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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

MAR 1, 2011

, and ending

FEB 29, 2012

Name of foundation CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION		A Employer identification number 41-6012063
Number and street (or P O box number if mail is not delivered to street address) 30 E. SEVENTH ST, SUITE 2000	Room/suite	B Telephone number 6512280935
City or town, state, and ZIP code ST PAUL, MN 55101-4930		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) <input type="checkbox"/> \$ 9,092,682. (Part I, column (d) must be on cash basis.)	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		229,620.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		216,598.	193,816.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		111,205.			STATEMENT 1
b Gross sales price for all assets on line 6a		1,150,953.			
7 Capital gain net income (from Part IV, line 2)			222,667.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income			23,093.		STATEMENT 3
12 Total. Add lines 1 through 11		557,423.	439,576.	0.	
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		41,646.	6,829.	0.	33,317.
c Other professional fees					
17 Interest			856.		
18 Taxes STMT 5		7,700.	3,708.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		25.	35,017.	0.	25.
24 Total operating and administrative expenses. Add lines 13 through 23.		49,371.	46,410.	0.	33,342.
25 Contributions, gifts, grants paid		381,900.			380,900.
26 Total expenses and disbursements. Add lines 24 and 25.		431,271.	46,410.	0.	414,242.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		126,152.			
b Net investment income (if negative, enter -0-)			393,166.		
c Adjusted net income (if negative, enter -0-)				0.	

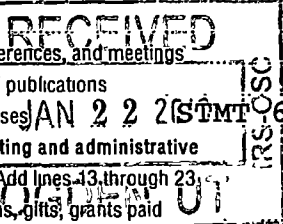
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LHA For Paperwork Reduction Act Notice, see instructions.

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ENVELOPE JAN 15 2013
POSTMARK DATE

SCANNED JAN 28 2013



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	202,335.	245,144.	245,144.
	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 7	465,254.	0.	0.
	b Investments - corporate stock STMT 8	4,454,467.	4,623,628.	5,236,628.
	c Investments - corporate bonds STMT 9	1,786,427.	2,230,362.	2,435,603.
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	943,545.	1,031,814.	1,175,307.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	7,852,028.	8,130,948.	9,092,682.	
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 Total liabilities (add lines 17 through 22)	0.	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	7,852,028.	8,130,948.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	7,852,028.	8,130,948.	
	31 Total liabilities and net assets/fund balances	7,852,028.	8,130,948.	

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	7,852,028.
2 Enter amount from Part I, line 27a	2	126,152.
3 Other increases not included in line 2 (itemize) ▶ PARTNERSHIP K-1 BASIS ADJUSTMENTS	3	152,768.
4 Add lines 1, 2, and 3	4	8,130,948.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,130,948.

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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 STATEMENTS			
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 1,150,953.		928,286.	222,667.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			222,667.

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	222,667.
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	115,946.

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	340,522.	8,095,953.	.042061
2009	380,545.	7,020,352.	.054206
2008	457,135.	7,368,164.	.062042
2007	410,059.	9,391,709.	.043662
2006	303,040.	8,941,834.	.033890

2 Total of line 1, column (d)	2	.235861
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	.047172
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	8,488,304.
5 Multiply line 4 by line 3	5	400,410.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,932.
7 Add lines 5 and 6	7	404,342.
8 Enter qualifying distributions from Part XII, line 4 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.	8	414,242.

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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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,932.
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	3,932.
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	3,932.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,558.	
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	9,558.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	5,626.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 1,100. Refunded <input type="checkbox"/>	11	4,526.	

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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
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.	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MN		
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	<input checked="" type="checkbox"/>	
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input checked="" type="checkbox"/>	

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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? Website address ► NONE	13	X	
14	The books are in care of ► FIDUCIARY COUNSELLING, INC. Telephone no. ► 651-228-0935 Located at ► 30 E. SEVENTH ST, STE 2000, ST. PAUL, MN ZIP+4 ► 55101-4930			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	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)? ☐ **5b** ☒ X

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

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

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Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
	0.
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	
	0.
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,841,040.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	776,528.
d	Total (add lines 1a, b, and c)	1d	8,617,568.
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	8,617,568.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,264.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,488,304.
6	Minimum investment return. Enter 5% of line 5	6	424,415.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (i)(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	424,415.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,932.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	148.
c	Add lines 2a and 2b	2c	4,080.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	420,335.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	420,335.
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	420,335.

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	414,242.
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	414,242.
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	3,932.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	410,310.

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)

**CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION**

Form 990-PF (2011)

41-6012063 Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				420,335.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			390,152.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 414,242.				
a Applied to 2010, but not more than line 2a			390,152.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				24,090.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				396,245.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

**CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION**

Form 990-PF (2011)

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

- 1 a 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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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).)

ROBERT J. SIVERTSEN BY ATTRIBUTION OF WIFE, SARAH-MAUD SIVERTSEN

- 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.

NONE

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 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:

SCHEDULE ATTACHED

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

- c Any submission deadlines:

SCHEDULE ATTACHED

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

SCHEDULE ATTACHED

**CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION**

Form 990-PF (2011)

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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
<i>a Paid during the year</i>				
SEE ATTACHED				381,900.
Total			▶ 3a	381,900.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	216,598.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	111,205.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		327,803.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	327,803.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Form 990-PF (2011)

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

Form **990-PF** (2011)

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

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

OMB No 1545-0047

2011

Name of the organization

CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION

Employer identification number

41-6012063

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization
**CHARLES A WEYERHAEUSER MEMORIAL
 FOUNDATION**

Employer identification number

41-6012063**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROSENBERY CHARITABLE TERM TRUST 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	\$ 229,620.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

**CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION**

Employer identification number

41-6012063**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

CHARLES A WEYERHAEUSER MEMORIAL
FOUNDATION

41-6012063

Part III

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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	ARTISAN INTL VALUE FUND		10/05/10	02/21/12
b	ARTISAN INTL VALUE FUND		12/16/10	02/21/12
c	BARON ASSET FUND		11/26/99	02/21/12
d	BARON ASSET FUND		11/17/00	02/21/12
e	BARON ASSET FUND		12/14/10	02/21/12
f	CLEARWATER SMALL COMPANIES FUND		12/28/10	02/21/12
g	CLEARWATER SMALL COMPANIES FUND		08/30/11	02/21/12
h	EII GLOBAL PROPERTY FUND		05/16/07	02/21/12
i	AMERICAN EUROPACIFIC GROWTH FUND CLASS F2		12/13/07	02/21/12
j	OAKMARK SELECT FD		04/18/06	02/21/12
k	LOOMIS SAYLES BOND INSTL		10/18/10	08/30/11
l	LOOMIS SAYLES BOND INSTL		02/22/11	08/30/11
m	LOOMIS SAYLES BOND INSTL		03/22/11	08/30/11
n	LOOMIS SAYLES BOND INSTL		04/26/11	08/30/11
o	LOOMIS SAYLES BOND INSTL		05/24/11	08/30/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,371.		6,812.	559.
b 2,629.		2,590.	39.
c 32,922.		36,723.	-3,801.
d 9,381.		10,249.	-868.
e 3,697.		4,048.	-351.
f 349.		346.	3.
g 32,651.		31,060.	1,591.
h 9,985.		13,615.	-3,630.
i 7,985.		10,621.	-2,636.
j 85,000.		92,730.	-7,730.
k 48,078.		47,805.	273.
l 4,323.		4,306.	17.
m 4,518.		4,510.	8.
n 4,162.		4,263.	-101.
o 4,428.		4,535.	-107.

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			559.
b			39.
c			-3,801.
d			-868.
e			-351.
f			3.
g			** 1,591.
h			-3,630.
i			-2,636.
j			-7,730.
k			** 273.
l			** 17.
m			** 8.
n			** -101.
o			** -107.

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

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	LOOMIS SAYLES BOND INSTL		06/21/11	08/30/11
b	LOOMIS SAYLES BOND INSTL		07/26/11	08/30/11
c	PIMCO EMERGING MARKETS BOND FD		10/15/10	08/30/11
d	PIMCO EMERGING MARKETS CURRENCY FD		10/15/10	02/21/12
e	PIMCO EMERGING MARKETS CURRENCY FD		10/15/10	08/30/11
f	PIMCO EMERGING MARKETS CURRENCY FD		03/31/11	08/30/11
g	PIMCO EMERGING MARKETS CURRENCY FD		04/29/11	08/30/11
h	PIMCO EMERGING MARKETS CURRENCY FD		05/31/11	08/30/11
i	PIMCO EMERGING MARKETS CURRENCY FD		06/30/11	08/30/11
j	PIMCO EMERGING MARKETS CURRENCY FD		07/29/11	08/30/11
k	PIMCO EMERGING MARKETS CURRENCY FD		08/31/11	02/21/12
l	SELECTED AMERICAN SHARES CL D		04/18/06	02/21/12
m	TEMPLETON INST FOREIGN SM COS		12/19/07	08/30/11
n	TEMPLETON INST FOREIGN SM COS		12/19/07	08/30/11
o	TEMPLETON INST FOREIGN SM COS		12/19/07	08/30/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,213.		4,272.	-59.
b	4,263.		4,387.	-124.
c	27,985.		28,539.	-554.
d	10,378.		10,682.	-304.
e	15,607.		15,508.	99.
f	698.		699.	-1.
g	674.		698.	-24.
h	601.		612.	-11.
i	632.		644.	-12.
j	772.		787.	-15.
k	607.		631.	-24.
l	67,985.		66,750.	1,235.
m	2,143.		2,443.	-300.
n	2,528.		2,883.	-355.
o	10,314.		11,760.	-1,446.

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			** -59.
b			** -124.
c			** -554.
d			-304.
e			** 99.
f			** -1.
g			** -24.
h			** -11.
i			** -12.
j			** -15.
k			** -24.
l			1,235.
m			-300.
n			-355.
o			-1,446.

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 }

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

2

3

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 THIRD AVENUE REAL ESTATE			12/21/10	02/21/12
b THIRD AVENUE REAL ESTATE			08/30/11	02/21/12
c VANGUARD INFL PROTECT SECURITIES FD INSTL			03/29/10	09/13/11
d VANGUARD INFL PROTECT SECURITIES FD INSTL			05/27/10	09/13/11
e VANGUARD INFL PROTECT SECURITIES FD INSTL			06/28/10	09/13/11
f VANGUARD INFL PROTECT SECURITIES FD INSTL			11/18/03	09/13/11
g VANGUARD INFL PROTECT SECURITIES FD INSTL			12/23/03	09/13/11
h VANGUARD INFL PROTECT SECURITIES FD INSTL			12/23/03	09/13/11
i VANGUARD INFL PROTECT SECURITIES FD INSTL			12/23/03	09/13/11
j VANGUARD INFL PROTECT SECURITIES FD INSTL			06/25/04	09/13/11
k VANGUARD INFL PROTECT SECURITIES FD INSTL			09/24/04	09/13/11
l VANGUARD INFL PROTECT SECURITIES FD INSTL			03/23/05	09/13/11
m VANGUARD INFL PROTECT SECURITIES FD INSTL			03/23/05	09/13/11
n VANGUARD INFL PROTECT SECURITIES FD INSTL			03/23/05	09/13/11
o VANGUARD INFL PROTECT SECURITIES FD INSTL			03/23/05	09/13/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 18,435.		17,572.	863.
b 10,550.		9,508.	1,042.
c 1,313.		1,153.	160.
d 43,146.		39,015.	4,131.
e 1,136.		1,039.	97.
f 59,462.		52,507.	6,955.
g 1,633.		1,403.	230.
h 691.		594.	97.
i 817.		701.	116.
j 3,763.		3,219.	544.
k 2,713.		2,384.	329.
l 260.		226.	34.
m 276.		240.	36.
n 373.		325.	48.
o 87,404.		76,015.	11,389.

