Form **990-PF**

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

Department of the Treasury Internal Revenue Service

For	aler	ndar year 2011 or tax year beginning		, and e	nding		
Nar	ne of	foundation				A Employer identification	number
GI	ASE	R PROGRESS FOUNDATION				91-1626010	
Nun	ber a	nd street (or P.O. box number if mail is not delivered to stree	Room/suite	B Telephone number			
		SECOND AVENUE, SUITE 1080				(206) 728-1050	
-		own, state, and ZIP code TLE, WA 98101				C If exemption application is p	pending, check here
		all that apply: Initial return	Initial return of a fo	rmer public c	harity	D 1. Foreign organizations	s, check here
		Final return	Amended return	'	,		
		Address change	Name change			2. check here and attach co	eeting the 85% test, omputation
H C	heck	type of organization: X Section 501(c)(3)	xempt private foundation			E If private foundation sta	
] Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda	ıtion		under section 507(b)(1)	
I Fa	ir ma	arket value of all assets at end of year J Accoun	ting method: X Cash	Accr	ual	F If the foundation is in a	60-month termination
			Other (specify)			under section 507(b)(1))(B), check here
			umn (d) must be on cash b	oasis.)			1 (0
Pa	rt I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(a) Revenue and expenses per books	(b) Net in inco		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	0.			N/A	
	2	Check X if the foundation is not required to attach Sch. B					
	3	Interest on savings and temporary cash investments	488.		488.		STATEMENT1
	4	Dividends and interest from securities	670,358.		670,358.		STATEMENT2
	5a	Gross rents					
	b	Net rental income or (loss)					
Revenue	6a b	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a					
eve	7	Capital gain net income (from Part IV, line 2)			0.		
Œ	8	Net short-term capital gain					
	9	Income modifications					
		Gross sales less returns and allowances					
		Less: Cost of goods sold					
		Gross profit or (loss)					
		Other income			670 046		
	12	Total. Add lines 1 through 11 Compensation of officers, directors, trustees, etc.	670,846.		670,846. 3,698.		215,302.
		Other employee salaries and wages			0.		51,000.
		Pension plans, employee benefits			1,313.		99,922.
es		Legal fees STMT 3	585.		10.		575.
ens		Accounting fees STMT 4	6,250.		106.		6,144.
Ехр		Other professional fees STMT 5	11,731.		198.		11,538.
<u>ĕ</u>		Interest					
trat	18	Taxes STMT 6	24,482.		376.		21,890.
nist	19	Depreciation and depletion					
ם	20	Occupancy	28,811.		487.		28,325.
Ă	21	Travel, conferences, and meetings	14,877.		251.		14,626.
an	22	Printing and publications					
ing	23	Other expenses STMT 7	21,615.		365.		21,251.
Operating and Administrative Expens	24	Total operating and administrative	470 500		6 004		470 573
ŏ	0.E	expenses. Add lines 13 through 23	479,586. 1,465,900.		6,804.		470,573.
		Contributions, gifts, grants paid	1,405,900.				1,465,900.
	20	Add lines 24 and 25	1,945,486.		6,804.		1,936,473.
	27	Subtract line 26 from line 12:	1,743,400.		3,004.		1,550,475.
		Excess of revenue over expenses and disbursements	-1,274,640.				
		Net investment income (if negative, enter -0-)			664,042.		
		Adjusted net income (if negative, enter -0-)			,	N/A	

		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	year
Р	art	column should be for end-of-year amounts only.	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
		Savings and temporary cash investments	1,251,663.	2,299,055.	2,299,055.
		Accounts receivable ►			
		Less: allowance for doubtful accounts			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
		Receivables due from officers, directors, trustees, and other			
	ľ	disqualified persons			
	7	Other notes and loans receivable			
	'	Less: allowance for doubtful accounts			
"	١.				
Assets		Inventories for sale or use			
Ass		Prepaid expenses and deferred charges			
-		Investments - U.S. and state government obligations	7 (14 105	6 220 045	6 772 216
		Investments - corporate stock STMT 8	7,614,185.	6,329,045.	6,772,316.
		Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis			
		Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis 🕨			
		Less: accumulated depreciation			
	15	Other assets (describe >			
	16	Total assets (to be completed by all filers)	8,865,848.	8,628,100.	9,071,371.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
ģ		Deferred revenue			
Liabilities		Loans from officers, directors, trustees, and other disqualified persons			
ä		Mortgages and other notes payable			
Ë	22	Other liabilities (describe STATEMENT9)	2,427.	2,819.	
			,	,	
	23	Total liabilities (add lines 17 through 22)	2,427.	2,819.	
_		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
es	24	Unrestricted			
ũ		Temporarily restricted			
Net Assets or Fund Balanc		Permanently restricted			
펄	20	Foundations that do not follow SFAS 117, check here			
Ē		,			
þ	0.7	and complete lines 27 through 31.	0 062 421	0 605 001	
)ts		Capital stock, trust principal, or current funds	8,863,421.	8,625,281.	
SS		Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ϋ́Α		Retained earnings, accumulated income, endowment, or other funds	- 1	0.	
ž	30	Total net assets or fund balances	8,863,421.	8,625,281.	
	l				
_	31	Total liabilities and net assets/fund balances	8,865,848.	8,628,100.	
P	art	Analysis of Changes in Net Assets or Fund B	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
		st agree with end-of-year figure reported on prior year's return)		1	8,863,421.
		r amount from Part I, line 27a			-1,274,640.
		r increases not included in line 2 (itemize) UNREALIZED GAINS		3	1,058,649.
					8,647,430.
		eases not included in line 2 (itemize) BASIS REDUCTION ON DO	NATED STOCK	5	22,149.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co			8,625,281.

26010	Page

P	Part IV Capital Gains a	nd Loss	es for Tax on Ir	nvestmen	t 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) I				acquired day, yr.)	(d) Date sold (mo., day, yr.)			
				<u> </u>			Dono	111011				
b NONE												
_d												
е				,		<u> </u>						
	(e) Gross sales price		reciation allowed r allowable)		st or other basis expense of sale					Gain or (loss s (f) minus		
_a												
_b												
_d												
_e	Complete only for assets showing	rain in colu	ımn (h) and owned by	the foundation	on 12/31/69				\ Caine ((Col. (h) gain	minue	
	(i) F.M.V. as of 12/31/69	(j) A	djusted basis of 12/31/69	(k) Ex	cess of col. (i)			col	. (k), but	not less that (from col. (n -0-) or	
					(),,							
_ <u>u</u>												
d												
_е												
2	Capital gain net income or (net cap	ital loss)	If gain, also enter of If (loss), enter -0	r in Part I, line - in Part I, line	7 7	}	2					
	Net short-term capital gain or (loss	•			•	٠ /						
J	If gain, also enter in Part I, line 8, c If (loss), enter -0- in Part I, line 8	olumn (c).				}	3					
P	Part V Qualification Ur				Tax on Net	Inv	- 1	nent Inc	ome			
(Fo	or optional use by domestic private	foundations	subject to the section 4	4940(a) tax on	net investment in	come	9.)					
If o	section 4940(d)(2) applies, leave thi	a nort blank										
11 5	section 4940(u)(2) applies, leave till	5 part biarik										
Wa	as the foundation liable for the section	on 4942 tax	on the distributable am	nount of any ye	ear in the base per	riod?					Yes X No	
	Yes," the foundation does not qualif											
<u> 1</u>	Enter the appropriate amount in ea	ich column		uctions before	making any entri						(d)	
	Base periód years	, in)	(b) Adjusted qualifying dis	tributions	Net value of no	(c) Inchai		use assets			oùtión ratio	
_	Calendar year (or tax year beginning 2010	y III)		,197,567.	1101 14140 01 110			,614,47	_	(coi. (b) div	rided by col. (c)) .161414	
_	2009			,229,996.				,459,88	_		.165677	
_	2008			,418,413.				,481,73	_		.069253	
_	2007			,831,242.				, ,116,14			.136265	
_	2006			,226,779.				,285,45			.094115	
		•										
2	Total of line 1, column (d)								. 2		.626724	
3	Average distribution ratio for the 5-					-						
	the foundation has been in existen	ce if less tha	n 5 years						. 3		.125345	
4	Enter the net value of noncharitable	e-use assets	for 2011 from Part X,	line 5					. 4		10,855,230.	
5	5 Multiply line 4 by line 3					. 5		1,360,649.				
6	Enter 1% of net investment income	e (1% of Par	t I, line 27b)						. 6		6,640.	
7	Add lines 5 and 6								. 7		1,367,289.	
8	Enter qualifying distributions from									1,936,473.		
	If line 8 is equal to or greater than I See the Part VI instructions.									•		

