

Return of Private Foundation
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.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year **2022** or tax year beginning _____, and ending _____

Name of foundation PATRICIA D. AND WILLIAM B. SMULLIN FDTN		A Employer identification number 93-1055546
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 88	Room/suite	B Telephone number (707) 599-1147
City or town, state or province, country, and ZIP or foreign postal code BLUE LAKE, CA 95525		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,198,558.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		41,118.	41,118.		STATEMENT 1
4 Dividends and interest from securities		243,682.	243,682.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		288,855.			
b Gross sales price for all assets on line 6a 2,624,364.					
7 Capital gain net income (from Part IV, line 2)			288,855.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		573,655.	573,655.		
13 Compensation of officers, directors, trustees, etc.		150,000.	15,000.		135,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		31,615.	3,162.		28,453.
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		28,130.	1,355.		0.
19 Depreciation and depletion		68.	0.		
20 Occupancy		1,950.	195.		1,755.
21 Travel, conferences, and meetings		2,902.	290.		2,612.
22 Printing and publications					
23 Other expenses STMT 4		90,538.	85,007.		3,686.
24 Total operating and administrative expenses. Add lines 13 through 23		305,203.	105,009.		171,506.
25 Contributions, gifts, grants paid		495,653.			495,653.
26 Total expenses and disbursements. Add lines 24 and 25		800,856.	105,009.		667,159.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...		-227,201.			
b Net investment income (if negative, enter -0-)			468,646.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		850,312.	747,058.	747,058.
	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				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations	STMT 7	0.	99,879.	99,516.
	b	Investments - corporate stock	STMT 8	760,667.	554,806.	1,041,976.
	c	Investments - corporate bonds	STMT 9	1,203,151.	1,652,100.	1,616,493.
	11	Investments - land, buildings, and equipment: basis				
	Less: accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 10	8,339,784.	7,873,944.	9,693,481.	
14	Land, buildings, and equipment: basis	3,289.				
	Less: accumulated depreciation	STMT 6	3,255.	102.	34.	
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		11,154,016.	10,927,821.	13,198,558.	
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				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input type="checkbox"/>					
	and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here <input checked="" type="checkbox"/>					
	and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0.	0.	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
28	Retained earnings, accumulated income, endowment, or other funds		11,154,016.	10,927,821.		
29	Total net assets or fund balances		11,154,016.	10,927,821.		
30	Total liabilities and net assets/fund balances		11,154,016.	10,927,821.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	11,154,016.
2	Enter amount from Part I, line 27a	2	-227,201.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	1,006.
4	Add lines 1, 2, and 3	4	10,927,821.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	10,927,821.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES		01/01/22	12/31/22
b	PUBLICLY TRADED SECURITIES		01/01/21	06/30/22
c	CAPITAL GAIN DISTRIBUTION		01/01/21	06/30/22
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a	840,128.		948,583.	-108,455.
b	1,424,954.		1,386,926.	38,028.
c	359,282.			359,282.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-108,455.
b			38,028.
c			359,282.
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	288,855.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	3	N/A

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	6,514.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	6,514.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,514.
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	16,760.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	16,760.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	116.
9	Tax due. If the total of lines 5 and 8 is more than 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,130.
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax 10,130. Refunded	11	0.

Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. _____ <u>OR, CA</u>		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address <u>SMULLINFOUNDATION.ORG</u>		
14 The books are in care of <u>LAURA PICKARD</u> Telephone no. <u>(707) 599-1147</u> Located at <u>PO BOX 88, BLUE LAKE, CA</u> ZIP+4 <u>95525</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2022, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(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)?	1a(5)	X
(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.)	1a(6)	X
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
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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 2022?	1d	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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a	X
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	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2022 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2022.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b	X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d 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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		150,000.	31,615.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	13,181,508.
b	Average of monthly cash balances	1b	805,422.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,986,930.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,986,930.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	209,804.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	13,777,126.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	688,856.

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

1	Minimum investment return from Part IX, line 6	1	688,856.
2a	Tax on investment income for 2022 from Part V, line 5	2a	6,514.
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	6,514.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	682,342.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	682,342.
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 XII, line 1	7	682,342.