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			863.
b			** 1,042.
c			160.
d			4,131.
e			97.
f			6,955.
g			230.
h			97.
i			116.
j			544.
k			329.
l			34.
m			36.
n			48.
o			11,389.

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 }

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

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.						(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		09/23/05	09/13/11
b	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		12/28/05	09/13/11
c	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		12/28/05	09/13/11
d	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		03/24/06	09/13/11
e	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		04/18/06	09/13/11
f	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		06/23/06	09/13/11
g	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		09/22/06	09/13/11
h	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		03/23/07	09/13/11
i	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		06/22/07	09/13/11
j	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		08/07/07	09/13/11
k	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		09/21/07	09/13/11
l	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		12/21/07	09/13/11
m	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		09/25/08	09/13/11
n	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		12/19/08	09/13/11
o	VANGUARD	INFL	PROTECT	SECURITIES	FD INSTL		03/26/09	09/13/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,547.		2,242.	305.
b 332.		285.	47.
c 7,763.		6,657.	1,106.
d 265.		225.	40.
e 19,066.		16,015.	3,051.
f 7,116.		5,816.	1,300.
g 4,976.		4,186.	790.
h 2,686.		2,271.	415.
i 9,332.		7,588.	1,744.
j 4,807.		4,015.	792.
k 4,313.		3,623.	690.
l 3,423.		2,977.	446.
m 4,880.		4,183.	697.
n 406.		337.	69.
o 119.		102.	17.

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			305.
b			47.
c			1,106.
d			40.
e			3,051.
f			1,300.
g			790.
h			415.
i			1,744.
j			792.
k			690.
l			446.
m			697.
n			69.
o			17.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/10/10	09/13/11
b	VANGUARD INFL PROTECT SECURITIES FD INSTL		09/27/10	09/13/11
c	VANGUARD INFL PROTECT SECURITIES FD INSTL		10/15/10	08/30/11
d	VANGUARD INFL PROTECT SECURITIES FD INSTL		10/15/10	09/13/11
e	VANGUARD INFL PROTECT SECURITIES FD INSTL		12/28/10	09/13/11
f	VANGUARD INFL PROTECT SECURITIES FD INSTL		02/08/11	09/13/11
g	VANGUARD INFL PROTECT SECURITIES FD INSTL		03/30/11	09/13/11
h	VANGUARD INFL PROTECT SECURITIES FD INSTL		06/29/11	09/13/11
i	WASH SALES		VARIOUS	VARIOUS
j	ROUNDING TO BOOK ADJ			
k	LTCGD			
l	SHORT TERM GAIN/LOSS THRU CPOF I			
m	LONG TERM GAIN/LOSS THRU CPOF I			
n	SEC. 1231 GAIN/LOSS THRU CPOF I			
o	SEC. 1256 GAIN/LOSS THRU CPOF I			

(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 92,877.		86,015.	6,862.
b 1,039.		973.	66.
c 56,985.		54,788.	2,197.
d 51,393.		49,227.	2,166.
e 6,503.		5,896.	607.
f 32,177.		29,015.	3,162.
g 3,337.		3,096.	241.
h 7,491.		7,102.	389.
i 312.			312.
j 6.			6.
k 102,703.			102,703.
l 394.			394.
m 30,694.			30,694.
n 121.			121.
o 44.			44.

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			6,862.
b			** 66.
c			** 2,197.
d			** 2,166.
e			** 607.
f			** 3,162.
g			** 241.
h			** 389.
i			** 312.
j			** 6.
k			** 102,703.
l			** 394.
m			** 30,694.
n			** 121.
o			** 44.

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

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CONTINUATION FOR 990-PF, PART IV
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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	SHORT TERM GAIN/LOSS THRU CPOF II			
b	LONG TERM GAIN/LOSS THRU CPOF II			
c	SEC. 1231 GAIN/LOSS THRU CPOF II			
d	SEC. 1256 GAIN/LOSS THRU CPOF II			
e	SHORT TERM GAIN/LOSS THRU CPOF III			
f	LONG TERM GAIN/LOSS THRU CPOF III			
g	SEC. 1231 GAIN/LOSS THRU CPOF III			
h	SEC. 1256 GAIN/LOSS THRU CPOF III			
i	SHORT TERM GAIN/LOSS THRU CPOF IV			
j	LONG TERM GAIN/LOSS THRU CPOF IV			
k	SEC. 1231 GAIN/LOSS THRU CPOF IV			
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	1,031.		1,031.
b	39,931.		39,931.
c	73.		73.
d		234.	-234.
e	505.		505.
f	12,289.		12,289.
g	23.		23.
h		1.	-1.
i	25.		25.
j		8.	-8.
k	118.		118.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			** 1,031.
b			** 39,931.
c			** 73.
d			** -234.
e			** 505.
f			** 12,289.
g			** 23.
h			** -1.
i			** 25.
j			** -8.
k			** 118.
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	222,667.
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	115,946.

