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 4/1/2011 **, and ending** 3/31/2012

Name of foundation: Charlotte Y. Martin Foundation Trust

A Employer identification number: 91-6294504

Number and street (or P.O. box number if mail is not delivered to street address): c/o BMO Harris, NA, Attn: Trust Tax Dept. 111 W. Monroe

Room/suite: 10C

B Telephone number (see instructions): (312) 461-4833

City or town, state, and ZIP code: Chicago IL 60603

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)* ▶ $ 21,883,626

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 ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	657,922	652,822		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	779,035			
	b Gross sales price for all assets on line 6a 7,678,078				
	7 Capital gain net income (from Part IV, line 2)		779,035		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	7,897	2,105		
	12 **Total.** Add lines 1 through 11	1,444,854	1,433,962		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	238,671	58,648		180,023
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	29,000	29,000		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	21,137	1,537		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	58	14		44
	21 Travel, conferences, and meetings	6,619			6,619
	22 Printing and publications				
	23 Other expenses (attach schedule)	69,096	2,018		67,078
	24 **Total operating and administrative expenses.** Add lines 13 through 23	364,581	91,217		253,764
	25 Contributions, gifts, grants paid	514,843			514,843
	26 **Total expenses and disbursements.** Add lines 24 and 25	879,424	91,217		768,607
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	565,430			
	b **Net investment income** (if negative, enter -0-)		1,342,745		
	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	1,007,687	993,642	993,642
	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)	140,333		
	b	Investments—corporate stock (attach schedule)	17,437,393	18,249,097	20,889,979
	c	Investments—corporate bonds (attach schedule)	86,896		
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5	5	5
	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)	18,672,314	19,242,744	21,883,626
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** ▶ ☐ **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.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	18,672,314	19,242,744	
	30	**Total net assets or fund balances** (see instructions)	18,672,314	19,242,744	
	31	**Total liabilities and net assets/fund balances** (see instructions)	18,672,314	19,242,744	

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	18,672,314
2	Enter amount from Part I, line 27a	2	565,430
3	Other increases not included in line 2 (itemize) ▶ Returned Grant	3	5,000
4	Add lines 1, 2, and 3	4	19,242,744
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,242,744

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				
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	7,678,078		6,899,043	779,035
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				779,035
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	779,035
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	926,312	20,280,050	0.045676
2009	375,198	18,516,576	0.020263
2008	1,027,987	18,461,031	0.055684
2007	1,777,528	23,511,026	0.075604
2006	1,310,125	23,172,176	0.056539

2	**Total** of line 1, column (d)	2	0.253766
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	0.050753
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	21,100,688
5	Multiply line 4 by line 3	5	1,070,923
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,427
7	Add lines 5 and 6	7	1,084,350
8	Enter qualifying distributions from Part XII, line 4	8	768,607

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	26,855
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	26,855
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	26,855
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 19,600		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	19,600
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	5
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	7,260
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 0 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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?	1a		X
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)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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 ▶

14 The books are in care of ▶ c/o BMO Harris, NA, Attn: Trust Tax Dept. Telephone no. ▶ (312) 461-4833
Located at ▶ 111 W. Monroe, 10C Chicago IL ZIP+4 ▶ 60603

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

			Yes	No
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		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. 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? ☐ **Yes** ☒ **No**

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ **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** ☒ **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** ☒ **No**

			Yes	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 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? ☐ **Yes** ☒ **No**

If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______

			Yes	No
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	N/A	

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? ☐ **Yes** ☒ **No**

			Yes	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.)*	3b	N/A	
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

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

			Yes	No
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)?	**5b**	N/A	
	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? *If "Yes" to 6b, file Form 8870.*	**6b**		X
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**	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 (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
SEE ATTACHMENT				

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	.00			
	.00			
	.00			
	.00			
	.00			
Total number of other employees paid over $50,000 ▶				

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
Foundation Source 55 Walls Drive 3rd Floor, Fairfield, CT 06824	Administrative	64,536
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

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 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 instructions. 3	
Total. Add lines 1 through 3 ▶	0

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	19,897,230
b	Average of monthly cash balances	1b	1,524,783
c	Fair market value of all other assets (see instructions)	1c	5
d	**Total** (add lines 1a, b, and c)	1d	21,422,018
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	
3	Subtract line 2 from line 1d	3	21,422,018
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	321,330
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,100,688
6	**Minimum investment return.** Enter 5% of line 5	6	1,055,034

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	1,055,034
2a	Tax on investment income for 2011 from Part VI, line 5	2a	26,855		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	26,855
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,028,179
4	Recoveries of amounts treated as qualifying distributions			4	5,000
5	Add lines 3 and 4			5	1,033,179
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,033,179

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	768,607
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	768,607
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	768,607

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 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				1,033,179
2	Undistributed income, if any, as of the end of 2011:				
a	Enter amount for 2010 only			582,394	
b	Total for prior years: 20 ____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2011:				
a	From 2006 . . . 0				
b	From 2007 . . . 0				
c	From 2008 . . . 0				
d	From 2009 . . . 0				
e	From 2010 . . . 0				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 768,607				
a	Applied to 2010, but not more than line 2a			582,394	
b	Applied to undistributed income of prior years (Election required—see instructions)		0		
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2011 distributable amount				186,213
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				
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 instructions			0	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				846,966
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	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 . . . 0				
b	Excess from 2008 . . . 0				
c	Excess from 2009 . . . 0				
d	Excess from 2010 . . . 0				
e	Excess from 2011 . . . 0				

