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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

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

30 EAST SEVENTH STREET, SUITE 2000

B Telephone number

6512280935

City or town, state, and ZIP code

ST PAUL, MN 55101-4930

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

\$ 20,217,545.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

1 Contributions, gifts, grants, etc., received

224,727.

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

445,885.

434,092.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

299,864.

STATEMENT 1

b Gross sales price for all assets on line 6a

1,960,498.

7 Capital gain net income (from Part IV, line 2)

728,379.

8 Net short-term capital gain

N/A

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 3

12 Total. Add lines 1 through 11

1,390,648.

1,162,846.

0.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

77,142.

37,071.

0.

38,571.

c Other professional fees

STMT 5

77,122.

0.

0.

77,122.

17 Interest

99.

18 Taxes

STMT 6

17,250.

11,594.

0.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 7

44,990.

17,072.

0.

44,990.

24 Total operating and administrative expenses. Add lines 13 through 23

216,504.

65,836.

0.

160,683.

25 Contributions, gifts, grants paid

787,236.

787,236.

26 Total expenses and disbursements. Add lines 24 and 25

1,003,740.

65,836.

0.

947,919.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

386,908.

b Net investment income (if negative, enter -0-)

1,097,010.

c Adjusted net income (if negative, enter -0-)

0.

LHA For Paperwork Reduction Act Notice, see instructions.

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations <b>STMT 10</b>	928,709.	0.	0.
	b Investments - corporate stock <b>STMT 11</b>	16,635,402.	18,090,337.	19,430,495.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 12</b>	1,096,151.	699,590.	787,050.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers)	18,661,762.	18,789,927.	20,217,545.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)				
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	18,661,762.	18,789,927.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 <b>Total net assets or fund balances</b>	18,661,762.	18,789,927.	
	31 <b>Total liabilities and net assets/fund balances</b>	18,661,762.	18,789,927.	

**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	18,661,762.
2 Enter amount from Part I, line 27a	2	386,908.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 8</b>	3	6,761.
4 Add lines 1, 2, and 3	4	19,055,431.
5 Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 9</b>	5	265,504.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,789,927.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b <b>SEE ATTACHED STATEMENTS</b>			
c			
d			
e			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>1,960,498.</b>		<b>1,232,119.</b>	<b>728,379.</b>
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<b>728,379.</b>
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		<b>728,379.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{		<b>4,487.</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	<b>840,288.</b>	<b>19,533,566.</b>	<b>.043018</b>
2009	<b>936,775.</b>	<b>15,768,984.</b>	<b>.059406</b>
2008	<b>1,033,515.</b>	<b>18,761,742.</b>	<b>.055086</b>
2007	<b>925,956.</b>	<b>21,944,413.</b>	<b>.042196</b>
2006	<b>909,618.</b>	<b>20,096,653.</b>	<b>.045262</b>
2 Total of line 1, column (d)			<b>.244968</b>
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			<b>.048994</b>
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>21,046,128.</b>
5 Multiply line 4 by line 3			<b>1,031,134.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)			<b>10,970.</b>
7 Add lines 5 and 6			<b>1,042,104.</b>
8 Enter qualifying distributions from Part XII, line 4			<b>947,919.</b>

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b		1	21,940.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		2	0.
3 Add lines 1 and 2		3	21,940.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	21,940.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	19,870.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	9,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	29,370.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	61.	
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	7,369.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 7,369. Refunded <input type="checkbox"/> 0.	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <b>WWW.WFAMILYFOUNDATION.ORG</b>				
14	The books are in care of ► <b>FIDUCIARY COUNSELLING, INC</b>	Telephone no. ►	<b>651-228-0935</b>	
	Located at ► <b>30 EAST 7TH ST, STE 2000, ST. PAUL, MN</b>	ZIP+4 ►	<b>55101</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years: _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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 2011.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **N/A** 7b

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

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

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIDUCIARY COUNSELLING - 30 EAST 7TH ST, STE 2000, ST. PAUL, MN 55101-4930	ACCT, TAX/CUST, INV	77,142.
KONRAD CONSULTING, DENVER, CO	CONSULTING	65,750.
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	0.
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	20,729,498.
b 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.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	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.