Part VI Excise Tax Based on Investment Income (Section 4	1940(a), 4940(b), 4940(e). or 4	948 -	see ins	tru		ns)
1a Exempt operating foundations described in section 4940(d)(2), check here ▶ □ a		7				-	,
Date of ruling or determination letter: (attach copy of letter i							
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	and enter 1%		1			6	,640.
of Part I, line 27b			•				, • <u>-</u> • •
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter	er 4% of Part I line 12 col (h)						
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only			2				0.
3 Add lines 1 and 2		Ī	3			6	,640.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations on			4				0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			5			6	,640.
6 Credits/Payments:							
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,000.					
b Exempt foreign organizations - tax withheld at source							
c Tax paid with application for extension of time to file (Form 8868)							
d Backup withholding erroneously withheld							
7 Total credits and payments. Add lines 6a through 6d			7			1,	,000.
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is	attached		8				
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		▶ أ	9			5 ,	,640.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpa			10				
11 Enter the amount of line 10 to be; Credited to 2012 estimated tax	Refu	nded▶	11				
Part VII-A Statements Regarding Activities							
1a During the tax year, did the foundation attempt to influence any national, state, or local	legislation or did it participate o	intervene	in			Yes	No
any political campaign?				1	1a		Х
b Did it spend more than \$100 during the year (either directly or indirectly) for political pu	urposes (see instructions for de	inition)?			1b		Х
If the answer is "Yes" to $_{1a}$ or $_{1b}$, attach a detailed description of the activitie	s and copies of any materials	s publishe	ed or				
distributed by the foundation in connection with the activities.							
c Did the foundation file Form 1120-POL for this year?				<u>_</u>	1c		Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during							
(1) On the foundation. > \$ 0. (2) On foundation mana	igers. ▶ \$	0.					
e Enter the reimbursement (if any) paid by the foundation during the year for political exp	enditure tax imposed on founda	tion					
managers. ► \$0.							
2 Has the foundation engaged in any activities that have not previously been reported to t	the IRS?				2		Х
If "Yes," attach a detailed description of the activities.							
3 Has the foundation made any changes, not previously reported to the IRS, in its govern	- ·						
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the ch					3		Х
4a Did the foundation have unrelated business gross income of \$1,000 or more during the				_	4a		Х
b If "Yes," has it filed a tax return on Form 990-T for this year?					4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the y	/ear'?				5		Х
If "Yes," attach the statement required by General Instruction T.							
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfi	ed eitner:						
By language in the governing instrument, or			I				
By state legislation that effectively amends the governing instrument so that no mand The governing instrument of the governing instr	-					v	
remain in the governing instrument?					6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year?					7	Х	
If "Yes," complete Part II, col. (c), and Part XV.	uations)						
8a Enter the states to which the foundation reports or with which it is registered (see instru	uctions) >						
WA If the anguer is "Ves" to line 7, here the foundation furnished a copy of Form 000 DE to the	ha Attornay Canaral (ar dasissa	to)					
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to t		,			, l	Y	
of each state as required by General Instruction G? If "No," attach explanation				·····- -`	3b	Х	
9 Is the foundation claiming status as a private operating foundation within the meaning of year 2011 or the tayable year beginning in 2011 (see instructions for Part XIV)2 If "You		,			9		Х
year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV							x

Form **990-PF** (2011)

b	o Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		
	statement - see instructions.) N/A	2b	
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
	▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No		
b	olf "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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	Х
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	Х

Form **990-PF** (2011)

(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 addefered compensation

(e) Expense account, other allowances

MELESSA ROGERS - 1601 SECOND AVENUE,

SUITE 1080, SEATLE, WA 98101

(b) Title, and average hours per week devoted to position

(c) Compensation

(d) Contributions to employee benefit plans and deferred complex account, other allowances

1, 963.

Form **990-PF** (2011)

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

3 Five highest-paid independent contractors for professional services. If none, en	ter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		•
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant sta number of organizations and other beneficiaries served, conferences convened, research papers pi	tistical information such as the roduced, etc.	Expenses
1 NONE FOR 2011		
		0.
2		
•		
3		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year	on lines 1 and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		

Form **990-PF** (2011)

Total. Add lines 1 through 3

Page 8

91-1626010

P	Art X Millimum investment Return (All domestic foundations must complete this part. Foreign four	ndations, se	ee instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	9,463,208.
	Average of monthly cash balances	1b	1,557,330.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,020,538.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,020,538.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	165,308.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,855,230.
6	Minimum investment return. Enter 5% of line 5	6	542,762.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an foreign organizations check here and do not complete this part.)	d certain	
1	Minimum investment return from Part X, line 6	1	542,762.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 6,640.		
	Income tax for 2011. (This does not include the tax from Part VI.)		
	Add lines 2a and 2b	2c	6,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	536,122.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	536,122.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	536,122.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	4.	1 026 472
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,936,473.
	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
	Suitability test (prior IRS approval required)	3a	
	Cash distribution test (attach the required schedule)	3b	1 026 452
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,936,473.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	6.640
	income. Enter 1% of Part I, line 27b	5	6,640.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,929,833.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	ualifies for t	he section

Form **990-PF** (2011)

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,	остраз	10010 prior to 2010	2010	2011
line 7				536,122.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 1,522,896.				
b From 2007 2,434,625.				
c From 2008 410,075.				
d From 2009 1,559,032.				
eFrom 2010 1,518,829.				
f Total of lines 3a through e	7,445,457.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: ►\$ 1,936,473.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions) \dots		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2011 distributable amount				536,122.
e Remaining amount distributed out of corpus	1,400,351.			
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	8,845,808.			
b Prior years' undistributed income. Subtract	, , , , , , , , , , , , , , , , , , , ,			
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable		-		
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006				
not applied on line 5 or line 7	1,522,896.			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	7,322,912.			
10 Analysis of line 9:				
a Excess from 2007 2,434,625.				
b Excess from 2008 410,075.				
c Excess from 2009 1,559,032.				
d Excess from 2010 1,518,829.				
e Excess from 2011 1,400,351.				

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

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

SEE STATEMENT 11

123601 12-02-11 Form **990-PF** (2011)

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to any foundation manager Amount status of contribution Name and address (home or business) recipient or substantial contributor a Paid during the year AMERICAN CIVIL LIBERTIES UNION PUBLIC CHARITY GENERAL SUPPORT FOUNDATION 509(A)(1) 125 BROAD ST, 18TH FLOOR NEW YORK, NY 10004-2400 125,000. AMERICAN MUSEUM OF RADIO AND PUBLIC CHARITY GENERAL SUPPORT ELECTRICITY 509(A)(1) 1312 BAY STREET 5,000. BELLINGHAM, WA 98225 PUB CHAR 170(B)GENERAL SUPPORT COLLEGE ACCESS NOW PO BOX 22999 (1)(A)(VI) SEATTLE, WA 98122 25,000. PUBLIC CHARITY COLUMIBA UNIVERISTY GLOBAL FUND ACCESS PROJECT PO BOX 29789 509(A)(1) NEW YORK, NY 10013 1,008,584. CROHN'S AND COLITIS FOUNDATION OF PUBLIC CHARITY GENERAL SUPPORT 509(A)(1) AMERICA 1640 S SEPULVEDA BLVD., SUITE 214 LOS ANGELES, CA 90025 5,000. SEE CONTINUATION SHEET(S) ➤ 3a 1,465,900. **b** Approved for future payment NONE 0.

