

Department of the Treasury Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning

04/01, 2014, and ending

03/31, 2015

Name of foundation: CHARLOTTE Y. MARTIN FOUNDATION TRUST
Employer identification number: 91-6294504
Telephone number: (312) 461-4833
City or town: CHICAGO, IL 60603
G Check all that apply: Initial return, Final return, Address change
H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$24,748,566
J Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	686,233.	371,068.	371,068.
	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) <b>ATCH 6</b> . . . . .	20,563,976.	20,756,277.	24,377,498.
	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) . . . . .	5.		
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ . . . . . )				
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	21,250,214.	21,127,345.	24,748,566.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here, ▶ <input type="checkbox"/>		and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>		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 . .	21,250,214.	21,127,345.	
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	21,250,214.	21,127,345.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	21,250,214.	21,127,345.		

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 21,250,214.
2	Enter amount from Part I, line 27a . . . . .	2 -122,869.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 21,127,345.
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 21,127,345.

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em;">{</span> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 <span style="font-size: 2em;">}</span>			<b>2</b>	663,371.	
<b>3</b> 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			<b>3</b>	0	

**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))
2013	1,044,182.	23,561,997.	0.044316
2012	863,804.	21,586,232.	0.040016
2011	768,607.	21,100,688.	0.036426
2010	926,312.	20,280,050.	0.045676
2009	375,198.	18,516,576.	0.020263
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.186697
<b>3</b> 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			<b>3</b> 0.037339
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			<b>4</b> 24,805,738.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 926,221.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 11,043.
<b>7</b> Add lines 5 and 6			<b>7</b> 937,264.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			<b>8</b> 1,220,621.

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b. . . . .	<b>1</b>	11,043.
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	11,043.
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	11,043.
<b>6</b>	Credits/Payments:		
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014. . . . .	<b>6a</b>	35,379.
<b>b</b>	Exempt foreign organizations - tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868). . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	35,379.
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	24,336.
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 24,336. <b>Refunded</b> <input checked="" type="checkbox"/> <b>11</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . <i>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.</i>		X
<b>1c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		X
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
<b>4b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WA, _____		
<b>b</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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . . . .	X	
<b>9</b> 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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i> . . . . .		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of FOUNDATION SOURCE Telephone no. 800-839-1754 Located at 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 19809-1377
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 2014, 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 FinCEN Form 114, (formerly 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 2014? . . . . . 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . . . . . 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
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 2014 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 2014.) . . . . . 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 2014? . . . . . 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 4945(d)(4)(A)? (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**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  **6b** 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?  **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
ATCH 7		238,370.	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				

**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
ATCH 8		93,494.

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 N/A	
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	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	24,590,235.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	593,250.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	5.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	25,183,490.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	25,183,490.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	377,752.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	24,805,738.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	1,240,287.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	1,240,287.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	11,043.
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	11,043.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	1,229,244.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	1,229,244.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	1,229,244.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	1,220,621.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	1,220,621.
<b>5</b>	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) . . . . .	<b>5</b>	11,043.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	1,209,578.

**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 2013	(c) 2013	(d) 2014
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				1,229,244.
<b>2</b> Undistributed income, if any, as of the end of 2014:				
<b>a</b> Enter amount for 2013 only . . . . .			1,115,748.	
<b>b</b> Total for prior years: 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009 . . . . .				
<b>b</b> From 2010 . . . . .				
<b>c</b> From 2011 . . . . .				
<b>d</b> From 2012 . . . . .				
<b>e</b> From 2013 . . . . .				
<b>f</b> <b>Total</b> of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>1,220,621.</u>				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .			1,115,748.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2014 distributable amount . . . . .				104,873.
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2014 . . . . . <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				1,124,371.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> <b>Excess distributions carryover to 2015.</b> Subtract lines 7 and 8 from line 6a . . . . .		0		
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010 . . . . .				
<b>b</b> Excess from 2011 . . . . .				
<b>c</b> Excess from 2012 . . . . .				
<b>d</b> Excess from 2013 . . . . .				
<b>e</b> Excess from 2014 . . . . .				

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 2014, 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 5 columns: (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Alternative tests: Assets, Endowment, Support).

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.

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 address of the person to whom applications should be addressed:

ATCH 9

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

SEE LINE 2A

c Any submission deadlines:

SEE LINE 2A

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

SEE LINE 2A

**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
<p><b>a</b> <i>Paid during the year</i></p> <p>ATCH 10</p>				
<p><b>Total</b> . . . . . ▶ <b>3a</b></p>				<p>890,213.</p>
<p><b>b</b> <i>Approved for future payment</i></p>				
<p><b>Total</b> . . . . . ▶ <b>3b</b></p>				





# Underpayment of Estimated Tax by Corporations

**2014**

▶ Attach to the corporation's tax return.  
 ▶ Information about Form 2220 and its separate instructions is at [www.irs.gov/form2220](http://www.irs.gov/form2220).

