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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
MARK & SUSAN TORRANCE FOUNDATION

A Employer identification number
91-1939909

Number and street (or P O box number if mail is not delivered to street address)
712 NORTH 34TH STREET SUITE 200

Room/suite

B Telephone number (see page 10 of the instructions)
(206) 229-9043

City or town, state, and ZIP code
SEATTLE, WA 98103

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 ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 10,530,110

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(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) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	305,745	305,745		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	268,214			
	b Gross sales price for all assets on line 6a _____ 4,310,884				
	7 Capital gain net income (from Part IV, line 2)		268,214		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	573,959	573,959		
	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).	 2,206	0		2,206
	b Accounting fees (attach schedule).	 8,700	4,350		4,350
	c Other professional fees (attach schedule)	 54,412	54,412		0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 3,161	3,161		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	713	713		0
	22 Printing and publications				
	23 Other expenses (attach schedule).	 970	0		970
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	70,162	62,636		7,526
	25 Contributions, gifts, grants paid	380,900			380,900
	26 Total expenses and disbursements. Add lines 24 and 25	451,062	62,636		388,426
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	122,897			
	b Net investment income (if negative, enter -0-)		511,323		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2011)

Part II

Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	18,258	1,212,600	1,212,600
	2	Savings and temporary cash investments	250,821	84,700	85,914
	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	452	2,800	2,800
	10a	Investments—U S and state government obligations (attach schedule)	2,154,345	<input checked="" type="checkbox"/> 782,181	864,979
	b	Investments—corporate stock (attach schedule)	5,055,718	<input checked="" type="checkbox"/> 5,843,855	6,242,912
	c	Investments—corporate bonds (attach schedule).	2,205,547	<input checked="" type="checkbox"/> 1,899,552	2,070,223
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	47,640	<input checked="" type="checkbox"/> 50,682	50,682
	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)	9,732,781	9,876,370	10,530,110	
Liabilities	17	Accounts payable and accrued expenses	95	20,787	
	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)	95	20,787	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	9,732,686	9,855,583	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	9,732,686	9,855,583	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,732,781	9,876,370		

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	9,732,686
2	Enter amount from Part I, line 27a	2	122,897
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	9,855,583
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	9,855,583

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

(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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	268,214
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	629,542	10,463,289	0 060167
2009	551,029	9,778,185	0 056353
2008	534,778	11,321,919	0 047234
2007	429,526	10,910,106	0 039370
2006	197,744	10,090,797	0 019596

2 Total of line 1, column (d).	2	0 222720
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 044544
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	10,783,985
5 Multiply line 4 by line 3.	5	480,362
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,113
7 Add lines 5 and 6.	7	485,475
8 Enter qualifying distributions from Part XII, line 4.	8	388,426

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

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









1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	10,226
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	10,226
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	10,226
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,800	
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	2,800
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	7,426
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 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)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  DANIEL HAGEDORN Telephone no  (206) 229-9043 Located at  712 NORTH 34TH STREET SUITE 200 SEATTLE WA ZIP +4  98103			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here  <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.  15			
16	At any time during calendar year 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 				

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)?.  Organizations relying on a current notice regarding disaster assistance check here. 	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>). 	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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	
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	10,923,929
b	Average of monthly cash balances.	1b	24,279
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	10,948,208
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	10,948,208
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	164,223
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,783,985
6	Minimum investment return. Enter 5% of line 5.	6	539,199

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	539,199
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	10,226
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,226
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	528,973
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	528,973
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	528,973

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	388,426
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	388,426
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	388,426
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				528,973
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			348,059	
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.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 388,426				
a Applied to 2010, but not more than line 2a			348,059	
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.				40,367
e Remaining amount distributed out of corpus	0			
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:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.				488,606
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.	0			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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))

See Additional Data Table

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	380,900
b Approved for future payment				
Total			3b	0

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	305,745	
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	268,214	
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		573,959	0
13 Total. Add line 12, columns (b), (d), and (e).			13		573,959

[illegible]

Part XVII

1

(a)

2.