Total

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income			ded by section 512, 513, or 514	(e)
Enter gross amounts unless otherwise mulcateu.	(a) (b) _E		(C) Exclu-	(d)	Related or exempt
1 Drogram parving revenues	Business code	Amount	sion	Amount	function income
1 Program service revenue:	Coue		0000		
a					
d					
u			+		
f			+		
g Fees and contracts from government agencies			+		
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	488.	
4 Dividends and interest from securities			14	670,358.	
5 Net rental income or (loss) from real estate:				0,0,000,	
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		C		670,846.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	670,846.
(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
lacktriangledown	the foundation's exempt purposes (other than by providing funds for such purposes).
3	NOT APPLICABLE
4	NOT APPLICABLE

123621 12-02-11 Form **990-PF** (2011)

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

	1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of Yes									Na	
1		-			-			on 501(c) of		Yes	NO
		(other than section 501(c)				al organiza	ations?				
а		from the reporting founda		-							
	(1) Cash	١							1a(1)		X
	(2) Othe	r assets							1a(2)		X
b	Other trai	nsactions:									
	(1) Sale:	s of assets to a noncharital	ole exempt organizat	ion					1b(1)		Х
	(2) Puro	hases of assets from a nor	ncharitable exempt o	rganization					1b(2)		X
(3) Rental of facilities, equipment, or other assets											Х
		nbursement arrangements									X
	(5) Loar	ns or loan guarantees							1b(5)		Х
	(6) Perfe	ormance of services or me	mbership or fundrais	ing solicitatio	ns				1b(6)		X
C		of facilities, equipment, mai									X
		wer to any of the above is								ets,	
		es given by the reporting fo									
	column (d) the value of the goods, o	other assets, or servi	ces received.							
(a)∟	ine no.	(b) Amount involved	(c) Name of	noncharitable	exempt organization	n	(d) Description	of transfers, transactions, and	sharing an	angeme	nts
				N/A							
2a	Is the fou	ındation directly or indirect	ly affiliated with, or r	elated to, one	or more tax-exemp	t organizat	tions described				
		n 501(c) of the Code (other							Yes	Х	No
b		complete the following sche		· //							
	,	(a) Name of org			(b) Type of organ	ization	(c) Description of relations	ship		
		N/A									
	andh	r penalties of perjury, I declare to belief, it is true, correct, and com						haa any knowladga Ma	y the IRS o	discuss t	his
Sig	gn 📐	relief, it is true, correct, and con	ipiete. Deciaration of pre	parer (other tha		all lillorinati	Milen preparer	100	urn with the	e prepare (see ins	er tr.)?
He	re						EXECUTIVE	DIRECTOR	X Yes		No
	Sig	nature of officer or trustee			Date		Title				
		Print/Type preparer's na	me	Preparer's s	gnature			Check if PTIN			
								self- employed			
Pa	id	JANICE W. ARMST	RONG					P00	178834		
	eparer	Firm's name ► WTAS	LLC					Firm's EIN ► 33-119	7384		
Us	e Only										
		Firm's address ► 120	0 FIFTH AVENUE	E, SUITE	L600						
	SEATTLE, WA 98101							Phone no. 206-57	7-7880		