Name: **CHARLOTTE Y. MARTIN FOUNDATION TRUST**  
 Employer identification number: **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

<b>1</b>	Total tax (see instructions) . . . . .	<b>1</b>	<b>11,043.</b>
<b>2a</b>	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1 . . . . .	<b>2a</b>	
<b>b</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 . . . . .	<b>2b</b>	
<b>c</b>	Credit for federal tax paid on fuels (see instructions) . . . . .	<b>2c</b>	
<b>d</b>	<b>Total.</b> Add lines 2a through 2c . . . . .	<b>2d</b>	
<b>3</b>	Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty. . . . .	<b>3</b>	<b>11,043.</b>
<b>4</b>	Enter the tax shown on the corporation's 2013 income tax return (see instructions). <b>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</b> . . . . .	<b>4</b>	<b>28,023.</b>
<b>5</b>	<b>Required annual payment.</b> Enter the <b>smaller</b> of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3 . . . . .	<b>5</b>	<b>11,043.</b>

## 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).

<b>6</b>	<input type="checkbox"/>	The corporation is using the adjusted seasonal installment method.
<b>7</b>	<input checked="" type="checkbox"/>	The corporation is using the annualized income installment method.
<b>8</b>	<input type="checkbox"/>	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)
<b>9</b> <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th ( <b>Form 990-PF filers:</b> Use 5th month), 6th, 9th, and 12th months of the corporation's tax year . . . . .	<b>9</b> 08/15/2014	09/15/2014	12/15/2014	03/15/2015
<b>10</b> <b>Required installments.</b> 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 . . . . .	<b>10</b> 412.	2,777.	2,162.	5,692.
<b>11</b> Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15 . . . . .	<b>11</b> 29,779.	5,600.		
<b>Complete lines 12 through 18 of one column before going to the next column.</b>				
<b>12</b> Enter amount, if any, from line 18 of the preceding column . . . . .	<b>12</b>	29,367.	32,190.	30,028.
<b>13</b> Add lines 11 and 12 . . . . .	<b>13</b>	34,967.	32,190.	30,028.
<b>14</b> Add amounts on lines 16 and 17 of the preceding column . . . . .	<b>14</b>			
<b>15</b> Subtract line 14 from line 13. If zero or less, enter -0- . . . . .	<b>15</b> 29,779.	34,967.	32,190.	30,028.
<b>16</b> If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0- . . . . .	<b>16</b>			
<b>17</b> <b>Underpayment.</b> 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 . . . . .	<b>17</b>			
<b>18</b> <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column . . . . .	<b>18</b> 29,367.	32,190.	30,028.	

**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.**

For Paperwork Reduction Act Notice, see separate instructions.

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> 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). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i> . . . . .	<b>19</b>			
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19. . . . .	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2014 and before 7/1/2014	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365} \times 3\%$	<b>22</b>	\$	\$	\$
<b>23</b> Number of days on line 20 after 6/30/2014 and before 10/1/2014	<b>23</b>			
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365} \times 3\%$	<b>24</b>	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2014 and before 1/1/2015	<b>25</b>			
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365} \times 3\%$	<b>26</b>	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2014 and before 4/1/2015	<b>27</b>			
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 3\%$	<b>28</b>	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2015 and before 7/1/2015	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times \%$	<b>30</b>	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2015 and before 10/1/2015	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times \%$	<b>32</b>	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2015 and before 1/1/2016	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times \%$	<b>34</b>	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2015 and before 2/16/2016	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{366} \times \%$	<b>36</b>	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36. . . . .	<b>37</b>	\$	\$	\$
<b>38 Penalty.</b> 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 . . . . .	<b>38</b>			\$

\*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](http://www.irs.gov). You can also call 1-800-829-4933 to get interest rate information.

**Part II Annualized Income Installment Method**

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
<b>20</b> Annualization periods (see instructions) . . . . .	<b>20</b>				
<b>21</b> Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items) . . . . .	<b>21</b>	27,400.	68,747.	173,316.	348,607.
<b>22</b> Annualization amounts (see instructions) . . . . .	<b>22</b>	6.00000	4.00000	2.00000	1.33333
<b>23 a</b> Annualized taxable income. Multiply line 21 by line 22 . . . . .	<b>23a</b>	164,400.	274,988.	346,632.	464,808.
<b>b</b> Extraordinary items (see instructions) . . . . .	<b>23b</b>	187.	362,790.	366,855.	700,292.
<b>c</b> Add lines 23a and 23b . . . . .	<b>23c</b>	164,587.	637,778.	713,487.	1,165,100.
<b>24</b> 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) . . . . .	<b>24</b>	1,646.	6,378.	7,135.	11,651.
<b>25</b> Enter any alternative minimum tax for each payment period (see instructions) . . . . .	<b>25</b>				
<b>26</b> Enter any other taxes for each payment period (see instructions) . . . . .	<b>26</b>				
<b>27</b> Total tax. Add lines 24 through 26 . . . . .	<b>27</b>	1,646.	6,378.	7,135.	11,651.
<b>28</b> For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions) . . . . .	<b>28</b>				
<b>29</b> Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0- . . . . .	<b>29</b>	1,646.	6,378.	7,135.	11,651.
<b>30</b> Applicable percentage . . . . .	<b>30</b>	25%	50%	75%	100%
<b>31</b> Multiply line 29 by line 30 . . . . .	<b>31</b>	412.	3,189.	5,351.	11,651.

**Part III Required Installments**

		1st installment	2nd installment	3rd installment	4th installment
<b>Note:</b> Complete lines 32 through 38 of one column before completing the next column.					
<b>32</b> 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 <b>smaller</b> of the amounts in each column from line 19 or line 31 . . . . .	<b>32</b>	412.	3,189.	5,351.	11,651.
<b>33</b> Add the amounts in all preceding columns of line 38 (see instructions) . . . . .	<b>33</b>		412.	3,189.	5,351.
<b>34 Adjusted seasonal or annualized income installments.</b> Subtract line 33 from line 32. If zero or less, enter -0- . . . . .	<b>34</b>	412.	2,777.	2,162.	6,300.
<b>35</b> Enter 25% of line 5 on page 1 of Form 2220 in each column. <b>Note:</b> "Large corporations," see the instructions for line 10 for the amounts to enter . . . . .	<b>35</b>	2,761.	2,761.	2,761.	2,760.
<b>36</b> Subtract line 38 of the preceding column from line 37 of the preceding column . . . . .	<b>36</b>		2,349.	2,333.	2,932.
<b>37</b> Add lines 35 and 36 . . . . .	<b>37</b>	2,761.	5,110.	5,094.	5,692.
<b>38 Required installments.</b> Enter the <b>smaller</b> of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions) . . . . .	<b>38</b>	412.	2,777.	2,162.	5,692.

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ROYALTY INCOME	2,008.	2,008.
TOTALS	<u>2,008.</u>	<u>2,008.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GENERAL CONSULTATIONS	9,661.			9,661.
TRUST TO CORP RESTRUCTURING	20,110.			20,110.
TOTALS	<u>29,771.</u>			<u>29,771.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ADMINISTRATION OF FOUNDATION	17,500.		17,500.
INVESTMENT MANAGEMENT SERVICES	162.	162.	
WEBSITE DEVELOPMENT	650.		650.
TOTALS	<u>18,312.</u>	<u>162.</u>	<u>18,150.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2015	6,500.
TOTALS	<u>6,500.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ADMINISTRATIVE FEES	93,494.		93,494.
FOUNDATION DUES & MEMBERSHIPS	3,050.		3,050.
INDEMNIFICATION INSURANCE	1,848.		1,848.
IRS APPLICATION FEES	850.		850.
POSTAGE/DELIVERY SERVICE	259.		259.
STATE OR LOCAL FILING FEES	25.		25.
ROYALTY EXPENSE	2,093.	2,093.	
EMPLOYEE TRAINING	200.		200.
TOTALS	<u>101,819.</u>	<u>2,093.</u>	<u>99,726.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ABERDEEN EMERGING MARKETS INST	647,206.	610,142.
ACADIAN EMERGING MARKETS	798,339.	764,297.
CREDIT SUISSE COMMODITY RET ST	630,697.	447,254.
DODGE & COX FUNDS INTERNATIONAL	849,413.	943,985.
DOUBLELINE TOTAL RETURN BOND	1,214,362.	1,217,145.
FRANKLIN FLOATING RATE DAILY A	493,811.	483,579.
GATEWAY FUND CLASS Y	1,299,525.	1,415,461.
ING REAL ESTATE FUND CLASS I	551,998.	721,615.
ISHARES RUSSELL 2000 GROWTH IN	133,378.	228,841.
ISHARES TRUST RUSSELL 1000 VAL	1,571,638.	1,981,712.
LAZARD EMERGING MARKETS EQUITY	519,625.	569,531.
OAKMARK INTERNATIONAL FUND CL	753,615.	691,324.
PIMCO COMMODITY REAL RETURN ST	677,390.	426,087.
PYXIS LONG/SHORT EQUITY Z	695,874.	789,582.
SPDR S&P 500 ETF TRUST	2,613,914.	3,669,292.
T. ROWE PRICE SMALL-CAP STOCK	128,058.	202,841.
TEMPLETON GLOBAL BD	492,487.	458,539.
TEMPLETON INSTI FOREIGN SMALLE	585,575.	975,407.
TOUCHSTONE SANDS CAPITAL FUND	457,681.	710,886.
VANGUARD 500 INDEX FUND ADM	2,316,780.	3,539,069.
VANGUARD EQUITY INCOME - ADMIR	1,579,238.	1,800,448.
VANGUARD SHORT-TERM CORPORATE	1,172,695.	1,183,188.
WESTWOOD SHORT DURATION HIGH Y	572,978.	547,273.
TOTALS	<u>20,756,277.</u>	<u>24,377,498.</u>

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,144,451.		PUBLICLY-TRADED SECURITIES 3,484,080.					660,371.	
600.		ECTOR CO TX RI IN 24-1S-43 T&P R				P	04/01/2009 600.	03/24/2015
600.		ELLIS CO OK RI IN 32-19N-21W				P	04/01/2009 600.	03/24/2015
600.		PECOS CO TX WI SECS 1-2-12-13-18				P	04/01/2009 600.	03/24/2015
600.		ROOSEVELT CO MN MI IN 6-7S-35E				P	04/01/2009 600.	03/24/2015
600.		YOAKUM CO TX MI IN ALL OF SEC 18				P	04/01/2009 600.	03/24/2015
TOTAL GAIN(LOSS) .....							<u>663,371.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
BMO HARRIS BANK NA BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603	TRUSTEE 20.00	163,370.
TOM CAMPBELL BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603	MANAGING COMMITTEE MEMBER 2.00	15,000.
PETE GALLOWAY BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603	TREAS / MNG. COMM. MEMBER 2.00	15,000.
C'ARDISS GARDNER GLESER BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603	SEC / MNG. COMM. MEMBER 2.00	15,000.
SHEILA KELLY BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603	SEC* / MNG. COMM. MEMBER 2.00	15,000.