123591
05-01-11

** (SHORT-TERM)

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARTISAN INTL VALUE FUND	PURCHASED	10/05/10	02/21/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
7,371.	6,812.	0.	0.
			559.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARTISAN INTL VALUE FUND	PURCHASED	12/16/10	02/21/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
2,629.	2,590.	0.	0.
			39.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BARON ASSET FUND	PURCHASED	11/26/99	02/21/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
32,922.	36,723.	0.	0.
			-3,801.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 11/17/00	DATE SOLD 02/21/12
BARON ASSET FUND	9,381.	10,249.	0.		0.	-868.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 12/14/10	DATE SOLD 02/21/12
BARON ASSET FUND	3,697.	4,048.	0.		0.	-351.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 12/28/10	DATE SOLD 02/21/12
CLEARWATER SMALL COMPANIES FUND	349.	346.	0.		0.	3.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 08/30/11	DATE SOLD 02/21/12
CLEARWATER SMALL COMPANIES FUND	32,651.	31,060.	0.		0.	1,591.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
EII GLOBAL PROPERTY FUND	9,985.	13,615.	0.	PURCHASED	05/16/07	02/21/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
AMERICAN EUROPACIFIC GROWTH FUND CLASS F2	7,985.	10,621.	0.	PURCHASED	12/13/07	02/21/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
OAKMARK SELECT FD	85,000.	92,730.	0.	PURCHASED	04/18/06	02/21/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LOOMIS SAYLES BOND INSTL	48,078.	47,805.	0.	PURCHASED	10/18/10	08/30/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 02/22/11	DATE SOLD 08/30/11
LOOMIS SAYLES BOND INSTL	4,323.	4,306.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
					0.	17.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 03/22/11	DATE SOLD 08/30/11
LOOMIS SAYLES BOND INSTL	4,518.	4,510.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
					0.	8.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 04/26/11	DATE SOLD 08/30/11
LOOMIS SAYLES BOND INSTL	4,162.	4,263.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
					0.	-101.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 05/24/11	DATE SOLD 08/30/11
LOOMIS SAYLES BOND INSTL	4,428.	4,535.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS
					0.	-107.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LOOMIS SAYLES BOND INSTL	4,213.	4,272.	0.	0.	-59.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOOMIS SAYLES BOND INSTL	PURCHASED	07/26/11	08/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,263.	4,387.	0.	0.	-124.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS BOND FD	27,985.	28,539.	0.	0.	-554.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	10,378.	10,682.	0.	0.	-304.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	15,607.	15,508.	0.	0.	99.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	03/31/11	08/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
698.	699.	0.	0.	-1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	674.	698.	0.	0.	-24.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO EMERGING MARKETS CURRENCY FD	PURCHASED	05/31/11	08/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
601.	612.	0.	0.	-11.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	632.	644.	0.	0.	-12.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	772.	787.	0.	0.	-15.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PIMCO EMERGING MARKETS CURRENCY FD	607.	631.	0.	0.	-24.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SELECTED AMERICAN SHARES CL D	67,985.	66,750.	0.	0.	1,235.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
TEMPLETON INST FOREIGN SM COS	2,143.	2,443.	0.	PURCHASED	12/19/07	08/30/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
TEMPLETON INST FOREIGN SM COS	2,528.	2,883.	0.	PURCHASED	12/19/07	08/30/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
TEMPLETON INST FOREIGN SM COS	10,314.	11,760.	0.	PURCHASED	12/19/07	08/30/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
THIRD AVENUE REAL ESTATE	18,435.	17,572.	0.	PURCHASED	12/21/10	02/21/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
THIRD AVENUE REAL ESTATE	10,550.	9,508.	0.	0.		02/21/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	1,313.	1,153.	0.	0.		09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	43,146.	39,015.	0.	0.		09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	1,136.	1,039.	0.	0.		97.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	11/18/03	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59,462.	52,507.	0.	0.	6,955.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,633.	1,403.	0.	0.	230.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
691.	594.	0.	0.	97.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/23/03	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
817.	701.	0.	0.	116.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	3,763.	3,219.	0.	PURCHASED	06/25/04	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	2,713.	2,384.	0.	PURCHASED	09/24/04	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	260.	226.	0.	PURCHASED	03/23/05	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	276.	240.	0.	PURCHASED	03/23/05	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	373.	325.	0.	PURCHASED	03/23/05	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	87,404.	76,015.	0.	PURCHASED	03/23/05	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	2,547.	2,242.	0.	PURCHASED	09/23/05	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	332.	285.	0.	PURCHASED	12/28/05	09/13/11

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/28/05	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,763.	6,657.	0.	0.	1,106.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/24/06	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
265.	225.	0.	0.	40.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	04/18/06	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,066.	16,015.	0.	0.	3,051.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	06/23/06	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,116.	5,816.	0.	0.	1,300.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INFL PROTECT SECURITIES FD INSTL	4,976.	4,186.	0.	0.	790.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INFL PROTECT SECURITIES FD INSTL	2,686.	2,271.	0.	0.	415.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INFL PROTECT SECURITIES FD INSTL	9,332.	7,588.	0.	0.	1,744.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INFL PROTECT SECURITIES FD INSTL	4,807.	4,015.	0.	0.	792.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/21/07	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,313.	3,623.	0.	0.	690.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/21/07	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,423.	2,977.	0.	0.	446.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/25/08	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,880.	4,183.	0.	0.	697.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/19/08	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
406.	337.	0.	0.	69.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/26/09	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
119.	102.	0.	0.	17.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/10/10	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
92,877.	86,015.	0.	0.	6,862.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	09/27/10	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,039.	973.	0.	0.	66.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	10/15/10	08/30/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
56,985.	54,788.	0.	0.	2,197.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	10/15/10	09/13/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,393.	49,227.	0.	0.	2,166.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	12/28/10	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,503.	5,896.	0.	0.	607.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	02/08/11	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,177.	29,015.	0.	0.	3,162.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
VANGUARD INFL PROTECT SECURITIES FD INSTL	PURCHASED	03/30/11	09/13/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,337.	3,096.	0.	0.	241.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
VANGUARD INFL PROTECT SECURITIES FD INSTL	7,491.	7,102.	0.	PURCHASED	06/29/11	09/13/11

