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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Name of foundation
GROUSEMONT FOUNDATION

A Employer identification number
91-1276047

Number and street (or P O box number if mail is not delivered to street address) Room/suite
511 BOREN AVENUE NORTH SUITE 300

B Telephone number (see page 10 of the instructions)
(206) 323-3686

City or town, state, and ZIP code
SEATTLE, WA 98109

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,292,984

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	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	195,345	195,345		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	69,567			
	b	Gross sales price for all assets on line 6a 1,049,956				
	7	Capital gain net income (from Part IV, line 2)		69,567		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	264,912	264,912		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	45,008	40,828		4,180
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	9,428	28		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	37,708	250		37,458
	24	**Total operating and administrative expenses.** Add lines 13 through 23	92,144	41,106		41,638
	25	Contributions, gifts, grants paid	435,950			435,950
	26	**Total expenses and disbursements.** Add lines 24 and 25	528,094	41,106		477,588
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-263,182			
	b	**Net investment income** (if negative, enter -0-)		223,806		
	c	**Adjusted net income** (if negative, enter -0-)				

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

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		623,527	133,954	133,954
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)		913,303	893,368	977,690
	b	Investments—corporate stock (attach schedule)		2,867,359	2,835,512	3,152,225
	c	Investments—corporate bonds (attach schedule)		1,625,192	1,903,365	2,029,115
	11	Investments—land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)		6,029,381	5,766,199	6,292,984
Liabilities	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 (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	**Total liabilities** (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**				
	24	Unrestricted		6,029,381	5,766,199	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	**Total net assets or fund balances** (see page 17 of the instructions)		6,029,381	5,766,199	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)		6,029,381	5,766,199	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,029,381
2	Enter amount from Part I, line 27a	2	-263,182
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	5,766,199
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,766,199

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)
1 a	PUBLICLY TRADED SECURITIES			
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	1,049,956		980,389	69,567
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
a				69,567
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	**2**	69,567
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	**3**	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	**(b)** Adjusted qualifying distributions	**(c)** Net value of noncharitable-use assets	**(d)** Distribution ratio (col (b) divided by col (c))
2010	209,717	6,382,852	0 032856
2009	355,058	6,046,193	0 058724
2008	403,814	7,076,470	0 057064
2007	384,874	7,766,815	0 049554
2006	384,646	7,427,257	0 051788

2	**Total** of line 1, column (d).	**2**	0 249986
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	**3**	0 049997
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	**4**	6,553,062
5	Multiply line 4 by line 3.	**5**	327,633
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	2,238
7	Add lines 5 and 6.	**7**	329,871
8	Enter qualifying distributions from Part XII, line 4.	**8**	477,588

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,238
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	2,238
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	2,238
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,849		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,849
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,611
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 3,611	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶GROUSEMONT FOUNDATION Telephone no ▶(206) 323-3686

Located at ▶511 BOREN AVENUE NORTH SUITE 300 SEATTLE WA ZIP+4 ▶98109

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 |

			Yes	No
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		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 ▶

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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**

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

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

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

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . ▶ 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 NONE	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	**1a**	6,357,163
b	Average of monthly cash balances.	**1b**	295,692
c	Fair market value of all other assets (see page 24 of the instructions).	**1c**	0
d	**Total** (add lines 1a, b, and c).	**1d**	6,652,855
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). **1e** 0		
2	Acquisition indebtedness applicable to line 1 assets.	**2**	0
3	Subtract line 2 from line 1d.	**3**	6,652,855
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	**4**	99,793
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	**5**	6,553,062
6	**Minimum investment return.** Enter 5% of line 5.	**6**	327,653

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

1	Minimum investment return from Part X, line 6.			**1**	327,653
2a	Tax on investment income for 2011 from Part VI, line 5.	**2a**	2,238		
b	Income tax for 2011 (This does not include the tax from Part VI).	**2b**			
c	Add lines 2a and 2b.			**2c**	2,238
3	Distributable amount before adjustments Subtract line 2c from line 1.			**3**	325,415
4	Recoveries of amounts treated as qualifying distributions.			**4**	0
5	Add lines 3 and 4.			**5**	325,415
6	Deduction from distributable amount (see page 25 of the instructions).			**6**	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			**7**	325,415

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	**1a**	477,588
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**	477,588
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	**5**	2,238
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	**6**	475,350