\*REMOVED FROM POSITION IN FYE 3/31/15

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
BONNIE SACHATELLO-SAWYER BMO HARRIS NA TAX DEPT 111 W MONROE 10C CHICAGO, IL 60603 *REMOVED FROM POSITION IN FYE 3/31/15	CHAIRPERSON/MNG. COMM. MEMBER* 2.00	15,000.
	GRAND TOTALS	<u>238,370.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FOUNDATION SOURCE 55 WALLS DRIVE, SUITE 302 FAIRFIELD, CT 06824	ADMINISTRATIVE	93,494.
TOTAL COMPENSATION		<u>93,494.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WWW.CHARLOTTEMARTIN.ORG

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ALEX FOUNDATION PO BOX 4103 HELENA, MT 59604	N/A PC	ALL ABILITIES ACTIVITIES PROJECT	5,000.
ALPINE THEATRE PROJECT, INC. P.O. BOX 1959 WHITEFISH, MT 59937	N/A PC	THE ALPINE KIDS! THEATRE PROJECT 2014 FALL SESSION	5,000.
AMERICA SCORES SEATTLE 2450 6TH AVE S, STE 203 SEATTLE, WA 98134	N/A PC	AFTER SCHOOL POETRY AND SOCCER PROGRAM	5,000.
AMERICAN INDIAN BUSINESS LEADERS GALLAGHER BUSINESS BLDG STE 366 MISSOULA, MT 59812	N/A PC	AIBL BUSINESS LEADERSHIP PROGRAM	5,000.
ARLEE COMMUNITY DEVELOPMENT CORPORATION PO BOX 452 ARLEE, MT 59821	N/A PC	INTRODUCTION TO NATIVE THEATER: WRITING, ACTING AND MUSIC FOR THE STAGE	5,000.
ARTS WITHOUT BOUNDARIES FOUNDATION 67 W FIELDVIEW CIR BOZEMAN, MT 59715	N/A PC	THE WRITING IN THE SCHOOLS PROGRAM	3,640.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AUDUBON WASHINGTON 5902 LAKE WASHINGTON BLVD S SEATTLE, WA 98118	N/A PC	THE TEAM AQUA FORCE: TEEN LEADERSHIP FOR A HEALTHY PUGET SOUND PROGRAM	5,000.
BAKER COMMUNITY CHOIR 1055 IDLEWOOD DR BAKER CITY, OR 97814	N/A PC	BAKER AFTER SCHOOL CHILDREN'S CHOIR PROGRAM	1,500.
BAKER HIGH SCHOOL 2500 E ST BAKER CITY, OR 97814	N/A PC	THE BAKER HIGH SCHOOL BASEBALL GRANT PROJECT	5,000.
BITTER ROOT RESOURCE CONSERVATION AND DEVELOPMENT PO BOX 870 HAMILTON, MT 59840	N/A PC	THE 2014 BITTERROOT CULTURE CAMP PROGRAM	3,000.
BOISE INDEPENDENT SCHOOL DISTRICT 8169 W VICTORY RD BOISE, ID 83702	N/A PC	MCCALL OUTDOOR SCIENCE SCHOOL	5,000.
BOXLEY MUSIC FUND PO BOX 493 NORTH BEND, WA 98045	N/A PC	FOR THE YOUTH JAZZ INVOLVEMENT IN THE 2015 NORTH BEND JAZZ FESTIVAL	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BOYS & GIRLS CLUB OF THE FLATHEAD RESERVATION PO BOX 334 RONAN, MT 59864	N/A PC	AFTER-SCHOOL EDUCATION PROGRAM	5,000.
BOYS AND GIRLS CLUBS OF SKAGIT COUNTY PO BOX 1527 LA CONNER, WA 98257	N/A PC	THE SUMMER BRAIN GAIN PROJECT	1,500.
BOYS AND GIRLS CLUBS OF THURSTON COUNTY 3003 SUNSET WAY S.E. TUMWATER, WA 98501	N/A PC	ROCHESTER BOYS & GIRLS CLUB - PROJECT LEARN	5,000.
BROADWAY CENTER FOR THE PERFORMING ARTS 901 BROADWAY STE 700 TACOMA, WA 98402	N/A PC	IMAGINEOCEAN: PUPPETRY WORKSHOP PROJECT	2,500.
CAMP VICTORY PO BOX 711 OCEAN PARK, WA 98640	N/A PC	THE CHILDREN PROJECT	10,000.
CARROUSEL PLAYERS OF THE COEUR D ALENE SUMMER THTR PO BOX 1119 COEUR D ALENE, ID 83816	N/A PC	THE CST KIDS' CAMPS	3,765.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CENTER FOR ALASKAN COASTAL STUDIES PO BOX 2225 HOMER, AK 99603	N/A PC	EMPOWERING YOUTH TO CARE ABOUT MY PLANET PROJECT	5,000.
CENTER FOR ARTS DANCE AND MOVEMENT EDUCATION PO BOX 5160 EUGENE, OR 97405	N/A PC	THE MOVE YOUR STUDENT BODY OUTREACH PROJECT	5,000.
CENTER FOR JUSTICE 35 W MAIN AVE STE 300 SPOKANE, WA 99201	N/A PC	THE REDBAND TROUT SHORELINE HABITAT PROJECT	5,000.
CENTER POLE 3391 GARRYOWEN RD GARRYOWEN, MT 59031	N/A PC	CENTER POLE/UNITY HOOPS PROGRAM	5,000.