Part XI Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	667,159.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	667,159.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				682,342.
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			401,311.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2022:				
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2022 from Part XI, line 4: \$ <u>667,159.</u>				
a Applied to 2021, but not more than line 2a ...			401,311.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2022 distributable amount				265,848.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				416,494.
7 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)	0.			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2018 ...				
b Excess from 2019 ...				
c Excess from 2020 ...				
d Excess from 2021 ...				
e Excess from 2022 ...				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling _____

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

	Tax year				(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed _____					
b 85% (0.85) of line 2a _____					
c Qualifying distributions from Part XI, line 4, for each year listed _____					
d Amounts included in line 2c not used directly for active conduct of exempt activities _____					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c _____					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets _____					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) _____					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed _____					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) _____					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) _____					
(3) Largest amount of support from an exempt organization _____					
(4) Gross investment income _____					

Part XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XIV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN LEADERSHIP FORUM OF OREGON 221 NW SECOND AVE. #306 PORTLAND, OR 97209	N/A	PC	AMERICAN LEADERSHIP FELLOWS FORUM	2,500.
BOYS AND GIRLS CLUB OF THE REDWOODS 939 HARRIS STREET EUREKA, CA 95503	N/A	PC	EUREKA CLUBHOUSE RENOVATION	35,000.
BREAST AND GYN HEALTH PROJECT 987 8TH STREET ARCATA, CA 95521	N/A	PC	SUPPORT FOR GENERAL OPERATING COSTS	20,000.
BROOKINGS HARBOR COMMUNITY HELPERS INC PO BOX 1415 BROOKINGS, OR 97415	N/A	PC	SNACK PACKS FOR KIDS PROGRAM	2,500.
CAL POLY HUMBOLDT SPONSORED PROGRAMS FOUNDATION 1 HARPST STREET ARCATA, CA 95521	N/A	PC	BUSINESS INTERNSHIP PROGRAM 2022-2023	46,853.
Total	SEE CONTINUATION SHEET(S)			495,653.
b Approved for future payment				
NONE				
Total				
				0.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
EUREKA RESCUE MISSION P.O. BOX 76 EUREKA, CA 95502	N/A	PC	WOMEN AND CHILDRENS SHELTER RENOVATION	75,000.
FOOD FOR PEOPLE INC 307 W. 14TH STREET EUREKA, CA 95501	N/A	PC	SUMMER FAMILY FOOD BOX PROGRAM	3,400.
HEALY SENIOR CENTER OF SOUTHERN HUMBOLDT, INC PO BOX 1849 REDWAY, CA 95560	N/A	PC	INDUSTRIAL DISHWASHER	4,750.
HIV ALLIANCE 1195A CITY VIEW STREET EUGENE, OR 97402	N/A	PC	BASIC NEEDS ASSISTANCE	2,200.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	SUMMER YOUTH PARTNERSHIP	10,000.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	COMMUNICATION PLATFORM IN BIPOC COMMUNITIES	3,500.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	NORCAN CONVENING	750.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	REDWOOD COMMUNITY ACTION AGENCY TOOTH PROGRAM	5,000.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	EUREKA RESCUE MISSION - REPLACE SHELTER BEDS	10,000.
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	DREAM QUEST CAPITAL CAMPAIGN PLANNING	7,500.
Total from continuation sheets				388,800.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HUMBOLDT AREA FOUNDATION 363 INDIANOLA ROAD BAYSIDE, CA 95524	N/A	PC	HOLIDAY PARTNERSHIP	10,000.
HUMBOLDT SENIOR RESOURCE CENTER INC 1910 CALIFORNIA ST EUREKA, CA 95501	N/A	PC	GENERAL OPERATING COSTS	55,000.
ILLINOIS VALLEY FAMILY COALITION 535 EAST RIVER STREET CAVE JUNCTION, OR 97523	N/A	PC	REPLACE FAMILY RESOURCE CENTER ROOF	5,000.
JOSEPHINE COUNTY EDUCATIONAL FUND INC PO BOX 908 GRANTS PASS, OR 97528	N/A	PC	AMERICAN LEADERSHIP FELLOWS FORUM	2,500.
KARUK TRIBE OF CALIFORNIA PO BOX 1016 HAPPY CAMP, CA 96039	N/A	TRIBE	TISHAWNIIK COMMUNITY FARM	10,000.
KEE CHA-ENAR CORPORATION PO BOX 1027 KLAMATH, CA 95548	N/A	PC	MISSING/MURDERED INDIGENOUS PEOPLE POLICY CONFERENCE	10,000.
LIFE PLAN HUMBOLDT DBA LIFE CARE HUMBOLDT 2475 NORTH BANK ROAD MCKINLEYVILLE, CA 95519	N/A	PC	PRE-FINANCE COSTS FOR SENIOR LIVING COMMUNITY DEVELOPMENT	50,000.
NORTH COAST HEALTH IMPROVEMENT & INFORMATION NETWORK 2662 HARRIS STREET EUREKA, CA 95503	N/A	PC	COMMUNITY INFORMATION EXCHANGE SETUP	30,000.
PLANNED PARENTHOOD SHASTA DIABLO INC 2185 PACHECO STREET CONCORD, CA 94520	N/A	PC	EDUCATION PROGRAMS IN HUMBOLDT COUNTY	15,000.
SACRAMENTO RIVER WATERSHED PROGRAM PO BOX 9233 CHICO, CA 95927	N/A	PC	OLIVIEW COMMUNITY BUILDING FARM PROJECT	2,500.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SALVATION ARMY 30840 HAWTHORNE BL. RANCHO PALOS VERDES, CA 90275	N/A	PC	SALVATION ARMY REDDING KITCHEN RENOVATION	10,000.
SHASTA REGIONAL COMMUNITY FOUNDATION 1335 ARBORETUM DR. #8 REDDING, CA 96003	N/A	PC	NONPROFIT FUNDRAISING CAPACITY BUILDING	5,000.
SHASTA REGIONAL COMMUNITY FOUNDATION 1335 ARBORETUM DR. #8 REDDING, CA 96003	N/A	PC	COFFEE CREEK FIRE DEPARTMENT CELL BOOSTER	1,700.
SOUTHERN HUMBOLDT COMMUNITY HEALTHCARE FOUNDATION 733 CEDAR STREET GARBERVILLE, CA 95542	N/A	PC	NEW HOSPITAL CONSTRUCTION	50,000.
TRINITY FOOD OUTREACH, INC P.O. BOX 500 LEWISTON, CA 96052	N/A	PC	WINTER POWER OUTAGE RESPONSE	5,000.
TRINITY FOOD OUTREACH, INC P.O. BOX 500 LEWISTON, CA 96052	N/A	PC	TRINITY COUNTY FIRE RESPONSE	5,000.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROBERT W BAIRD CO	41,115.	41,115.	
US BANK	3.	3.	
TOTAL TO PART I, LINE 3	41,118.	41,118.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROBERT W BAIRD CO	243,682.	0.	243,682.	243,682.	
TO PART I, LINE 4	243,682.	0.	243,682.	243,682.	