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 (a) 2011	Prior 3 years (b) 2010	(c) 2009	(d) 2008	(e) Total
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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

NONE

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:

See www.charlottemartin.org

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

See www.charlottemartin.org

c Any submission deadlines:

See www.charlottemartin.org

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

See www.charlottemartin.org

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*				
BOYS & GIRLS CLUB OF SPOKANE COUNTY 544 E PROVIDENCE AVE SPOKANE WA 99207	N/A	509(a)(1)	Team Sports Outreach and Expansion	10,000
BOYS & GIRLS CLUBS OF THE ROGUE VALLEY 203 SE 9TH ST GRANTS PASS OR 97526	N/A	509(a)(1)	Spring and Fall Volleyball Sponsorship	5,000
BOYS AND GIRLS CLUB OF N. CHEYENNE NATION PO BOX 309 LAME DEER MT 59043	N/A	509(a)(1)	Northern Cheyenne Cultural Learning Project	5,000
BRIDGER SKI FOUNDATION PO BOX 1243 BOZEMAN MT 59771	N/A	509(a)(1)	Montana Youth Athletic Scholarship Fund	5,000
CASCADIA WILDLANDS PO BOX 10455 EUGENE OR 97440	N/A	509(a)(1)	Devil's Staircase Wilderness Campaign	5,000
CENTER FOR ALASKAN COASTAL STUDIES PO BOX 2225 HOMER AK 99603	N/A	509(a)(1)	The Living Classroom: Education through Outdoor Exploration	5,000
CHILDRENS MUSEUM OF NORTHEAST MONTANA PO BOX 369 GLASGOW MT 59230	N/A	509(a)(1)	The Children's Museum's Science Hall Exhibit	7,000
CITY OF WENATCHEE PARKS & RECREATION P.O. BOX 519 WENATCHEE WA 98801	N/A	509(a)(1)	Wenatchee Community Center Net Sport Program	3,512
CLALLAM COUNTY PARK & RECREATION DISTRICT 601 N 5TH AVE SEQUIM WA 98382	N/A	509(a)(1)	Sequim Swim Team	2,000
CLALLAM CTY YOUNG MENS CHRISTIAN ASSN P.O. BOX 1637 PORT TOWNSEND WA 98368	N/A	509(a)(1)	After the Bell Sports and Enrichment Program	10,000
COLUMBIA GORGE ORCHESTRA ASSOCIATION 2175 MASON RD HOOD RIVER OR 97031	N/A	509(a)(1)	Support for Gorge Youth String Players and Choir Singers	1,650
Total . . See Attached Statement . . . ▶ **3a**				514,843
b *Approved for future payment*				
Total . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions.)
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	657,922	
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	779,035	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Royalty Income			14	2,105	
b Federal Tax Refunds			01	5,792	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		1,444,854	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 1,444,854

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	Date	Title
[signature]	8/6/12	Vice President BMO Harris Trustee

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Jeffrey D. Haskell	Jeffrey D. Haskell	8/6/2012		P01345770
Firm's name ▶ Foundation Source			Firm's EIN ▶ 51-0398347	
Firm's address ▶ 55 Walls Drive, Fairfield, CT 06824			Phone no. (800) 839-1754	

Form **2220**

Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

► **See separate instructions.**
► **Attach to the corporation's tax return.**

OMB No. 1545-0142

2011

Name	Employer identification number
Charlotte Y. Martin Foundation Trust	91-6294504

Note: *Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but* ***do not*** *attach Form 2220.*

Part I Required Annual Payment

1	Total tax (see instructions)			1	26,855
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a			
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b			
c	Credit for federal tax paid on fuels (see instructions)	2c			
d	**Total.** Add lines 2a through 2c			2d	0
3	Subtract line 2d from line 1. If the result is less than $500, **do not** complete or file this form. The corporation does not owe the penalty			3	26,855
4	Enter the tax shown on the corporation's 2010 income tax return (see instructions). **Caution:** ***If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5***			4	19,537
5	**Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3			5	19,537

Part II Reasons for Filing—Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty (see instructions).

6 ☐ The corporation is using the adjusted seasonal installment method.

7 ☒ The corporation is using the annualized income installment method.

8 ☐ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

			(a)	(b)	(c)	(d)
9	**Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th (***Form 990-PF filers:*** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	8/15/2011	9/15/2011	12/15/2011	3/15/2012
10	**Required installments.** If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10	1,187	4,176	2,766	11,408
11	Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	1,000	3,900	3,500	11,200
	Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column	12		0	0	271
13	Add lines 11 and 12	13		3,900	3,500	11,471
14	Add amounts on lines 16 and 17 of the preceding column	14		187	463	0
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	1,000	3,713	3,037	11,471
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0	0	
17	**Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	187	463	0	0
18	**Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	0	0	271	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17—no penalty is owed.

