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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>THE WILLIAM G. IRWIN CHARITY FOUNDATION</b>		A Employer identification number <b>94-6069873</b>
Number and street (or P O box number if mail is not delivered to street address) <b>235 MONTGOMERY STREET</b>	Room/suite <b>711</b>	B Telephone number <b>(415) 362-6954</b>
City or town, state, and ZIP code <b>SAN FRANCISCO, CA 94104-2910</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>95,606,460.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		128.	128.		STATEMENT 1
4 Dividends and interest from securities		3,044,526.	3,030,082.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,991,647.			
b Gross sales price for all assets on line 6a <b>43,087,036.</b>					
7 Capital gain net income (from Part IV, line 2)			2,991,647.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		6,036,301.	6,021,857.		
13 Compensation of officers, directors, trustees, etc		169,427.	67,771.		101,656.
14 Other employee salaries and wages		109,186.	43,674.		65,512.
15 Pension plans, employee benefits		86,098.	34,439.		51,659.
16a Legal fees STMT 3		19,097.	6,850.		12,247.
b Accounting fees STMT 4		24,283.	9,713.		14,570.
c Other professional fees STMT 5		231,312.	230,849.		0.
17 Interest					
18 Taxes STMT 6		151,004.	36,260.		10,644.
19 Depreciation and depletion					
20 Occupancy		51,809.	20,724.		31,085.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		128,141.	80,906.		47,128.
24 Total operating and administrative expenses. Add lines 13 through 23		970,357.	531,186.		334,501.
25 Contributions, gifts, grants paid		4,487,500.			4,487,500.
26 Total expenses and disbursements. Add lines 24 and 25		5,457,857.	531,186.		4,822,001.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		578,444.			
b Net investment income (if negative, enter -0-)			5,490,671.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		74,320.	26,613.	26,613.
	2	Savings and temporary cash investments		1,255,163.	3,925,114.	3,925,114.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 8		10,230,899.	9,954,764.	9,951,386.
	b	Investments - corporate stock STMT 9		43,437,568.	36,605,175.	44,842,865.
	c	Investments - corporate bonds STMT 10		31,630,054.	36,634,009.	36,779,288.
11	Investments - land, buildings, and equipment basis ▶	13,978.				
	Less: accumulated depreciation ▶		13,978.	13,978.	13,978.	
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ <b>PURCHASED INTEREST</b> )		6,443.	67,216.	67,216.	
16	<b>Total assets</b> (to be completed by all filers)		86,648,425.	87,226,869.	95,606,460.	
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				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		86,648,425.	87,226,869.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	<b>Total net assets or fund balances</b>		86,648,425.	87,226,869.	
31	<b>Total liabilities and net assets/fund balances</b>		86,648,425.	87,226,869.		

**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	86,648,425.
2	Enter amount from Part I, line 27a	2	578,444.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	87,226,869.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	87,226,869.

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 43,087,036.		40,095,389.	2,991,647.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			2,991,647.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	2,991,647.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	4,114,881.	95,768,407.	.042967
2009	3,010,942.	86,385,697.	.034855
2008	5,777,761.	97,892,020.	.059022
2007	6,849,167.	114,969,573.	.059574
2006	5,894,156.	112,958,120.	.052180

2 Total of line 1, column (d)	2	.248598
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	.049720
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	98,528,177.
5 Multiply line 4 by line 3	5	4,898,821.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	54,907.
7 Add lines 5 and 6	7	4,953,728.
8 Enter qualifying distributions from Part XII, line 4	8	4,822,001.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	109,813.
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	109,813.
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	109,813.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	115,365.	
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	115,365.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,552.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 5,552. Refunded <input checked="" 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► DIANNA DEELEY Telephone no. ► (415) 362-6954			
Located at ► 235 MONTGOMERY ST., SUITE 711, SAN FRANCISCO, CA ZIP+4 ► 94104				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ►			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL R. GORMAN 235 MONTGOMERY ST., STE 711 SAN FRANCISCO, CA 94104-2996	FORMER EXECUTIVE DIRECTOR 40.00	169,427.	15,960.	0.
TRUSTEES - SEE STATEMENT 16	0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DIANNA M. DEELEY - 235 MONTGOMERY ST., STE 711, SAN FRANCISCO, CA	GRANTS ADMINISTRATOR & OFFICE MGR 40.00	93,655.	9,366.	0.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SAN FRANCISCO SENTRY INVESTMENT GROUP - 100 PINE STREET, SUITE 2700, SAN FRANCISCO, CA	INVESTMENT COUNSEL	173,046.
WELLS FARGO - 464 CALIFORNIA STREET, SAN FRANCISCO, CA 94104	ASSET CUSTODIAN	60,191.
HOWE BARNES CAPITAL MANAGEMENT, INC. - 555 MARKET STREET, 18TH FLOOR, SAN FRANCISCO, CA	INVESTMENT COUNSEL	58,266.

Total number of others receiving over \$50,000 for professional services

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	99,991,791.
b	Average of monthly cash balances	1b	36,815.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	100,028,606.
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	100,028,606.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,500,429.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	98,528,177.
6	Minimum investment return. Enter 5% of line 5	6	4,926,409.

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

1	Minimum investment return from Part X, line 6	1	4,926,409.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	109,813.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	109,813.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,816,596.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,816,596.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,816,596.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,822,001.
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	4,822,001.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,822,001.

**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.

Form 990-PF (2011)

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				4,816,596.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			4,525,962.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ 4,822,001.				
<b>a</b> Applied to 2010, but not more than line 2a			4,525,962.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				296,039.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				4,520,557.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

N/A

►

☐ 4942(j)(3) or ☐ 4942(j)(5)

**(4) Gross investment income**

[illegible]

2011.03050 THE WILLIAM G. IRWIN CHARIT 34326 1

**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)				
<b>a Paid during the year</b>				
SEE STATEMENT 18				4,487,500.
<b>Total</b>			▶ 3a	4,487,500.
<b>b Approved for future payment</b>				
SEE STATEMENT 19				820,000.
<b>Total</b>			▶ 3b	820,000.





**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 STATEMENT 15A		P	VARIOUS	VARIOUS
b SEE STATEMENT 15B		P	VARIOUS	VARIOUS
c CLASS ACTION SETTLEMENT-GENERAL MOTORS CORP.		P		07/11/11
d CLASS ACTION SETTLEMENT-BANK OF AMERICA		P		10/04/11
e CLASS ACTION SETTLEMENT-SARA LEE CORPORATION		P		11/04/11
f CLASS ACTION SETTLEMENT-TYCO INTERNATIONAL		P		12/15/11
g CAPITAL GAINS DIVIDENDS				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,216,004.		8,752,828.	463,176.
b 33,868,269.		31,342,561.	2,525,708.
c 26.			26.
d 947.			947.
e 1,193.			1,193.
f 148.			148.
g 449.			449.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			463,176.
b			2,525,708.
c			26.
d			947.
e			1,193.
f			148.
g			449.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	2,991,647.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
2010 SUNDRY INTEREST REPORTED IN 2011	13.
SUNDRY INTEREST	115.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	128.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
2011 INTEREST REPORTED IN 2010	862.	0.	862.
2012 INTEREST REPORTED IN 2011	<701.>	0.	<701.>
WELLS FARGO BANK	3,044,814.	449.	3,044,365.
TOTAL TO FM 990-PF, PART I, LN 4	3,044,975.	449.	3,044,526.

## FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	19,097.	6,850.		12,247.
TO FM 990-PF, PG 1, LN 16A	19,097.	6,850.		12,247.

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	24,283.	9,713.		14,570.
TO FORM 990-PF, PG 1, LN 16B	24,283.	9,713.		14,570.



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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	231,312.	230,849.		0.
TO FORM 990-PF, PG 1, LN 16C	231,312.	230,849.		0.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	17,740.	7,096.		10,644.
FEDERAL EXCISE TAX	104,100.	0.		0.
TAX WITHHELD ON FOREIGN INCOME	29,164.	29,164.		0.
TO FORM 990-PF, PG 1, LN 18	151,004.	36,260.		10,644.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MAINTENANCE - PAUL I. FAGAN MEMORIAL PARK	5,160.	0.		5,160.
SUBSCRIPTIONS & MEMBERSHIP	12,934.	432.		12,502.
TELEPHONE	2,822.	1,129.		1,693.
INSURANCE	26,256.	10,502.		15,754.
STATIONERY & SUPPLIES	1,710.	684.		1,026.
EQUIPMENT & REPAIR SERVICES	17,066.	6,826.		10,240.
POSTAGE	456.	182.		274.
WATER SERVICE	538.	215.		323.
WELLS FARGO BANK FEES	60,191.	60,084.		0.
MISCELLANEOUS	260.	104.		156.
POOLED INVESTMENT EXPENSES	538.	538.		0.
CANON ADR FEES	210.	210.		0.
TO FORM 990-PF, PG 1, LN 23	128,141.	80,906.		47,128.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 12	X		9,954,764.	9,951,386.
TOTAL U.S. GOVERNMENT OBLIGATIONS			9,954,764.	9,951,386.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			9,954,764.	9,951,386.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 13	36,605,175.	44,842,865.
TOTAL TO FORM 990-PF, PART II, LINE 10B	36,605,175.	44,842,865.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 14	36,634,009.	36,779,288.
TOTAL TO FORM 990-PF, PART II, LINE 10C	36,634,009.	36,779,288.

The William G. Irwin Charity Foundation  
Investments - Government Bonds  
December 31, 2011

EIN: 94-61069873  
Statement 12

Name, Interest Rate & Year of Maturity	Beginning of Year		End of Year		Market Value	Unrealized Gain/Loss
	Face Value	Cost	Face Value	Cost		
COWLITZ CO WA PUD 5.000% 9/1/17	-	-	610,000	670,543	696,150	25,607
DAYTON OH 6.200% 12/1/24	-	-	500,000	552,735	575,190	22,455
PUERTO RICO CMWLTH 5.000% 12/1/13	-	-	525,000	553,445	555,230	1,785
STRATFORD CN 2.305% 8/1/15	-	-	500,000	503,990	514,300	10,310
FED HOME LN BK VAR% 10/20/17	1,000,000	999,000	-	-	-	-
FED HOME LN BK 5.250% 1/4/18	1,000,000	999,450	-	-	-	-
FED HOME LN BK 2.500% 11/24/20	500,000	499,250	111,111	110,943	111,452	509
FED HOME LN BK 2.000% 10/28/20	500,000	499,000	500,000	499,000	500,695	1,695
FED HOME LN BK VAR% 09/16/13	550,000	549,841	-	-	-	-
FED HOME LN BK VAR% 7/29/22	500,000	499,000	-	-	-	-
FED HOME LN BK VAR% 8/25/26	-	-	500,000	499,000	500,965	1,965
FED HOME LN KB VAR% 8/25/26 (2)	-	-	500,000	499,600	500,955	1,355
FED HOME LN MTG CORP VAR% 7/27/16	500,000	500,000	-	-	-	-
FED HOME LN MTG VAR% 7/13/21	-	-	500,000	498,750	501,430	2,680
FED HOME LN MTG VAR% 7/27/21	-	-	1,000,000	998,100	1,001,610	3,510
FED HOME LN MTG CORP VAR% 7/29/22	500,000	499,300	-	-	-	-
FED HOME LN MTG CORP VAR% 6/30/20	1,000,000	998,500	-	-	-	-
FED HOME LN MTG CORP VAR% 9/30/15	1,000,000	998,750	-	-	-	-
FED NATL MTG ASSN VAR% 10/21/25	-	-	500,000	499,150	500,525	1,375
FED NATL MTG ASSN VAR% 10/28/16	500,000	499,300	-	-	-	-
FED NATL MTG ASSN VAR% 10/28/16	500,000	499,150	-	-	-	-
FED NATL MTG ASSN 2.250% 10/19/18	500,000	499,450	-	-	-	-
FED NATL MTG ASSN 3.000% 10/15/20	500,000	499,600	-	-	-	-
FED NATL MTG ASSN 5.780% 6/7/22	500,000	540,180	500,000	540,180	510,345	(29,835)
FED NATL MTG ASSN VAR% 10/27/26	-	-	500,000	499,500	502,950	3,450
FED NATL MTG ASSN VAR% 12/15/21	-	-	500,000	499,500	499,745	245
FED NATL MTG ASSN VAR% 11/25/26	-	-	500,000	498,350	501,390	3,040
FED NATL MTG ASSN VAR% 10/27/26	-	-	500,000	499,000	502,335	3,335
FED NATL MTG ASSN VAR% 8/24/26	-	-	500,000	499,650	501,150	1,500
FED NATL MTG ASSN VAR% 11/17/26	-	-	500,000	499,750	500,760	1,010
				9,421,186	9,477,177	55,991
				651,128	474,210	(59,368)
				10,230,899	9,951,387	(3,377)