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

1 Minimum investment return from Part X, line 6	1	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.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	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	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	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 qualifies for the section 4940(e) reduction of tax in those years.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				1,034,264.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			873,035.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 947,919.				
<b>a</b> Applied to 2010, but not more than line 2a			873,035.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				74,884.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions.		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012.				959,380.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
ATTACHMENT 18				787,236.
<b>Total</b>			▶ <b>3a</b>	787,236.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

**2011**

Name of the organization

WEYERHAEUSER FAMILY FOUNDATION

Employer identification number

41-6012062

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)( ) (enter number) organization

☐

4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

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

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, 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.
- ☐ 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)

Name of organization

Employer identification number

**WEYERHAEUSER FAMILY FOUNDATION****41-6012062****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>TOTAL CASH CONTRIBUTIONS UNDER \$5,000</b>	\$ <b>60,055.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>2</b>	<b>BETTE D. MOORMAN</b> <b>30 E. 7TH STREET, SUITE 2000</b> <b>ST. PAUL, MN 55101</b>	\$ <b>25,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>3</b>	<b>HALEY M. REITER</b> <b>30 E. 7TH STREET, SUITE 2000</b> <b>ST. PAUL, MN 55101</b>	\$ <b>5,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>4</b>	<b>ROSENBERY CHARITABLE TERM TRUST</b> <b>30 E. 7TH STREET, SUITE 2000</b> <b>ST. PAUL, MN 55101</b>	\$ <b>15,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>5</b>	<b>GEORGE &amp; WENDY WEYERHAEUSER</b> <b>P.O. BOX 1278</b> <b>TACOMA, WA 98401</b>	\$ <b>5,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>6</b>	<b>IAN WEYERHAEUSER</b> <b>30 E. 7TH STREET, SUITE 2000</b> <b>ST. PAUL, MN 55101</b>	\$ <b>10,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization	Employer identification number
<b>WEYERHAEUSER FAMILY FOUNDATION</b>	<b>41-6012062</b>

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	<u>KYLE REITER</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>8</u>	<u>LEILEE WEYERHAEUSER</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>25,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>9</u>	<u>LUCY ROSENBERRY JONES CHARITABLE TRUST</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>10</u>	<u>ROBERT M. WEYERHAEUSER</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>25,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>11</u>	<u>STAN DAY</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>15,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>12</u>	<u>VIVIAN W. DAY &amp; JOHN STROH III</u> <u>30 E. 7TH STREET, SUITE 2000</u> <u>ST. PAUL, MN 55101</u>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

**WEYERHAEUSER FAMILY FOUNDATION****41-6012062****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>13</b>	<b>TOTAL NON CASH CONTRIBUTIONS UNDER \$5,000</b>	\$ <b>14,670.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<b>14</b>	<b>JANE WEYERHAEUSER-JOHNSON</b> <b>P.O. BOX 1278</b> <b>TACOMA, WA 98401</b>	\$ <b>5,002.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

41-6012062

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
13	SEE ATTACHED	\$ 14,670.	VARIOUS
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
14	295 SHARES WEYERHAEUSER COMPANY	\$ 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
		\$	
(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
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

**WEYERHAEUSER FAMILY FOUNDATION****41-6012062****Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional 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, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

WEYERHAEUSER FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CLEARWATER SMALL COMPANIES FUND	P	12/31/07	12/22/11
b	CLEARWATER SMALL COMPANIES FUND	P	12/31/07	12/22/11
c	CLEARWATER SMALL COMPANIES FUND	P	12/28/10	12/22/11
d	OAKMARK SELECT FD	P	11/08/06	12/22/11
e	MICROSOFT CORP	P	07/20/93	12/22/11
f	SELECTED AMERICAN SHARES CL D	P	11/08/06	12/22/11
g	VANGUARD INFLATION INSTL	P	03/29/10	12/22/11
h	VANGUARD INFLATION INSTL	P	06/28/10	12/22/11
i	VANGUARD INFLATION INSTL	P	11/19/02	12/22/11
j	VANGUARD INFLATION INSTL	P	12/26/02	12/22/11
k	VANGUARD INFLATION INSTL	P	06/23/06	12/22/11
l	VANGUARD INFLATION INSTL	P	06/22/07	12/22/11
m	VANGUARD INFLATION INSTL	P	10/02/09	12/22/11
n	VANGUARD INFLATION INSTL	P	12/23/09	12/22/11
o	VANGUARD INFLATION INSTL	P	12/26/02	12/22/11