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WASH SALES	312.	312.	0.	PURCHASED	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
ROUNDING TO BOOK ADJ	6.	0.	0.	PURCHASED	0.	6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LTCGD	102,703.	26,145.	0.	PURCHASED	0.	76,558.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF I			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
394.	394.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF I			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
30,694.	30,694.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF I			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
121.	121.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF I			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
44.	44.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF II			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,031.	1,031.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF II			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
39,931.	39,931.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF II			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
73.	73.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF II			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
505.	505.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,289.	12,289.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23.	23.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF III	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF IV	25.	25.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF IV	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF IV	118.	118.	0.		0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV		0.
TOTAL TO FORM 990-PF, PART I, LINE 6A		111,205.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	215,522.	0.	215,522.
ROCK ISLAND COMPANY	6.	0.	6.
STCGD	1,070.	0.	1,070.
TOTAL TO FM 990-PF, PART I, LN 4	216,598.	0.	216,598.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CPOF #45-0463589	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-761.	0.
RENTAL	0.	-1.	0.
OTHER RENTAL	0.	-41.	0.
INTEREST	0.	2,218.	0.
DIVIDENDS	0.	7,488.	0.
ROYALTY	0.	3.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	344.	0.
OTHER INCOME/LOSS	0.	-354.	0.
LESS: UBTI	0.	134.	0.
CPOF II #20-2825162	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-1,795.	0.
RENTAL	0.	-1.	0.
OTHER RENTAL INCOME/LOSS	0.	-4.	0.
TAXABLE INTEREST	0.	3,408.	0.
ORDINARY DIVIDENDS	0.	6,808.	0.
ROYALTIES	0.	29.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	460.	0.
CANCELLATION OF DEBT	0.	1,940.	0.
OTHER INCOME/LOSS	0.	-1,119.	0.
LESS: UBTI	0.	-1,023.	0.
CPOF III #26-2251284	0.	0.	0.
ORDINARY INCOME/LOSS	0.	2,233.	0.
NET RENTAL	0.	35.	0.
OTHER RENTAL	0.	210.	0.
TAXABLE INTEREST	0.	2,245.	0.
ORDINARY DIVIDENDS	0.	710.	0.
ROYALTIES	0.	123.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	333.	0.
OTHER INCOME/LOSS	0.	1,489.	0.
LESS: UBTI	0.	-2,699.	0.
CPOF IV #45-2978316	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-57.	0.
INTEREST	0.	218.	0.
DIVIDENDS	0.	74.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	16.	0.
OTHER INCOME/LOSS	0.	436.	0.
LESS: UBTI	0.	-6.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	23,093.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
* ACCOUNTING AND TAX SERVICE	41,646.	6,829.	0.	33,317.	
* ALLOCATED 20% TO INVESTMENT INCOME & 80% TO DISBURSEMENTS FOR CHARITABLE PURPOSES	0. 0.	0. 0.	0. 0.	0. 0.	
TO FORM 990-PF, PG 1, LN 16B	41,646.	6,829.	0.	33,317.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2010 FEDERAL EXCISE TAXES	7,700.	0.	0.	0.	
FOREIGN TAXES	0.	3,363.	0.	0.	
FOREIGN TAX THRU CPOF	0.	299.	0.	0.	
FOREIGN TAX THRU CPOF II	0.	33.	0.	0.	
FOREIGN TAX THRU CPOF III	0.	12.	0.	0.	
FOREIGN TAX THRU CPOF IV	0.	1.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	7,700.	3,708.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
*MISC STATE FILING FEES	25.	0.	0.	25.	
THRU CPOF #45-0463589	0.	0.	0.	0.	
SEC. 179 DEDUCTION	0.	1.	0.	0.	
SEC. 59(E)(2) DEDUCTION	0.	144.	0.	0.	
2% PORTFOLIO DEDUCTIONS	0.	9,543.	0.	0.	
OTHER PORTFOLIO DEDUCTIONS	0.	69.	0.	0.	
OTHER DEDUCTIONS	0.	35.	0.	0.	
THRU CPOF II #20-2825162	0.	0.	0.	0.	
ROYALTY DEDUCTIONS	0.	31.	0.	0.	
SEC. 179 DEDUCTION	0.	1.	0.	0.	

SEC. 59(E)(2) DEDUCTION	0.	329.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	13,715.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	55.	0.	0.
OTHER DEDUCTIONS	0.	-1,170.	0.	0.
THRU CPOF III #26-2251284	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	136.	0.	0.
SEC. 59(E)(2)	0.	19.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,063.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	73.	0.	0.
OTHER DEDUCTIONS	0.	16.	0.	0.
THRU CPOF IV #45-2978316	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	1,910.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	47.	0.	0.
*100% ALLOCATED TO DISBURSEMENT FOR CHARITABLE PURPOSES	0.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	25.	35,017.	0.	25.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

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

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OAKMARK SELECT FD	267,955.	296,763.
SELECTED AMERICAN SHARES CL D	282,499.	294,286.
SOURCE CAPITAL INC	328,035.	453,703.
VANGUARD PRIMECAP CORE FD	245,064.	289,277.
BARON ASSET FUND	225,019.	268,126.
CLEARWATER SMALL COMPANIES FUND	285,684.	354,121.
ARTISAN INTL VALUE FUND	170,915.	186,572.
DODGE & COX INTL STOCK FUND	289,247.	257,179.
AMERICAN EUROPACIFIC GR CL FD CLASS F2	230,978.	369,924.
TEMPLETON INST FOREIGN SM COS	281,145.	372,726.
EATON VANCE PARAMETRIC T-M EMERGING MKTS	210,430.	227,063.

TOUCHSTONE EMERGING MARKETS FUND CL I	199,019.	233,060.
ROCK ISLAND COMPANY	500.	769.
EII GLOBAL PROPERTY FUND	520,089.	451,395.
THIRD AVENUE REAL ESTATE	330,432.	456,733.
HUSSMAN STRATEGIC GROWTH	246,687.	219,939.
PIMCO ALL ASSET INST CLASS	509,930.	504,992.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,623,628.	5,236,628.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LOOMIS SAYLES BOND INSTL	832,699.	991,093.
PIMCO EMERGING MARKETS BOND FD	466,678.	497,175.
PIMCO EMERGING MARKETS CURRENCY FD	443,486.	450,407.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	487,499.	496,928.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,230,362.	2,435,603.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLEARWATER PRIVATE OPP FD	COST	370,861.	422,341.
CLEARWATER PRIVATE OPP FD II	COST	429,477.	510,976.
CLEARWATER PRIVATE OPP FD III	COST	213,475.	223,990.
CLEARWATER PRIVATE OPP FD IV	COST	18,000.	18,000.
ROUNDING ADJ	COST	1.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,031,814.	1,175,307.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS	STATEMENT 11
	PART VII-A, LINE 10	

NAME OF CONTRIBUTOR	ADDRESS
ROSENBERY CHARITABLE TERM TRUST #27-6765446, BY SMWS, DOD - 1/12/2008	30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LUCY ROSENBERY JONES 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
ROBERT J. SIVERTSEN 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	VICE PRES/DIRECTOR 1.00	0.	0.	0.
JOSEPH S. MICALLEF 332 MINNESOTA STREET, STE 3090 ST. PAUL, MN 55101	SECR/TREAS/DIRECTOR 1.00	0.	0.	0.
CHARLES W. ROSENBERY, II 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIR/AST SECR/AST TRS 1.00	0.	0.	0.
ELISE R. DONOHUE 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee: Art Complex, Inc
189 Alden Street, PO Box 2814
Duxbury, MA 02331

Amount of Grant: \$ 5,000.00

Date paid: 12/4/2009

Purpose:

For capital endowment and general support of the Art Complex, Inc provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B).

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee:

2009 Annual report was received after May 15, 2010.
2010 Annual report was received after May 15, 2011.
2011 Annual report was received after May 15, 2012.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d).

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee: The Weyerhaeuser Family Foundation
30 East Seventh Street, Suite 2000
St. Paul, MN 55101-4930

Amount of Grant: \$ 1,710.00

Date paid: 12/4/2009

Purpose:

For capital endowment and general support of the Weyerhaeuser Family Foundation provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B). The Weyerhaeuser Family Foundation is a private, grant-making foundation that does not conduct any programs of its own.

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee:

2009 Annual report was received after May 15, 2010.
2010 Annual report was received after May 15, 2011.
2011 Annual report was received after May 15, 2012.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d)

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee: Art Complex, Inc
189 Alden Street, PO Box 2814
Duxbury, MA 02331

Amount of Grant: \$ 5,000.00

Date paid: 2/22/2010

Purpose:

For capital endowment and general support of the Art Complex, Inc provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B).

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee:

2010 Annual report was received after May 15, 2011.

2011 Annual report was received after May 15, 2012.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d).

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee. The Weyerhaeuser Family Foundation
30 East Seventh Street, Suite 2000
St Paul, MN 55101-4930

Amount of Grant: \$ 1,710.00

Date paid: 2/22/2010

Purpose.

For capital endowment and general support of the Weyerhaeuser Family Foundation provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B). The Weyerhaeuser Family Foundation is a private, grant-making foundation that does not conduct any programs of its own.

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee:

2010 Annual report was received after May 15, 2011.
2011 Annual report was received after May 15, 2012.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d).

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee: The Weyerhaeuser Family Foundation
30 East Seventh Street, Suite 2000
St. Paul, MN 55101-4930

Amount of Grant: \$ 1,000 00

Date paid: 2/22/2011

Purpose.

For capital endowment and general support of the Weyerhaeuser Family Foundation provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B). The Weyerhaeuser Family Foundation is a private, grant-making foundation that does not conduct any programs of its own.

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee:

2011 Annual report was received after May 15, 2012.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d).

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

Charles A Weyerhaeuser Memorial Foundation
41-6012063

Part VII-B, Question 5(c), Taxes on Taxable Expenditure Information with respect to grants subject to expenditure responsibility.

Grantee The Weyerhaeuser Family Foundation
30 East Seventh Street, Suite 2000
St. Paul, MN 55101-4930

Amount of Grant: \$ 1,000.00

Date paid: 2/22/2012

Purpose

For capital endowment and general support of the Weyerhaeuser Family Foundation provided neither the grant nor the income there from is used for any purpose other than those described in IRC Section 170(c)(B). The Weyerhaeuser Family Foundation is a private, grant-making foundation that does not conduct any programs of its own.