1

4.

Additional Data

Software ID:
Software Version:
EIN: 91-1939909
Name: MARK & SUSAN TORRANCE FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1,640 SHS EL PASO CORP	P	2011-08-16	2011-10-24
CAPITAL GAIN ON DISTRIBUTION	P		
3M COMPANY	P	2010-09-14	2011-08-03
3M COMPANY	P	2010-09-14	2011-08-30
ACCENTURE PLC CL A F	P	2011-05-17	2011-08-03
ANHEUSER-BUSC INBEV ADRFSPONSORED ADR 1 ADR REPS 1 ORD	P	2010-10-12	2011-08-03
AVON PRODUCTS INC	P	2010-08-02	2011-03-22
BAKER HUGHES INC	P	2010-04-27	2011-03-28
BERKSHIRE HATHAWAY B NEWCLASS B	P	2011-02-03	2011-08-03
CONOCOPHILLIPS	P	2011-03-22	2011-08-03
CORNING INC	P	2011-02-03	2011-08-03
CORNING INC	P	2011-02-03	2011-12-05
DISCOVER FINANCIAL SVCS	P	2011-07-05	2011-08-03
E M C CORP MASS	P	2011-11-09	2011-08-03
EBAY INC	P	2011-07-26	2011-08-03
FIDELITY NATL INFO SVCS	P	2011-07-01	2011-08-03
HONEYWELL INTERNATIONAL	P	2011-03-22	2011-08-03
ILLINOIS TOOL WORKS INC	P	2011-02-14	2011-08-03
ILLINOIS TOOL WORKS INC	P	2011-02-14	2011-08-25
INTEL CORP	P	2011-07-01	2011-08-03
ISHARES S&P SMCAP GROWTHS&P SMALLCAP 600	P	2011-03-14	2011-08-03
ISHARES TR S&P MIDCAP S&P MIDCAP 400 INDEX FD	P	2011-01-07	2011-08-03
ISHARES TR S&P MIDCAP S&P MIDCAP 400 INDEX FD	P	2011-03-14	2011-08-03
JOHNSON & JOHNSON	P	2011-07-01	2011-08-03
JOHNSON CONTROLS INC	P	2011-08-03	2011-08-03
JUNIPER NETWORKS INC	P	2011-08-03	2011-08-03
MARRIOTT INTL INC CL A	P	2011-08-03	2011-08-03
MARRIOTT VACATIONS	P	2011-12-07	2011-12-07
NEXTERA ENERGY INC	P	2011-08-03	2011-08-03
PACCAR INC	P	2010-09-14	2011-08-03

