100% ALLOCATED TO		•	•	
DISBURSEMENTS FOR CHARITABLE				
PURPOSES	0.	0.	0.	0.
PARTNERSHIP EXPENSES	0.	0.	0.	0.
CHURCHILL EQ &				
ESOP#41-1958020	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	359.	0.	0.
SPELL CAP PARTNERS				
#20-3715769	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	3,658.	0.	0.
CORAL'S 2007 MO FD		•		
#20-526025 6	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	13,055.	0.	0.
ro form 990-PF, PG 1, LN 23	44,990.	17,072.	0.	44,990.
FORM 990-PF OTHER INCREASES	IN NET ASS	ETS OR FUND BA	LANCES ST	'ATEMENT 8
DESCRIPTION				AMOUNT
ISC CASH RECEIPT - RETURN OF	PRIOR YEAR	CONTRIBUTION		6,761.
TOTAL TO FORM 990-PF, PART II	T. LINE 3			6,761.

•					
FORM 990-PF OTHER DECREASES IN	NET ASSE	TS OR F	UND BALANCES	STATEMENT	9
DESCRIPTION				AMOUNT	
<-1 BASIS ADJUSTMENT				232,3	15.
OTHER ADJUSTMENTS				14,0	
DIFFERENCE BETWEEN COST & FMV OF	STOCK CON	TRIBUTE	D	19,1	00.
COTAL TO FORM 990-PF, PART III, L	INE 5			265,5	04.
FORM 990-PF U.S. AND STATE	/CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT	10
	U.S.	OTHER		FAIR MARKE	T
DESCRIPTION	GOV'T	GOV'T	BOOK VALUE	VALUE	
/ANGUARD INFLATION INSTL	X		0.		0.
TOTAL U.S. GOVERNMENT OBLIGATIONS		-			
COTAL STATE AND MUNICIPAL GOVERNM	ENT OBLIG	ATIONS			
COTAL TO FORM 990-PF, PART II, LI	NE 10A	•	0.		0.
FORM 990-PF CO	ORPORATE	STOCK		STATEMENT	11
				FAIR MARKE	т
DESCRIPTION		_	BOOK VALUE	VALUE	
FIDELITY CASH RESERVES - CLEARING			-322,944.	-322,9	44.
FIDELITY CASH RESERVES			852,748.	852,7	48.
POTLATCH CORP NEW COM			17,023.	78,7	
VEYERHAEUSER CO DAKMARK SELECT FD			361,731. 1,098,197.	605,8 1,040,2	
SELECTED AMERICAN SHARES CL D			1,104,179.	1,053,3	
/ANGUARD PRIMECAP CORE FD			958,674.	1,016,6	
CLEARWATER SMALL CAP FUND			1,447,893.	1,996,2	
ARTISAN INTL VALUE FUND			656,484.	628,6	
ODGE & COX INTL STOCK FUND AMERICAN EUROPACIFIC GR CL F2			670,725. 925,840.	569,0	
TEMPLETON INST FOREIGN SM COS			953,057.	1,193,0 1,207,2	
ZATON VANCE T-M EMERGING MKTS			815,875.	845,5	
FOUCHSTONE EMERGING MARKETS			988,398.	850,4	
HUSSMAN STRATEGIC GROWTH			599,263.	592,6	36.
PIMCO ALL ASSET INST CLASS			1,256,652.	1,172,7	
ROCK ISLAND COMPANY			4,066. 670 145	9,0	
EUROPEAN INVESTORS GLBL PROP			679,145.	542,4	92.