Amount of grant expended by grantee:

Since this grant was made for capital endowment and general support, the expenditure responsibility agreement did not provide that the principal and income, if any, from the grant funds would have to be expended for any particular purpose or within any specific period of time.

Date of report from grantee.

2012 Annual report will be received after May 15, 2013.

Whether grantee has diverted any portion of the funds:

To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant. To the knowledge of the grantor, neither the principal nor the income from the grant funds has been used for any purpose which would result in tax under IRC Section 4945(d).

Dates and results of any verification required of grantee's reports:

No verifications have been undertaken.

THE CHARLES A. WEYERHAEUSER MEMORIAL FOUNDATION

30 E. Seventh Street, Suite 2000
St. Paul, MN 55101-4930

41-6012063

2011 ANNUAL RETURN

Form 990-PF, Part XV, Line-2, Supplementary Information

Grant Criteria and other information

Written requests for grants should be addressed to Lucy Rosenberry Jones, President, The Charles A. Weyerhaeuser Memorial Foundation, 30 E. Seventh Street, Suite 2000, St. Paul, MN 55101-4930. Telephone: (612) 228-0935.

Applications need not be submitted in any particular form. Proposals are considered throughout the year, and a letter advising of the decision of the Directors will be sent to the applicant as promptly as possible

CAW Memorial Foundation
Contributions Paid for Year End 2/28/2012
7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
American Civil Liberties Union of Minnesota	450 North Syndicate Street, Suite 230 St. Paul, MN 55104	Yes	2012 general operating support	\$500.00
American University in Cairo	420 Fifth Avenue, 3rd Floor New York, NY 10018-2729	Yes	2012 general operating support	\$1,000.00
Americans United for the Separation of Church and State	1301 K Street NW Ste. 850, East Tower Washington, DC 20005	Yes	2012 general operating support	\$1,000.00
Animal Sanctuary of St. Croix Valley	PO Box 847 Stillwater, MN 55082	Yes	2012 general operating support	\$1,000.00
Courage Center	3915 Golden Valley Road Golden Valley, MN 55422	Yes	2012 general operating support	\$500.00
Dodge Nature Center	365 West Marie Avenue West St. Paul, MN 55118	Yes	2011 general operating support	\$1,000.00
Forest History Society	701 Wm. Vickers Avenue Durham, NC 27701-3162	Yes	2012 general operating support	\$5,000.00
Global Population Education, Inc.	PO Box 353 Basye, VA 22810	Yes	2012 general operating support	\$1,000.00

CAW Memorial Foundation

Contributions Paid for Year End 2/28/2012

7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Greater Twin Cities United Way	404 South Eighth Street Minneapolis, MN 55404-1084	Yes	2012 general operating support	\$1,000.00
Heartland Symphony Orchestra	PO Box 241 Little Falls, MN 56345	Yes	2012 general operating support	\$1,000.00
Hill Museum & Manuscript Library	Saint John's University Box 7300 Collegeville, MN 56321	Yes	designated for the Malta Study Center in honor of Joseph S. Micallef.	\$5,000.00
Land Stewardship Project	821 East 35th Street, Suite 200 Minneapolis, MN 55407-2102	Yes	2012 general operating support	\$500.00
Landmark Center	75 West Fifth Street, Suite 404 St. Paul, MN 55102	Yes	2012 general operating support	\$500.00
Lindbergh Foundation	2150 Third Avenue North, Suite 310 Anoka, MN 55303-2200	Yes	2012 general operating support	\$5,000.00
Metropolitan Opera Association	Development Office 70 Lincoln Center New York, NY 10023	Yes	2012 National Council/Patron	\$2,250.00
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	Yes	2012 general operating support	\$1,000.00
Minnesota Council on Foundations	100 Portland Ave. S., Suite 225 Minneapolis, MN 55401-2575			\$1,450.00

CAW Memorial Foundation

Contributions Paid for Year End 2/28/2012

7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Minnesota Historical Society	345 Kellogg Boulevard West St. Paul, MN 55102-1906	Yes	\$100,000.00 is designated for the Endowment Fund for SMWS, \$5,000.00 is designated for general operating support, \$1,000 is for Director's Discretionary Fund	\$106,000.00
Minnesota Land Trust	2356 University Avenue West, Suite 240 St. Paul, MN 55114	Yes	2012 general operating support	\$500.00
Minnesota Landscape Arboretum Foundation	3675 Arboretum Drive Chaska, MN 55318-9613	Yes	2012 general operating support	\$500.00
Minnesota NARAL Foundation	2300 Myrtle Ave, Suite 120 St. Paul, MN 55114	Yes	2012 general operating support	\$500.00
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	Yes	2012 general operating support	\$2,000.00
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes	Showcase History of MPR - June 30, 2011 event	\$10,000.00
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes	\$35,000 is designated for 2012 opera broadcast sponsorships; \$400.00 is made in honor of Bill Kling's Birthday	\$35,400.00
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes	\$50,000.00 is designated for the William H. Kling Endowment Fund, \$800.00 is designated for a full day of broadcasting	\$50,800.00