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
POTASH CORP SASK INC F	P	2011-03-28	2011-08-03
POWERSHARES FTSE RAFI US1500 SMALL-MID PORTFOLIO	P	2011-01-07	2011-08-03
POWERSHARES FTSE RAFI US1500 SMALL-MID PORTFOLIO	P	2011-03-14	2011-08-03
RIO TINTO PLC SPON ADR FSPONSORED ADR 1 ADR REPS 1 ORD	P	2011-03-28	2011-08-03
SPDR S&P EMERGING ASIA	P	2011-01-07	2011-08-03
SPDR S&P EMERGING ASIA	P	2011-07-01	2011-08-03
SPDR S&P EMERGING LATIN AMERICA ETF	P	2011-01-07	2011-08-03
THE CHARLES SCHWAB CORP	P	2011-03-14	2011-08-03
U S BANCORP DEL NEW	P	2011-07-26	2011-08-03
UNION PACIFIC CORP	P	2011-02-03	2011-08-03
US TREAS NT 0 875%01XXX**MATURED** DUE 01/31/11	P	2010-07-22	2011-01-31
US TREAS NT 0 875%02XXX**MATURED** DUE 02/28/11	P	2010-07-22	2011-02-28
VISA INC CL A CLASS A	P	2010-05-27	2011-03-14
WATSON PHARMACEUTICALS	P	2011-06-07	2011-08-03
WATSON PHARMACEUTICALS	P	2011-06-07	2011-12-05
WEATHERFORD INTL LTD F	P	2011-01-04	2011-08-03
WISCONSIN EGY CP HLDG CO	P	2010-09-02	2011-08-03
AB SVENSK EXPORT ETN COMMODITY INDEX TOTAL RETURN	P	2009-06-02	2011-01-07
AB SVENSK EXPORT ETN COMMODITY INDEX TOTAL RETURN	P	2009-06-02	2011-08-03
AB SVENSK EXPORT ETN COMMODITY INDEX TOTAL RETURN	P	2009-09-18	2011-08-03
AB SVENSK EXPORT ETN COMMODITY INDEX TOTAL RETURN	P	2009-09-18	2011-09-12
ALBEMARLE CORP	P	2008-01-10	2011-03-28
ALBEMARLE CORP	P	2008-01-10	2011-08-03
AMAZON COM INC	P	2008-05-21	2011-08-03
AMAZON COM INC	P	2008-05-21	2011-11-23
AMERN TOWER CORP CLASS A	P	2009-10-09	2011-08-03
APPLE INC	P	2005-09-08	2011-03-28
APPLE INC	P	2005-09-08	2011-08-03
BAKER HUGHES INC	P	2010-04-27	2011-08-03
BANK OF AMERICA CORP	P	2010-07-14	2011-07-26