Mortgage-Backed Obligations - See Attached

TOTAL

Investments - Mortgage Backed Obligations  
December 31, 2011

Name, Interest Rate & Year of Maturity	Beginning of Year		End of Year		Market Value	Unrealized Gain/Loss
	Face Value	Cost	Face Value	Cost		
Federal Nat'l Mortgage Assn. 6.0% - 16	58,784	58,714	35,018	34,977	37,873	2,896
Federal Nat'l Mortgage Assn. 7.5% - 26	69,253	68,896	66,961	66,617	73,780	7,163
Federal Nat'l Mortgage Assn. 7.0% - 31	9,348	9,453	7,642	7,728	8,909	1,181
Government Nat'l Mtg Assn. 9.5% - 19	898	906	-	-	-	-
Government Nat'l Mtg Assn. 9.5% - 19	2,883	2,920	2,083	2,110	2,092	(18)
Impac Sec'd Assets Corp. Var.% - 32	511,075	510,239	422,838	422,146	351,556	(70,590)
<b>TOTAL</b>		<b>651,128</b>		<b>533,578</b>	<b>474,210</b>	<b>(59,368)</b>

The William G. Irwin Foundation  
Investments - Corporate Stock  
December 31, 2011EIN: 94-6069873  
Statement 13

Security	Beginning of Year		End of Year		Unrealized Gain/Loss
	Shares	Cost Basis	Shares	Cost Basis	
3M COMPANY	15,000	1,104,510	15,000	1,104,510	121,440
ABBOTT LABS	-	-	25,000	1,199,951	205,799
AIR PRODUCTS AND CHEMICALS	12,000	715,438	12,000	715,438	306,842
AMERICAN EXPRESS CO	40,000	1,186,249	30,000	889,686	525,414
AMGEN INC.	30,000	1,755,567	-	-	-
APACHE CORP.	15,000	1,370,432	-	-	-
APPLIED MATERIALS INC	50,000	803,000	-	-	-
AT&T INC	30,000	937,476	30,000	937,476	(30,276)
AVERY DENNISON CORP	30,000	1,785,921	-	-	-
BANK OF AMERICA CORP	62,000	1,285,885	62,000	1,285,885	(941,165)
BED, BATH & BEYOND, INC.	30,000	1,126,200	20,000	750,800	408,600
BERKSHIRE HATHAWAY INC DEL	13	1,102,413	13	1,102,413	389,402
CANON INC - ADR	30,000	1,064,578	30,000	1,064,578	256,622
CATERPILLAR INC	20,000	610,951	14	427,584	840,816
CHEVRON CORP	32,000	939,683	24,000	629,483	1,924,117
CISCO SYSTEMS INC	58,000	480,733	-	-	-
CLOROX CO.	17,500	1,110,373	17,500	1,110,373	54,427
COMCAST CORP.	60,000	1,236,474	60,000	1,236,474	186,126
CONOCOPHILLIPS	30,000	1,280,255	30,000	1,280,255	905,845
CVS CORP	40,000	1,169,816	-	-	-
DU PONT E I DE NEMOURS & CO	-	-	20,000	925,360	(9,760)
FEDEX CORP.	15,000	1,359,909	-	-	-
FREEMPORT-MCMORAN	7,500	322,575	15,000	322,575	229,275
Escrow GM Corp SR	-	-	1,500,000	1,152,960	(1,141,710)
GENERAL MOTORS CO.	-	-	-	-	-
GM TOW	-	-	-	-	-
GM OTW	-	-	-	-	-
GENERAL MILLS INC.	30,000	1,074,027	30,000	1,074,027	138,273
GENERAL ELECTRIC CO.	130,000	2,899,406	130,000	2,899,406	(571,106)

The William G. Irwin Foundation  
Investments - Corporate Stock  
December 31, 2011EIN: 94-6069873  
Statement 13

Security	Beginning of Year		End of Year		Unrealized Gain/Loss
	Shares	Cost Basis	Shares	Cost Basis	
GILEAD SCIENCES INC	25,000	1,148,573	-	-	-
GOOGLE INC	1,250	561,548	1,250	561,548	807,375
HEWLETT PACKARD CO	40,000	1,816,681	40,000	1,816,681	1,030,400
INTEL CORPORATION	-	-	50,000	1,003,990	1,212,500
IBM CORP	15,000	1,604,561	10,000	1,069,707	1,838,800
JOHNSON & JOHNSON	-	-	15,000	959,478	983,700
JPMORGAN CHASE & CO	-	-	25,000	1,149,250	831,250
MONSANTO CO	14,000	1,193,223	14,000	1,193,223	980,980
NOVARTIS AG - ADR	15,000	577,105	15,000	577,105	857,550
ORACLE CORP	70,000	966,000	37,500	517,500	961,875
PATTERSON COS	60,000	1,563,632	-	-	-
PEPSICO INC.	10,000	525,851	20,000	1,169,176	1,327,000
PROCTER & GAMBLE CO	16,000	39,380	16,000	39,380	1,067,360
STAPLES INC	80,000	714,272	80,000	714,272	1,111,200
TARGET CORP	16,000	575,430	-	-	-
TEVA PHARMACEUTICAL - ADR	15,000	954,338	15,000	954,338	605,400
TOTAL S.A. ADR	-	-	20,000	1,158,134	1,022,200
UNITED TECHNOLOGIES CORP	40,000	1,021,957	28,000	712,802	2,046,520
INTERNATIONAL MUT FUNDS	50,000	2,164,278	-	-	-
VERIZON COMMUNICATIONS	-	-	17,500	615,500	702,100
WALGREEN CO.	-	-	30,000	994,989	991,800
WELLS FARGO & CO NEW	54,000	20,960	54,000	20,960	1,488,240
ZIMMER HOLDINGS INC.	20,000	1,267,908	20,000	1,267,908	1,068,400
<b>TOTAL</b>		<b>43,437,567</b>		<b>36,605,175</b>	<b>44,842,865</b>
					<b>8,237,690</b>

Name, Interest Rate & Year of Maturity	Beginning of Year		End of Year		Market		Unrealized
	Face Value	Cost	Face Value	Cost	Value	Gain/Loss	
AEGON NV 4.750% 6/1/13	500,000	509,775	500,000	509,775	511,610	1,835	
AMERICAN EXPRESS 7.000% 3/19/18	1,000,000	1,010,730	1,000,000	1,010,730	1,208,420	197,690	
AMERICAN GENERAL FIN 6.000% 10/15/14	1,000,000	995,440	-	-	-	-	
ARCELORMITTAL 9.000% 2/15/15	-	-	500,000	599,945	552,795	(47,150)	
ARROW ELECTRONICS 3.375% 11/1/15	500,000	504,905	500,000	504,905	500,645	(4,260)	
AUTOZONE INC. 4.375% 6/1/13	500,000	524,090	500,000	524,090	520,890	(3,200)	
AVALON BAY COMINTYS 5.500% 1/15/12	264,000	270,312	264,000	270,312	264,309	(6,003)	
AVON PRODUCTS INC. 6.500% 3/1/19	-	-	500,000	591,700	566,365	(25,335)	
BARCLAYS BANK PLC 3.750% 7/28/20	500,000	497,000	500,000	497,000	457,090	(39,910)	
BARCLAYS BANK PLC 5.000% 9/22/16	-	-	500,000	543,275	517,830	(25,445)	
BEST BUY CO INC. 3.750% 3/15/16	-	-	500,000	492,355	492,570	215	
BOARDWALK PIPELINES 5.500% 2/1/17	500,000	539,000	500,000	539,000	545,190	6,190	
BP CAPITAL MKTS PLC 5.250% 11/7/13	500,000	551,540	500,000	551,540	536,280	(15,260)	
BURLINGTON NRTN SANTA FE 8.125% 4/15/20	250,000	327,750	250,000	327,750	334,118	6,368	
CITIGROUP INC. 5.100% 9/29/11	500,000	520,235	-	-	-	-	
CLOROX 5.450% 10/15/12	500,000	519,495	500,000	519,495	518,045	(1,450)	
COMCAST CORP. 5.500% 3/15/11	500,000	512,050	-	-	-	-	
CONSTELLATION ENRGY GRP 5.150% 12/1/20	-	-	500,000	494,275	541,820	47,545	
COVENTRY HEALTH CARE INC 6.125% 1/15/15	-	-	500,000	549,970	547,400	(2,570)	
CSX CORP 6.300% 3/15/12	1,000,000	1,015,780	1,000,000	1,015,780	1,009,970	(5,810)	
DEUTSCHE BK FINL LLC 5.375% 3/2/15	-	-	500,000	516,405	490,560	(25,845)	
DOMINION RESOURCES 5.150% 7/15/15	-	-	500,000	560,550	557,265	(3,285)	
DOW CHEMICAL CO 7.600% 5/15/14	-	-	500,000	567,555	565,410	(2,145)	
EASTMAN CHEMICAL 7.000% 4/15/12	1,000,000	1,071,290	1,000,000	1,071,290	1,014,470	(56,820)	
FEDERATED RETAIL HOLDING 5.350% 3/15/12	1,000,000	986,450	1,000,000	986,450	1,006,860	20,410	
FORTUNE BRANDS INC. 6.375% 6/15/14	500,000	511,625	500,000	511,625	546,720	35,095	
GEN'L ELEC CAP CORP 4.800% 5/1/13	1,000,000	961,990	1,000,000	961,990	1,046,880	84,890	
GEN'L ELEC CAP CORP 6.000% 9/15/23	500,000	513,735	500,000	513,735	500,520	(13,215)	
GEN'L MTRS CORP 7.20% 1/15/11	1,000,000	1,479,199	-	-	-	-	
Goldman Sachs Grp. 5.700% 9/1/12	950,000	999,799	950,000	999,799	966,730	(33,069)	
GODMAN SACHS GRP 3.500% 6/22/18	-	-	500,000	496,250	468,950	(27,300)	
HEALTHCARE PROPERTIES 5.650% 12/15/13	-	-	500,000	531,060	525,830	(5,230)	
HESS CORP. 8.125% 2/15/19	-	-	500,000	632,745	641,830	9,085	
HEWLETT PACKARD CO 3.000% 9/15/16	-	-	500,000	503,115	503,525	410	
HOME DEPOT 5.250% 12/16/13	1,000,000	971,400	1,000,000	971,400	1,085,910	114,510	
HSBC FINANCE CORP 1/15/13	1,000,000	995,620	1,000,000	995,620	1,007,720	12,100	
HSBC FINANCE CORP 4.500% 8/15/12	-	-	500,000	518,075	502,085	(15,990)	
JOHNSON CONTROLS 4.875 9/15/13	500,000	507,595	500,000	507,595	529,920	22,325	

Name, Interest Rate & Year of Maturity	Beginning of Year		End of Year		Market		Unrealized Gain/Loss
	Face Value	Cost	Face Value	Cost	Value		
JPMORGAN CHASE & CO 3.450% 3/1/16	-	-	500,000	505,420	507,975		2,555
KIMCO RLTY CORP 5.584% 11/23/15	-	-	500,000	540,760	537,770		(2,990)
KLA INSTRUMENTS CORP 6.900% 5/1/18	-	-	500,000	578,645	576,575		(2,070)
KOHL'S CORP. 6.300% 3/1/11	1,000,000	1,032,210	-	-	-		-
LIBERTY PROPERTY LP 5.500% 12/15/16	-	-	500,000	548,305	540,620		(7,685)
MAYTAG CORP. 5.000% 5/15/15	-	-	500,000	533,150	516,555		(16,595)
MCKESSON HBOC INC 5.250% 3/1/13	500,000	495,585	500,000	495,585	524,695		29,110
Morgan Stanley 5.300% 3/1/13	1,000,000	1,025,730	1,000,000	1,025,730	1,012,240		(13,490)
Morgan Stanley 4.750% 4/1/14	1,000,000	953,835	1,000,000	953,835	985,090		31,255
MORGAN STANLEY 5.000% 7/30/20	500,000	493,750	500,000	493,750	477,755		(15,995)
NATIONWIDE HEALTH PPTYS 6.000% 5/20/15	-	-	500,000	544,225	536,925		(7,300)
NAT'L RETAIL PROPERTIES 6.150% 12/15/15	500,000	551,650	500,000	551,650	537,220		(14,430)
NORDSTROM INC. 6.750% 6/1/14	750,000	760,125	750,000	760,125	840,998		80,873
NORDSTROM INC. 6.250% 1/15/18	-	-	500,000	589,210	591,360		2,150
POST APARTMENT HOMES 5.450% 6/1/12	-	-	500,000	508,255	506,295		(1,960)
PROTECTIVE LIFE SEDC 5.450% 9/28/12	500,000	536,395	500,000	536,395	513,405		(22,990)
QUEST DIAGNOSTICS 7.500% 7/12/11	500,000	538,755	-	-	-		-
ROYAL BK SCOTLND GRP 6.400% 10/21/19	500,000	555,295	500,000	555,295	468,095		(87,200)
RPM INTERNATIONAL INC. 6.500% 2/15/18	-	-	500,000	563,380	565,065		1,685
RYDER SYSTEM INC 5.000% 4/1/11	600,000	584,958	-	-	-		-
SCOTTISH PWR PLC 5.375% 3/15/15	-	-	250,000	273,428	262,983		(10,445)
SENIOR HOUSING PROP 4.300% 1/15/16	-	-	500,000	499,785	492,775		(7,010)
SOUTHERN POWER CO. 4.875% 7/15/15	500,000	497,805	500,000	497,805	547,190		49,385
SPRINT CAPITAL CORP. 7.625% 1/30/11	1,000,000	1,033,340	-	-	-		-
STAPLES INC. 7.750% 4/1/11	625,000	661,531	-	-	-		-
TARGET CORP. 6.350% 1/15/11	1,000,000	994,850	-	-	-		-
TOYOTA MOTOR CR CO 3.200% 6/17/15	500,000	507,610	500,000	507,610	525,910		18,300
UBS AG JERSEY BR 3.000% 8/4/15	500,000	506,000	500,000	506,000	494,845		(11,155)
UDR INC. 5.130% 1/15/14	-	-	500,000	524,945	522,830		(2,115)
VALERO ENERGY CORP. 6.875% 4/15/12	500,000	540,000	500,000	540,000	508,130		(31,870)
VERIZON COMMS 5.350% 2/15/11	1,000,000	993,810	-	-	-		-
VERIZON GLOBAL FDG 4.375% 6/1/13	-	-	500,000	535,560	523,890		(11,670)
WHIRLPOOL CORP. 8.600% 5/1/14	500,000	549,575	500,000	549,575	558,065		8,490
WM WRIGLEY JR CO 4.650% 7/15/15	-	-	500,000	528,430	517,500		(10,930)
XEROX CORP. 6.875% 8/15/11	500,000	520,440	-	-	-		-
<b>TOTAL</b>		<b>31,630,054</b>		<b>36,634,009</b>	<b>36,779,288</b>		<b>145,279</b>



The William G. Irwin Foundation  
Capital Gains and Losses for Tax on Investment Income-Short Term  
Year Ending December 31, 2011

Shares	Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
3,889	FED HOME LN BK 2.500% 11/24/20	11/24/2010	8/24/2011	388,889	388,306	583
5,000	FED HOME LN MTG 3.500% 12/30/20	1/6/2011	6/30/2011	500,000	498,500	1,500
4,600	FED HOME LN MTG 3.250% 12/30/22	1/27/2011	9/30/2011	460,000	457,024	2,976
50,000	VANGUARD EUROPEAN ETF	6/28/2010	6/27/2011	2,617,115	2,164,278	452,836
5,000	VR FED HOME LN BK 3.000% 6/09/21	6/2/2011	9/9/2011	500,000	500,000	-
5,000	VR FED HOME LN BK 3.000% 6/30/21	6/30/2011	9/30/2011	500,000	499,750	250
5,000	VR FED HOME LN BK 3.000% 7/20/21	7/20/2011	10/20/2011	500,000	499,000	1,000
5,000	VR FED HOME LN BK 3.000% 7/20/21 (2)	7/20/2011	10/20/2011	500,000	498,900	1,100
5,000	VR FED HOME LN BK 3.000% 7/28/21	7/8/2011	10/28/2011	500,000	499,500	500
5,000	VR FED HOME LN MTG 3.000% 11/25/19	5/25/2011	11/25/2011	500,000	499,800	200
5,000	VR FED HOME LN MTG 3.000% 12/28/18	3/28/2011	9/28/2011	500,000	499,400	600
5,000	VR FED NATL MTG ASSN 1.500% 2/16/21	1/28/2011	8/16/2011	500,000	500,000	-
2,500	VR FED NATL MTG ASSN 3.000% 12/10/20	8/3/2011	9/12/2011	250,000	250,370	(370)
5,000	VR FED NATL MTG ASSN 3.000% 6/30/21	6/30/2011	12/30/2011	500,000	499,500	500
5,000	VR FED NATL MTG ASSN 3.000% 6/30/21	7/1/2011	12/30/2011	500,000	498,500	1,500
<b>TOTAL</b>				<b>9,216,004</b>	<b>8,752,828</b>	<b>463,176</b>