	ESS FOUNDATION		91-16260	10
Part XV Supplementary Information			-	
3 Grants and Contributions Paid During the Ye				
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
DEMOCRACY NOW PRODUCTIONS 100 LAFAYETTE STREET SUITE 604 NEW YORK, NY 10013		PUBLIC CHARITY 509(A)(1)	GENERAL SUPPORT	50,000.
FOUNDATION FOR EARLY LEARNING 615 SECOND AVENUE, SUITE 525 SEATTLE, WA 98104		PUB CHAR 170(B)	GENERAL SUPPORT	2,500.
GRANTMAKERS IN FILM AND ELECTRONIC MEDIA 2406 E FAIRMONT AVE BALTIMORE, MD 21224-1042		PUB CHAR 170(B)	GENERAL SUPPORT	5,000.
DAULIMONE, ND 21224-1042				5,000.
INSTITUTE FOR AMERICA'S FUTURE 1825 K STREET NW, SUITE 400 WASHINGTON, DC 20006		PUB CHAR 170(B)	GENERAL SUPPORT	5,000.
MEDIA ALLIANCE 1904 FRANKLIN STREET, SUITE 500 OAKLAND, CA 94612			FIREDOG LAKE WRITER'S FOUNDATION PROJECT	5,000.
MEDIA MATTERS FOR AMERICA 1627 K STREET NW, SUITE 800 WASHINGTON, DC 20006		PUBLIC CHARITY 509(A)(1)	GENERAL SUPPORT	100,000.
RESULTS EDUCATIONAL FUND 1730 RHODE ISLAND NW, SUITE 400 WASHINGTON, DC 20036		PUBLIC CHARITY 509(A)(1)	GENERAL SUPPORT	20,000.
RICHARDS RWANDA - IMPUHWE PO BOX 22231 SEATTLE, WA 98122		PUB CHAR 170(B)	GENERAL SUPPORT	2,500.
TOMORROW TRUST PO BOX 1812 SAXONWOLD, 2132 GAUTENG, SOUTH AFRICA		EXPENDITURE RESPONSIBILITY	GENERAL SUPPORT	50,000.
TREEHOUSE 2100 24TH AVENUE SOUTH, SUITE 200 SEATTLE, WA 98144-4632		PUB CHAR 170(B)	GENERAL SUPPORT	1,000.
Total from continuation sheets				297,316.

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	oonanbaaon	
INTURDATES PRESPUEDIN GUIDAU			GAMBORIA GRRING RREAK	
UNIVERSITY PRESBYTERIAN CHURCH 4540 15TH AVE NE			CAMBODIA SPRING BREAK MISSION TRIP	
SEATTLE, WA 98105		505(A)(1)	MISSION IKII	250.
UNIVERSITY OF WASHINGTON FOUNDATION			CRAIG WATJEN MEMORIAL	
1200 5TH AVE., SUITE 500		509(A)(1)	CANCER FUND	1 000
SEATTLE, WA 98101				1,000.
WASHINGTON PROGRESS FUND		PUB CHAR 170(B)	GENERAL SUPPORT	
1402 THIRD AVENUE, SUITE 515		(1)(A)(VI)		
SEATTLE, WA 98101				5,000.
YALE UNIVERSITY		PUBLIC CHARITY	CIODAI UDAIMU	
P.O. BOX 208250			LEADERSHIP INSTITUTE	
NEW HAVEN, CT 06520				50,066.
Total from continuation should		1		
Total from continuation sheets				

FORM 990-PF INTEREST ON SAV	INGS AN	ID TEM	PORARY C	ASH IN	IVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	
DA DAVIDSON					,		488.
TOTAL TO FORM 990-PF, PART I	, LINE	3, CO	LUMN A				488.
FORM 990-PF DIVIDEN	DS AND	INTER	EST FROM	SECUF	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		TAL GAINS VIDENDS	COLUMN (A AMOUNT	.)
DA DAVIDSON	_		670,358.		0.	670	,358.
TOTAL TO FM 990-PF, PART I,	LN 4 =		670,358.		0.	670	,358.
FORM 990-PF		LEGAL	FEES			STATEMENT	3
DESCRIPTION	(<i>I</i> EXPEN PER E		(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
LEGAL FEES		585.		10.			575.
TO FM 990-PF, PG 1, LN 16A		585.		10.			575.
FORM 990-PF	ACC	COUNTI	NG FEES			STATEMENT	4
DESCRIPTION	EXPEN	A) ISES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
ACCOUNTING FEES		6,250.		106.		6	,144.
TO FORM 990-PF, PG 1, LN 16B		6,250.		106.		6	,144.

