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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

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

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

Name of foundation: EDGAR L BOONE FOUNDATION 99007030. A Employer identification number: 91-6021758. B Telephone number: (503) 275-4327. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 841,572. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		1,738	1,738	
	2 Savings and temporary cash investments	13,155	4,381	4,381	
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0	
	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 ▶ _____ 0				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	524,897 <input type="checkbox"/>	593,149	630,588	
	c Investments—corporate bonds (attach schedule)	297,636 <input type="checkbox"/>	204,692	204,865	
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)			0	
	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)	835,688	803,960	841,572		
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			
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	835,688	803,960		
	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)	835,688	803,960			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	835,688	803,960			

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	835,688
2	Enter amount from Part I, line 27a	2	-29,583
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	1,077
4	Add lines 1, 2, and 3	4	807,182
5	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	5	3,222
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	803,960

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-7,940
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	47,736	824,188	0.057919
2009	28,698	723,956	0.039641
2008	52,451	866,962	0.0605
2007	50,771	1,032,806	0.049158
2006	51,657	989,823	0.052188

2 Total of line 1, column (d).	2	0.259406
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	0.051881
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	875,528
5 Multiply line 4 by line 3.	5	45,423
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	80
7 Add lines 5 and 6.	7	45,503
8 Enter qualifying distributions from Part XII, line 4.	8	29,633

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 <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	160
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	160
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	160
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	120
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	120
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	40
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation .</i>	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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ _____	13	Yes	
14 The books are in care of ▶ <u>US BANK</u> Telephone no ▶ <u>(503) 275-4327</u> Located at ▶ <u>555 SW OAK PORTLAND OR</u> ZIP+4 ▶ <u>97204</u>			
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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		No
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	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
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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	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	881,793
b	Average of monthly cash balances.	1b	7,068
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	888,861
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	888,861
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	13,333
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	875,528
6	Minimum investment return. Enter 5% of line 5.	6	43,776

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	43,776
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	160
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	160
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	43,616
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	43,616
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	43,616

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	29,633
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	29,633
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	29,633

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				43,616
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				0
b From 2007.				0
c From 2008.				7,762
d From 2009.				0
e From 2010.				6,763
f Total of lines 3a through e.	14,525			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>29,633</u>				
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.				29,633
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	13,983			13,983
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	542			
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	542			
10 Analysis of line 9				
a Excess from 2007.				0
b Excess from 2008.				0
c Excess from 2009.				0
d Excess from 2010.				542
e Excess from 2011.				0

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

Table with 5 columns: (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII...; d Amounts included in line 2c not used directly...; e Qualifying distributions made directly...; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 26,800
b <i>Approved for future payment</i>				
Total				3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge Signature of officer or trustee Date Title Preparer's Signature Date Check if self-employed PTIN Firm's name Firm's EIN Firm's address Phone no

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

Additional Data

Software ID:

Software Version:

EIN: 91-6021758

Name: EDGAR L BOONE FOUNDATION 99007030

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)
UNITED HEALTH GROUP INCORPORATED			2011-01-07
40000 JPMORGAN 6MO BAC #AI# 15 00% 1/13/11		2010-07-09	2011-01-13
ROYAL DUTCH PETE NY REG N GLDR 1 25			2011-06-28
58 288 OPPENHEIMER COM STR TR FD Y		2010-12-29	2011-10-07
3124 543 OPPENHEIMER COM STR TR FD Y			2011-10-07
31 ABBOTT LABORATORIES COMMON STOCK			2011-11-22
54 AMGEN INC COMMON STOCK			2011-11-22
20 BERKSHIRE HATHAWAY INC CL B		2010-03-30	2011-11-22
34 CISCO SYS INC		2010-03-30	2011-11-22
32 DISNEY WALT CO		2010-03-30	2011-11-22
12 ECOLAB INC		2010-03-30	2011-11-22
27 HEWLETT PACKARD CO		2006-03-28	2011-11-22
44 HOME DEPOT INC COMMON STOCK		2010-03-30	2011-11-22
596 ISHARES MSCI EMERGING MKTS E T F		2011-01-11	2011-11-22
40 MICROSOFT CORP			2011-11-22
1735 135 NUVEEN SMALL CAP VALUE FUND CL I		1999-10-18	2011-11-22
6854 128 NUVEEN TOTAL RETURN BOND FD CL I		2003-01-16	2011-11-22
1551 092 NUVEEN TOTAL RETURN BOND FD CL I		2008-08-12	2011-11-22
9898 718 NUVEEN CORE BOND FD CL I		1999-10-18	2011-11-22
3394 914 NUVEEN INTERMEDIATE TERM B CL I		2001-04-25	2011-11-22
1379 016 NUVEEN SHORT TERM BOND FUND CL I		2001-04-25	2011-11-22
134 968 NUVEEN MID CAP VALUE FUND CL I		2001-04-25	2011-11-22
3060 122 NUVEEN DIVIDEND VALUE FUND CLASS I			2011-11-22
117 945 NUVEEN MID CAP GRWTH OPP FD CL I		2005-01-07	2011-11-22
897 27 NUVEEN SMALL CAP GWTH OPP CL I		2005-01-07	2011-11-22
6 PROCTER & GAMBLE CO		2005-01-07	2011-11-22
1 SCHLUMBERGER LTD ISIN #AN8068571086		2004-09-20	2011-11-22
4 SCHLUMBERGER LTD ISIN #AN8068571086		2006-03-28	2011-11-22
39 38938 LAUDUS INTL MARKETMASTERS FUND SEL		2007-08-20	2011-11-22
2926 28862 LAUDUS INTL MARKETMASTERS FUND SEL			2011-11-22

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)
79 ACCENTURE PLC CL A		2006-03-28	2011-11-22
5 ACE LTD		2010-03-30	2011-11-22
MAXIM INTEGRATED PRODS INC			2011-11-28
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20			20
42,874		40,000	2,874
31			31
197		213	-16
10,561		23,446	-12,885
1,630		1,695	-65
2,992		3,183	-191
1,493		1,633	-140
606		905	-299
1,088		1,120	-32
638		528	110
704		887	-183
1,635		1,441	194
22,278		28,262	-5,984
989		933	56
19,052		22,973	-3,921
70,940		67,166	3,774
16,054		14,999	1,055
112,251		104,629	7,622
35,205		33,941	1,264
13,542		13,905	-363
2,814		2,062	752
38,527		32,204	6,323
4,940		4,535	405
18,708		19,740	-1,032
371		336	35
69		33	36
276		250	26
634		858	-224
47,113		63,208	-16,095

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)
4,358		2,439	1,919
329		264	65
61			61
			64

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			20
			2,874
			31
			-16
			-12,885
			-65
			-191
			-140
			-299
			-32
			110
			-183
			194
			-5,984
			56
			-3,921
			3,774
			1,055
			7,622
			1,264
			-363
			752
			6,323
			405
			-1,032
			35
			36
			26
			-224
			-16,095

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	
			1,919
			65
			61

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>				
EASTERN WASHINGTON UNIVERSITY ATTN KYM GRIMES127 HARGREAVES HALL CHENEY, WA 99004	NONE	UNIVERSITY	AID TO QUALIFIED AND NEEDY STUDENTS	6,700
VOLUNTEERS OF AMERICA ATTN BRENDA HUNTER525 W 2ND AVENUE SPOKANE, WA 99201	NONE	PUBLIC	FOR SPOKANE CHARITABLE ACTIVITIES	4,020
WHITWORTH UNIVERSITY ATTN KRISTEN ZIMBELMAN300 W HAWTHORNE RD MS 0101 SPOKANE, WA 99251	NONE	UNIVERSITY	EDUCATIONAL PURPOSES	2,680
EMPIRE HEALTH FOUNDATION ATTN ANTONY CHIANGP O BOX 244 SPOKANE, WA 99210	NONE	PUBLIC	EDUCATION /TRAINING NURSING STAFF	6,700
SALVATION ARMY ESTATES MANAGERPO BOX 9219/111 N QUEEN ANNE AVENUE SEATTLE, WA 98109	NONE	PUBLIC	AID TO UNWED MOTHERS	6,700
Total				26,800