The William G. Irwin Foundation  
Capital Gains and Losses for Tax on Investment Income-Long Term  
Year Ending December 31, 2011

Shares	Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
10,000	AMERICAN EXPRESS CO	3/5/2003	6/22/2011	483,918	296,562	187,356
10,000	AMERICAN GENERAL FIN 6.000% 10/15/14	10/4/2007	10/25/2011	730,000	995,440	(265,440)
8,214	AMGEN INC.	6/17/2004	3/23/2011	439,605	486,606	(47,001)
3,700	AMGEN INC.	6/17/2004	3/23/2011	197,946	241,746	(43,800)
2,382	AMGEN INC.	6/17/2004	3/23/2011	127,506	155,632	(28,126)
15,104	AMGEN INC.	6/17/2004	3/23/2011	808,200	832,381	(24,182)
600	AMGEN INC.	6/17/2004	3/23/2011	32,123	39,202	(7,079)
2,900	APACHE CORP	6/18/2008	12/7/2011	1,472,558	1,370,432	102,126
50,000	APPLIED MATERIALS INC	3/23/2005	9/14/2011	546,239	803,000	(256,761)
10,148	AVERY DENNISON CORP	6/28/2006	3/23/2011	415,451	586,642	(171,191)
4,852	AVERY DENNISON CORP	6/28/2006	3/23/2011	198,831	280,487	(81,656)
2,600	AVERY DENNISON CORP	12/12/2002	3/23/2011	106,471	159,257	(52,787)
2,044	AVERY DENNISON CORP	12/12/2002	3/23/2011	83,864	125,201	(41,337)
1,200	AVERY DENNISON CORP	12/12/2002	3/23/2011	49,128	73,503	(24,375)
1,122	AVERY DENNISON CORP	12/12/2002	3/23/2011	45,967	68,726	(22,758)
1,100	AVERY DENNISON CORP	12/12/2002	3/23/2011	45,088	67,378	(22,290)
971	AVERY DENNISON CORP	12/12/2002	3/23/2011	39,771	59,476	(19,705)
946	AVERY DENNISON CORP	12/12/2002	3/23/2011	38,785	57,945	(19,160)
800	AVERY DENNISON CORP	12/12/2002	3/23/2011	32,807	49,002	(16,195)
800	AVERY DENNISON CORP	12/12/2002	3/23/2011	32,815	49,002	(16,187)
800	AVERY DENNISON CORP	12/12/2002	3/23/2011	32,855	49,002	(16,147)
694	AVERY DENNISON CORP	12/12/2002	3/23/2011	28,440	42,509	(14,070)
644	AVERY DENNISON CORP	12/12/2002	3/23/2011	26,436	39,447	(13,011)
568	AVERY DENNISON CORP	12/12/2002	3/23/2011	23,259	34,792	(11,532)
311	AVERY DENNISON CORP	12/12/2002	3/23/2011	12,763	19,050	(6,286)
200	AVERY DENNISON CORP	12/12/2002	3/23/2011	8,212	12,251	(4,039)
100	AVERY DENNISON CORP	12/12/2002	3/23/2011	4,095	6,125	(2,030)
100	AVERY DENNISON CORP	12/12/2002	3/23/2011	4,106	6,125	(2,019)
10,000	BED, BATH & BEYOND, INC.	6/17/2004	12/7/2011	608,749	375,400	233,349
6,000	CATERPILLAR INC.	3/31/2009	6/22/2011	574,803	183,367	391,436
8,000	CHEVRONTXACO CORP	5/24/1994	6/22/2011	793,802	310,200	483,602

The William G. Irwin Foundation  
Capital Gains and Losses for Tax on Investment Income-Long Term  
Year Ending December 31, 2011

Shares	Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
58,000	CISCO SYSTEMS INC	8/21/2001	9/14/2011	926,393	480,733	445,660
5,000	CITIGROUP INC. 5.100% 9/29/11	9/29/2009	9/29/2011	500,000	520,235	(20,235)
5,000	COMCAST CORP. 5.500% 3/15/11	4/2/2009	3/15/2011	500,000	512,050	(12,050)
40,000	CVS CORP	3/29/2006	12/7/2011	1,530,283	1,169,816	360,467
10,000	FED HOME LN BK 5.250% 1/4/18	1/4/2008	1/4/2011	1,000,000	999,450	550
5,000	FED NATL MTG ASSN 2.250% 10/19/18	10/19/2010	10/19/2011	500,000	499,450	550
5,000	FED NATL MTG ASSN 3.000% 10/15/20	10/15/2010	10/17/2011	500,000	499,600	400
7,500	FEDEX CORP	4/2/2008	12/7/2011	620,575	691,406	(70,831)
5,902	FEDEX CORP	5/27/2008	12/7/2011	488,351	526,045	(37,694)
1,200	FEDEX CORP	5/27/2008	12/7/2011	99,292	106,980	(7,688)
200	FEDEX CORP	5/27/2008	12/7/2011	16,549	17,832	(1,283)
198	FEDEX CORP	5/27/2008	12/7/2011	16,383	17,646	(1,263)
2,292	FNMA #354006 7.500% 8/1/26	8/7/1996	1/11 - 12/11	2,292	2,280	12
1,706	FNMA #535915 7.000% 4/1/31	6/7/2001	1/11 - 12/11	1,706	1,725	(19)
23,765	FNMA #576386 6.000% 5/1/16	5/8/2001	1/11 - 12/11	23,765	23,737	28
5,326	GENERAL MOTORS CO OTW	4/21/2011	12/7/2011	47,491	73,960	(26,469)
145	GENERAL MOTORS CO OTW	7/28/2011	12/7/2011	1,293	2,042	(749)
108	GENERAL MOTORS CO OTW	11/7/2011	12/7/2011	963	1,310	(347)
5,326	GENERAL MOTORS CO TOW	4/21/2011	12/7/2011	67,751	88,752	(21,001)
145	GENERAL MOTORS CO TOW	7/28/2011	12/7/2011	1,845	2,819	(974)
108	GENERAL MOTORS CO TOW	11/7/2011	12/7/2011	1,374	1,870	(496)
5,858	GENERAL MTRS CO.	4/21/2011	12/7/2011	124,948	147,920	(22,972)
160	GENERAL MTRS CO.	7/28/2011	12/7/2011	3,413	4,517	(1,104)
119	GENERAL MTRS CO.	11/7/2011	12/7/2011	2,538	3,050	(512)
25,000	GILEAD SCIENCES INC.	9/23/2009	12/7/2011	980,449	1,148,573	(168,124)
898	GNMA #277889 9.500% 12/15/19	12/8/1989	1/11 - 12/11	898	906	(9)
800	GNMA #279915 9.500% 8/15/19	7/31/1989	1/11 - 12/11	800	810	(10)
5,000	INTERNATIONAL BUSINESS MACHS CORP	8/29/2001	6/22/2011	821,249	534,854	286,395
10,000	KOHL'S CORP 6.300% 3/1/11	4/15/2008	3/1/2011	1,000,000	1,032,210	(32,210)
11,500	ORACLE CORP	3/29/2006	12/7/2011	361,220	158,700	202,520
21,000	ORACLE CORP	3/29/2006	6/22/2011	655,313	289,800	365,513
15,000	PATTERSON COS INC	9/17/2008	12/7/2011	457,098	490,379	(33,280)