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

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

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					325,415
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only.				0	
b Total for prior years 20___, 20___, 20___			0		
3 Excess distributions carryover, if any, to 2011					
a From 2006.					
b From 2007.					
c From 2008.	24,883				
d From 2009.	56,272				
e From 2010.					
f Total of lines 3a through e.		81,155			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 477,588					
a Applied to 2010, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .		0			
d Applied to 2011 distributable amount.					325,415
e Remaining amount distributed out of corpus		152,173			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		233,328			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		233,328			
10 Analysis of line 9					
a Excess from 2007. . . .					
b Excess from 2008. . . .	24,883				
c Excess from 2009. . . .	56,272				
d Excess from 2010. . . .					
e Excess from 2011. . . .	152,173				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				435,950
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	195,345	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	69,567	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		264,912	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 264,912

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

****** | 2012-07-03 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
JANE M SEARING			P00000565

Firm's name ▶ CLARK NUBER PS | Firm's EIN ▶ 91-1194016

Firm's address ▶ 10900 NE 4TH STREET SUITE 1700 BELLEVUE, WA 98004 | Phone no (425) 454-4919

May the IRS discuss this return with the preparer shown above? See instructions ▶ ☐ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 91-1276047
Name: GROUSEMONT FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SALLY S WRIGHT 511 BOREN AVENUE NORTH SUITE 300 SEATTLE, WA 98109	PRESIDENT/DIRECTOR 1 00	0	0	0
ERIN WRIGHT 511 BOREN AVENUE NORTH SUITE 300 SEATTLE, WA 98109	DIRECTOR/TREASURER 1 00	0	0	0
KORYNNE WRIGHT 511 BOREN AVENUE NORTH SUITE 300 SEATTLE, WA 98109	DIRECTOR/SECRETARY 1 00	0	0	0
LEE ROLFE 511 BOREN AVENUE NORTH SUITE 300 SEATTLE, WA 98109	DIRECTOR 1 00	0	0	0
KATE JANEWAY 511 BOREN AVENUE NORTH SUITE 300 SEATTLE, WA 98109	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS SEATTLE CHAPTER4616 25TH AVE NE PMB 429 SEATTLE, WA 98105	N/A	509(A)(1)	FELLOWSHIP FUND, RAISE THE PADDLE FOR FUND-A-FELLOW	8,500
AGROS INTERNATIONAL2225 4TH AVE 2ND FL SEATTLE, WA 98121	N/A	509(A)(1)	GENERAL & UNRESTRICTED	250
AMERICAN FOUNDATION FOR SUICIDE PREVENTION120 WALL ST 22ND FL NEW YORK, NY 10005	N/A	509(A)(1)	GENERAL & UNRESTRICTED	500
ARTS CORPS4408 DELRIDGE WAY SW SEATTLE, WA 98106	N/A	509(A)(1)	ARTS EDUCATION PROGRAM FOR YOUTH PROJECT	30,000
BOYS & GIRLS CLUB OF THE PENINSULA401 PIERCE RD MENLO PARK, CA 94025	N/A	509(A)(1)	GENERAL & UNRESTRICTED	1,000
CHARITY GLOBAL INC200 VARICK ST STE 201 NEW YORK, NY 10013	N/A	509(A)(1)	CHARITY WATER PROJECT	1,000
CHARLES & EMMA FRYE FREE PUBLIC ART MUSEUM INC TESTAMENTARY TRUST704 TERRY AVE SEATTLE, WA 98104	N/A	4940(D)(2)	GENERAL & UNRESTRICTED	5,000