CENTRUM FOUNDATION PO BOX 1158 PORT TOWNSEND, WA 98368	N/A PC	THE YOUNG ARTISTS PROGRAM	10,000.
CHESS FOR SUCCESS 2701 NW VAUGHN ST STE 101 PORTLAND, OR 97210	N/A PC	HELPING AT-RISK STUDENTS DEVELOP THE SKILLS TO SUCCEED IN SCHOOL AND IN LIFE THROUGH LEARNING CHESS	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHILDREN'S MUSIC FOUNDATION INC 608 STATE ST S. STE 100 KIRKLAND, WA 98033	N/A PC	GENERAL & UNRESTRICTED	5,000.
CLARK FORK COALITION PO BOX 7593 MISSOULA, MT 59807	N/A PC	WESTSLOPE CUTTHROAT TROUT RECOVERY IN THE UPPER CLARK FORK BASIN	6,300.
COLUMBIA GORGE ECOLOGY INSTITUTE PO BOX 1104 HOOD RIVER, OR 97031	N/A PC	FROM ACORNS TO OAKS: INSTILLING A SENSE OF PLACE AND WONDER AT THE SANDY RIVER DELTA PROJECT	5,000.
CONSERVATION NORTHWEST 1208 BAY ST STE 201 BELLINGHAM, WA 98225	N/A PC	COAST TO CASCADES GRIZZLY BEAR INITIATIVE	5,000.
COOK INLETKEEPER 3734 BEN WALTERS LN HOMER, AK 99603	N/A PC	PROTECTING ALASKA'S WILD SALMON HABITAT: THERMAL REFUGIA PROJECT	5,000.
CORPORATION OF GONZAGA UNIVERSITY 502 E BOONE AVE SPOKANE, WA 99258	N/A PC	CHARLOTTE Y. MARTIN SCHOLARSHIP FUND	214,632.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COUNCIL SCHOOL DISTRICT PO BOX 468 COUNCIL, ID 83638	N/A PC	COUNCIL RURAL ENVIRONMENTAL STEWARDSHIP PROJECT	5,000.
CRAIGHEAD INSTITUTE 201 S WALLACE AVE STE B2D BOZEMAN, MT 59715	N/A PC	ASSESSMENT OF SPECIES AT RISK AND HABITAT CONNECTIVITY IN THE HYALITE-PROCUPINE-BUFFALO HORN WILDERNESS STUDY AREA	12,000.
DANCE UMBRELLA FOR SOUTH COAST OREGON PO BOX 1171 COOS BAY, OR 97420	N/A PC	BOYS' SCHOLARSHIP DANCE PROGRAM	5,000.
DENALI ELEMENTARY SCHOOL 952 CORDOVA ST ANCHORAGE, AK 99501	N/A PC	RAKU KILM PROJECT	2,500.
DESCHUTES ESTUARY RESTORATION TEAM PO BOX 11093 OLYMPIA, WA 98508	N/A PC	LOGISTICAL AND LEGAL SUPPORT TO PRESERVE THE HERONY OF THE PACIFIC GREAT BLUE HERON IN OLYMPIA	5,000.
EAST AFRICAN COMMUNITY SERVICES 7054 32ND AVE S STE 207 SEATTLE, WA 98118	N/A PC	THE YOUTH EDUCATION PROGRAM	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
EMODE LEARNING FOUNDATION 23515 NE NOVELTY HILL RD STE B221 REDMOND, WA 98053	N/A PC	MATH RENAISSANCE PROJECT IN SOUTH KING COUNTY	10,000.
ENVIRONMENTAL SCIENCE CENTER 126 SW 148TH ST., STE C100-170 BURIEN, WA 98166	N/A PC	THE ADVANCING STEM EDUCATION FOR UNDERSERVED YOUTH PROGRAM	5,000.
EVERGREEN CITY BALLET 2230 LIND AVE SW STE 109 RENTON, WA 98057	N/A PC	DANCE ALIVE! STUDENT OUTREACH PROJECT	5,000.
FRIENDS FOREVER MENTORING 49518 US HWY 93 POLSON, MT 59860	N/A PC	NATIVE AMERICAN MENTORING INITIATIVE	15,000.
FRIENDS OF THE WILD SWAN PO BOX 103 BIGFORK, MT 59911	N/A PC	WILDLIFE AND HABITAT PROTECTION PROGRAM	5,000.
FUTUREWISE 816 2ND AVE STE 200 SEATTLE, WA 98104	N/A PC	PUGET SOUND SHORELINE FISH AND WILDLIFE HABITAT IMPROVEMENT PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GOLDEN EAGLE AUBUBON SOCIETY PO BOX 8261 BOISE, ID 83707	N/A PC	ENGAGING REFUGEE YOUTH IN CONSERVATION THROUGH THE NEW ROOTS PROGRAM	3,000.
HALL ELEMENTARY SCHOOL 109 W MAIN ST HALL, MT 59837	N/A PC	THE HALL HUSKY BASKETBALL PROGRAM	1,090.
HEART OF THE ROCKIES INITIATIVE 1790 E 2000 S DRIGGS, ID 83422	N/A PC	COLLABORATIVE CONSERVATION IN THE HIGH DIVIDE PROJECT	5,000.
HEARTS GATHERED PO BOX 767 OMAK, WA 98841	N/A PC	EAGER TO LEARN: STUDENT-DIRECTED, TEACHER-SUPPORTED NATIVE LANGUAGE IMMERSION EDUCATION PROJECT	10,000.