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
BANK OF NY MELLON CP NEW	P	2008-01-10	2011-07-01
BARCLAYS BANK IPATH ETN DJ UBS COMMODITY INDEX	P	2009-06-02	2011-01-07
BARCLAYS BANK IPATH ETN DJ UBS COMMODITY INDEX	P	2009-06-02	2011-08-03
BARCLAYS BANK IPATH ETN DJ UBS COMMODITY INDEX	P	2009-09-18	2011-08-03
BARCLAYS BANK IPATH ETN DJ UBS COMMODITY INDEX	P	2009-09-18	2011-09-12
BLACKROCK INC	P	2010-05-27	2011-08-03
BOEING CAP CORP 6 50%12NOTES DUE 02/15/12	P	2008-07-23	2011-08-04
BOEING CO	P	2007-06-01	2011-08-03
C V S CAREMARK CORP	P	2005-11-02	2011-02-14
CARMAX INC	P	2010-07-08	2011-08-03
CHEVRON CORPORATION	P	2008-01-10	2011-07-01
CHEVRON CORPORATION	P	2008-01-10	2011-08-03
CISCO SYSTEMS INC	P	2001-04-04	2011-03-14
CISCO SYSTEMS INC	P	2003-03-21	2011-03-14
CISCO SYSTEMS INC	P	2005-05-17	2011-03-14
COGNIZANT TECH SOL CL A	P	2006-01-03	2011-03-28
COGNIZANT TECH SOL CL A	P	2006-01-03	2011-08-03
COSTCO WHSL CORP NEW	P	2003-12-22	2011-08-03
COVIDIEN PLC NEW F	P	2008-05-08	2011-08-03
DEERE & CO	P	2008-01-10	2011-07-01
DEERE & CO	P	2008-01-10	2011-08-03
ECOLAB INC	P	2003-12-22	2011-08-03
ECOLAB INC 6 875XXX**MATURED** DUE 02/01/11	P	2004-02-25	2011-02-01
EDISON INTERNATIONAL	P	2008-01-10	2011-02-03
EMERSON ELEC CO 4 5%13NT DUE 05/01/13	P	2004-07-19	2011-08-04
EMERSON ELECTRIC CO	P	2008-01-10	2011-03-14
EMERSON ELECTRIC CO	P	2008-01-10	2011-08-03
EXXON MOBIL CORPORATION	P	2008-01-10	2011-08-03
EXXON MOBIL CORPORATION	P	2008-01-10	2011-10-06
FED HOME LN BK 4 5%13NOTES DUE 09/16/13	P	2004-01-23	2011-08-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
FED HOME LN BK 5 75%12NOTES DUE 05/15/12SHORT 1ST CPN	P	2004-07-14	2011-08-04
FED HOME LN BK 5 75%12NOTES DUE 05/15/12SHORT 1ST CPN	P	2004-07-14	2011-11-30
FED NATL MTG 4 625%13NOTES DUE 10/15/13	P	2006-08-02	2011-08-04
FED NATL MTG 4 625%13NOTES DUE 10/15/13	P	2006-08-02	2011-11-29
FIRSTENERGY CORP	P	2008-01-10	2011-08-03
FRESENIUS MED CARE ADR FSPONSORED ADR 1 ADR REP 1 ORD	P	2010-07-08	2011-08-03
GENERAL ELECTRIC COMPANY	P	2009-04-27	2011-08-03
GENERAL MILLS INC	P	2008-01-10	2011-08-03
GOLDMAN SACHS GROUP INC	P	2008-01-10	2011-05-13
GOOGLE INC CLASS A	P	2005-06-03	2011-08-03
HEWLETT-PACKARD COMPANY	P	2009-11-24	2011-07-26
HOME DEPOT INC	P	2010-03-15	2011-08-03
HOME DEPOT INC	P	2010-03-15	2011-11-23
INTL BUSINESS MACHINES	P	2008-01-10	2011-05-17
ISHARES TR MSCI EAFE FD MSCI EAFE INDEX FUND	P	2008-01-10	2011-08-03
J P MORGAN CHASE 4 5%12NOTES DUE 01/15/12GLBL SR NT 12	P	2005-01-07	2011-08-04
JPMORGAN CHASE & CO	P	2008-01-25	2011-08-03
KRAFT FOODS INC	P	2009-05-19	2011-08-03
MARATHON OIL CORP	P	2008-01-10	2011-03-14
MARATHON OIL CORP	P	2008-01-10	2011-08-03
MARATHON PETE CORP	P	2008-01-10	2011-08-03
MARSH & MC LENNAN CO INC	P	2008-07-28	2011-02-03
MARSH & MC LENNAN CO INC	P	2008-07-28	2011-08-03
MC DONALDS CORP	P	2008-01-10	2011-08-03
METLIFE INC	P	2008-01-10	2011-08-03
METLIFE INC	P	2008-01-10	2011-11-23
MICROSOFT CORP	P	2008-12-08	2011-08-03
MORGAN STANLEY	P	2009-08-05	2011-08-03
MORGAN STANLEY	P	2009-08-05	2011-10-06
NATIONAL OILWELL VARCO	P	2008-01-14	2011-01-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
NATIONAL OILWELL VARCO	P	2008-07-15	2011-01-04
NATIONAL OILWELL VARCO	P	2008-01-14	2011-08-03
NORFOLK SOUTHERN CORP	P	2009-01-13	2011-06-07
NOVARTIS A G SPON ADR FSPONSORED ADR 1 ADR REP 1 ORD	P	2010-01-22	2011-08-03
OCCIDENTAL PETE CORP	P	2010-03-26	2011-08-03
ORACLE CORPORATION	P	2008-09-24	2011-08-03
ORACLE CORPORATION	P	2008-09-24	2011-08-25
PEPSICO INCORPORATED	P	2001-03-15	2011-08-03
PFIZER INCORPORATED	P	2010-01-22	2011-08-03
POWERSHS EXCH TRAD FD TREMERGING INFRASTRUCTURE PORTFOLIO	P	2009-10-09	2011-08-03
PRAXAIR INC	P	2003-12-22	2011-08-03
QUALCOMM INC	P	2006-08-01	2011-08-03
QUEST DIAGNOSTIC INC	P	2004-11-04	2011-01-04
RAYTHEON COMPANY NEW	P	2008-01-10	2011-02-03
SCHLUMBERGER LTD F	P	2005-08-26	2011-08-03
STERICYCLE INC	P	2006-12-05	2011-03-28
STERICYCLE INC	P	2006-12-05	2011-08-03
SYSCO CORPORATION	P	2003-01-31	2011-03-22
SYSCO CORPORATION	P	2004-10-06	2011-03-01
TEVA PHARM INDS LTD ADRFSPONSORED ADR 1 ADR REP 10 ORD	P	2009-08-05	2011-08-03
THERMO FISHER SCIENTIFIC	P	2009-05-19	2011-08-03
UNITED TECHNOLOGIES CORP	P	2006-08-14	2011-08-03
US TREAS NOT 4 375%08/12UST NOTE DUE 08/15/12	P	2006-01-31	2011-08-03
US TREAS NOTE 4%02/14 DUE 02/15/14	P	2006-01-13	2011-08-03
US TREAS NOTE 4%02/15 DUE 02/15/15	P	2007-07-11	2011-08-03
US TREAS NT 4 25%08/13UST NOTE DUE 08/15/13	P	2004-01-05	2011-08-03
US TREAS NT 4 25%08/13UST NOTE DUE 08/15/13	P	2004-07-15	2011-08-03
US TREAS NT 4 625%12/11U S T NOTE DUE 12/31/11	P	2007-10-04	2011-08-03
US TREAS NT 4 875%06/12U S T NOTE DUE 06/30/12	P	2007-07-23	2011-08-03
US TREAS NT 5 125% 06XXX**MATURED** DUE 06/30/11	P	2006-09-21	2011-03-14