Part IV Figuring the Penalty

			(a)	(b)	(c)	(d)
19	Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). ***(Form 990-PF and Form 990-T filers:*** Use 5th month instead of 3rd month.)	19	9/9/2011	12/6/2011	12/6/2011	3/5/2012
20	Number of days from due date of installment on line 9 to the date shown on line 19	20	25	82	0	0
21	Number of days on line 20 after 4/15/2011 and before 7/1/2011	21	0	0	0	0
22	Underpayment on line 17 × Number of days on line 21 / 365 × 4%	22	$	$	$	$
23	Number of days on line 20 after 6/30/2011 and before 10/1/2011	23	25	15	0	0
24	Underpayment on line 17 × Number of days on line 23 / 365 × 4%	24	$ 1	$ 1	$	$
25	Number of days on line 20 after 9/30/2011 and before 1/1/2012	25	0	67	0	0
26	Underpayment on line 17 × Number of days on line 25 / 365 × 3%	26	$	$ 3	$	$
27	Number of days on line 20 after 12/31/2011 and before 4/1/2012	27	0	0	0	0
28	Underpayment on line 17 × Number of days on line 27 / 366 × 3%	28	$	$	$	$
29	Number of days on line 20 after 3/31/2012 and before 7/1/2012	29	0	0	0	0
30	Underpayment on line 17 × Number of days on line 29 / 366 × 3%	30	$	$	$	$
31	Number of days on line 20 after 6/30/2012 and before 10/1/2012	31	0	0	0	0
32	Underpayment on line 17 × Number of days on line 31 / 366 × *%	32	$	$	$	$
33	Number of days on line 20 after 9/30/2012 and before 1/1/2013	33	0	0	0	0
34	Underpayment on line 17 × Number of days on line 33 / 366 × *%	34	$	$	$	$
35	Number of days on line 20 after 12/31/2012 and before 2/16/2013	35	0	0	0	0
36	Underpayment on line 17 × Number of days on line 35 / 365 × *%	36	$	$	$	$
37	Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	$ 1	$ 4	$ 0	$ 0

38 **Penalty.** Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns . . . **38** $ 5

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at **www.irs.gov.** You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method
(see instructions)

Form 1120S filers: *For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.*

Part I Adjusted Seasonal Installment Method (Caution: *Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.)*

			(a)	(b)	(c)	(d)
1	Enter taxable income for the following periods:		First 3 months	First 5 months	First 8 months	First 11 months
a	Tax year beginning in 2008	1a				
b	Tax year beginning in 2009	1b				
c	Tax year beginning in 2010	1c				
2	Enter taxable income for each period for the tax year beginning in 2011 (see instructions for the treatment of extraordinary items).	2				
3	Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months	Entire year
a	Tax year beginning in 2008	3a				
b	Tax year beginning in 2009	3b				
c	Tax year beginning in 2010	3c				
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4	0.00	0.00	0.00	0.00
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5	0.00	0.00	0.00	0.00
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6	0.00	0.00	0.00	0.00
7	Add lines 4 through 6	7	0.00	0.00	0.00	0.00
8	Divide line 7 by 3.0	8	0.00	0.00	0.00	0.00
9 a	Divide line 2 by line 8	9a	0	0	0	0
b	Extraordinary items (see instructions)	9b				
c	Add lines 9a and 9b	9c	0	0	0	0
10	Figure the tax on the amount on line 9c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	10				
11 a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a	0.00	0.00	0.00	
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b	0.00	0.00	0.00	
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c	0.00	0.00	0.00	
12	Add lines 11a through 11c	12	0.00	0.00	0.00	
13	Divide line 12 by 3.0	13	0.00	0.00	0.00	
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14	0	0	0	0
15	Enter any alternative minimum tax for each payment period (see instructions)	15				
16	Enter any other taxes for each payment period (see instructions)	16				
17	Add lines 14 through 16	17	0	0	0	0
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	18				
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19	0	0	0	0

Part II **Annualized Income Installment Method**

			(a)	(b)	(c)	(d)
20	Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
21	Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	37,561	112,416	239,087	488,356
22	Annualization amounts (see instructions)	22	6	4	2	1.33333
23a	Annualized taxable income. Multiply line 21 by line 22	23a	225,366	449,664	478,174	651,140
b	Extraordinary items (see instructions)	23b	11,927	86,641	63,786	771,823
c	Add lines 23a and 23b	23c	237,293	536,305	541,960	1,422,963
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	4,746	10,726	10,839	28,459
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax. Add lines 24 through 26	27	4,746	10,726	10,839	28,459
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	4,746	10,726	10,839	28,459
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	1,187	5,363	8,129	28,459

Part III **Required Installments**

			1st installment	2nd installment	3rd installment	4th installment
	Note: *Complete lines 32 through 38 of one column before completing the next column.*					
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the **smaller** of the amounts in each column from line 19 or line 31	32	1,187	5,363	8,129	28,459
33	Add the amounts in all preceding columns of line 38 (see instructions)	33		1,187	5,363	8,129
34	**Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32. If zero or less, enter -0-	34	1,187	4,176	2,766	20,330
35	Enter 25% of line 5 on page 1 of Form 2220 in each column. **Note:** *"Large corporations," see the instructions for line 10 for the amounts to enter*	35	4,884	4,884	4,884	4,885
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		3,697	4,405	6,523
37	Add lines 35 and 36	37	4,884	8,581	9,289	11,408
38	**Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	1,187	4,176	2,766	11,408

Form 990-PF, Part I, Line 11 - Other Income

	Description	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
	TOTAL:	7,897	2,105	0
1	Federal Tax Refunds	5,792	0	0
2	Royalty Income	2,105	2,105	0
3				
4				
5				
6				
7				
8				
9				
10				