(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 71,496.		64,220.	7,276.
b 72,691.		65,293.	7,398.
c 1,813.		1,828.	-15.
d 82,000.		108,132.	-26,132.
e 2,025.			2,025.
f 30,985.		35,567.	-4,582.
g 3,311.		2,867.	444.
h 2,413.		2,176.	237.
i 369,896.		302,347.	67,549.
j 2,877.		2,344.	533.
k 11,733.		9,443.	2,290.
l 18,440.		14,784.	3,656.
m 158,166.		138,238.	19,928.
n 10,199.		8,895.	1,304.
o 7,193.		5,860.	1,333.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,276.
b			7,398.
c			-15.
d			-26,132.
e			2,025.
f			-4,582.
g			444.
h			237.
i			67,549.
j			533.
k			2,290.
l			3,656.
m			19,928.
n			1,304.
o			1,333.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

WEYERHAEUSER FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VANGUARD INFLATION INSTL		P	09/13/10	12/22/11
b VANGUARD INFLATION INSTL		P	09/27/10	12/22/11
c VANGUARD INFLATION INSTL		P	10/04/10	12/22/11
d VANGUARD INFLATION INSTL		P	10/18/10	12/22/11
e VANGUARD INFLATION INSTL		P	12/03/10	12/22/11
f VANGUARD INFLATION INSTL		P	12/28/10	12/22/11
g VANGUARD INFLATION INSTL		P	03/30/11	12/22/11
h VANGUARD INFLATION INSTL		P	06/29/11	12/22/11
i VANGUARD INFLATION INSTL		P	09/29/11	12/22/11
j WEY/PCH ADJ		P		
k STCL THRU CHURCHILL		P		
l LTCG THRU CHURCHILL		P		
m WASH SALE		P		
n CAPITAL GAINS DIVIDENDS				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 166,617.		153,015.	13,602.
b 2,121.		1,959.	162.
c 134,848.		125,015.	9,833.
d 119,438.		113,015.	6,423.
e 39,019.		36,015.	3,004.
f 14,249.		12,737.	1,512.
g 6,855.		6,271.	584.
h 15,390.		14,387.	1,003.
i 7,160.		6,967.	193.
j 21,094.			21,094.
k		744.	-744.
l 406,211.			406,211.
m 1,954.			1,954.
n 180,304.			180,304.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			13,602.
b			162.
c			9,833.
d			6,423.
e			3,004.
f			** 1,512.
g			** 584.
h			** 1,003.
i			** 193.
j			21,094.
k			** -744.
l			406,211.
m			** 1,954.
n			180,304.
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	728,379.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	4,487.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/31/07	12/22/11

  

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71,496.	64,220.	0.	0.	7,276.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/31/07	12/22/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
72,691.	65,293.	0.	0.	7,398.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
CLEARWATER SMALL COMPANIES FUND	PURCHASED	12/28/10	12/22/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,813.	1,828.	0.	0.	-15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
OAKMARK SELECT FD	82,000.	108,132.	0.	PURCHASED	11/08/06	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MICROSOFT CORP	2,025.	0.	0.	PURCHASED	07/20/93	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SELECTED AMERICAN SHARES CL D	30,985.	35,567.	0.	PURCHASED	11/08/06	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	3,311.	2,867.	0.	PURCHASED	03/29/10	12/22/11