CONSERVATION INTERNATIONAL FOUNDATION2011 CRYSTAL DR STE 500 ARLINGTON, VA 22202	N/A	509(A)(1)	GENERAL & UNRESTRICTED	500
COYOTE CENTRAL2300 E CHERRY ST SEATTLE, WA 98122	N/A	509(A)(1)	OPEN DOORS CAMPAIGN	30,000
FARESTART700 VIRGINIA ST SEATTLE, WA 98101	N/A	509(A)(2)	GENERAL & UNRESTRICTED	500
HAMLIN ROBINSON SCHOOL1700 E UNION ST SEATTLE, WA 98122	N/A	509(A)(1)	GENERAL & UNRESTRICTED	5,000
HOPELINK16225 NE 87TH ST STE A-1 REDMOND, WA 98052	N/A	509(A)(1)	GENERAL & UNRESTRICTED	5,000
MONASTERY OF DISCALCED CARMELITES1101 N RIVER RD DES PLAINES, IL 60016	N/A	509(A)(1)	GENERAL & UNRESTRICTED	1,000
PACIFIC NORTHWEST BALLET ASSOCIATION301 MERCER ST SEATTLE, WA 98109	N/A	509(A)(2)	GENERAL & UNRESTRICTED	5,000
PACIFIC NORTHWEST BALLET ASSOCIATION301 MERCER ST SEATTLE, WA 98109	N/A	509(A)(2)	DISCOVER DANCE PROGRAM	30,000
PALM SPRINGS AIR MUSEUM INC 745 N GENE AUTRY TRL PALM SPRINGS, CA 92262	N/A	509(A)(1)	PLEDGE FOR THE AIRCRAFT ACQUISITION PROJECT	1,000
PALM SPRINGS ART MUSEUMPO BOX 2310 PALM SPRINGS, CA 92263	N/A	509(A)(1)	GENERAL & UNRESTRICTED	2,000
PHINNEY NEIGHBORHOOD ASSOCIATION6532 PHINNEY AVE N SEATTLE, WA 98103	N/A	509(A)(1)	VISION GREENWOOD PARK PROJECT	500
PUGET SOUND EDUCATIONAL SERVICE DISTRICT800 OAKSDALE AVE SW RENTON, WA 98057	N/A	509(A)(1)	ARTS IMPACT PROGRAM	30,000
SAINT DOMINIC CHURCH775 HARRISON AVE NEW ORLEANS, LA 70124	N/A	170(B)(1)(A)(I)	FATHER VAL A MCINNES EDUCATION SCHOLARSHIP FUND	1,000
SEATTLE ART MUSEUM1300 1ST AVE SEATTLE, WA 98101	N/A	509(A)(1)	GENERAL & UNRESTRICTED	4,500
SEATTLE ART MUSEUM1300 1ST AVE SEATTLE, WA 98101	N/A	509(A)(1)	BETTY BOWEN FUND	5,000
SEATTLE ART MUSEUM1300 1ST AVE SEATTLE, WA 98101	N/A	509(A)(1)	MIMI GATES PLEDGE FUND	5,000
SEATTLE CENTER FOUNDATION 305 HARRISON ST SEATTLE, WA 98109	N/A	509(A)(1)	SEATTLE CENTER 50TH CELEBRATION PROGRAM	5,000
SEATTLE CENTER FOUNDATION 305 HARRISON ST SEATTLE, WA 98109	N/A	509(A)(1)	NEXT FIFTY SEATTLE CENTER FOUNDATION COMPETITION PROJECT	150,000
SEATTLE CHILDRENS HOSPITAL PO BOX 5371 MSC RC-507 SEATTLE, WA 98145	N/A	170(B)(1)(A)(III)	I) GENERAL & UNRESTRICTED	100
SEATTLE CHILDRENS THEATRE ASSOCIATION201 THOMAS ST SEATTLE, WA 98109	N/A	509(A)(1)	STUDENT ACCESS FUND	30,000
SEATTLE REPERTORY THEATREPO BOX 900923 SEATTLE, WA 98109	N/A	509(A)(1)	GENERAL & UNRESTRICTED	1,500
SEATTLE SYMPHONY ORCHESTRA INCPO BOX 21906 SEATTLE, WA 98111	N/A	509(A)(1)	LEGACY OF LEARNING FUND	1,000
ST THOMAS SCHOOL8300 NE 12TH ST MEDINA, WA 98039	N/A	170(B)(1)(A)(II)	) GENERAL & UNRESTRICTED	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SUMMER SEARCH500 SANSOME ST STE 350 SAN FRANCISCO,CA 94111	N/A	509(A)(1)	GENERAL & UNRESTRICTED	1,000
THE BARBARA SINATRA CHILDRENS CENTER AT EISENHOWER39000 BOB HOPE DR RANCHO MIRAGE,CA 92270	N/A	509(A)(1)	GENERAL & UNRESTRICTED	1,000
THE LIVING DESERT47900 PORTOLA AVE PALM DESERT,CA 92260	N/A	509(A)(2)	RAISE THE PADDLE, MOUSETRAP PROGRAM, ETC	18,500
YOUTHCARE2500 NE 54TH ST SEATTLE,WA 98105	N/A	509(A)(1)	GENERAL & UNRESTRICTED	500
YWCA OF SEATTLE-KING COUNTY-SNOHOMISH COUNTY1118 5TH AVE SEATTLE,WA 98101	N/A	509(A)(2)	WOMEN EMPOWERED CAMPAIGN	55,000
Total . . . . ► **3a**				435,950

