

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

**2006**

Department of the Treasury  
Internal Revenue Service

*Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.*

For calendar year **2006**, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>GLASER PROGRESS FOUNDATION</b> Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>P.O. BOX 91123</b> City or town, state, and ZIP code <b>SEATTLE, WA 98111-9223</b>	<b>A Employer identification number</b> 91-1626010  <b>B Telephone number</b> (206) 728-1050
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**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
 ▶ \$ **35,506,375.** (Part I, column (d) must be on cash basis.)

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

**C** If exemption application is pending, check here

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

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

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

<b>Part I Analysis of Revenue and Expenses</b> <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)
<b>Revenue</b>	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				
	4 Dividends and interest from securities	521,466.	521,466.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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 <b>Total. