



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

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

Open to Public Inspection

For calendar year 2012 or tax year beginning 07/01, 2012, **and ending** 06/30, 2013

Name of foundation **GILBERTSON FDN** T/A 40
-104200166280

A Employer identification number
91-1086750

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
KEYBANK N A, 10 WEST SECOND STREET, 26TH FL

B Telephone number (see instructions)
253- 305-7208

City or town, state, and ZIP code
DAYTON, OH 45402

C If exemption application is pending, check here

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

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,147,539.**

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

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

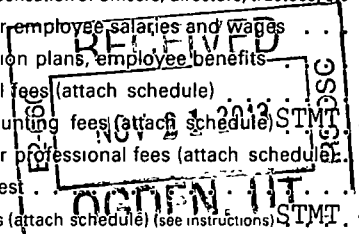
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(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 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	25,507.	25,507.	STMT 1
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	42,463.		
	b Gross sales price for all assets on line 6a	287,644.		
	7 Capital gain net income (from Part IV, line 2)		42,463.	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-125.		STMT 2	
12 Total. Add lines 1 through 11	67,845.	67,970.		

Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	14,000.	10,500.	3,500.
	14 Other employee salaries and wages		NONE	NONE
	15 Pension plans, employee benefits		NONE	NONE
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	1,250.	NONE	1,250.
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	24.	24.	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings		NONE	NONE
	22 Printing and publications		NONE	NONE
23 Other expenses (attach schedule)	25.			
24 Total operating and administrative expenses. Add lines 13 through 23	15,299.	10,524.	NONE	4,750.
25 Contributions, gifts, grants paid				
26 Total expenses and disbursements Add lines 24 and 25	15,299.	10,524.	NONE	4,750.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	52,546.			
b Net investment income (if negative, enter -0-)		57,446.		
c Adjusted net income (if negative, enter -0-)				

SCANNED DEC 05 2013



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			
	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 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			
	10 a	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)	984,663.	1,036,828.	1,147,539.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	984,663.	1,036,828.	1,147,539.	
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)			NONE	
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	984,663.	1,036,828.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	984,663.	1,036,828.		
31	Total liabilities and net assets/fund balances (see instructions)	984,663.	1,036,828.		

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	984,663.
2	Enter amount from Part I, line 27a	2	52,546.
3	Other increases not included in line 2 (itemize) ▶ ACCUM PRIOR YR PRTSHP INC	3	2,690.
4	Add lines 1, 2, and 3	4	1,039,899.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	3,071.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,036,828.

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 PUBLICLY TRADED SECURITIES						
b OTHER GAINS AND LOSSES						
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 263,103.		245,181.	17,922.			
b 24,541.			24,541.			
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))			
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any				
a			17,922.			
b			24,541.			
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	42,463.	
{ 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):				3		
If gain, also enter in Part I, line 8, column (c) (see 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 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))
2011	58,963.	1,080,228.	0.054584
2010	63,063.	1,130,377.	0.055789
2009	69,511.	1,071,542.	0.064870
2008	4,722.	999,631.	0.004724
2007	72,186.	1,290,780.	0.055924
2 Total of line 1, column (d)			2 0.235891
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 0.047178
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,110,987.
5 Multiply line 4 by line 3			5 52,414.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 574.
7 Add lines 5 and 6			7 52,988.
8 Enter qualifying distributions from Part XII, line 4			8 4,750.

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

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 905.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Marked with 'X' for 'Yes' or '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 instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of KEYBANK N A Telephone no. (216) 813-4556
Located at 10 WEST SECOND STREET, 26TH FLOOR, DAYTON, OH ZIP+4 45402
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2012, 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 X
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.

1a During the year did the foundation (either directly or indirectly).
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X 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)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
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 2012? 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X 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) 2b X
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? Yes X No
b If "Yes," did it have excess business holdings in 2012 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 2012.) 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 2012? 4b X

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)? (see instructions) 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)? Yes No **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? Yes No **6b** X

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? Yes No **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
KEYBANK 1101 PACIFIC AVE, 3RD FLOOR, TACOMA, WA 98004	TRUSTEE 1	14,000.	- 0 -	- 0 -

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 Yes No **NONE**

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 instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3	

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	1,127,906.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,127,906.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,127,906.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,919.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,110,987.
6	Minimum investment return. Enter 5% of line 5	6	55,549.