TY 2011 Investments Corporate Bonds Schedule

Name: GROUSEMONT FOUNDATION

EIN: 91-1276047

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50000 SHS ABBOTT LABORATORIES NT DTD 5.125% 04/01/2019	54,161	58,057
25000 SHS ARCHER DANIELS NOTES 05.450% 03/15/2018	28,826	29,564
50000 SHS BECTON DICKINSON & CO - 3.250% - 11/12/2020	47,380	52,071
50000 SHS BELLSOUTH CORP NT - 5.200% - 09/15/2014	49,493	55,546
80000 SHS BOEING CAP CORP - 6.500% - 02/15/2012	82,761	80,602
75000 SHS CATERPILLAR FINL SVCS MTNS BE 5.45000% 04/15/2018 FR	75,086	87,674
25000 SHS CHEVRON CORP NOTES 04.95000% 03/03/2019	28,944	29,528
50000 SHS CISCO SYSTEMS INC - 5.000% - 02/22/2016	51,510	58,163
25000 SHS COCA-COLA CO NOTES 04.87500% 03/15/2019	26,224	29,159
75000 SHS CONOCOPHILLIPS BONDS 05.20000% 05/15/2018	74,054	87,280
50000 SHS COSTCO WHOLESALE CORP 5.500% 03/15/2017	50,888	59,144
25000 SHS DEERE & CO NT - 04.375% - 10/16/2019	27,821	28,009
50000 SHS DU PONT E I DE NEMOURS & CO 5.750% DUE 3/15/19	56,636	60,630
75000 SHS ECOLAB INC NOTES 04.87500% 02/15/2015	74,647	80,517
50000 SHS EMERSON ELEC CO NT 4.87500% 10/15/2019	54,840	58,529
100000 SHS GE CAP CORP - 5.875% - 02/15/2012	103,928	100,602
25000 SHS GOLDMAN SACHS GP INC FDIC TLGP 3.25000% 06/15/2012	26,183	25,326
75000 SHS GOLDMAN SACHS GROUP INC 5.75000% 10/01/2016SR NT	75,626	78,380
45000 SHS HONEYWELL INTL - 5.000% - 02/15/2019	50,568	52,375
25000 SHS JOHNSON CTLS INC NT 4.875% 09/15/2013	24,788	26,496
100000 SHS JP MORGAN CHASE - 4.500% - 01/15/2012	99,656	100,107
25000 SHS KIMBERLY CLARK CORP DEB - 6.250% - 07/15/2018	29,352	31,002
48000 SHS LOWES COS INC NT 5.60000% 09/15/2012	49,674	49,649
25000 SHS MCDONALD S CORP BONDS 5.300% 03/15/2017	28,819	29,721
20000 SHS MEDTRONIC INC SR NT 5.600% 03/15/2019	23,915	23,809
75000 SHS METLIFE INC NT- 5.000% - 06/15/2015	71,153	81,510
25000 SHS MICROSOFT CORP NT 4.20000% 06/01/2019	27,305	28,716
25000 SHS MONSANTO CO NOTES - 5.125% - 04/15/2018	28,661	28,913
50000 SHS OCCIDENTAL PETROLEUMCOR NOTE - 4.100% - 02/01/2021	49,605	56,015
25000 SHS ORACLE CORP - 5.250% - 01/15/2016	27,780	28,803
50000 SHS PEPSICO INC SR NT - 4.650% - 02/15/2013	50,548	52,298
50000 SHS PRAXAIR INC NT 5.25000% 11/15/2014	51,857	56,117
40000 SHS STRYKER CORP - 4.375% - 01/15/2020	41,323	44,829
75000 SHS SYSCO CORPORATION NOTE 05.25000% 02/12/2018	74,820	88,010
20000 SHS UNITED PARCEL SRVC NT - 5.500% - 01/15/2018	23,256	23,820
25000 SHS UNITED TECHNOLGY 4.875% NT, 05/01/15	25,007	27,990
50000 SHS WAL MART STORES INC NT 3.625% 07/08/2020	49,007	54,940
25000 SHS WALGREEN CO NOTES 05.25000% 01/15/2019 MAKE WHOLE	29,251	29,710
55000 SHS WALT DISNEY CO NTS - 6.3750% - 03/01/2012	58,012	55,504