Form 990-PF, Part I, Line 16c - Other Professional Fees

	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	29,000	29,000	0	
1	Investment Management Services	29,000	29,000	0	0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 18 - Taxes

	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	21,137	1,537	0	0
1	Estimated Tax for 2012	19,600	0	0	0
2	Foreign Tax Paid	1,537	1,537	0	0
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 23 - Other Expenses

	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
	TOTAL:	69,096	2,018	0	67,078
1	Administrative Fees	64,536	0	0	64,536
2	Bank Charges	25	25	0	0
3	State or Local Filing Fees	25	0	0	25
4	Foundation Dues & Memberships	1,405	0	0	1,405
5	Office Supplies	140	0	0	140
6	Website Development and Maintenance	972	0	0	972
7	Royalty Expense	1,993	1,993	0	0
8					
9					
10					

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	Description	Shares	Book Value End of Year	FMV End of Year
		TOTAL:	18,249,097	20,889,979
1	3M CO (MMM)	385	31,271	34,346
2	ABERDEEN EMERGING MARKETS INSTL FUND (ABEMX)	68,986	922,157	1,009,271
3	ACCENTURE PLC (ACN)	500	27,588	32,250
4	ACE LTD (ACE)	225	14,518	16,470
5	AFLAC INC. (AFL)	400	16,486	18,396
6	AGILENT TECHNOLOGIES INC (A)	100	2,955	4,451
7	AIR PRODS & CHEM INC. (APD)	525	43,033	48,195
8	ALLEGHENY TECH NEW (ATI)	1,100	50,558	45,287
9	ALLERGAN INC. (AGN)	700	43,070	66,801
10	ALLSTATE CORP (ALL)	350	10,872	11,522
11	AMERICAN TOWER REIT INC (AMT)	900	43,442	56,718
12	AON PLC (AON)	225	8,826	11,039
13	APPLE INC. (AAPL)	100	23,017	59,955
14	ARTISAN INTERNATIONAL FUND (ARTIX)	10,191	181,704	233,371
15	BARRICK GOLD CORP COM (ABX)	800	30,830	34,784
16	BB&T CP (BBT)	1,600	43,543	50,224
17	BLACKROCK INC (BLK)	125	23,978	25,613
18	BOEING CO (BA)	200	11,958	14,874
19	BRISTOL-MYERS SQUIBB CO (BMY)	1,700	50,044	57,375
20	BROADCOM CORPORATION (BRCM)	1,125	36,726	44,213
21	CAE INC (CAE)	1,500	16,409	15,345
22	CARNIVAL CORP (CCL)	1,550	47,856	49,724
23	CATERPILLAR INC. (CAT)	225	20,423	23,967
24	CENOVUS ENERGY INC (CVE)	1,525	45,670	54,809
25	CERNER CORPORATION (CERN)	700	27,867	53,312
26	CHARLES SCHWAB CORP NEW (SCHW)	2,400	42,861	34,488
27	CHEVRON CORP (CVX)	400	32,653	42,884
28	COACH INC (COH)	400	16,515	30,912
29	COBALT INTERNATIONAL ENERGY INC (CIE)	300	8,983	9,009
30	COLGATE-PALMOLIVE COMPANY (CL)	200	16,027	19,556
31	COLUMBIA ACORN FUND CLASS Z (ACRNX)	10,210	262,953	324,993
32	COMCAST CORP CL A (CMCSA)	2,600	50,069	78,026
33	CONSTELLATION SANDS CAP INS GR (CISGX)	65,901	946,991	1,175,007
34	CREDIT SUISSE COMMODITY RET STRAT FD COMMON CL (CRSOX)	66,565	575,785	549,825
35	DANAHER CORP (DHR)	1,050	39,943	58,800
36	DAVITA INC COMMON (DVA)	150	9,154	13,526
37	DIAGEO PLC ADS (DEO)	50	4,314	4,825
38	DODGE & COX FUNDS INTERNATIONAL STOCK FUND (DODFX)	4,821	137,566	158,887
39	DOW CHEMICAL PV (DOW)	400	11,930	13,856
40	DRIL QUIP INC (DRQ)	300	19,061	19,506
41	EATON CORP (ETN)	925	45,959	46,093