WEYERHAEUSER FAMILY FOUNDATION			4	1-6012062
THIRD AVENUE REAL ESTATE LOOMIS SAYLES BOND INSTL PIMCO EMERGING MARKETS BOND FD PIMCO EMERGING MARKETS CURRENCY FD TEMPLETON GLOBAL TOTAL RETURN FD A		371,679 1,713,819 1,006,609 1,001,219 930,019	7. 2 9. 1 5.	529,121. ,053,194. ,038,844. 950,433. 926,976.
FOTAL TO FORM 990-PF, PART II, LIN	E 10B	18,090,33	7. 19	,430,495.
FORM 990-PF OTH	ER INVESTMENTS		STAT	EMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE		MARKET ALUE
ROUNDING CHURCHILL EQUITY & ESOP CAP B CORAL'S 2007 MOMENTUM FUND SPELL CAPITAL PARTNERS III	COST COST COST	77,953 334,304 287,333	1.	0. 56,892. 264,126. 466,032.
FOTAL TO FORM 990-PF, PART II, LIN	E 13	699,590). = ====	787,050.
FORM 990-PF PART VIII - LIST TRUSTEES AND	OF OFFICERS, I	AGERS	STATI	EMENT 13
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		SEN PLAN CONTRIB	
BLAINE GAUSTAD 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	SECRETARY/TRUS		0.	0.
PETER E. HEYMANN 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930		STEE 0.	0.	0.
FREDERICK W. TITCOMB P.O. BOX 1278 FACOMA, WA 98401-1278	PRESIDENT/TRUS	STEE 0.	0.	0.
NG U CERTER				
AMY W. STRIED 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATIO	N			41-6012	062
MELISSA M. DAVIS 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930	2000	TRUSTEE 1.00	0.	0.	0.
JOHN B. DRISCOLL 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930				0.	0.
ROHRE W. B. TITCOMB		TRUSTEE			
(1/1/11-5/14/11) P.O. BOX 1278 FACOMA, WA 98401-1278		1.00	0.	0.	0.
SAMUEL C. JEWETT (1/1/11 -		TRUSTEE			
5/14/11) 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930	2000	1.00	0.	0.	0.
REBECCA MARTIN 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930	2000	ASST SECRETARY/ASST TR	EASURER 0.	0.	0.
JOHN L. DAVIS 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930		TRUSTEE 1.00	0.	0.	0.
ANNE W. HENDERSON P.O. BOX 1278 FACOMA, WA 98401-1278		TRUSTEE 1.00	0.	0.	0.
DANIEL L. TITCOMB 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930			0.	0.	0.
JOHN W. TITCOMB, JR. P.O. BOX 1278 FACOMA, WA 98401-1278		TRUSTEE 1.00	0.	0.	0.
IAN WEYERHAEUSER 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930	2000	TRUSTEE 1.00	0.	0.	0.
N. DREW WEYERHAEUSER P.O. BOX 1278 FACOMA, WA 98401-1278		TRUSTEE 1.00	0.	0.	0.
KRISTIN RASMUSSEN 30 EAST SEVENTH STREET, SUITE 2 ST. PAUL, MN 55101-4930	2000	TRUSTEE 1.00	0.	0.	0.

WEYERHAEUSER FAMILY FOUNDATION			41-6	012062
KYLE W. REITER 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
GREER DENT (5/15/11 - 12/31/11) 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930		0.	0.	0.
SARAH N. TITCOMB (5/15/11 - 12/31/11) 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6,	PART VIII	0.	0.	0.

Weyerhaeuser Family Foundation 30 E 7th Street, Suite 2000, St. Paul, MN 55101-4930 Schedule of Contributions Paid in 2011 10/26/2012

Grantee Organization	Address	Public Charity Purpose	Purpose	Amount
Agros International	2225 4th Avenue, 2nd Floor Seattle, WA 98121	Yes	general operating expenses	\$5,000.00
Amazon Conservation Team	4211 N. Fairfax Drive Arlington, VA 22203	Yes	general operating expenses	\$25,000.00
American Forest Foundation	1111 19th Street NW, Suite 780 Washington, DC 20036	Yes	general operating expenses	\$20,000.00
ATRAVES U.S. Inc.	532 Kionsley Avenue, Unit #100 Providence, RI 02909	Yes	general operating expenses	\$26,270.00
Big Brothers Big Sisters of South Texas	202 Baltimore Avenue San Antonio, TX 78215	Yes	general operating expenses	\$25,000.00
Craft3	203 Howerton Way, SE, PO Box 826 Ilwaco, WA 98624	Yes	general operating expenses	\$95,000.00
Curamericas Global	318 W. Millbrook Road, Suite 105 Raleigh, NC 27609	Yes	general operating expenses	\$29,529.00
Domestic Abuse Intervention Programs	202 East Superior Street Duluth, MN 55802	Yes	general operating expenses	\$25,000.00

Weyerhaeuser Family Foundation 30 E 7th Street, Suite 2000, St. Paul, MN 55101-4930 Schedule of Contributions Paid in 2011 10/26/2012

Grantee Organization	Address	Public Charity Purpose	Purpose	Amount
Ecotrust	721 NW Ninth Avenue, Suite 200 Portland, OR 97209	Yes	general operating expenses	\$30,000.00
EcoViva	1904 Franklin Street, Suite 902 Oakland, CA 94612	Yes	general operating expenses	\$20,000.00
Edwin Gould Services for Children & Families	1968 2nd Avenue New York, NY 10029	Yes	general operating expenses	\$25,000.00
Family Support Services	1001 S. Polk Street Amarillo, TX 79101	Yes	general operating expenses	\$24,344.00
Forest Guild	PO Box 519 Santa Fe, NM 87504-0519	Yes	general operating expenses	\$25,000.00
Guardian Angel Community Services	1550 Plainfield Road Joliet, IL 60435	Yes	general operating expenses	\$25,000.00
Lee Carlson Center for Mental Health and Well-Being	7954 University Avenue Fridley, MN 55432	Yes	general operating expenses	\$15,000.00
Lotus Outreach	2801 B Street #3 San Diego, CA 92102	Yes	general operating expenses	\$26,482.00