## Capital Gains and Losses for Tax on Investment Income-Long Term

Year Ending December 31, 2011

Shares	Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
15,000	PATTERSON COS INC	9/17/2008	6/22/2011	478,894	490,379	(11,484)
216	PATTERSON COS INC	3/31/2009	12/7/2011	6,582	4,184	2,398
1,400	PATTERSON COS INC	3/31/2009	12/7/2011	42,663	27,174	15,489
1,500	PATTERSON COS INC	3/31/2009	12/7/2011	45,710	29,085	16,625
2,100	PATTERSON COS INC	3/31/2009	12/7/2011	63,994	40,803	23,191
2,200	PATTERSON COS INC	3/31/2009	12/7/2011	67,041	42,680	24,361
2,600	PATTERSON COS INC	3/31/2009	12/7/2011	79,230	50,596	28,634
2,700	PATTERSON COS INC	3/31/2009	12/7/2011	82,278	52,434	29,844
3,500	PATTERSON COS INC	3/31/2009	12/7/2011	106,656	68,075	38,581
4,200	PATTERSON COS INC	3/31/2009	12/7/2011	127,988	81,396	46,592
4,500	PATTERSON COS INC	3/31/2009	12/7/2011	137,129	87,615	49,514
5,084	PATTERSON COS INC	3/31/2009	12/7/2011	154,926	98,833	56,093
5,000	QUEST DIAGNOSTICS INC. 7.500% 7/12/11	7/13/2009	7/12/2011	500,000	538,755	(38,755)
6,000	RYDER SYSTEMS INC. 5.000% 4/1/11	4/27/2009	4/1/2011	600,000	584,958	15,042
10,000	SPRINT CAPITAL CORP 7.625% 1/30/11	2/14/2008	1/31/2011	1,000,000	1,033,340	(33,340)
6,250	STAPLES INC. 7.750% 4/1/11	5/5/2009	4/1/2011	625,000	661,531	(36,531)
300	TARGET CORP	8/29/2001	3/23/2011	14,961	10,789	4,171
2,030	TARGET CORP	8/29/2001	3/23/2011	101,214	73,008	28,206
4,155	TARGET CORP	8/29/2001	3/23/2011	207,123	149,432	57,691
9,515	TARGET CORP	8/29/2001	3/23/2011	474,218	342,201	132,017
1,000,000	Target Corp. 6.350% 1/15/11	4/20/2001	1/18/2011	1,000,000	994,850	5,150
4,000	UNITED TECHNOLOGIES CORP	12/15/1998	6/22/2011	338,947	105,498	233,450
8,000	UNITED TECHNOLOGIES CORP	10/21/2001	6/22/2011	677,894	203,658	474,237
10,000	VERIZON COMMS 5.350% 2/15/11	8/23/2006	2/15/2011	1,000,000	993,810	6,190
5,500	VR FED HOME LN BK 2.000% 9/16/13	9/16/2009	9/16/2011	550,000	549,841	160
10,000	VR FED HOME LN BK 3.000% 10/20/17	4/20/2010	4/20/2011	1,000,000	999,000	1,000
5,000	VR FED HOME LN MTG 2.000% 7/27/16	7/27/2010	7/27/2011	500,000	500,000	-
1,000	VR FED HOME LN MTG 2.000% 9/30/15	3/30/2010	3/30/2011	1,000,000	998,750	1,250
10,000	VR FED HOME LN MTG 3.000% 6/30/20	6/30/2010	6/30/2011	1,000,000	998,500	1,500
5,000	VR FED HOME LN MTG 3.000% 7/29/22	7/12/2010	10/31/2011	500,000	499,000	1,000
5,000	VR FED HOME LN MTG 3.000% 7/29/22 (2)	7/29/2010	10/31/2011	500,000	499,300	700
5,000	VR FED NATL MTG ASSN 2.000% 10/28/16	7/28/2010	7/28/2011	500,000	499,150	850

The William G. Irwin Foundation  
Capital Gains and Losses for Tax on Investment Income-Long Term  
Year Ending December 31, 2011

Shares	Security	Bought	Sold	Gross Proceeds	Cost Basis	Gain/Loss
5,000	VR FED NATL MTG ASSN 2.000% 10/28/16 (2)	7/28/2010	10/28/2011	500,000	499,300	700
88,237	VR IMPAC SCD ASSE 4.892% 8/25/32	3/1/2005	1/11 - 12/11	88,237	88,092	144
5,000	XEROX CORP 6.875% 8/15/11	6/19/2009	8/15/2011	500,000	520,440	(20,440)
				<b>33,869,509</b>	<b>31,343,801</b>	<b>2,525,708</b>
<u>Less sales in 2012</u>						
70.34	GNMA POOL 279915 09.5000 08/15/19	7/31/1989	1/15/2012	70	71	(1)
879.25	FNMA POOL 576386 6.000% 5/01/16	5/8/2001	1/25/2012	879	878	1
199.55	FNMA POOL 354006 7.500% 8/01/26	8/7/1996	1/25/2012	200	199	1
90.56	FNMA POOL 535915 7.000% 4/01/31	6/7/2001	1/25/2012	91	92	(1)
				<b>1,240</b>	<b>1,240</b>	<b>0</b>
<b>TOTAL</b>				<b>33,868,269</b>	<b>31,342,561</b>	<b>2,525,708</b>