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

1	Minimum investment return from Part X, line 6	1	55,549.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,149.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,149.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	54,400.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	54,400.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	54,400.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,750.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,750.
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 instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,750.

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 instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				54,400.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			NONE	
b Total for prior years 20 10 , 20 _____, 20 _____		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				NONE
b From 2008				NONE
c From 2009				1,581.
d From 2010				9,986.
e From 2011				5,434.
f Total of lines 3a through e	17,001.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ _____ 4,750.				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				4,750.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a).)	17,001.			17,001.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				32,649.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008				NONE
b Excess from 2009				NONE
c Excess from 2010				NONE
d Excess from 2011				NONE
e Excess from 2012				NONE

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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)

Table with columns: Tax year (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, line 4, 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, 3 Complete 3a, b, or c for the alternative test relied upon: a 'Assets' alternative test, b 'Endowment' alternative test, c 'Support' alternative test.

Part XV Supplementary Information (Complete this part only if the 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).)
N/A

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.
N/A

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 or e-mail of the person to whom applications should be addressed:
SEE STATEMENT 9

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HOPE HEART INSTITUTE 1380 112TH AVE NE, SUITE 200 Bellevue WA 980	NONE	HOSPITAL	RESEARCH	
FRED HUTCH CANCER RESEARCH P O BOX 19024 SEATTLE WA 98109	NONE	HOSPITAL	RESEARCH	
SEATTLE CHILDREN'S HOSPITAL 4800 SAND POINT WAY NE SEATTLE WA	NONE	HOSPITAL	RESEARCH	
VIRGINIA MASON BENAROYA RES INST 1201 9TH AVE SEATTLE WA 98101	NONE	HOSPITAL	RESEARCH	
SWEDISH MEDICAL CENTER FDN 747 BROADWAY SEATTLE WA 98122	NONE	HOSPITAL	RESEARCH	
UNIVERSITY OF WASHINGTON BENAROYA RESEARCH IN 1218 TERRY AVE SEATTLE WA 98111	NONE	HOSPITAL	RESEARCH	
Total				▶ 3a
b Approved for future payment				
Total				▶ 3b

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

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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) is based on all information of which preparer has any knowledge. Signature of officer or trustee: James R. Freedline Jr, Date: 11/13/2013, Title: Vice President.

Paid Preparer Use Only Print/Type preparer's name, Preparer's signature, Date, Check [] if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	23,971.	23,971.
COMMON TRUST FUNDS	1,536.	1,536.
TOTAL	25,507.	25,507.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
PARTNERSHIP	-125.
TOTALS	----- -125. =====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	24.	24.
TOTALS	24.	24.

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
STATE FILING FEE	25.
TOTALS	----- 25. =====

GILBERTSON FDN

T/A 40

91-1086750

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV
C OR F

DESCRIPTION

SEE ATTACHED

C

TOTALS

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

PARTNERSHIP INCOME/LOSS
SALE OF PARTNERSHIP UNITS
PARTNERSHIP ADJUSTMENT

125.
2,565.
381.

TOTAL

3,071.

=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 2,814.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

2,814.00

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 21,727.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

21,727.00

=====

=====

RECIPIENT NAME:

GRETCHEN BUSH, C/O KEYBANK

ADDRESS:

1102 PACIFIC AVE, 3RD FLOOR
TACOMA, WA 98402

RECIPIENT'S PHONE NUMBER: 253 305-7208

FORM, INFORMATION AND MATERIALS:

WRITTEN REQUEST ONLY

SUBMISSION DEADLINES:

NONE

THE MAJORITY OF GRANTS ARE FOR MEDICAL
RESTRICTIONS OR LIMITATIONS ON AWARDS:

RESEARCH FOR CANCER, HEART, MS AND
DIABETES.

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2012-07-17
 BUS DATE 2012-07-16
 PAGE 4
 SAR ID TAC000PCRR41