TY 2011 Investments Corporate Stock Schedule

Name: GROUSEMONT FOUNDATION

EIN: 91-1276047

Name of Stock	End of Year Book Value	End of Year Fair Market Value
390 SHS 3M CO	0	0
720 SHS ACCENTURE PLC	40,672	38,326
385 SHS ALBEMARLE CP	16,105	19,831
122 SHS AMAZON COM	9,747	21,118
740 SHS AMERICAN TOWER REIT INC	27,167	44,407
435 SHS ANHEUSER BUSCH INBEV SPONSORED ADR	27,005	26,531
274 SHS APACHE CORPORATION	23,248	24,819
210 SHS APPLE INC.	10,500	85,050
1179 SHS AVON PRODUCTS	0	0
385 SHS BAKER HUGHES INTL	20,476	18,726
941 SHS BANK NEW YORK MELLON CORP COM	0	0
1850 SHS BANK OF AMERICA CORP	0	0
640 SHS BECTON DICKINSON & CO	50,678	47,821
400 SHS BERKSHIRE HATHAWAY INC. CLASS B	33,157	30,520
217 SHS BLACKROCK INC	36,806	38,678
550 SHS BOEING CO	47,540	40,343
1500 SHS CARMAX INC	29,959	45,720
492 SHS CATERPILLAR INC.	44,103	44,575
594 SHS CENTURY TEL INC	21,631	22,097
2225 SHS CHARLES SCHWAB CORP NEW	41,030	25,054
325 SHS CHEVRONTEXACO CORP	25,576	34,580
2000 SHS CISCO SYSTEMS INC	0	0
785 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS	21,178	50,483
410 SHS CONOCOPHILLIPS	31,712	29,877
740 SHS COSTCO WHOLESALE CORP NEW	25,213	61,657
695 SHS COVIDIEN LTD	34,261	31,282
1115 SHS CVS CAREMARK CORP.	0	0
295 SHS DEERE CO	18,445	22,818
1355 SHS DISCOVER FINL SVCS COM	34,709	32,520
760 SHS EBAY INC.	26,023	23,051

Name of Stock	End of Year Book Value	End of Year Fair Market Value
760 SHS ECOLAB INC	13,593	43,936
500 SHS EDISON INTERNATIONAL	0	0
1416 SHS EMC CORP-MASS	31,584	30,501
514 SHS EMERSON ELECTRIC CO.	21,027	23,947
306 SHS EXXON MOBIL CORP	20,855	25,937
1075 SHS FIDELITY NATIONAL INFORMATION SERVICES INC	27,750	28,584
435 SHS FIRST ENERGY CORP	31,621	19,271
612 SHS FRESENIUS MED CAR AG	32,992	41,604
2760 SHS GENERAL ELECTRIC CO	36,108	49,432
1165 SHS GENERAL MILLS INC	34,347	47,078
120 SHS GOLDMAN SACHS GROUP	0	0
90 SHS GOOGLE INC CL A	25,295	58,131
305 SHS HESS CORP	23,619	17,324
695 SHS HEWLETT PACKARD CO.	0	0
620 SHS HOME DEPOT INC.	20,360	26,065
555 SHS HONEYWELL INTERNATIONAL INC.	31,548	30,164
1490 SHS INTEL CORP	29,929	36,133
2035 SHS ISHARES MSCI PACIFIC EX-JAPAN	90,346	79,223
3210 SHS ISHARES TRUST MSCI EAFE INDEX FUND	231,282	158,991
770 SHS JOHNSON & JOHNSON	47,158	50,497
855 SHS JOHNSON CONTROLS INC.	24,093	26,727
960 SHS JP MORGAN CHASE & CO	42,460	31,920
860 SHS JUNIPER NETWORKS	37,147	17,553
394 SHS KOHLS CORP	19,413	19,444
1045 SHS KRAFT FOODS INC	28,971	39,041
800 SHS MARATHON OIL CORP COM	23,119	23,416
400 SHS MARATHON PETROLEUM CORP	14,762	13,316
920 SHS MARRIOTT INTERNATIONAL INC. CL A	31,019	26,836
880 SHS MARSH AND MCLENNAN COMPANIES INC	21,856	27,826
445 SHS MCDONALD'S CORP	20,728	44,647