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
US TREAS NT 5 125% 06XXX**MATURED** DUE 06/30/11	P	2006-09-21	2011-06-30
VANGUARD FTSE ETF WORLD EX SMALL CAP	P	2009-10-09	2011-08-03
VANGUARD MSCI EMERGING MARKETS ETF	P	2009-09-18	2011-01-07
VANGUARD MSCI EMERGING MARKETS ETF	P	2009-01-13	2011-08-03
VANGUARD MSCI EMERGING MARKETS ETF	P	2009-09-18	2011-08-03
VERIZON COMMUNICATIONS	P	2008-01-10	2011-02-03
VERIZON COMMUNICATIONS	P	2008-01-10	2011-08-03
WELLS FARGO & CO NEW	P	2010-04-27	2011-08-03
WESTERN UNION COMPANY	P	2009-10-09	2011-08-03
WESTERN UNION COMPANY	P	2009-10-09	2011-08-16
WESTERN UNION COMPANY	P	2010-01-22	2011-08-16
YUM BRANDS INC	P	2009-08-05	2011-08-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
40,968		30,758	10,210
1,394			1,394
7,683		7,643	40
27,278		28,451	-1,173
11,851		11,275	576
6,098		6,822	-724
46,689		54,600	-7,911
15,265		10,887	4,378
9,560		10,776	-1,216
9,089		10,055	-966
5,840		8,594	-2,754
18,059		29,355	-11,296
9,721		10,660	-939
6,201		5,564	637
6,565		7,032	-467
10,611		11,497	-886
7,393		8,227	-834
7,014		8,064	-1,050
25,421		32,255	-6,834
10,327		10,686	-359
11,936		11,891	45
8,597		8,644	-47
36,197		37,708	-1,511
10,689		11,421	-732
8,473		6,637	1,836
5,001		9,277	-4,276
7,567		8,765	-1,198
1,555		1,793	-238
8,556		9,305	-749
5,942		6,833	-891