TY 2011 Accounting Fees Schedule

Name: EDGAR L BOONE FOUNDATION 99007030

EIN: 91-6021758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

**TY 2011 Investments Corporate
Bonds Schedule****Name:** EDGAR L BOONE FOUNDATION 99007030**EIN:** 91-6021758

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FAM CORE BOND		
FAM HIGH INCOME BOND		
FAM INTERMEDIATE TERM BOND		
FAM SHORT TERM BOND		
FAM TOTAL RETURN BOND		
JPMORGAN CHASE CO 15.000 1/13		
AMERICAN CENTY INTL BND FD	46,963	46,864
CREDIT SUISSE COMM RET ST	37,347	36,705
DRIEHAUS ACTIVE INCOME FD	23,368	23,533
NUVEEN CORE BOND FD	1,945	2,105
NUVEEN HIGH INCOME BOND FD	38,629	38,797
NUVEEN INFLATION PRO SEC	38,073	38,172
NUVEEN INTERMEDIATE TERM BD FD	875	913
NUVEEN TOTAL RETURN BOND FD	2,168	2,325
PIMCO TOTAL RETURN FD	15,324	15,451

TY 2011 Investments Corporate Stock Schedule

Name: EDGAR L BOONE FOUNDATION 99007030
EIN: 91-6021758

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	1,681	1,631
AMERICAN EXPRESS CO	230	236
AMERICAN TOWER	2,138	3,000
AMGEN INC	346	385
APACHE CORP	949	2,717
BRISTOL MYERS SQUIBB CO	2,924	3,524
EXELON CORPORATION	2,712	2,168
EXXON MOBIL CORP	5,384	5,086
GENERAL ELECTRIC	3,954	2,149
GOLDMAN SACHS GROUP	4,854	2,713
HEWLETT PACKARD CO	2,398	1,880
INTEL CORP	2,733	2,425
INTERNATIONAL BUSINESS MACHINE	2,159	3,678
J P MORGAN CHASE & CO	4,450	3,325
JOHNSON & JOHNSON	1,871	2,295
MICROSOFT CORP	1,654	1,558
OCCIDENTAL PETE CORP	2,807	3,748
PFIZER INC	7,348	6,492
PROCTER & GAMBLE CO	2,465	2,935
QUALCOMM INC	880	2,735
STATE STR CORP	450	484
UNITED HEALTH GROUP	2,281	2,585
UNITED TECHNOLOGIES CORP	2,269	4,385
WELLS FARGO & CO	2,925	3,528
ACCENTURE LTD	1,266	2,182
SCHLUMBERGER LTD	2,950	5,123
OPPENHEIMER COM STR TR FD Y		
FAM EQUITY INCOME		
FAM MID CAP GRWTH OPP		
FAM MID CAP VALUE FUND		
FAM REAL ESTATE SECURITIES		
FAM SMALL CAP GWTH OPP		
FAM SMALL CAP VALUE FUND		
LAUDUS INTL MRKTMASERS	74,388	59,016
APPLE INC	4,718	8,100
BERKSHIRE HATHAWAY INC	1,633	1,526
CISCO SYS INC	3,621	2,459
COCA COLA COMPANY	2,745	3,498
DISNEY WALT CO	3,254	3,487
ECOLAB INC	1,670	2,197
FRONTIER COMMUNICATIONS CORP	173	124
HOME DEPOT INC	1,834	2,354
ORACLE CORPORATION	2,544	2,565
P G E CORP	2,139	2,061
VERIZON TECHNOLOGIES INC		
ACE LTD	3,428	4,558
EATON VANCE LARGE CAP VAL I	22,967	23,217
PRICE T ROWE GROWTH STK FD	21,326	22,635
ALLERGAN INC	2,238	2,457
ALTERA CORP	392	408
AMAZON COM	952	865
AMERIPRISE FINL	344	397
AMPHENOL CORP	434	454
ANADARKO PETROLEUM	1,574	1,603
ATT	424	454
BOEING	2,385	2,714
BORG WARNER	189	191
C H ROBINSON WORLDWIDE	522	558
C M S ENERGY	221	243
CALPINE	225	245
CAPITAL ONE FINANCIAL	2,748	2,833
CATERPILLAR	2,342	2,356
CBS CORP CL B	390	434
CERNER	229	245
CHEVRON	483	532
CITIGROUP	74	79
CLIFFS NATURAL RESOURCES	129	125
CONCHO RES	281	281
CSX	970	969
CUMMINS	447	440
DICKS SPORTING GOODS	436	406