Weyerhaeuser Family Foundation 30 E 7th Street, Suite 2000, St. Paul, MN 55101-4930 Schedule of Contributions Paid in 2011 10/26/2012

Grantee Organization	Address	Public Charity Purpose	/ Purpose	Amount
Nature Conservancy - Oregon	821 SE 14th Avenue Portland, OR 97214	Yes	general operating expenses	\$30,000.00
Nisqually Land Trust	1420 Marvin Road NE, Suite C, PMB 243 Lacey, WA 98516-2302	Yes	general operating expenses	\$15,000.00
One Acre Fund	1742 Tatum Street Falcon Heights, MN 55113	Yes	general operating expenses	\$30,000.00
Peace and Hope International	3400 Park Avenue South Minneapolis, MN 55407	Yes	general operating expenses	\$25,000.00
Pee Dee Coalition Against Domestic and Sexual Assault	P.O. Box 1351 Florence, SC 29503-1351	Yes	general operating expenses	\$25,000.00
Peter C. Alderman Foundation	P.O. Box 278 Bedford, NY 10506	Yes	general operating expenses	\$30,000.00
Ryther Child Center	2400 NE 95th Street Seattle, WA 98115	Yés	general operating expenses	\$25,000.00
Starfish One-by-One	33424 Deep Forest Evergreen, CO 80439	Yes	general operating expenses	\$25,000.00

Weyerhaeuser Family Foundation

30 E 7th Street, Suite 2000, St. Paul, MN 55101-4930 Schedule of Contributions Paid in 2011 10/26/2012

Grantee Organization	Address	Public Charity Purpose	Purpose	Amount
U.S. Working Group Inc. dba Forest Stewardship Council U.S.	212 Third Avenue N., Suite 504 Minneapolis, MN 55401	Yes	general operating expenses	\$30,000.00
Valley Crisis Center, Inc.	PO Box 558 Nampa, ID 83653	Yes	general operating expenses	\$30,000.00
Wellshare International	122 W. Franklin Ave., Suite 510 Minneapolis, MN 55404	Yes	general operating expenses	\$25,611.00
World Bicycle Relief	1333 North Kingsbury, 4th Floor Chicago, IL 60642	Yes	general operating expenses	\$30,000.00
YWCA El Paso del Norte Region	201 East Main, Suite 400 El Paso, TX 79901	Yes	general operating expenses	\$25,000.00
Grand Totals (35 items)				\$787,236.00

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000 St. Paul, Minnesota 55101-4930 www.wfamilyfoundation.org 41-6012062

2011 Form 990 PF, Return of Private Foundation

PART XV SUPPLEMENTARY INFORMATION

Grant criteria and other information

Written requests for grants should be addressed to Mr. Frederick W. Titcomb, President, Weyerhaeuser Family Foundation, 30 East Seventh Street, Suite 2000, St. Paul, MN 55101-4930. Telephone: (651) 228-0935.

<u>Sustainable Forest & Communities Initiative.</u> Applications should be in the form of a two page letter of intent and are accepted from January 1 through April 1. All applications must be in the Foundation office by April 1. An Application Cover Sheet, available on the Foundation's website, must accompany each letter of intent along with a one-page project budget summary. The application must be accompanied by the Internal Revenue Service letter of tax exemption. All grants must be paid to 501(c)(3) organizations.

<u>Children's Initiative.</u> Applications should be in the form of a two page letter of intent and are accepted from January 1 through April 1. All applications must be in the Foundation office by April 1. An Application Cover Sheet, available on the Foundation's website, must accompany each letter of intent along with a one-page project budget summary. The application must be accompanied by the Internal Revenue Service letter of tax exemption. All grants must be paid to 501(c)(3) organizations.

The Foundation's Board of Trustees meets in June to review all letters of intent. Selected organizations will be asked to submit a full proposal to be received in the Foundation's office no later than August 1. Grant decisions will be made in November and funds will be dispersed by year end.

Weyerhaeuser Family Foundation, Inc. does not normally make grants for:

- projects with local or regional emphasis unless under the Initiatives guidelines;
- operating budgets of established organizations;
- annual campaigns of any organizations;
- capital outlay, building and equipment, endowment of loan programs;
- individual, scholarships, fellowships or travel;
- development or distribution of films, publications, books, etc.;
- elementary and secondary education, college or university endowment, program or research funds; and
- lobbying, propaganda, programs which influence legislation or activities prohibited under Federal laws.

Please see the Foundation's website www.wfamilyfoundation.org for the more current guidelines and deadlines.