HOH RIVER TR PO BOX 3068 PORT ANGELES, WA 98362	N/A PC	HABITAT ENHANCEMENT AND WILDLIFE RECOVERY PROJECT	7,000.
HOOD RIVER DYNAMO YOUTH SOCCER CLUB INC 1926 12TH ST STE 300 HOOD RIVER, OR 97031	N/A PC	THE BULLDOGS SOCCER TRAINING PROGRAM	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
IDAHO SHAKESPEARE FESTIVAL INC 520 S 9TH ST BOISE, ID 83702	N/A PC	APPRENTICE COMPANY SCHOLARSHIP FUND FOR MINORITY STUDENTS	7,500.
IDAHO YOUTH GOLF ASSOCIATION INC 172 S ACADEMY AVE STE 160 EAGLE, ID 83616	N/A PC	THE FIRST TEE SECOND CHANCE PROGRAM	5,000.
INLAND NORTHWEST LAND TRUST 35 W MAIN AVE STE 210 SPOKANE, WA 99201	N/A PC	REARDAN'S AUDUBON LAKE CONSERVATION PROJECT	5,000.
KACHEMAK HERITAGE LAND TRUST INC 315 KLONDIKE AVE HOMER, AK 99603	N/A PC	THE WINGS OVER WESTERN WATERS PROJECT	5,000.
KETTLE RANGE CONSERVATION GROUP PO BOX 150 REPUBLIC, WA 99166	N/A PC	THE COLUMBIA HIGHLANDS INITIATIVE	5,000.
KWIAHT CTR FOR THE HISTORIAL ECOLOGY OF SALISH SEA PO BOX 415 LOPEZ ISLAND, WA 98261	N/A PC	THE GROWING TOGETHER: COAST SALISH AND ISLAND YOUTH DEFENDING SEABIRD ISLANDS	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LOG CABIN LITERARY CENTER INC 801 S CAPITOL BLVD STE 100 BOISE, ID 83702	N/A PC	SUPPORT FOR THE CABIN WRITING CAMPS PROGRAM	5,000.
MARINE CONSERVATION BIOLOGY INSTITUTE 4010 STONE WAY N, #210 SEATTLE, WA 98103	N/A PC	SECURING PERMANENT PROTECTION FOR THE WESTERN ALEUTIAN ISLANDS	5,000.
MEARS MIDDLE SCHOOL 2700 W 100TH AVE ANCHORAGE, AK 99515	N/A PC	THE CROSS COUNTRY SKIING PROGRAM	3,000.
MERCY HOUSING NORTHWEST-IDAHO INC 540 N. EAGLE RD, #117 EAGLE, ID 83616	N/A SO I	ON-SITE THEATRE PROGRAM FOR LOW-INCOME YOUTH	5,000.
METHOW ARTS ALLIANCE PO BOX 723 TWISP, WA 98856	N/A PC	AN ARTISTIC EXPLORATION OF A SENSE OF PLACE PROJECT	4,000.
MISSOULA LADY OSPREY FAST PITCH SOFTBALL CLUB 3800 S RUSSELL ST STE 110 MISSOULA, MT 59801	N/A PC	EQUIPMENT/UNIFORMS/FACILITY RENTAL ASSISTANCE	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MONTANA AUDUBON 324 FULLER AVE STE N5 HELENA, MT 59601	N/A PC	BIRD AND HABITAT CONSERVATION PROGRAM	10,000.
MONTANA AUDUBON 324 FULLER AVE STE N5 HELENA, MT 59601	N/A PC	NATURE ADVENTURE AFTERSCHOOL CLUB	4,720.
MONTANA OUTDOOR SCIENCE SCHOOL PO BOX 502 BOZEMAN, MT 59771	N/A PC	ADVENTURES IN SCIENCE SCHOOL PROGRAMS	5,000.
MUSIC THEATRE OF IDAHO INC 203 9TH AVE S NAMPA, ID 83651	N/A PC	DISNEY'S MULAN, JR: ARTISTIC EXPRESSION MEETS ATHLETICS (TAEKWONDO) PROJECT	5,000.
NAT'L PARKS CONSERVATION ASSOC - YELLOWSTONE FIELD 321 E MAIN ST, STE 320 BOZEMAN, MT 59715	N/A PC	RESTORING YELLOWSTONE PRONGHORN ANTELOPE MIGRATION TO MONTANA'S MADISON VALLEY	5,000.
NATIVE AMERICAN YOUTH AND FAMILY CENTER 5135 NE COLUMBIA BLVD PORTLAND, OR 97218	N/A PC	NAYA SUMMERTIME ENRICHMENT THROUGH CULTURAL CONNECTIONS PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NATURE AWARENESS AND WILDERNESS SPORTS PROGRAMS 1030 MORTON ST ASHLAND, OR 97520	N/A PC	FINDING HOME: EMPOWERING FUTURE EARTH STEWARDS PROJECT	5,000.
NEIGHBORS FOR KIDS 634 SE HWY 101, PO BOX 942 DEPOE BAY, OR 97341	N/A PC	FULL STEAM AHEAD PROJECT	5,000.
NORTH CLACKAMAS EDUCATION FOUNDATION 4444 SE LAKE RD MILWAUKIE, OR 97222	N/A PC	NCSD ELEMENTARY MUSICAL INSTRUMENTS PROJECT	5,000.
NORTH IDAHO MOUNTAIN SPORTS EDUCATION FUND INC PO BOX 170 PONDERAY, ID 83852	N/A PC	EQUIPMENT MAINTENANCE AND UPGRADE PROJECT	3,000.