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	Description	Shares	Book Value End of Year	FMV End of Year
		TOTAL:	18,249,097	20,889,979
42	EBAY INC. (EBAY)	400	8,688	14,760
43	ECOLAB INC (ECL)	400	18,934	24,688
44	EDISION INTL (EIX)	175	5,980	7,439
45	EMERSON ELECTRIC CO. (EMR)	925	40,607	48,267
46	ENCANA CORP (ECA)	1,600	45,254	31,440
47	ENSCO PLC (ESV)	500	28,551	26,465
48	EOG RESOURCES INC (EOG)	225	21,096	24,998
49	EXPRESS SCRIPTS HOLDING CO. (ESRX)	750	34,404	40,635
50	EXXON MOBIL CORP (XOM)	150	5,166	13,010
51	FEDEX CORPORATION COMMON STOCK (FDX)	175	14,229	16,093
52	FIRST SOLAR INC (FSLR)	200	21,465	5,010
53	GENERAL ELECTRIC CO (GE)	2,400	36,103	48,168
54	GENPACT LIMITED (G)	1,000	15,625	16,300
55	GILEAD SCIENCES INC (GILD)	1,125	54,462	54,968
56	GOLDMAN SACHS GROUP (GS)	425	57,490	52,857
57	GOOGLE INC CL A (GOOG)	100	56,166	64,124
58	HALLIBURTON COMPANY (HAL)	900	26,048	29,871
59	HARBOR FDS INTL FD (HAINX)	7,603	382,745	456,236
60	HENRY JACK & ASSOC INC. (JKHY)	1,400	47,141	47,768
61	HOME DEPOT INC. (HD)	1,200	42,163	60,372
62	HUMAN GENOME SCIENCES, INC (HGSI)	300	8,580	2,472
63	ING REAL ESTATE FUND CLASS I (CRARX)	24,561	402,070	417,298
64	INTERNATIONAL BUSINESS MACHINES (IBM)	500	50,055	104,325
65	INTERNATIONAL GAME TECHNOLOGY (IGT)	300	5,256	5,037
66	IRON MOUNTAIN NEW (IRM)	1,450	39,219	41,760
67	ISHARES RUSSELL 2000 GROWTH INDEX (IWO)	1,780	157,227	169,776
68	ISHARES TRUST RUSSELL 1000 GROWTH INDEX FD (IWF)	27,026	1,556,156	1,785,877
69	JABIL CIRCUIT INC (JBL)	500	12,392	12,560
70	JP MORGAN CHASE & CO (JPM)	1,350	53,875	62,073
71	JUNIPER NETWORKS (JNPR)	200	5,217	4,576
72	KLA TENCOR CORP (KLAC)	600	20,675	32,652
73	LAZARD EMERGING MARKETS EQUITY INSTL (LZEMX)	33,780	519,625	665,804
74	MARSH AND MCLENNAN COMPANIES INC (MMC)	900	24,897	29,511
75	MAXIM INTEGRATED PRODS INC. (MXIM)	1,000	18,519	28,590
76	MICROCHIP TECHNOLOGY INC. (MCHP)	900	24,615	33,480
77	MICROSOFT CORPORATION (MSFT)	900	21,674	29,034
78	MONSANTO CO (MON)	700	46,301	55,832
79	NATIONAL GRID TRANSCO PLC (NGG)	250	13,269	12,620
80	NESTLE S.A. (NSRGY.PK)	400	22,194	25,200
81	NIELSEN HOLDINGS N.V. COMMON STOCK (NLSN)	1,100	28,982	33,154
82	NIKE INC-CL B (NKE)	125	9,906	13,555

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

	Description	Shares	Book Value End of Year	FMV End of Year
		TOTAL:	18,249,097	20,889,979
83	NOBLE ENERGY INC. (NBL)	435	31,093	42,534
84	NORFOLK SOUTHERN CORP (NSC)	500	28,494	32,915
85	NOVO NORDISK A S (NVO)	100	7,140	13,871
86	NUCOR CP (NUE)	400	17,783	17,180
87	ORACLE CORP (ORCL)	1,400	37,390	40,824
88	PEPSICO INC (PEP)	200	12,695	13,270
89	PFIZER INC. (PFE)	700	14,376	15,855
90	PG & E CORP (PCG)	575	26,269	24,961
91	PHILIP MORRIS INTL (PM)	400	22,393	35,444
92	PIMCO COMMODITY REAL RETURN STRATEGY FUND (PCRIX)	81,483	664,852	545,121
93	PIMCO HIGH-YIELD INSTL (PHIYX)	139,724	1,189,283	1,298,036
94	PIMCO TOTAL RETURN FUND (PTTRX)	189,173	2,050,456	2,097,925
95	PROGRESSIVE CORP OHIO (PGR)	1,000	17,647	23,180
96	QUALCOMM INC (QCOM)	700	31,397	47,642
97	REPUBLIC SVCS INC. (RSG)	1,000	29,254	30,560
98	RIO TINTO PLC SPONSORED ADR (RIO)	325	20,974	18,067
99	ROYAL DUTCH SHELL PLC (RDS-A)	1,200	71,981	84,156
100	SAP AKTIENGESELL ADS (SAP)	225	10,508	15,710
101	SCHLUMBERGER LTD (SLB)	900	60,911	62,937
102	SCRIPPS NETWORKS INT (SNI)	500	20,153	24,345
103	SEATTLE GENETICS, INC. (SGEN)	1,800	34,851	36,684
104	SHIRE PHARMACEUTICALS, INC (SHPGY.PK)	700	42,990	66,325
105	SIGNET GROUP PLC SPONS ADR NASDAQ N-MKT (SIG)	425	16,845	20,094
106	SPDR S&P 500 ETF TRUST (SPY)	30,170	3,393,672	4,248,237
107	STANLEY BLACK & DECKER INC (SWK)	550	30,541	42,328
108	T. ROWE PRICE SMALL-CAP STOCK FUND (OTCFX)	4,853	141,025	172,088
109	TARGET CORPORATION (TGT)	800	41,150	46,616
110	TE CONNECTIVITY LTD (TEL)	400	10,852	14,700
111	TEMPLETON GLOBAL BD (TGBAX)	40,201	534,768	526,627
112	TEMPLETON INSTI FOREIGN SMALLER COMPANIES FD (TFSCX)	49,133	641,105	863,764
113	TIFFANY & CO, (TIF)	675	29,271	46,663
114	TIME WARNER CABLE INC (TWC)	150	8,221	12,225
115	UNION PACIFIC (UNP)	100	8,012	10,748
116	UNITED PARCEL SERVICE (UPS)	200	13,807	16,144
117	UNITED TECHNOLOGIES CORP (UTX)	700	55,141	58,058
118	UNITEDHEALTH GROUP INC. (UNH)	500	17,161	29,470
119	VANGUARD SHORT-TERM CORPORATE FD ADMIRAL SHS (VFSUX)	78,968	833,170	848,119
120	VISA INC (V)	125	10,333	14,750
121	WALT DISNEY HOLDINGS CO. (DIS)	700	22,547	30,646