(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 06/28/10	DATE SOLD 12/22/11
VANGUARD INFLATION INSTL	2,413.	2,176.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						237.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 11/19/02	DATE SOLD 12/22/11
VANGUARD INFLATION INSTL	369,896.	302,347.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						67,549.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 12/26/02	DATE SOLD 12/22/11
VANGUARD INFLATION INSTL	2,877.	2,344.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						533.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 06/23/06	DATE SOLD 12/22/11
VANGUARD INFLATION INSTL	11,733.	9,443.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						2,290.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	18,440.	14,784.	0.	PURCHASED	06/22/07	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	158,166.	138,238.	0.	PURCHASED	10/02/09	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	10,199.	8,895.	0.	PURCHASED	12/23/09	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	7,193.	5,860.	0.	PURCHASED	12/26/02	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	166,617.	153,015.	0.	PURCHASED 0.	09/13/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	2,121.	1,959.	0.	PURCHASED 0.	09/27/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	134,848.	125,015.	0.	PURCHASED 0.	10/04/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	119,438.	113,015.	0.	PURCHASED 0.	10/18/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	39,019.	36,015.	0.	PURCHASED	12/03/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	14,249.	12,737.	0.	PURCHASED	12/28/10	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	6,855.	6,271.	0.	PURCHASED	03/30/11	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFLATION INSTL	15,390.	14,387.	0.	PURCHASED	06/29/11	12/22/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INFLATION INSTL	7,160.	6,967.	0.	0.	193.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WEY/PCH ADJ	21,094.	21,094.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STCL THRU CHURCHILL	0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LTCG THRU CHURCHILL	406,211.	406,211.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
WASH SALE	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,954.	1,954.	0.	0.	0.
CAPITAL GAINS DIVIDENDS FROM PART IV				180,304.
TOTAL TO FORM 990-PF, PART I, LINE 6A				299,864.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	444,753.	0.	444,753.
ILLINOIS DEPARTMENT OF REVENUE	28.	0.	28.
LONG TERM CAPITAL GAIN DISTRIBUTION	180,304.	180,304.	0.
ROCK ISLAND COMPANY	0.	0.	0.
SHORT TERM CAPITAL GAIN DISTRIBUTION	1,104.	0.	1,104.
TOTAL TO FM 990-PF, PART I, LN 4	626,189.	180,304.	445,885.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	306,981.	0.	0.
PARTNERSHIP GAINS	113,143.	0.	0.
CHURCHILL EQTY & ESOP CAPITAL PTRS II LP 41-1958020	0.	0.	0.
ORDINARY INCOME/LOSS	0.	23,656.	0.
INTEREST	0.	99.	0.
LESS: UBTI	0.	-23,656.	0.
CORAL'S 2007 MOMENTUM FUND LP 20-5260256	0.	276.	0.
2008 IL UBTI REFUND	48.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	420,172.	375.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
*ACCOUNTING & TAX SERVICES	77,142.	37,071.	0.	38,571.	
*AUDIT FEES	0.	0.	0.	0.	
*50% ALLOCATED TO EXEMPT PURPOSES	0.	0.	0.	0.	
50% ALLOCATED TO INVESTMENT INCOME	0.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 16B	77,142.	37,071.	0.	38,571.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
**CONSULTANTS EXPENSES	4,622.	0.	0.	4,622.	
**CONSULTANTS FEES	72,500.	0.	0.	72,500.	
**100% ALLOCATED TO DISBURSE- MENTS FOR CHARITABLE PURPOSE	0.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	77,122.	0.	0.	77,122.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2011 FEDERAL EXCISE TAX	17,250.	0.	0.	0.	
FOREIGN TAXES	0.	11,594.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	17,250.	11,594.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
** BOARD OF TRUSTEES EXPENSES	32,824.	0.	0.	32,824.	
** MEMBERSHIP FEES - COUNCIL ON FOUNDATIONS	0.	0.	0.	0.	
MIN COUNCIL ON FOUNDATIONS	2,150.	0.	0.	2,150.	
PHILANTHROPY NORTHWEST	2,175.	0.	0.	2,175.	
** MISCELLANEOUS EXPENSES	250.	0.	0.	250.	
** FILING FEE	7,566.	0.	0.	7,566.	
**100% ALLOCATED TO DISBURSEMENTS FOR CHARITABLE PURPOSES	25.	0.	0.	25.	
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 #20-5260256	0.	0.	0.	0.	
PORTFOLIO DEDUCTIONS	0.	13,055.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	44,990.	17,072.	0.	44,990.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION	AMOUNT		
MISC CASH RECEIPT - RETURN OF PRIOR YEAR CONTRIBUTION	6,761.		
TOTAL TO FORM 990-PF, PART III, LINE 3	6,761.		



FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
-1 BASIS ADJUSTMENT	232,315.
OTHER ADJUSTMENTS	14,089.
DIFFERENCE BETWEEN COST & FMV OF STOCK CONTRIBUTED	19,100.
TOTAL TO FORM 990-PF, PART III, LINE 5	265,504.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
VANGUARD INFLATION INSTL	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CASH RESERVES - CLEARING	-322,944.	-322,944.
FIDELITY CASH RESERVES	852,748.	852,748.
POTLATCH CORP NEW COM	17,023.	78,771.
WEYERHAEUSER CO	361,731.	605,804.
DAKMARK SELECT FD	1,098,197.	1,040,274.
SELECTED AMERICAN SHARES CL D	1,104,179.	1,053,343.
VANGUARD PRIMECAP CORE FD	958,674.	1,016,678.
CLEARWATER SMALL CAP FUND	1,447,893.	1,996,277.
ARTISAN INTL VALUE FUND	656,484.	628,619.
DODGE & COX INTL STOCK FUND	670,725.	569,055.
AMERICAN EUROPACIFIC GR CL F2	925,840.	1,193,039.
TEMPLETON INST FOREIGN SM COS	953,057.	1,207,287.
EATON VANCE T-M EMERGING MKTS	815,875.	845,550.
FOUCHSTONE EMERGING MARKETS	988,398.	850,492.
RUSSMAN STRATEGIC GROWTH	599,263.	592,636.
PIMCO ALL ASSET INST CLASS	1,256,652.	1,172,751.
ROCK ISLAND COMPANY	4,066.	9,055.
EUROPEAN INVESTORS GLBL PROP	679,145.	542,492.