WEYERHAEUSER FAMILY FOUNDATION

30 East Seventh Street, Suite 2000 St. Paul, Minnesota 55101-4930 www.wfamilyfoundation.org 41-6012062

2011 Form 990 PF, Sch B. Part II

30 shares Potlatch Corporation	1,009
33 shares Potlatch Corporation	1,010
79 shares Potlatch Corporation	2,511
32 shares Potlatch Corporation	1,017
60 shares Weyerhaeuser Company	1,015
79 shares Microsoft Corporation	2,018
67 shares Potlatch Corporation	2,023
58 shares Weyerhaeuser Company	1,019
32 shares Potlatch Corporation	1,011
32 shares Potlatch Corporation	1,016
42 shares Weyerhaeuser Company	1,021
	14,670

Form 8866	8 (Rev. 1-2012)					Page 2	
	re filing for an Additional (Not Automatic) 3-Month Ex	tension,	complete only Part II and check thi	s box		► X	
Note. Only	y complete Part II if you have already been granted an a	automatic	3-month extension on a previously f	filed Form	8868.		
	re filing for an Automatic 3-Month Extension, comple						
Part II	Additional (Not Automatic) 3-Month E	xtensio	n of Time. Only file the origin	nal (no c	opies neede	ed).	
			Enter filer's	identifyii	ng number, see	instructions	
Type or	Name of exempt organization or other filer, see instru	ictions		Employe	r identification r	number (EIN) or	
print							
	WEYERHAEUSER FAMILY FOUNDAT:				41-6012		
due date for filing your	Number, street, and room or suite no. If a P.O. box, s			Social se	curity number (SSN)	
return See	30 EAST SEVENTH STREET, SUIT						
instructions	City, town or post office, state, and ZIP code. For a for PAUL, MN 55101-4930	oreign add	Iress, see instructions.				
_							
Enter the I	Return code for the retum that this application is for (file	e a separa	te application for each return)			04	
Application	on	Return	Application			Return	
ls For		Code	Is For			Code _	
Form 990		01	The second of the		<u> </u>		
Form 990-	BL	02	Form 1041-A			08	
Form 990-	EZ	01	Form 4720			09	
Form 990-	PF	04	Form 5227			10	
Form 990-T (sec. 401(a) or 408(a) trust) 05 Form 6069					11		
	T (trust other than above)	06	Form 8870			12	
<u>STOP! Do</u>	not complete Part II if you were not already granted			iously file	ed Form 8868.		
	FIDUCIARY COUNS			A.T	FF1.01		
	oks are in the care of \triangleright 30 EAST 7TH ST	, STE	FAX No. ► 651-228-07		55101		
	one No. ► 651-228-0935	المطلمة				. [
	rganization does not have an office or place of business s for a Group Return, enter the organization's four digit (up, chook this	
г	. If it is for part of the group, check this box						
box ▶ L 4 Irea			BER 15, 2012.	an memb	ers the extensit	orris ior.	
	calendar year 2011, or other tax year beginning		, and endin	α			
	e tax year entered in line 5 is for less than 12 months, d	heck reas			etum	 -	
	If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period						
7 Stat	State in detail why you need the extension						
TH	THE TAXPAYER OWNS AN INTEREST IN A PASS-THROUGH ENTITY AND HAS NOT YET						
RE	CEIVED ITS SCHEDULE K-1. TH	HEREF	ORE, THE TAXPAYER	REQUE	STS AN		
AD:	DITIONAL EXTENSION OF TIME T	ro fi	LE A COMPLETE AND .	<u>ACCUR</u>	ATE RETU	JRN.	
8a If thi	is application is for Form 990-BL, 990-PF, 990-T, 4720,	or 6069, e	nter the tentative tax, less any	1			
	refundable credits. See instructions.			8a	\$	29,370.	
	is application is for Form 990-PF, 990-T, 4720, or 6069,	•		=1 .			
	payments made. Include any pnor year overpayment all	owed as a	a credit and any amount paid			10 000	
	viously with Form 8868.	 .		8b	\$	19,870.	
	ance due. Subtract line 8b from line 8a. Include your pa	•	h this form, if required, by using			0 500	
EFII	PS (Electronic Federal Tax Payment System). See Instru		t he completed for Part II o	8c	\$	9,500.	
Under penal	Signature and vernication of perjury, I declare that I have examined this form, including		st be completed for Part II of panying schedules and statements, and to	_	f my knowledge a	nd belief.	
it is true, co	rrect, and complete, and that I am authorized to prepare this fo	rm.		30000	A - 1		
Signature)	Title ▶ 1	rax Pi	REPARER	Date	<u>18-9-13</u>	Z	
					Form 886	3 (Rev. 1-2012)	

123842 01-06-12