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7,894		8,068	-174
315		325	-10
25,818		26,950	-1,132
6,942		7,258	-316
18,097		18,580	-483
7,403		7,701	-298
14,167		15,969	-1,802
9,243		11,414	-2,171
5,509		5,906	-397
10,208		9,875	333
50,000		50,178	-178
50,000		50,197	-197
50,412		51,899	-1,487
13,136		12,789	347
13,670		13,748	-78
1,625		1,768	-143
6,834		6,532	302
65,316		52,545	12,771
26,177		20,434	5,743
67,312		51,517	15,795
7,836		6,082	1,754
20,237		12,895	7,342
6,854		4,053	2,801
9,464		3,593	5,871
20,905		8,782	12,123
15,936		10,989	4,947
17,661		2,497	15,164
21,474		2,746	18,728
7,917		5,842	2,075
27,862		43,269	-15,407

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
41,346		75,520	-34,174
28,821		23,332	5,489
29,244		23,332	5,912
29,244		23,236	6,008
4,814		3,873	941
5,145		5,119	26
51,499		52,387	-888
9,342		14,082	-4,740
40,939		30,206	10,733
12,853		8,575	4,278
51,939		45,455	6,484
9,676		8,636	1,040
26,629		21,381	5,248
14,202		11,288	2,914
3,817		4,064	-247
29,179		9,206	19,973
16,574		5,801	10,773
26,401		12,630	13,771
6,543		6,657	-114
24,447		25,243	-796
6,852		7,834	-982
14,709		8,247	6,462
50,000		57,004	-7,004
40,617		60,345	-19,728
106,360		97,356	9,004
19,580		17,587	1,993
7,427		8,137	-710
20,404		23,900	-3,496
29,988		36,978	-6,990
54,195		50,373	3,822

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
72,828		74,585	-1,757
51,054		53,275	-2,221
147,068		129,636	17,432
53,877		48,013	5,864
1,501		2,715	-1,214
12,421		9,153	3,268
13,644		9,569	4,075
9,833		7,775	2,058
35,089		47,492	-12,403
8,965		4,211	4,754
38,282		51,125	-12,843
8,486		8,460	26
19,603		17,408	2,195
59,714		35,079	24,635
41,661		56,261	-14,600
101,535		99,248	2,287
10,287		11,481	-1,194
9,201		6,747	2,454
19,635		22,068	-2,433
4,914		5,999	-1,085
3,895		4,283	-388
12,223		11,638	585
9,358		8,562	796
9,381		6,320	3,061
10,554		15,784	-5,230
11,260		23,383	-12,123
16,673		12,996	3,677
8,104		11,841	-3,737
13,931		27,932	-14,001
14,484		15,925	-1,441

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,950		5,063	-1,113
9,958		9,410	548
46,230		27,243	18,987
9,830		8,873	957
5,116		4,480	636
6,031		4,024	2,007
28,848		22,132	6,716
9,602		6,515	3,087
9,041		9,679	-638
8,997		7,845	1,152
24,192		9,019	15,173
24,265		15,637	8,628
62,742		51,749	10,993
44,834		55,224	-10,390
19,914		9,422	10,492
40,080		16,737	23,343
7,676		3,495	4,181
21,038		21,844	-806
14,026		15,111	-1,085
12,069		14,924	-2,855
17,669		11,216	6,453
21,636		16,722	4,914
208,578		198,468	10,110
108,984		97,617	11,367
111,570		93,399	18,171
107,891		99,093	8,798
32,367		29,608	2,759
152,754		152,734	20
104,219		100,091	4,128
101,474		101,891	-417

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
50,000		50,946	-946
15,601		13,148	2,453
100,545		81,222	19,323
27,601		13,597	14,004
4,407		3,666	741
14,697		16,129	-1,432
8,019		8,961	-942
10,414		12,604	-2,190
8,817		9,018	-201
25,532		28,479	-2,947
12,170		13,516	-1,346
21,489		15,495	5,994

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10,210
			1,394
			40
			-1,173
			576
			-724
			-7,911
			4,378
			-1,216
			-966
			-2,754
			-11,296
			-939
			637
			-467
			-886
			-834
			-1,050
			-6,834
			-359
			45
			-47
			-1,511
			-732
			1,836
			-4,276
			-1,198
			-238
			-749
			-891