THE WILLIAM G. IRWIN CHARITY FOUNDATION

YEAR 2011

PART VIII - SECTION 1

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>Comp</u>	<u>Hours</u>
William Lee Olds, Jr.	President	711 Russ Building 235 Montgomery Street San Francisco, CA 94104	None	10- 15/wk
Jane Olds Bogart	Vice President & Trustee	711 Russ Building 235 Montgomery Street San Francisco, CA 94104	None	10- 15/wk
William L. Olds III	Trustee	711 Russ Building 235 Montgomery Street San Francisco, CA 94104	None	10- 15/wk
Anthony O. Zanze	Trustee	711 Russ Building 235 Montgomery Street San Francisco, CA 94104	None	10- 15/wk
James F. Zanze	Trustee	711 Russ Building 235 Montgomery Street San Francisco, CA 94104	None	10- 15/wk

THE WILLIAM G. IRWIN CHARITY FOUNDATION

Year 2011

Supplementary Information

Part XV – Line 2

Question 2a: Contact Person

Dianna Deeley  
Grants Administrator & Office Manager  
711 Russ Building  
235 Montgomery Street  
San Francisco, CA 94104  
(415) 362-6954

Question 2b: Application Form and Included Information

- 1) Expression of Interest requires summary letter only
- 2) Complete Proposal: including current Financial Statements and Budget; List of Officers, Directors and/or Trustees; copies of Federal and State Tax Exemption Letters; and Complete Justification for Request, History of Organization, and a Description of its Activities.

Question 2c: Submission Deadlines

Approximately Four (4) to Six (6) weeks prior to meeting date. Meetings are held approximately every Two (2) months.

Question 2d: Restrictions or Limitations on Awards

- 1) Grants are restricted to charitable uses in the states of California and Hawaii.
- 2) It is not a Foundation policy to approve grants for individuals or scholarships.
- 3) A waiting period of Twelve (12) months is required between proposal submissions.

Community Projects

3rd Street Youth Center & Clinic, San Francisco	Capital Campaign	50,000	12/9/2011
Bay Area Discovery Museum, Sausalito	Capital Repairs	60,000	9/29/2011
Clausen House, Oakland	Building Repairs	100,000	8/18/2011
Epiphany Center, San Francisco	Elevator Project Completion	39,000	10/28/2011
The Foundation Center, SF	Operating Support	7,500	4/28/2011
Hanna Boys Center, Sonoma	Capital Campaign	250,000	6/22/2011
Janet Pomeroy Center, San Francisco	Remodeling Project	100,000	9/15/2011
Marin Humane Society, Novato	Adoption Dog Housing	20,000	6/9/2011
Options Recovery Services, Berkeley	Roofing Project	46,000	9/22/2011
Samaritan House, San Mateo	Capital Campaign	250,000	6/17/2011
San Francisco SPCA	Adoption Van	50,000	12/19/2011
Society of St. Vincent de Paul, Oakland			6/22/2011
	Dining Room Refurbishment	50,000	
			11/4/2011 -
St. Anthony Dining Room, San Francisco	Annual Grant	65,000	12/9/2011
St. Anthony's Foundation, San Francisco	Capital Campaign	750,000	11/23/2011
			11/4/2011 -
Salvation Army, SF	Annual Grant	55,000	12/9/2011
Salvation Army, San Francisco	Mortgage Reduction	<u>500,000</u>	11/23/2011
		<b>2,392,500</b>	

Cultural Projects

American Conservatory Theatre, San Francisco	Façade Renovation	50,000	6/22/2011
Fine Arts Museums, SF	Ventian Painters Exhibition	50,000	8/25/2011
San Francisco Ballet	Annual Grant	40,000	12/9/2011
San Francisco Opera	Annual Grant	40,000	12/9/2011
San Francisco Symphony	Annual Grant	<u>40,000</u>	12/9/2011
		<b>220,000</b>	

Education Projects

Cathedral School for Boys, San Francisco			
	Mortgage Reduction	250,000	4/28/2011
The College Preparatory School, Oakland	World Languages Building	250,000	3/23/2011
Ecole Notre Dame des Victoires, SF	Playground Repaving Project	25,000	11/4/2011
The Hamlin School, SF			8/18/2011 -
	Capital Campaign	500,000	11/23/2011
Mission Dolores Academy, SF	Playground Repaving Project	25,000	10/28/2011



Line 3a

Grants Paid

Statement 18

Year Ending December 31, 2011

St. Joseph Notre Dame High School,  
Alameda  
Star Academy, San Rafael

Smart Classrooms  
Assistive Technology

75,000 5/19/2011  
20,000 7/15/2011  
**1,145,000**

Medical Projects

Children's Hospital and Research  
Center, Oakland  
John Muir Health Foundation, Walnut  
Creek  
La Clinica de La Raza, Oakland

Interventioal Angiographic  
Suite

275,000 3/10/2011

Neo-natal ICU  
Monument Corridor Clinic

250,000 6/22/2011  
150,000 2/4/2011  
**675,000**

Hawaii Projects

Aloha United Way, Honolulu

Annual Grant

55,000 10/17/2011  
**55,000**

**Total Grants Paid in 2011**

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**4,487,500**

The William G. Irwin Charity  
Foundation  
Grants Approved for Future Payment  
December 31, 2011

Archbishop Riordan High School	250,000
Epiphany School, SF	30,000
Hospice by the Bay	100,000
Oakland School for the Arts	110,000
St. Ignatius College Prep	100,000
St. Paul of the Shipwreck	30,000
Society of St. Vincent de Paul, San Mateo	100,000
YMCA of San Francisco	100,000
<b>TOTAL</b>	<b>820,000</b>