THIRD AVENUE REAL ESTATE	371,675.	529,121.
LOOMIS SAYLES BOND INSTL	1,713,817.	2,053,194.
PIMCO EMERGING MARKETS BOND FD	1,006,609.	1,038,844.
PIMCO EMERGING MARKETS CURRENCY FD	1,001,215.	950,433.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	930,015.	926,976.
TOTAL TO FORM 990-PF, PART II, LINE 10B	18,090,337.	19,430,495.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROUNDING	COST	-2.	0.
CHURCHILL EQUITY & ESOP CAP B	COST	77,951.	56,892.
CORAL'S 2007 MOMENTUM FUND	COST	334,304.	264,126.
SPELL CAPITAL PARTNERS III	COST	287,337.	466,032.
TOTAL TO FORM 990-PF, PART II, LINE 13		699,590.	787,050.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BLAINE GAUSTAD 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	SECRETARY/TRUSTEE 1.00	0.	0.	0.
PETER E. HEYMANN 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TREASURER/TRUSTEE 1.00	0.	0.	0.
FREDERICK W. TITCOMB P.O. BOX 1278 TACOMA, WA 98401-1278	PRESIDENT/TRUSTEE 2.00	0.	0.	0.
AMY W. STRIED 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.
LUCIE C. GREER 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	TRUSTEE 1.00	0.	0.	0.

## WEYERHAEUSER FAMILY FOUNDATION

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

## WEYERHAEUSER FAMILY FOUNDATION

41-6012062

KYLE W. REITER	TRUSTEE			
30 EAST SEVENTH STREET, SUITE 2000	1.00	0.	0.	0.
ST. PAUL, MN 55101-4930				
GREER DENT (5/15/11 - 12/31/11)	TRUSTEE			
30 EAST SEVENTH STREET, SUITE 2000	1.00	0.	0.	0.
ST. PAUL, MN 55101-4930				
SARAH N. TITCOMB (5/15/11 - 12/31/11)	TRUSTEE			
30 EAST SEVENTH STREET, SUITE 2000	1.00	0.	0.	0.
ST. PAUL, MN 55101-4930				
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

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity</b>	<b>Purpose</b>	<b>Amount</b>
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	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

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity</b>	<b>Purpose</b>	<b>Amount</b>
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	Yes	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

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity</b>	<b>Purpose</b>	<b>Amount</b>
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
<b>Grand Totals (35 items)</b>				<b>\$787,236.00</b>



## **WEYERHAEUSER FAMILY FOUNDATION**

30 East Seventh Street, Suite 2000  
St. Paul, Minnesota 55101-4930  
[www.wfamilyfoundation.org](http://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.

Sustainable Forest & Communities Initiative. 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.

Children's Initiative. 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](http://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
	<u>14,670</u>

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

		Enter filer's identifying number, see instructions	
Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or
	WEYERHAEUSER FAMILY FOUNDATION		<input checked="" type="checkbox"/> 41-6012062
	Number, street, and room or suite no. If a P.O. box, see instructions.		Social security number (SSN)
	30 EAST SEVENTH STREET, SUITE 2000		<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	ST PAUL, MN 55101-4930		

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
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
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**FIDUCIARY COUNSELLING, INC**

- The books are in the care of **30 EAST 7TH ST, STE 2000, ST. PAUL, MN - 55101**  
Telephone No. **651-228-0935** FAX No. **651-228-0776**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

6 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 State in detail why you need the extension

**THE TAXPAYER OWNS AN INTEREST IN A PASS-THROUGH ENTITY AND HAS NOT YET RECEIVED ITS SCHEDULE K-1. THEREFORE, THE TAXPAYER REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	29,370.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	19,870.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	9,500.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **[Signature]** Title **TAX PREPARER**

Date **6-9-12**

Form 8868 (Rev. 1-2012)