RG-OFF-ACCOUNT
 1-10-420-0166280
 SCAL YEAR CODE 0631

TAX ANALYST/NAME
 404 W WEST

ACCOUNT NAME
 GILBERTSON FDM
 AS OF 06-30-2012

OCHR

937-285-5302

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
61151C101	ACCENTURE PLC FGN COM CL A	7,210.80	0.00	6,748.99	120.000
698290102	XL GROUP PLC FGN COM	6,312.00	0.00	6,606.37	300.000
00206R102	AT&T INC COM	4,814.10	0.00	4,545.45	135.000
023135106	AMAZON COM INC COM	6,850.50	0.00	5,290.80	30.000
030420103	AMERICAN WATER WORKS CO INC COM	4,456.40	0.00	3,864.89	130.000
037833100	APPLE INC COM	16,352.00	0.00	2,818.48	28.000
064149107	BANK OF NOVA SCOTIA FGN COM	7,509.55	0.00	6,436.55	145.000
067901108	BARRICK GOLD CORP FGN COM	3,005.60	0.00	3,635.90	80.000
151020104	CELGENE CORP COM	6,736.80	0.00	6,103.55	105.000
166764100	CHEVRON CORP COM	11,605.00	0.00	10,891.07	110.000
172062101	CINCINNATI FINANCIAL CORP COM	5,520.15	0.00	4,989.44	145.000
191216100	COCA COLA CO COM	8,991.85	0.00	7,767.00	115.000
20825C104	CONOCOPHILLIPS COM	7,264.40	0.00	6,698.35	130.000
22160K105	COSTCO WHOLESALE CORP COM	4,275.00	0.00	3,669.30	45.000
253868103	DIGITAL REALTY TRUST INC REIT	5,630.25	0.00	3,863.10	75.000
254687106	WALT DISNEY CO COM	9,457.50	0.00	4,912.82	195.000
25490A101	DIRECTV COM CL A	5,858.40	0.00	4,724.09	120.000
268648102	EMC CORP	3,972.65	0.00	4,241.54	155.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2012-07-17
 BUS DATE 2012-07-16
 PAGE 5
 SAR ID TAC000PCRR41

-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
 -10-420-0166280 GILBERTSON FDN 404 W WEST
 SCAL YEAR CODE 0631 AS OF 06-30-2012 OCHR 937-285-5302

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
29265N108	ENERGEN CORP COM	3,610.40	0.00	3,552.00	80.000
307000109	FAMILY DLR STORES INC COM	6,315.60	0.00	6,226.30	95.000
31369FQB1	FANNIE MAE POOL 624250 DTD 01/01/02 6.00% DUE 01/01/17	2,437.86	0.00	2,685.52	2,263.650
315616102	F5 NETWORKS INC COM	2,489.00	0.00	2,295.00	25.000
38259P508	GOOGLE INC COM CL A	5,800.70	0.00	5,515.55	10.000
423074103	H J HEINZ CO COM	5,166.10	0.00	4,972.30	95.000
458140100	INTEL CORP COM	6,929.00	0.00	6,783.40	260.000
45865V100	INTERCONTINENTALEXCHANGE INC COM	6,119.10	0.00	4,982.05	45.000
459200101	INTERNATIONAL BUSINESS MACHS COM	6,845.30	0.00	6,905.15	35.000
46428R107	ISHARES S&P GSCI COMMODITY INDEX CLOSED-END FUND	14,459.00	0.00	15,166.75	475.000
464286509	ISHARES MSCI CANADA INDEX FD CLOSED-END FUND	18,088.00	0.00	21,895.93	700.000
464286665	ISHARES MSCI PAC EX-JPN INDEX FD CLOSED-END FUND	18,745.00	0.00	21,965.00	460.000
464287176	ISHARES BARCLAYS TIPS BOND FUND CLOSED-END FUND	155,610.00	0.00	130,157.90	1,300.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	58,702.50	0.00	51,965.00	1,500.000
464287242	ISHARES IBOXX \$INVESTMENT BD FD CLOSED-END FUND	105,831.00	0.00	95,082.86	900.000
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	53,956.80	0.00	60,329.67	1,080.000
464288687	ISHARES S&P US PREFERRED STOCK	39,030.00	0.00	39,780.00	1,000.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2012-07-17
 BUS DATE 2012-07-16
 PAGE 6
 SAR ID TAC000PCRR41