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-174
			-10
			-1,132
			-316
			-483
			-298
			-1,802
			-2,171
			-397
			333
			-178
			-197
			-1,487
			347
			-78
			-143
			302
			12,771
			5,743
			15,795
			1,754
			7,342
			2,801
			5,871
			12,123
			4,947
			15,164
			18,728
			2,075
			-15,407

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-34,174
			5,489
			5,912
			6,008
			941
			26
			-888
			-4,740
			10,733
			4,278
			6,484
			1,040
			5,248
			2,914
			-247
			19,973
			10,773
			13,771
			-114
			-796
			-982
			6,462
			-7,004
			-19,728
			9,004
			1,993
			-710
			-3,496
			-6,990
			3,822

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,757
			-2,221
			17,432
			5,864
			-1,214
			3,268
			4,075
			2,058
			-12,403
			4,754
			-12,843
			26
			2,195
			24,635
			-14,600
			2,287
			-1,194
			2,454
			-2,433
			-1,085
			-388
			585
			796
			3,061
			-5,230
			-12,123
			3,677
			-3,737
			-14,001
			-1,441

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,113
			548
			18,987
			957
			636
			2,007
			6,716
			3,087
			-638
			1,152
			15,173
			8,628
			10,993
			-10,390
			10,492
			23,343
			4,181
			-806
			-1,085
			-2,855
			6,453
			4,914
			10,110
			11,367
			18,171
			8,798
			2,759
			20
			4,128
			-417

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-946
			2,453
			19,323
			14,004
			741
			-1,432
			-942
			-2,190
			-201
			-2,947
			-1,346
			5,994

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
MARK TORRANCE	PRESIDENT, DIRECTOR 0 00	0	0	0
712 NORTH 34TH STREET SUITE 200 SEATTLE,WA 98103				
SUSAN TORRANCE	V PRES, SECTY, DIRECTOR 0 00	0	0	0
712 NORTH 34TH STREET SUITE 200 SEATTLE,WA 98103				
DANA BASS SOLOMON	DIRECTOR 0 00	0	0	0
712 NORTH 34TH STREET SUITE 200 SEATTLE,WA 98103				
CHRIS BIRKELAND	DIRECTOR 0 00	0	0	0
712 NORTH 34TH STREET SUITE 200 SEATTLE,WA 98103				
MICHAEL MATHIEU	DIRECTOR 0 00	0	0	0
712 NORTH 34TH STREET SUITE 200 SEATTLE,WA 98103				

Form 990PF Part XV Line 1a - 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).