Name of Stock	End of Year Book Value	End of Year Fair Market Value
810 SHS METLIFE INC.	36,922	25,256
1635 SHS MICROSOFT CORPORATION	34,017	42,445
870 SHS MORGAN STANLEY	0	0
410 SHS NATL OILWELL VARCO	29,573	27,876
480 SHS NEXTERA ENERGY, INC	27,869	29,222
325 SHS NORFOLK SOUTHERN CORP	0	0
760 SHS NOVARTIS AG ADR	41,037	43,449
295 SHS OCCIDENTAL PETE CORP	24,054	27,642
1145 SHS ORACLE CORP	26,652	29,369
730 SHS PACCAR INC	33,285	27,353
785 SHS PEPSICO INC	33,089	52,085
1850 SHS PFIZER INC.	35,642	40,034
600 SHS POTASH CORPORATION OF SASKATCHEWAN INC	34,574	24,768
610 SHS PRAXAIR INC.	17,138	65,209
62 SHS PRICELINE.COM INCORPORATED	30,219	28,998
455 SHS PWRSH EMERGING INFRA	19,318	16,894
1165 SHS QUALCOMM INC	41,733	63,726
950 SHS QUEST DIAGNOSTICS	0	0
400 SHS RATHEON CO.	0	0
360 SHS RIO TINTO PLC SPONSORED ADR	24,913	17,611
517 SHS ROPER INDUSTRIES NEW COMMON	37,690	44,912
615 SHS SCHLUMBERGER LTD	25,222	42,011
400 SHS SPDR S&P EMERGING ASIA PACIFIC ETF	33,966	26,396
250 SHS SPDR S&P EMERGING LATIN AMERICA ETF	22,311	17,246
385 SHS STERICYCLE INC	14,531	29,999
1135 SHS SYSCO CORP	0	0
760 SHS TEVA PHARMECEUTICAL SP ADR	39,815	30,674
675 SHS THERMO FISHER SCIENTIFIC INC	24,232	30,355
836 SHS TIME WARNER INC.	32,289	30,213
325 SHS UNION PACIFIC	30,632	34,431

Name of Stock	End of Year Book Value	End of Year Fair Market Value
710 SHS UNITED TECHNOLOGIES CORP	43,385	51,894
1213 SHS US BANCORP DEL NEW	30,880	32,812
1185 SHS VANGUARD EMERGING MARKETS STOCK INDEX VIPERS	44,370	45,279
485 SHS VANGUARD FTSE ALL-WLD EX-US SMCP IDX	39,870	37,621
1100 SHS VERIFONE SYSTEMS INC	40,830	39,071
685 SHS VERIZON COMMUNICATIONS	18,263	27,481
645 SHS VISA INC.	0	0
255 SHS WATSON PHARMACEUTICALS INC.	16,250	15,386
1865 SHS WEATHERFORD INTL NEW	41,343	27,303
1260 SHS WELLS FARGO & CO.	36,509	34,725
2420 SHS WESTERN UNION CO.	0	0
820 SHS WISCONSIN ENERGY CP	23,252	28,666
1125 SHS YUM BRANDS INC	39,914	66,385

TY 2011 Investments Government Obligations Schedule

Name:	GROUSEMONT FOUNDATION
EIN:	91-1276047
US Government Securities - End of Year Book Value:	893,368
US Government Securities - End of Year Fair Market Value:	977,690
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2011 Other Expenses Schedule

Name: GROUSEMONT FOUNDATION

EIN: 91-1276047

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES AND FEES	25	0		25
FOUNDATION DUES AND MEMBERSHIP	1,085	0		1,085
BANK CHARGES	250	250		0
ADMINISTRATIVE FEES	35,513	0		35,513
MISCELLANEOUS FEES	835	0		835

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TY 2011 Other Professional Fees Schedule

Name: GROUSEMONT FOUNDATION

EIN: 91-1276047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	4,180	0		4,180
INVESTMENT MANAGEMENT FEES	40,828	40,828		0

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TY 2011 Taxes Schedule

Name: GROUSEMONT FOUNDATION

EIN: 91-1276047

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	28	28		0
EXCISE TAXES	9,400	0		0