CAW Memorial Foundation

Contributions Paid for Year End 2/28/2012

7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Montana State University Foundation	P.O. Box 172750 Bozeman, MT 59717	Yes	\$5,000.00 is designated for the Shakespeare in the Schools program in honor of Elise R. Donohue, and \$5,000.00 is designated for the Elise Event	\$10,000.00
Morrison County Animal Humane Society	200 7th Avenue NE Little Falls, MN 56345	Yes	in memory of Mrs. Margaret Hastings	\$500.00
Morrison County Animal Humane Society	200 7th Avenue NE Little Falls, MN 56345	Yes	in Memory of Audrey Hohncke	\$500.00
Morrison County Animal Humane Society	200 7th Avenue NE Little Falls, MN 56345	Yes	2012 general operating support	\$10,000.00
Morrison County Historical Society	PO Box 239 2151 Lindbergh Drive South Little Falls, MN 56345-0239	Yes	2012 general operating support	\$10,000.00
Music Forward	1275 Prospect Avenue Brooklyn, NY 11218	Yes	general operating support	\$10,000.00
Nature Conservancy - Minnesota Chapter	1101 West River Parkway, Suite 200 Minneapolis, MN 55415	Yes	Lake Alexander projects	\$20,000.00
Oakland Cemetery Association	927 Jackson Street St. Paul, MN 55117-5076	Yes	2012 general operating support	\$1,000.00
Ordway Center for The Performing Arts	345 Washington Street St. Paul, MN 55102	Yes	2012 general operating support	\$1,000.00

CAW Memorial Foundation
Contributions Paid for Year End 2/28/2012
7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Phillips Eye Institute Foundation	2215 Park Avenue, Suite 202 Minneapolis, MN 55404	Yes	in honor of Robert Ramsay, M.D.	\$5,000.00
Planned Parenthood of Minnesota	1965 Ford Parkway St. Paul, MN 55116	Yes	2012 general operating support	\$25,000.00
Population Action International	1300 19th Street NW Second Floor Washington, DC 20036	Yes	2012 general operating support	\$1,000.00
Population Institute	107 Second Street NE Washington, DC 20002	Yes	2012 general operating support	\$1,000.00
Public Art Saint Paul	351 Kellogg Boulevard East St. Paul, MN 55101	Yes	2012 general operating support	\$1,000.00
Ramsey County Historical Society	323 Landmark Center, 75 West 5th Street St. Paul, MN 55102	Yes	2012 general operating support	\$1,000.00
Saint Paul Chamber Orchestra	The Hamm Building 408 St. Peter Street, Third Floor St. Paul, MN 55102	Yes	2012 general operating support	\$1,000.00
Scandia Valley Fire Department	3518 320th Street Cushing, MN 56443	Yes	2012 general operating support	\$2,000.00
Scandia Valley First Response Team	40260 County Road 7 Cushing, MN 56443	Yes	2012 general operating support	\$2,000.00

CAW Memorial Foundation

Contributions Paid for Year End 2/28/2012

7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Schubert Club	302 Landmark Center 75 West Fifth Street St. Paul, MN 55102	Yes	2012 general operating support	\$10,000.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	in memory of Edward R. Titcomb	\$1,000.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	2012 general operating support	\$1,000.00
St. Paul Riverfront Corporation	25 West Sixth Street St. Paul, MN 55102	Yes	2012 general operating support	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE, #500 Minneapolis, MN 55455-2010	Yes	2012 Colonial Dames Foreign Student Scholarship Fund	\$500.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes	2012 general operating support for the Raptor Center	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes	Fund #8212, the Akeman Hangar Renovation Project, Fund, in honor of Dr. Gary Balas	\$10,000.00
Vashon-Maury Island Land Trust	PO Box 2031 Vashon, WA 98070	Yes	in honor of the wedding of Charles W. Rosenberry II and Lanora Hackett	\$10,000.00

CAW Memorial Foundation

Contributions Paid for Year End 2/28/2012

7 December 2012

Grantee Organization	Address	Public Charity	Purpose	Amount
Vashon-Maury Island Land Trust	PO Box 2031 Vashon, WA 98070	Yes	recommended by Charles W. Rosenberry II	\$10,000.00
Weyerhaeuser Family Foundation	30 East Seventh Street, Suite 2000 St. Paul, MN 55101	Yes		\$1,000.00
Grand Totals (54 items)				\$381,900.00

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	CHARLES A WEYERHAEUSER MEMORIAL FOUNDATI	<input checked="" type="checkbox"/> 41-6012063
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	30 E. SEVENTH ST, SUITE 2000	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ST PAUL, MN 55101-4930	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

FIDUCIARY COUNSELLING, INC.

• The books are in the care of **30 E. SEVENTH ST, STE 2000 - ST. PAUL, MN 55101-4930**
Telephone No. **651-228-0935** FAX No. **651-228-0776**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **JANUARY 15, 2013.**

5 For calendar year **2011**, or other tax year beginning **MAR 1, 2011**, and ending **FEB 29, 2012**.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

THE TAXPAYER IS A PARTNER IN NUMEROUS PARTNERSHIPS AND DUE TO THE COMPLEXITIES INVOLVED REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	6,890.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	9,558.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **Heather M. ...** Title **CPA**

Date **10-11-12**

Form 8868 (Rev. 1-2012)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	CHARLES A WEYERHAEUSER MEMORIAL FOUNDATI	<input checked="" type="checkbox"/> 41-6012063
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	30 E. SEVENTH ST, SUITE 2000	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ST PAUL, MN 55101-4930	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

FIDUCIARY COUNSELLING, INC.

- The books are in the care of ► **30 E. SEVENTH ST, STE 2000 - ST. PAUL, MN 55101-4930**
Telephone No. ► **651-228-0935** FAX No. ► **651-228-0776**

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **OCTOBER 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **MAR 1, 2011**, and ending **FEB 29, 2012**

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	6,890.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	9,558.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)