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF OREGON AND CALIFORNIA	325.	0.		0.
FOREIGN TAXES PAID	1,355.	1,355.		0.
FEDERAL TAX	26,450.	0.		0.
TO FORM 990-PF, PG 1, LN 18	28,130.	1,355.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	1,845.	0.		0.
OFFICE SUPPLIES	133.	13.		120.
POSTAGE	132.	13.		119.
INVESTMENT ACCOUNT FEES	84,598.	84,598.		0.
COMPUTER COSTS	1,852.	185.		1,667.
LIABILITY INSURANCE PREMIUMS	1,968.	197.		1,771.
BANK FEES	10.	1.		9.
TO FORM 990-PF, PG 1, LN 23	90,538.	85,007.		3,686.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 5
DESCRIPTION		AMOUNT
ACCUMULATED NET BOND PREMIUM/DISCOUNT AMORTIZATION		1,006.
TOTAL TO FORM 990-PF, PART III, LINE 3		1,006.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT 6
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
HP PRINTER	421.	421.	0.	0.
DOCKING STATION	165.	165.	0.	0.
MONITOR/BACK UP DRIVE	253.	253.	0.	0.
BOOK CASE	326.	319.	7.	7.
TWO DOOR CONSOLE	440.	430.	10.	10.
SMALL CONSOLE	337.	329.	8.	8.
FILING CABINET	413.	404.	9.	9.
FILING CABINET	120.	120.	0.	0.
LAPTOP	502.	502.	0.	0.
OFFICE FURNITURE	312.	312.	0.	0.
TO 990-PF, PART II, LN 14	3,289.	3,255.	34.	34.

FORM 990-PF		U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT 7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTE	X		99,879.	99,516.
TOTAL U.S. GOVERNMENT OBLIGATIONS			99,879.	99,516.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			99,879.	99,516.