-RG-OFF-ACCOUNT ACCOUNT NAME
 -10-420-0166280 GILBERTSON FDN
 SCAL YEAR CODE 0631 AS OF 06-30-2012

TAX ANALYST/NAME
 404 W WEST
 937-285-5302

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
46625H100	CLOSED-END FUND JP MORGAN CHASE & CO COM	4,108.95	0.00	2,712.85	115.000
478160104	JOHNSON & JOHNSON COM	8,445.00	0.00	7,939.99	125.000
50075N104	KRAFT FOODS INC COM CL A	8,303.30	0.00	7,436.43	215.000
57636Q104	MASTERCARD INC COM CL A	4,731.21	0.00	4,477.44	11.000
579780206	MCCORMICK & CO INC COM	10,007.25	0.00	7,432.49	165.000
580135101	MCDONALDS CORP COM	4,869.15	0.00	4,928.55	55.000
58155Q103	MCKESSON CORP COM	5,156.25	0.00	4,294.05	55.000
58933Y105	MERCK & CO INC COM	5,427.50	0.00	4,894.47	130.000
59156R108	METLIFE INC COM	3,085.00	0.00	4,374.00	100.000
594918104	MICROSOFT CORP COM	5,353.25	0.00	5,186.98	175.000
65339F101	NEXTERA ENERGY INC COM	7,913.15	0.00	6,387.50	115.000
654106103	NIKE INC COM CL B	3,950.10	0.00	4,185.90	45.000
655844108	NORFOLK SOUTHERN CORP COM	4,665.05	0.00	4,357.60	65.000
66987V109	NOVARTIS AG ADR	5,031.00	0.00	5,193.90	90.000
674599105	OCCIDENTAL PETE CORP DEL COM	6,003.90	0.00	5,523.77	70.000
68389X105	ORACLE CORP COM	4,455.00	0.00	2,079.00	150.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	77,408.59	0.00	75,000.00	6,850.318

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2012-07-17
 BUS DATE 2012-07-16
 PAGE 7
 SAR ID TAC000PCRR41

-RG-OFF-ACCOUNT
 -10-420-0166280 GILBERTSON FDN
 SCAL YEAR CODE 0631 AS OF 06-30-2012

TAX ANALYST/NAME
 404 W WEST

937-285-5302

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
717081103	PFIZER INC COH	5,520.00	0.00	5,414.38	240.000
718546104	PHILLIPS 66 COH	6,315.60	0.00	5,992.99	190.000
722005667	PIMCO COMMODITY REALRETURN STRAT OPEN-END FUND INSTL CL	13,416.93	0.00	20,000.00	2,089.864
74005P104	PRAXAIR INC COH	3,261.90	0.00	3,229.50	30.000
74144T108	T ROME PRICE GROUP INC COH	5,666.40	0.00	2,652.00	90.000
741503403	PRICELINE.COM INC COH	5,316.16	0.00	3,218.80	8.000
742718109	PROCTER & GAMBLE CO COH	7,962.50	0.00	8,359.79	130.000
744573106	PUBLIC SERVICE ENTERPRISE GROUP COH	6,175.00	0.00	5,889.96	190.000
747525103	QUALCOMM INC COH	7,516.80	0.00	7,482.09	135.000
7495200A1	KT SHORT TERM DEPOSIT FUND	47.56	9,337.77	9,385.33	9,385.330
760759100	REPUBLIC SERVICES INC COM CL A	4,630.50	0.00	4,605.98	175.000
780905782	ROYCE SPECIAL EQUITY FUND OPEN-END FUND	26,562.24	0.00	25,000.00	1,272.138
806407102	HENRY SCHEIN INC COH	5,101.85	0.00	2,446.57	65.000
852544109	STARBUCKS CORP COH	5,598.60	0.00	5,592.29	105.000
867224107	SUNCOR ENERGY INC FGN COH	4,776.75	0.00	6,719.49	165.000
87234N849	TOW SMALL CAP GROWTH FUND OPEN-END FUND CL I	24,413.91	0.00	25,000.00	926.524
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	3,944.00	0.00	4,727.25	100.000
883556102	THERMO FISHER SCIENTIFIC INC	4,412.35	0.00	2,957.15	85.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
 RUN DATE 2012-07-17
 BUS DATE 2012-07-16
 PAGE 8
 SAR ID TAC000PCRR41

-RG-OFF-ACCOUNT
 -10-420-0166280 GILBERTSON FDN
 SCAL YEAR CODE 0631 AS OF 06-30-2012

TAX ANALYST/NAME
 404 W WEST

937-285-5302

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
911312106	UNITED PARCEL SERVICE INC COM CL B	6,300.80	0.00	5,974.40	80.000
913017109	UNITED TECHNOLOGIES CORP COM	8,308.30	0.00	8,469.05	110.000
92343V104	VERIZON COMMUNICATIONS INC COM	5,777.20	0.00	5,379.39	130.000
998154231	CHARITABLE MID CAP FUND	81,897.36	0.00	78,621.41	485.157
*** TOTAL ***		1,047,794.67	9,337.77	981,590.81	37,204.981