Form 990-PF, Part II, Line 13 - Investments - Other

	Asset Description	Book Value End of Year	FMV End of Year
	TOTAL:	5	5
1	ECTOR CO TX RI IN 24-1S-43 T&P RR CO SURVEY	1	1
2	ELLIS CO OK RI IN 32-19N-21W	1	1
3	PECOS CO TX WI SECS 1-2-12-13-18-19-24-25-28-29-31	1	1
4	ROOSEVELT CO MN MI IN 6-7S-35E	1	1
5	YOAKUM CO TX MI IN ALL OF SEC 185 BLOCK	1	1
6			
7			
8			
9			
10			

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp	Benefits	Expense Acct
						TOTAL:		238,671	0	0
1	BMO Harris Bank NA*	Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Trustee	20	144,921	0	0
2	Tom Campbell	BMO Harris, NA Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Chairman / Managing Committee Member	10	18,750	0	0
3	Joan Gagliardi	BMO Harris, NA Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Past-Treasurer / Managing Committee Member	10	18,750	0	0
4	Pete Galloway	BMO Harris, NA Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Treasurer / Managing Committee Member	10	18,750	0	0
5	Sheila Kelly	BMO Harris, NA Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Past-Chairman / Secretary / Managing Committee Member	10	18,750	0	0
6	Bonnie Sachatello-Sawyer	BMO Harris, NA Attn: Trust Tax Dept. 111 W. Monroe 10C	Chicago	IL	60603	Past-Secretary / Managing Committee Member	10	18,750	0	0
7										
8	*BMO Harris Bank NA, Trustee, was paid $29,000 by the Foundation to provide investment managment services. This compensation is reported on Part I, Line 16c to be consistent with the character of the expense. BMO Harris Bank NA received $144,921 for serving as a Trustee of the Foundation. This compensation is reported on Part I, Line 13.									
9										
10										

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
COMMUNITY WORKS INC				
Street				
995 CAROUSEL WAY				
City		**State**	**Zip Code**	**Foreign Country**
HELENA		MT	59601	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Bridging the Gap Project				5,000

Name				
CORPORATION OF GONZAGA UNIVERSITY				
Street				
502 E BOONE AVE				
City		**State**	**Zip Code**	**Foreign Country**
SPOKANE		WA	99258	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Charlotte Y. Martin Scholarship Fund				203,937

Name				
COYOTE CENTRAL				
Street				
2300 E CHERRY ST				
City		**State**	**Zip Code**	**Foreign Country**
SEATTLE		WA	98122	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Hit the Streets 2012 Project				5,000

Name				
CRAIGHEAD INSTITUTE				
Street				
201 S WALLACE AVE STE B2D				
City		**State**	**Zip Code**	**Foreign Country**
BOZEMAN		MT	59715	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Engaging Citizen Scientists in Montana for Research on the American Pika				5,000

Name				
DAVENPORT SCHOOL DISTRICT				
Street				
801 7TH ST				
City		**State**	**Zip Code**	**Foreign Country**
DAVENPORT		WA	99122	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Equipment for New Track and Field Facility				8,000

Name				
DE LA SALLE NORTH CATHOLIC HIGH SCHOOL				
Street				
7528 N FENWICK AVE				
City		**State**	**Zip Code**	**Foreign Country**
PORTLAND		OR	97217	
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Collge Prep Access Initiative				10,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
DESMET MIDDLE SCHOOL				
Street				
6355 PADRE LN				
City	**State**	**Zip Code**	**Foreign Country**	
MISSOULA	MT	59808		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
The World of Microscopic Plants and Animals				3,267

Name				
DONNELLY ELEMENTARY SCHOOL				
Street				
327 E. ROSEBERRY RD, PO BOX 369				
City	**State**	**Zip Code**	**Foreign Country**	
DONNELLY	ID	83615		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Boulder Creek Restoration and Education				5,000

Name				
EASTERN WASHINGTON UNIVERSITY				
Street				
210 SHOWALTER HALL				
City	**State**	**Zip Code**	**Foreign Country**	
CHENEY	WA	99004		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Summer Research Internship for High School Students: Environmental Quality in the Inland Northwest				5,000

Name				
EDUCATION FOUNDATION FOR BILLINGS PUBLIC SCHOOLS				
Street				
415 N 30TH ST				
City	**State**	**Zip Code**	**Foreign Country**	
BILLINGS	MT	59101		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Reading Rocks Project				5,000

Name				
ENVIRONMENTAL SCIENCE CENTER				
Street				
648 S 152ND ST STE 7				
City	**State**	**Zip Code**	**Foreign Country**	
BURIEN	WA	98148		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Engaging Diverse Populations in S King Co in Stewardship of Puget Sound's Nearshore & Watersheds				5,000

