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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 06-01-2011 , and ending 05-31-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
THOMAS V GIDDENS JR CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
600 N 36TH AVENUE NO 326

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

A Employer identification number
41-2047741

B Telephone number (see page 10 of the instructions)
(206) 905-1450

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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







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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)☒ \$ 12,039,180

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	271,294	271,294		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	180,145			
	b Gross sales price for all assets on line 6a _____ 1,238,380				
	7 Capital gain net income (from Part IV, line 2)		180,145		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 2,452	0		
	12 Total. Add lines 1 through 11	453,891	451,439		
	13 Compensation of officers, directors, trustees, etc	343,334	47,333		296,001
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	24,117	3,325		20,792
	16a Legal fees (attach schedule).	 2,770	382		2,388
	b Accounting fees (attach schedule).	 3,972	548		3,424
	c Other professional fees (attach schedule)	 39,748	5,480		34,268
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 3,000	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	11,400	1,572		9,828
	21 Travel, conferences, and meetings	1,532	211		1,321
	22 Printing and publications				
	23 Other expenses (attach schedule).	 3,348	462		2,886
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	433,221	59,313		370,908
	25 Contributions, gifts, grants paid	791,000			791,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,224,221	59,313		1,161,908
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-770,330			
	b Net investment income (if negative, enter -0-)		392,126		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	569,872	440,413	440,413
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	11,779,637	11,138,766	11,589,459
	Liabilities	14	Land, buildings, and equipment basis ▶ 8,448 Less accumulated depreciation (attach schedule) ▶ _____	8,448	8,448
15		Other assets (describe ▶ _____)	860	860	860
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,358,817	11,588,487	12,039,180
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	12,358,817	11,588,487	
	30	Total net assets or fund balances (see page 17 of the instructions)	12,358,817	11,588,487	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,358,817	11,588,487		

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 12,358,817
2	Enter amount from Part I, line 27a	2 -770,330
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 11,588,487
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 11,588,487

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7</div><div>If (loss), enter -0- in Part I, line 7</div></div>	2	180,145
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)				
If (loss), enter -0- in Part I, line 8				

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,183,094	13,686,704	0 086441
2009	1,062,580	12,648,988	0 084005
2008	911,842	10,501,469	0 086830
2007	685,523	7,871,235	0 087092
2006	239,959	12,835,729	0 018695

2	Total of line 1, column (d).	2	0 363063
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 072613
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	12,957,542
5	Multiply line 4 by line 3.	5	940,886
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,921
7	Add lines 5 and 6.	7	944,807
8	Enter qualifying distributions from Part XII, line 4.	8	1,161,908

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,921
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	3,921
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	3,921
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,937	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	4,400	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	7,337
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	12
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	3,404
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 3,404	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <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.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of THE FOUNDATION Telephone no (206) 905-1450 Located at 600 N 36TH AVENUE SUITE 326 SEATTLE WA ZIP +4 98103			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD WATKINS 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/PRESIDENT 40 00	130,000	0	0
PAUL CAVANAUGH 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/SECRETARY 40 00	130,000	0	0
MARK KOTNOUR 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/VP 26 67	83,334	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,453,417
b	Average of monthly cash balances.	1b	701,448
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,154,865
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	13,154,865
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	197,323
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,957,542
6	Minimum investment return. Enter 5% of line 5.	6	647,877

Part XI

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

1	Minimum investment return from Part X, line 6.	1	647,877
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,921
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,921
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	643,956
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	643,956
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	643,956

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,161,908
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	1,161,908
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	3,921
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,157,987
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				643,956
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				74,425
d From 2009.				436,507
e From 2010.				509,867
f Total of lines 3a through e.	1,020,799			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,161,908				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				643,956
e Remaining amount distributed out of corpus	517,952			
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	1,538,751			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	1,538,751			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				74,425
c Excess from 2009.				436,507
d Excess from 2010.				509,867
e Excess from 2011.				517,952

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	791,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	271,294	
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	180,145	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a MISC INCOME - SALE OF INVENTORY			01	2,452	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). . .		0		453,891	0
13	Total. Add line 12, columns (b), (d), and (e).			13		453,891

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

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

[illegible]

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****		2013-03-05	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature	JOHN SMOLKE	Date	2013-03-05
		Firm's name	PETERSON SULLIVAN LLP CPA'S		Check if self-employed <input checked="" type="checkbox"/>
Firm's address		601 UNION ST STE 2300 SEATTLE, WA 981012345		PTIN P00120601	
			Firm's EIN	91-0605875	
			Phone no	(206) 382-7777	