DIRECTV CL A	3,113	2,865
DISCOVERY COMMUNICATIONS	769	778
DOLLAR TREE	2,471	2,659
DOVER	1,601	1,799
DOW CHEM	1,658	1,898
DR PEPPER SNAPPLE GROUP	1,678	1,856
E M C CORP	475	452
EDWARDS LIFESCIENCES	127	141
ELECTRONIC ARTS	286	268
FIFTH THIRD BANCORP	1,291	1,437
FOOT LOCKER	1,745	1,883
FREEMONT MCMORAN COPPER GOLD	1,791	1,839
GENERAL MILLS	347	364
GILEAD SCIENCES	312	327
GOOGLE INC	581	646
GRAINGER W W	352	374
HUMANA	1,948	2,015
JARDEN	1,762	1,763
JOY GLOBAL	406	375
JUNIPER NETWORKS	172	163
LAUDER ESTEE COS	336	337
LULULEMON ATHLETICA	282	280
MACYS	2,845	2,993
MASTERCARD	3,562	3,728
MCDONALDS	186	201
MCKESSON	1,409	1,402
MEADWESTVACO	315	329
MEDCO HEALTH SOLUTIONS	216	234
MOSAIC	260	252
NATIONAL OILWELL VARCO	2,068	2,176
NETFLIX COM	143	139
NIKE	369	385
NOBLE ENERGY	2,179	2,265
NORDSTROM	2,109	2,287
P N C FINANCIAL SVCS GROUP	202	231
P P G INDS	81	83
PERRIGO CO	1,989	2,141
PHILIP MORRIS INTL	943	1,020
PIONEER NAT RES CO	88	89
POLARIS INDS	2,223	2,127
PRAXAIR	384	428
PRECISION CASTPARTS	467	494
PRICELINE	963	935
PRUDENTIAL FINANCIAL	2,050	2,155
PUBLIC SVC ENTERPRISE GRP	128	132
RALPH LAUREN	572	552
REPUBLIC SVCS	291	303
ROCKWELL COLLINS	262	277
SALESFORCE	545	507
SLM CORP	1,511	1,608
STARBUCKS	3,712	4,049
TD AMERITRADE HLDG CORP	315	313
TERADATA CORP	1,285	1,213
UNUM GROUP	237	232
VERIZON COMMUNICATIONS	2,945	4,012
VISA INC CL A	365	406
WALGREEN	187	198
WHITING PETROLEUM	846	887
WILLIAMS COS	484	528
WILLIAMS SONOMA	1,485	1,578
WYNDHAM WORLDWIDE	2,668	3,026
WYNN RESORTS LTD	452	442
3M	391	409
CHECK POINT SOFTWARE TECH LTD	1,838	1,786
COVINDIEN PLC	400	405
INGERSOLL RAND PLC	2,032	2,011
FIDELITY ADV DIVERS INTL	43,969	44,289
HIGHLAND LONG SHORT EQUITY Z	12,679	12,902
ISHARES MSCI EMERGING MKTS	8,299	6,639
NUVEEN EQUITY INCOME FD	17,795	25,297
NUVEEN INTL SELECT FD	44,557	44,125
NUVEEN MID CAP GRWTH OPP FD	35,465	37,771
NUVEEN MID CAP VALUE FD	27,254	39,201
NUVEEN REAL ESTATE SECS FD	30,711	50,176
NUVEEN SMALL CAP GRWTH OPP FD	20,260	20,140
NUVEEN SMALL CAP VALUE FD	21,936	19,716
TEMPLETON INSTL EMERGING MKT	27,772	24,792
CREDIT SUISSE COMM RET ST		

TY 2011 Other Decreases Schedule

Name: EDGAR L BOONE FOUNDATION 99007030

EIN: 91-6021758

Description	Amount
REC'D VS REPORTED SECURITIES	827
RECEIVED VS REPORTED CASH PY	2,395

TY 2011 Other Expenses Schedule

Name: EDGAR L BOONE FOUNDATION 99007030

EIN: 91-6021758

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE CHARITABLE FILING FEE	25	0		25

TY 2011 Other Increases Schedule

Name: EDGAR L BOONE FOUNDATION 99007030

EIN: 91-6021758

Description	Amount
REC'D VS REPORTED SECURITIES PY	990
TAX REFUND--PRIOR YEAR	86
ROUNDING ADJ	1

TY 2011 Taxes Schedule

Name: EDGAR L BOONE FOUNDATION 99007030

EIN: 91-6021758

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON QUALIFIED FOR	604	604		0
FOREIGN TAXES ON NONQUALIFIED	115	115		0