Name				
FIRE MOUNTAINS ART COUNCIL				
Street				
233 W MAIN				
City	**State**	**Zip Code**	**Foreign Country**	
MORTON	WA	98356		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
OnStage Children's Theatre Education Day Camp				5,100

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
FRIENDS OF SOUTH SLOUGH RESERVE INC				
Street				
PO BOX 5446				
City	**State**	**Zip Code**	**Foreign Country**	
CHARLESTON	OR	97420		
Relationship	**Foundation Status**			
N/A	509(a)(2)			
Purpose of grant/contribution				**Amount**
Summer Science on the Slough: Experiential Learning about Pacific NW Estuaries & Watersheds				5,000

Name				
FUEGO				
Street				
6327 SW CAPITOL HWY STE 201 PMB 167				
City	**State**	**Zip Code**	**Foreign Country**	
PORTLAND	OR	97239		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
The Forgotten Ones				5,000

Name				
GALLATIN VALLEY YOUNG MENS CHRISTIAN ASSOCIATION				
Street				
PO BOX 10158				
City	**State**	**Zip Code**	**Foreign Country**	
BOZEMAN	MT	59719		
Relationship	**Foundation Status**			
N/A	509(a)(2)			
Purpose of grant/contribution				**Amount**
Y Play Sports Project				8,000

Name				
GALLERY ONE				
Street				
408 N PEARL ST				
City	**State**	**Zip Code**	**Foreign Country**	
ELLENSBURG	WA	98926		
Relationship	**Foundation Status**			
N/A	509(a)(2)			
Purpose of grant/contribution				**Amount**
Summer Art Classes for Youth				5,000

Name				
HELENA INDIAN ALLIANCE INC				
Street				
436 JACKSON ST				
City	**State**	**Zip Code**	**Foreign Country**	
HELENA	MT	59601		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Digital Stories Project				7,000

Name				
IDAHO YOUTH GOLF ASSOCIATION INC				
Street				
172 S ACADEMY AVE				
City	**State**	**Zip Code**	**Foreign Country**	
EAGLE	ID	83616		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
The First Tee Second Chance Program				8,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	INTERNATIONAL TRADITIONAL GAMES SOCIETY
Street	PO BOX 408
City	E GLACIER PK
State	MT
Zip Code	59434
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(1)
Purpose of grant/contribution	Completing the Circle of Knowledge: Transformation of Youth into Leaders
Amount	8,000

Name	KENAI WATERSHED FORUM
Street	44129 STERLING HWY
City	SOLDOTNA
State	AK
Zip Code	99669
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(1)
Purpose of grant/contribution	Enhancing Educational Engagement
Amount	6,389

Name	KITSAP ROCKETS FAST PITCH ASSOCIATION
Street	4649 PINE AVE NE
City	BREMERTON
State	WA
Zip Code	98310
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(2)
Purpose of grant/contribution	General & Unrestricted
Amount	3,000

Name	KLAMATH LAKE LAND TRUST
Street	PO BOX 5124
City	KLAMATH FALLS
State	OR
Zip Code	97601
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(1)
Purpose of grant/contribution	The Sprague and Sycan Wild and Scenic Rivers Campaign
Amount	10,000

Name	MANO A MANO
Street	2921 SADDLE CLUB ST SE
City	SALEM
State	OR
Zip Code	97317
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(1)
Purpose of grant/contribution	Youth Empowerment Project - Celebrating Latino Culture
Amount	10,000

Name	MISSOULA WRITING COLLABORATIVE
Street	PO BOX 9237
City	MISSOULA
State	MT
Zip Code	59807
Foreign Country	
Relationship	N/A
Foundation Status	509(a)(1)
Purpose of grant/contribution	Creative Writing for Children in Rural Elementary Schools
Amount	5,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
MUSEUM OF HISTORY AND INDUSTRY					
Street					
2700 24TH AVE E					
City		**State**	**Zip Code**	**Foreign Country**	
SEATTLE		WA	98112		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
K-12 Education Programs					5,000

Name					
NATIONAL PARKS CONSERVATION ASSOCIATION					
Street					
777 6TH ST. NW. STE 700					
City		**State**	**Zip Code**	**Foreign Country**	
WASHINGTON		DC	20001		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Protecting and Restoring Yellowstone Pronghorn Habitat					10,000

Name					
NISQUALLY INDIAN TRIBE					
Street					
4820 SHE-NAH-NUM DR, SE					
City		**State**	**Zip Code**	**Foreign Country**	
OLYMPIA		WA	98513		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Canoe Rediscovery Project					5,000

Name					
NORTH CLACKAMAS EDUCATION FOUNDATION					
Street					
1612 SE WAVERLY DR					
City		**State**	**Zip Code**	**Foreign Country**	
MILWAUKIE		OR	97222		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Musical Instruments for Elementary Music					5,000

Name					
NORTHSHORE YOUTH SOCCER ASSOCIATION					
Street					
12810 NE 178TH ST STE 202					
City		**State**	**Zip Code**	**Foreign Country**	
WOODINVILLE		WA	98072		
Relationship	**Foundation Status**				
N/A	509(a)(2)				
Purpose of grant/contribution					**Amount**
Improve Youth Development Programs of FC Alliance					5,000