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

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6,633 SHS DFA 5 YEAR GLOBAL BOND	P	2009-12-04	2012-01-30
3,780 SHS DFA U S LARGE VALUE	P	2009-12-04	2012-01-30
1,927 SHS DFA U S SMALL VALUE	P	2009-12-04	2012-01-30
7,074 SHS DFA U S MICRO	P	2009-12-04	2012-01-30
29,128 SHS PIMCO BOND	P	2008-02-07	2012-01-30
3,997 SHS IQ HEDGE MULTI-STRATEGY	P	2011-02-16	2012-01-30
1,019 SHS ISHARES AGGREGATE BOND INDEX	P	2009-12-04	2012-02-29
1,378 SHS ISHARES TIPS	P	2009-12-04	2012-02-29
1,217 SHS ISHARES S&P 500	P	2009-12-04	2012-02-29
CAPITAL GAINS DIVIDENDS	P		


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
73,000		74,571	-1,571
76,000		63,774	12,226
48,000		36,501	11,499
100,000		71,660	28,340
323,000		317,331	5,669
110,006		108,200	1,806
112,921		106,853	6,068
163,948		144,563	19,385
160,040		134,782	25,258
71,465			71,465

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,571
			12,226
			11,499
			28,340
			5,669
			1,806
			6,068
			19,385
			25,258
			71,465

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMARA PARENTING & ADOPTION SERVICES3300 E UNION STREET SEATTLE,WA 98122	COMMON DIRECTORS	501(C)(3)	FOSTER PARENT TRAINING AND FOSTER CARE CHILDREN	30,000
THE ARC OF KING COUNTY233 6TH AVENUE N SEATTLE,WA 98109	NONE	501(C)(3)	SUPPORT SERVICES FOR FAMILES WITH DEVELOPMENTALLY DISABLED CHILDREN	20,000
CARRIE LYNN CHILDRENS CENTER 826 N MAIN STREET ROCKFORD,IL 91103	NONE	501(C)(3)	SUPPORT AND EDUCATION OF INVESTIGATIVE PROCESSES FOR CHILD ABUSE CASES	70,000
CASA OF BOONE COUNTY ILLINIOS PO BOX 888 BELVIDERE,IL 61008	NONE	501(C)(3)	SUPPORT AND TRAINING OF VOLUNTEERS IN STATE FOSTER CARE	5,000
CASA OF WINNEBAGO COUNTY403 ELM STREET ROCKFORD,IL 91101	NONE	501(C)(3)	SUPPORT AND TRAINING OF VOLUNTEERS IN STATE FOSTER CARE	5,000
CENTER FOR CHILDREN AND YOUTH JUSTICE615 SECOND AVENUE 275 SEATTLE,WA 98104	NONE	501(C)(3)	RESEARCH EFFORTS ON IMPROVING CHILD WELFARE OUTCOMES	15,000
CHILDHAVEN316 BROADWAY SEATTLE,WA 98122	NONE	501(C)(3)	PROTECT AND TREAT ABUSED CHILDREN AGES 1 MO TO 5 YEARS OF AGE	40,000
COCOON HOUSE2929 PINE STREET EVERETT,WA 98201	NONE	501(C)(3)	SUPPORT PROGRAMS TO REDUCE/PREVENT TEEN HOMELESSNESS	5,000
COLUMBIA LEGAL SERVICES101 YESLER WAY SEATTLE,WA 98104	NONE	501(C)(3)	LEGAL SERVICES AND ADVOCACY FOR HOMELESS AND FOSTER YOUTH	40,000
FOSTER PROMISE600 N 36TH STREET STE 326 SEATTLE,WA 98103	NONE	501(C)(3)	COMMUNITY EDUCATION AND ADVOCACY FOR FOSTER CARE ISSUES	65,000
KINDERING CENTER16120 NE EIGHTH STREET BELLEVUE,WA 98008	NONE	501(C)(3)	ASSISTS FOSTER AND KINSHIP PARENTS WITH CHILD	30,000
THE MOCKINGBIRD SOCIETY2100 24TH AVENUE S STE 240 SEATTLE,WA 98144	NONE	501(C)(3)	SUPPORT STRUCTURES FOR FOSTER FAMILIES, FOSTER CHILD LEADERSHIP TRAINING AND ADVOCACY	30,000
ROOTS YOUNG ADULT SHELTER 1415 NE 43RD STREET SEATTLE,WA 98105	NONE	501(C)(3)	EMERGENCY OVERNIGHT SHELTER FOR YOUNG ADULTS	10,000
RYTHER CHILD CENTER2400 NE 95TH STREET SEATTLE,WA 98115	NONE	501(C)(3)	EARLY MENTAL HEALTH ASSESSMENT OF CHILDREN	50,000
SANCTUARY ARTS CENTER1604 NE 50TH STREET SEATTLE,WA 98105	NONE	501(C)(3)	WORKFORCE TRAINING FOR HOMELESS AND AT RISK YOUTH	20,000
SOCIAL VENTURE PARTNERS1601 SECOND AVENUE SEATTLE,WA 98101	NONE	501(C)(3)	SUPPORTS EARLY CHILDHOOD DEVELOPMENT IMPROVED CARE-GIVING SKILLLS	6,000
TREEHOUSE FOR KIDS2100 24TH AVENUE S STE 200 SEATTLE,WA 98144	NONE	501(C)(3)	SUPPORT FOR FOSTER CHILDREN THROUGH EDUCATION ADVOCACY	30,000
UNIVERSITY OF ILLINOIS COLLEGE OF MEDICINE AT ROCKFORD1601 PARKVIEW AVENUE ROCKFORD,IL 61107	NONE	501(C)(3)	SUPPORT MEDICAL INVESTIGATIVE PROCESSES FOR CHILD ABUSE CASES	50,000
PARTNERS FOR OUR CHILDRENUUNIVERSITY OF WASHINGTON SCHOOL OF SOCIAL WORKBOX 359476 SEATTLE,WA 98195	NONE	501(C)(3)	SUPPORT DEVELOPMENT OF A PUBLIC WEB DATA PORTAL FOR CHILD WELFARE ACTIVITIES IN WA STATE	100,000
WASHINGTON STATE DEPARTMENT OF SOCIAL AND HEALTH SERVICES PO BOX 45130 OLYMPIA,WA 98504	NONE	501(C)(3)	STAFF TRAINING REGARDING BRAIN DEVELOPMENT OF YOUNG CHILDREN	15,000
WELLSPRING1900 RAINIER AVENUE S SEATTLE,WA 98144	NONE	501(C)(3)	CHILDCARE FOR HOMELESS FAMILIES	20,000
YMCA OF GREATER SEATTLE909 FOURTH AVENUE SEATTLE,WA 98104	NONE	501(C)(3)	SUPPORT OF AFTER SCHOOL PROGRAMS FOR FOSTER AND AT RISK CHILDREN	15,000
YOUTHCARE2400 NE 54TH STREET SEATTLE,WA 98105	NONE	501(C)(3)	SUPPORT FOR ADOLESCENT EMERGENCY SHELTER AND INDEPENDENT LIVING PROGRAM	120,000
Total  3a				791,000