NORTH POWDER PARENT TEACHER COMMUNITY ORGANIZATION PO BOX 73 NORTH POWDER, OR 97867	N/A PC	CHILDREN'S THEATRE PROGRAM	3,250.
NORTHWEST ART CENTER PO BOX 1434 DUVALL, WA 98019	N/A PC	CORE CLASSES PROJECT	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NORTHWEST GIRL CHOIR 2150 N 122ND ST SEATTLE, WA 98133	N/A PC	CHOIR EDUCATION PROGRAM	5,000.
OKANOGAN LAND TRUST PO BOX 293 TONASKET, WA 98855	N/A PC	BIRD'S EYE VIEW: A CONSERVATION PLAN FOR THE OKANOGAN LAND TRUST	5,000.
OREGON COLLEGE OF ART AND CRAFT 8245 SW BARNES RD PORTLAND, OR 97225	N/A PC	A. SUSANA SANTOS' JOURNEYS IN CREATIVITY PROGRAM	5,000.
OREGON EAST SYMPHONY INC PO BOX 1436 PENDLETON, OR 97801	N/A PC	PLAYING FOR KEEPS - A COMPREHENSIVE YOUTH MUSIC EDUCATION PROGRAM OFFERED BY THE OREGON EAST SYMPHONY IN PENDLETON, OREGON	5,000.
OREGON NATURAL RESOURCES COUNCIL FUND 5825 N GREELEY AVE PORTLAND, OR 97217	N/A PC	PROMOTING A CLIMATE-CENTERED CONSERVATION STRATEGY FOR OREGON'S WILDLANDS AND WILDLIFE	10,000.
OREGON NATURAL RESOURCES COUNCIL FUND 5825 N GREELEY AVE PORTLAND, OR 97217	N/A PC	RECOVERING SEA OTTERS AS A KEYSTONE SPECIES ON THE OREGON COAST	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
OREGON WILDLIFE INSTITUTE PO BOX 1061 CORVALLIS, OR 97339	N/A PC	POTENTIAL EFFECTS OF CLIMATE CHANGE ON THE KIT FOX IN OREGON: A PROBLEM ANALYSIS PROJECT	10,000.
PACIFIC BIODIVERSITY INSTITUTE PO BOX 298 WINTHROP, WA 98862	N/A PC	CLIMATE CHANGE, FIRE ADAPTATION AND SPECIES SURVIVAL PROJECT	15,000.
PACIFIC BIODIVERSITY INSTITUTE PO BOX 298 WINTHROP, WA 98862	N/A PC	THE HARBOR PORPOISE PROJECT	5,000.
PACIFIC NORTHWEST COLLEGE OF ART 511 NW BROADWAY PORTLAND, OR 97209	N/A PC	YOUTH ARTS PROGRAMMING AND SCHOLARSHIP FUND	5,000.
PADILLA BAY FOUNDATION 1039 BAYVIEW-EDISON RD MOUNT VERNON, WA 98273	N/A PC	BEACH CAMP: SUMMER DAY CAMP TARGETING UNDERSERVED LATINO YOUTH	5,966.
PARASPORT SPOKANE 16201 E INDIANA AVE STE 1200 SPOKANE VLY, WA 99216	N/A PC	WOMEN'S WHEELCHAIR BASKETBALL CHAIR NEED PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PEND OREILLE PLAYERS ASSOCIATION 236 S UNION AVE NEWPORT, WA 99156	N/A PC	YOUTH PROGRAMS	5,000.
PERSEVERANCE THEATRE INCORPORATED 914 3RD ST DOUGLAS, AK 99824	N/A PC	WRITEON PROJECT	15,000.
PIEGAN INSTITUTE 308 POIMI ST BROWNING, MT 59417	N/A PC	GENERAL OPERATING SUPPORT FOR THE PIEGAN INSTITUTE AND THE CUTS WOOD ACADEMY	10,000.
PORT TOWNSEND MARINE SCI. SOC FORT WORDEN ST. PARK FORT WORDEN STATE PK 532 BATTERY AV PORT TOWNSEND, WA 98368	N/A PC	STEM EDUCATION IN ACTION: BUILDING ROVS TO COLLECT NEEDED DATA	5,000.
PORTLAND COMMUNITY REINVESTMENT INITIATIVES INC 6329 NE MARTIN LUTHER KING JR BLVD PORTLAND, OR 97211	N/A PC	MAYA ANGELOU PUPPET THEATER	3,800.
PTA OREGON CONGRESS 1205 NW GARFIELD AVE CORVALLIS, OR 97330	N/A PC	GARFIELD ELEMENTARY SCHOOL'S K-2 LEGO ROBOTICS PROGRAM	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
REEL GRRLS INC PO BOX 12251 SEATTLE, WA 98102	N/A PC	LIGHTS, CAMERA, REEL GRRLS! PROJECT	5,000.
SALISH INSTITUTE PO BOX 914 ST IGNATIUS, MT 59865	N/A PC	CULTURAL YOUTH CAMPS	5,000.
SEATTLE CHILDRENS THEATRE ASSOCIATION 201 THOMAS ST SEATTLE, WA 98109	N/A PC	MWINDO PROJECT	25,000.
SEATTLE MUSIC PARTNERS 4533 SUNNYSIDE AVE N SEATTLE, WA 98103	N/A PC	TEACHING ARTIST SUPPORT FOR AFTER-SCHOOL MUSIC PROGRAM FOR UNDERSERVED YOUTH	15,000.
SEATTLE YOUTH SYMPHONY ORCHESTRA 11065 5TH AVE NE NO A SEATTLE, WA 98125	N/A PC	SYSO IN THE SCHOOLS PROGRAM	5,000.