Name					
NORTHWEST WATERSHED INSTITUTE					
Street					
3407 EDDY ST					
City		**State**	**Zip Code**	**Foreign Country**	
PORT TOWNSEND		WA	98368		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Dabob Bay Natural Area Protection - Phase II					5,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name					
OREGON COLLEGE OF ART AND CRAFT					
Street					
8245 SW BARNES RD					
City		**State**	**Zip Code**	**Foreign Country**	
PORTLAND		OR	97225		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
A. Susana Santos' Journeys in Creativity Program					5,000

Name					
PACIFIC RIVERS COUNCIL INC					
Street					
540 OAK ST STE E					
City		**State**	**Zip Code**	**Foreign Country**	
EUGENE		OR	97401		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Translating Science Into Policy to Protect Aquatic Ecosystems					5,000

Name					
PARK COUNTY COMMUNITY FOUNDATION					
Street					
PO BOX 2199					
City		**State**	**Zip Code**	**Foreign Country**	
LIVINGSTON		MT	59047		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Fiscal Agent for Montana Community Foundations Collaborative Project					2,500

Name					
PEOPLE FOR PUGET SOUND					
Street					
911 WESTERN AVE STE 580					
City		**State**	**Zip Code**	**Foreign Country**	
SEATTLE		WA	98104		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Kathy Fletcher Legacy Fund					1,000

Name					
PIERCE COLLEGE FOUNDATION					
Street					
1601 39TH AVE SE					
City		**State**	**Zip Code**	**Foreign Country**	
PUYALLUP		WA	98374		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Lakewood Computer Clubhouse					5,000

Name					
PLAYWRITE					
Street					
4924 NE MULTNOMAH ST					
City		**State**	**Zip Code**	**Foreign Country**	
PORTLAND		OR	97213		
Relationship	**Foundation Status**				
N/A	509(a)(1)				
Purpose of grant/contribution					**Amount**
Writing Myself: PlayWriting Workshops for Youth					8,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
POLSON SCHOOL DISTRICT				
Street				
111 4TH AVENUE E				
City	**State**	**Zip Code**	**Foreign Country**	
POLSON	MT	59860		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Elmo Document Projectors				1,700

Name				
SALEM CLASSICAL FENCING				
Street				
354 BELMONT ST NE				
City	**State**	**Zip Code**	**Foreign Country**	
SALEM	OR	97301		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Fencing Equipment for Middle School Students				1,788

Name				
SOUTHEAST ALASKA CONSERVATION COUNCIL INC				
Street				
419 6TH ST STE 200				
City	**State**	**Zip Code**	**Foreign Country**	
JUNEAU	AK	99801		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Building On the Ground Support to Safeguard the Yakutat Forelands in the Tongass National Forest				10,000

Name				
THIN AIR COMMUNITY RADIO				
Street				
35 W MAIN AVE STE 340				
City	**State**	**Zip Code**	**Foreign Country**	
SPOKANE	WA	99201		
Relationship	**Foundation Status**			
N/A	509(a)(2)			
Purpose of grant/contribution				**Amount**
Youth Radio Programs Project				5,000

Name				
UNIVERSITY OF IDAHO FOUNDATION INC				
Street				
PO BOX 443143				
City	**State**	**Zip Code**	**Foreign Country**	
MOSCOW	ID	83844		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
(Young) Women Outdoors with Science (WOWS)				5,000

Name				
WASHINGTON PUBLIC AFFAIRS NETWORK				
Street				
PO BOX 25				
City	**State**	**Zip Code**	**Foreign Country**	
OLYMPIA	WA	98507		
Relationship	**Foundation Status**			
N/A	509(a)(1)			
Purpose of grant/contribution				**Amount**
Capitol Classroom: Season 2 Project				5,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name WILD SALMON CENTER				
Street 721 NW NINTH AVE STE 300				
City PORTLAND		**State** OR	**Zip Code** 97209	**Foreign Country**
Relationship N/A	**Foundation Status** 509(a)(1)			
Purpose of grant/contribution Protecting Alaska's Bristol Bay Watershed Project				**Amount** 5,000
Name WISDOM OF THE ELDERS INCORPORATED				
Street 5518 SE FLAVEL DR				
City PORTLAND		**State** OR	**Zip Code** 97206	**Foreign Country**
Relationship N/A	**Foundation Status** 509(a)(1)			
Purpose of grant/contribution Northwest Indian Storytellers Association's 2012 Emerging Tribal Storytellers Apprenticeship				**Amount** 5,000
Name WOMENS OPPORTUNITY AND RESOURCE DEVELOPMENT INC				
Street 2525 PALMER ST				
City MISSOULA		**State** MT	**Zip Code** 59808	**Foreign Country**
Relationship N/A	**Foundation Status** 509(a)(1)			
Purpose of grant/contribution Next Step Wilderness (NSW) and Summer Arts & Leadership Camp (SALC)				**Amount** 5,000
Name YAAK VALLEY FOREST COUNCIL				
Street 265 RIVER VIEW DR				
City TROY		**State** MT	**Zip Code** 59935	**Foreign Country**
Relationship N/A	**Foundation Status** 509(a)(1)			
Purpose of grant/contribution Community Forest Watch Program				**Amount** 5,000
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount** 0
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount** 0