FORM 990-PF		CORPORATE STOCK		STATEMENT 8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE	
JOHNSON & JOHNSON		20,866.	62,357.	
CISCO SYS		25,553.	64,314.	
MICROSOFT		20,503.	191,856.	
APPLE INC		14,766.	135,387.	
ABBVIE INC		52,351.	113,127.	
TARGET CORP		31,595.	63,342.	
UNITED PARCEL SERVICE		20,551.	37,376.	
PFIZER INC		49,016.	71,736.	
JPMORGAN CHASE		46,050.	67,050.	
GENERAL MOTORS CO		49,500.	33,640.	
MERCADOLIBRE INC		59,635.	42,312.	
APTIV PLC		35,022.	34,924.	
APPLIED MATERIALS INC		44,441.	38,952.	
BERKSHIRE HATHAWAY INC CL B NEW		49,950.	55,602.	
PALO ALTO NETWORKS INC		35,007.	30,001.	
TOTAL TO FORM 990-PF, PART II, LINE 10B		554,806.	1,041,976.	

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	50,652.	49,910.
SYSTEM ENERGY RES INC	100,000.	99,497.
WELLS FARGO CO MED TER SR NOTE	50,113.	49,648.
LINCOLN NATL CORP	50,148.	49,561.
FORTUNE BRANDS HOME	50,061.	49,528.
AVALONBAY CMNTYS	50,255.	49,540.
CARDINAL HLTH INC	50,662.	48,602.
WALGREEN BOOTS ALLIANCE	50,504.	48,881.
TRIMBLE NAVIGATION	51,546.	49,222.
ARROW ELECTRS INC	50,930.	48,288.
TIME WARNER INC	75,966.	70,592.
FULTON FINL CORP	51,513.	48,159.
CITIGROUP INC	51,777.	48,565.
BOEING INC	60,534.	59,870.
KILROY REALTY LP	49,696.	48,424.
CAP ONE FINL CORP	54,115.	53,150.
BAY STATE GAS CO	52,247.	51,476.
SUNTRUST BANKS INC	50,925.	51,043.
BANK OF AMERICA CORP	49,646.	49,046.
PACIFIC BELL	25,441.	25,123.
GENERAL MOTORS FINAL CO	49,725.	47,031.
HCA INC	50,089.	49,375.
EL PASO NATL GAS	25,954.	25,566.
ENERGY TRANSFER OPER LP	50,296.	49,652.
ATLANTA GAS LIGHT CO	53,180.	53,164.
EBAY	51,187.	51,536.
BOSTON PPTYS LP	35,392.	36,135.
PIONEER NAT CO	53,751.	52,805.
CIT GRP INC	51,604.	51,063.
DEVON ENERGY CORP	50,505.	49,583.
SOUTHERN CA EDISON	51,791.	51,583.
MICRON TECH INC	51,895.	50,875.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,652,100.	1,616,493.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERICAN INCOME FUND	COST	1,359,354.	1,837,256.
AMERICAN CAPITAL INCOME BLDR	COST	1,073,564.	1,213,859.
VANGUARD WELLINGTON	COST	1,861,106.	2,303,994.
PRIMECAP ODYSSEY GROWTH FUND	COST	503,702.	916,201.
AMG YACKTMAN FUND CL1	COST	493,047.	549,053.
AMERICAN THE NEW ECONOMY	COST	432,200.	594,373.
COLUMBIA BALANCED	COST	684,409.	747,243.
VANGUARD SMALL CAP INDEX ADM	COST	286,108.	321,213.
PARNASSUS MID CAP	COST	227,789.	233,155.
INTERNATIONAL GROWTH & INCOME CL F3	COST	301,421.	282,348.
NEW ECONOMY CL F3	COST	601,167.	646,988.
VANGUARD TOTAL STOCK MARKET ETF	COST	50,077.	47,798.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,873,944.	9,693,481.

FORM 990-PF

PART VII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KEVIN S. BROWN PO BOX 88 BLUE LAKE, CA 95525	BOARD CHAIR/DIRECTOR 1.00	0.	0.	0.
MEREDITH A. BROWN PO BOX 88 BLUE LAKE, CA 95525	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
SUSAN C. DAWSON PO BOX 88 BLUE LAKE, CA 95525	SECRETARY/DIRECTOR 1.00	0.	0.	0.
AJAY KUNDARIA PO BOX 88 BLUE LAKE, CA 95525	INVESTMENT OVERSIGHT/DIREC 1.00	0.	0.	0.
LAURA PICKARD PO BOX 88 BLUE LAKE, CA 95525	EXECUTIVE DIRECTOR 40.00	150,000.	31,615.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII		150,000.	31,615.	0.