SEQUIM COMMUNITY ORCHESTRA PO BOX 1681 SEQUIM, WA 98382	N/A PC	ESTABLISH STRINGED INSTRUMENT INSTRUCTION IN SEQUIM PUBLIC SCHOOLS	4,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SITKA CONSERVATION SOCIETY PO BOX 6533 SITKA, AK 99835	N/A PC	ALASKA WAY OF LIFE YOUTH PROGRAM	5,000.
SIUSLAW HIGH SCHOOL 2975 OAK ST FLORENCE, OR 97439	N/A PC	FLORENCE YOUTH WRESTLING LEAGUE	3,000.
SOUND ACTION PO BOX 845 VASHON, WA 98070	N/A PC	PUGET SOUND NEARSHORE HABITAT PROTECTION AND PRESERVATION PROJECT	5,000.
SOUTH COAST WATERSHEDS PO BOX 1614 GOLD BEACH, OR 97444	N/A PC	CURRY WATERSHEDS EDUCATION PROGRAM; SALMON ECOLOGY AND STEWARDSHIP PROJECTS	5,000.
SOUTH END ULTIMATE PROGRAM 953 22ND AVE A STE A SEATTLE, WA 98122	N/A PC	PROGRAM SUSTAINABILITY FOR ALL GIRL EVERYTHING ULTIMATE PROGRAM	5,000.
SOUTHEAST ALASKA CONSERVATION COUNCIL INC-SEACC 224 GOLD ST JUNEAU, AK 99801	N/A PC	SALMON AND WOLF PROTECTION IN SOUTHEAST ALASKA PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ST. ANNE CATHOLIC SCHOOL 1131 NE 10TH ST. GRANTS PASS, OR 97526	N/A PC	MIDDLE SCHOOL BAND	5,000.
SUTHERLIN COMMUNITY RESOURCE CENTER 104 E CENTRAL AVE SUTHERLIN, OR 97479	N/A PC	SUTHERLIN VALLEY RECREATION DISTRICT YOUTH SCHOLARSHIP FUND	1,350.
TAKSHANUK WATERSHED COUNCIL PO BOX 1029 HAINES, AK 99827	N/A PC	BRINGING THE CLASSROOM OUTSIDE PROJECT	5,000.
TECHNOLOGY ACCESS FOUNDATION 605 SW 108TH ST SEATTLE, WA 98146	N/A PC	STEM-BY-TAF LEARNING LAB COURSES	10,000.
THE HUMANE SOCIETY WILDLIFE LAND TRUST 2100 L ST NW WASHINGTON, DC 20037	N/A PC	GREENWOOD PRESERVE - SAGEBRUSH HABITAT RESTORATION AND NATIVE GRASS SEEDING PROJECT	5,000.
THE WELLS ARTS INSTITUTE 2710 NE 14TH AVE PORTLAND, OR 97212	N/A PC	STORYTELLING THEATRE WORKSHOP AT SENECA HOUSE PROGRAM	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TREASURE VALLEY CHILDRENS RELIEF NURSERY 588 W IDAHO AVE ONTARIO, OR 97914	N/A PC	CLIENT ASSISTANCE FUND: ATHLETIC & CULTURAL OPPORTUNITIES FOR IMPOVERISHED CHILDREN	1,700.
TREEHOUSE 2100 24TH AVE S SEATTLE, WA 98144	N/A PC	GRADUATION SUCCESS PROGRAM	5,000.
TROUT LAKE SCHOOL PO BOX 488 TROUT LAKE, WA 98650	N/A PC	BLOW YOUR OWN HORN PROJECT	5,000.
WALLA WALLA SYMPHONY SOCIETY INC PO BOX 92 WALLA WALLA, WA 99362	N/A PC	FREE WALLA WALLA SYMPHONY YOUTH ORCHESTRA PROJECT	5,000.
WASHINGTONS NATIONAL PARK FUND 1904 3RD AVE STE 400 SEATTLE, WA 98101	N/A PC	FISHER REINTRODUCTION PROJECT	7,500.
WESTERN RIVERS CONSERVANCY 71 S.W. OAK ST STE 100 PORTLAND, OR 97204	N/A PC	CONSERVING A PRIORITY MOVEMENT CORRIDOR FOR THREATENED WILDLIFE: BIG SHEEP CREEK PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WETLANDS CONSERVANCY INC 4640 SW MACADAM #50 PORTLAND, OR 97239	N/A PC	ALSEA BAY ESTUARY CONSERVATION PLAN	5,000.
WHATCOM YOUNG WRITERS PO BOX 31152 BELLINGHAM, WA 98228	N/A PC	PROGRAM EXPANSION PROJECT	5,000.
WILLAMETTE RIVERKEEPER 1515 SE WATER AVE STE 102 PORTLAND, OR 97214	N/A PC	WILD NORWOOD: HABITAT PRESERVATION ON THE WILLAMETTE RIVER	5,000.
WISDOM OF THE ELDERS INCORPORATED 3203 SE 109TH AVE PORTLAND, OR 97266	N/A PC	DISCOVERING YIDONG XINAG PROJECT	10,000.
WISDOM OF THE ELDERS INCORPORATED 3203 SE 109TH AVE PORTLAND, OR 97266	N/A PC	SALARY SUPPORT FOR THE WISDOM PEER MENTORS PROJECT	5,000.
YAMHILL CARLTON HIGH SCHOOL 275 N MAPLE ST YAMHILL, OR 97148	N/A PC	YAMHILL-CARLTON WOMEN'S TRACK AND FIELD PROGRAM	4,000.
TOTAL CONTRIBUTIONS PAID			<u>890,213.</u>