MARK TORRANCE
SUSAN TORRANCE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AGROS INTERNATIONAL2225 4TH AVE 2ND FLOOR SEATTLE,WA 98121		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	34,700
AMERICAN CONSTITUTION SOCIETY1333 H STREET NW 11TH FLOOR WASHINGTON,DC 20005		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	60,000
BEECHER'S FLAGSHIP FOUNDATION104 PIKE STREET STE 200 SEATTLE,WA 98101		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	50,000
BISHOP O'DOWD HIGH SCHOOL 9500 STEARNS AVE OAKLAND,CA 946054799		PUBLIC CHARITY	PROGRAM SUPPORT - EDUCATION SERVICES	5,000
CHEZ PANISSE FOUNDATION1517 SHATTUCK AVENUE BERKELEY,CA 94709		PUBLIC CHARITY	PROGRAM SUPPORT - EDUCATION SERVICES	8,000
CYSTIC FIBROSIS FOUNDATION 520 PIKE ST STE 1075 SEATTLE,WA 98101		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	1,000
EDIBLE SCHOOLYARD AT KING MIDDLE SCHOOL1781 ROSE STREET BERKELEY,CA 94703		PUBLIC CHARITY	PROGRAM SUPPORT - EDUCATION SERVICES	5,000
EVERGREEN SCHOOL15201 MERIDIAN AVENUE N SHORELINE,WA 98133		PUBLIC CHARITY	PROGRAM SUPPORT - EDUCATION SERVICES	20,000
FUSE INNOVATION FUND1403 THIRD AVE STE 510 SEATTLE,WA 98101		PUBLIC CHARITY	PROGRAM SUPPORT - ENVIRONMENTAL QUALITY PROTECTION	20,000
GABI 4H CLUBPO 825 HONOKAA,HI 96727		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	5,000
GAGE ACADEMY OF ART1501 10TH AVE E SUITE 101 SEATTLE,WA 98102		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	17,500
KOHALA ANIMAL RELOCATION CENTERPO BOX 44670 KAMUELA,HI 96743		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	1,000
MADD- NATIONAL OFFICE511 E JOHN CARPENTER FWY STE 700 IRVING,TX 75062		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	1,000
MEDIA MATTERS FOR AMERICA 1625 MASSACHUSETTS AVE NW STE 300 WASHINGTON,DC 20036		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	50,000
NORTH HAWAII HOSPICE65-1328 KAWAIHAE ROAD KAMUELA,HI 96743		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	1,000
NORTHWEST CHILDREN'S FUND 2100 24TH AVE S STE 320 SEATTLE,WA 98144		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	5,000
SEATTLE CHILDREN'S HOME2142 10TH AVE WEST SEATTLE,WA 981192889		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	1,200
SEATTLE CHILDREN'S HOSPITAL GUILD ASSOCIATIONPO BOX 5371 MSC RC-507 SEATTLE,WA 98145		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	5,000
SEATTLE CHILDREN'S PLAY GARDEN1745 24TH AVE SOUTH SEATTLE,WA 98144		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	2,000
THE NATURE CONSERVANCY4245 NORTH FAIRFAX DRIVE STE 100 ARLINGTON,VA 222031606		PUBLIC CHARITY	PROGRAM SUPPORT - ENVIRONMENTAL QUALITY PROTECTION	1,000
TIDES CANADA FOUNDATION680-220 CAMBIE ST VANCOUVER,BRITISH COLUMBIA V6B 2M9 CA		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	60,000
TREEHOUSE FUND INC2100 24TH AVE S 220 SEATTLE,WA 98144		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	5,000
VIVA FARMSGROW FOODS1608 E REPUBLICAN ST S STE 301 SEATTLE,WA 98112		PUBLIC CHARITY	PROGRAM SUPPORT - ENVIRONMENTAL QUALITY PROTECTION	20,000
WOODLAND PARK ZOO601 N 59TH STREET SEATTLE,WA 98103		PUBLIC CHARITY	PROGRAM SUPPORT - SOCIAL SERVICES	2,500
Total  3a				380,900

TY 2011 Accounting Fees Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	8,700	4,350		4,350

**TY 2011 Investments Corporate
Bonds Schedule****Name:** MARK & SUSAN TORRANCE FOUNDATION**EIN:** 91-1939909

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,899,552	2,070,223

**TY 2011 Investments Corporate
Stock Schedule****Name:** MARK & SUSAN TORRANCE FOUNDATION**EIN:** 91-1939909

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	5,843,855	6,242,912

TY 2011 Investments Government Obligations Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

**US Government Securities - End of
Year Book Value:**

782,181

**US Government Securities - End of
Year Fair Market Value:**

864,979

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2011 Investments - Other Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	50,682	50,682

TY 2011 Legal Fees Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	2,206	0		2,206

TY 2011 Other Expenses Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	935	0		935
LICENSE & PERMITS	35	0		35

TY 2011 Other Professional Fees Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	54,412	54,412		0

TY 2011 Taxes Schedule

Name: MARK & SUSAN TORRANCE FOUNDATION

EIN: 91-1939909

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	3,161	3,161		0