FORM 990-PF	OTHER PROFES	SIONAL FEES	STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WEB SITE OTHER PROFESSIONAL FEES	2,483. 9,248.			2,446. 9,092.	
TO FORM 990-PF, PG 1, LN 160	11,731.	198.		11,538.	
FORM 990-PF	TAX	ES	S	ratement 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES PAYROLL TAXES	2,216. 22,266.			0. 21,890.	
TO FORM 990-PF, PG 1, LN 18	24,482.	376.		21,890.	
FORM 990-PF	OTHER E	XPENSES	S'	ratement 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES BUSINESS INSURANCE DUES AND SUBSCRIPTIONS LICENSES AND PERMITS OFFICE FURNISHINGS POSTAGE AND DELIVERY PRINTING AND COPYING RESOURCE MATERIALS SUPPLIES TELEPHONE AND INTERNET COMPUTER SUPPORT	118. 2,202. 4,059. 250. 1,836. 689. 181. 362. 2,488. 5,219. 4,211.	37. 69. 4. 31. 12. 3. 6. 42.		116. 2,165. 3,990. 246. 1,805. 678. 178. 356. 2,446. 5,131. 4,140.	
TO FORM 990-PF, PG 1, LN 23	21,615.	365.		21,251.	

FORM 990-PF	CORPORATE STOCK		STATEMENT
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
MICROSOFT CORP. (169,248 S REAL NETWORKS (1,872,405 S		69,260. 6,259,785.	
TOTAL TO FORM 990-PF, PART	' II, LINE 10B	6,329,045.	6,772,316
FORM 990-PF	OTHER LIABILITIES		STATEMENT
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
SUTA PAYABLE FEDERAL WITHHOLDING PAYABL FEDERAL TAXES PAYABLE MEDICARE PAYABLE SOCIAL SECURITY PAYABLE	·Ε	1,328. -78. 353. 156. 668.	1,720 -78 353 156
TOTAL TO FORM 990-PF, PART	'II, LINE 22	2,427.	2,819

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 10 PART VII-B, LINE 5C

GRANTEE'S NAME

TOMORROW TRUST

GRANTEE'S ADDRESS

PO BOX 1812, SAXONWOLD, 2131 GAUTENG, SOUTH AFRICA

GRANT AMOUNT DATE OF GRANT AMOUNT EXPENDED

50,000. 12/20/10

PURPOSE OF GRANT

GENERAL SUPPORT

DATES OF REPORTS BY GRANTEE

DECEMBER 31, 2011

ANY DIVERSION BY GRANTEE

NONE

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT

11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MELESSA ROGERS, OPERATIONS MANAGER, GLASER PROGRESS FOUNDATION 1601 SECOND AVENUE, SUITE 1080 SEATTLE, WA 98101

TELEPHONE NUMBER

2067281050

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION ACCEPTS UNSOLICITED REQUESTS FOR CONTRIBUTIONS IN THE FORM OF A ONE TO TWO PAGE LETTER OF INQUIRY INCLUDING CONTACT INFORMATION, ORGANIZATION INCOME AND EXPENSE FOR CURRENT AND PRIOR YEAR, DESCRIPTION OF PROJECT, BUDGET AND IDENTIFICATION OF OTHER POTENTIAL OR SECURED FUNDING SOURCES FOR THE PROJECT, REQUESTED GRANT AMOUNT, EXPERIENCE AND CAPABILITY OF THE ORGANIZATION TO ADMINISTER THE PROJECT INCLUDING KEY INDIVIDUALS INVOLVED. IF THE FOUNDATION DETERMINES THAT AN APPLICATION LETTER MATCHES ITS PRIORITIES AND INTERESTS, A PROGRAM OFFICER WILL REQUEST ADDITIONAL INFORMATION AND CONDUCT A FULL REVIEW. SEE WWW.GLASERPROGRESS.ORG FOR MORE DETAILS. THIS FOUNDATION HAS AN OPEN SUBMISSION CYCLE AND ACCEPTS REQUESTS FOR CONTRIBUTIONS THROUGHOUT THE YEAR.

ANY SUBMISSION DEADLINES

NO

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTMAKING AREAS: MEASURING PROGRESS, ANIMAL ADVOCACY, INDEPENDENT MEDIA, GLOBAL HIV/AIDS.