TY 2011 Accounting Fees Schedule

Name: THOMAS V GIDDENS JR CHARITABLE FOUNDATION

EIN: 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	3,972	548		3,424

TY 2011 Investments - Other Schedule**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DFA FIVE YEAR GLOBAL	AT COST	502,008	499,193
PIMCO TOTAL RETURN	AT COST	944,577	978,000
AQR MGD FUTURES STRAT FD CL I	AT COST	836,016	811,234
DFA EMERGING MARKETS-SMALL CAP.	AT COST	427,776	414,794
DFA EMERGING MARKETS-VALUE	AT COST	361,824	293,359
DFA INTERNATIONAL-SMALL CAP. VALUE	AT COST	830,817	732,709
DFA INTERNATIONAL-SMALL	AT COST	777,017	740,113
DFA INTERNATIONAL-VALUE	AT COST	762,801	624,591
DFA REAL ESTATE	AT COST	573,737	841,552
DFA U.S. LARGE CAP. VALUE	AT COST	575,543	669,383
DFA U.S. SMALL CAP. VALUE	AT COST	473,906	600,511
DFA U.S. MICRO	AT COST	441,365	592,975
IQ HEDGE MULTI STRAT ETF MULTI STRATEGY TRACKER	AT COST	732,149	738,312
ISHARES IBOXX INVEST. GRADE CORP.	AT COST	476,084	525,366
ISHARES MSCI EMERGING MARKETS	AT COST	395,989	359,494
ISHARES S&P DEV. U.S. PROPERTY INDEX	AT COST	379,996	352,501
ISHARES BARKLEY'S 1-3 YR. BOND	AT COST	473,455	476,077
ISHARES BARKLEY'S AGGREGATE BOND	AT COST	367,515	391,025
ISHARES BARKLEY'S TIPS	AT COST	327,341	378,528
ISHARES S&P 500	AT COST	478,850	569,742

TY 2011 Legal Fees Schedule

Name: THOMAS V GIDDENS JR CHARITABLE FOUNDATION

EIN: 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	2,770	382		2,388

TY 2011 Other Assets Schedule

Name: THOMAS V GIDDENS JR CHARITABLE FOUNDATION

EIN: 41-2047741

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	860	860	860

TY 2011 Other Expenses Schedule**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BUSINESS REGISTRATION FEES	125	17		108
OPERATION EXPENSE	1,898	262		1,636
MEMBERSHIP DUES	695	96		599
INSURANCE	630	87		543

TY 2011 Other Income Schedule**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME - SALE OF INVENTORY	2,452		2,452

TY 2011 Other Professional Fees Schedule

Name: THOMAS V GIDDENS JR CHARITABLE FOUNDATION

EIN: 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	39,748	5,480		34,268

TY 2011 Taxes Schedule

Name: THOMAS V GIDDENS JR CHARITABLE FOUNDATION

EIN: 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	3,000	0		0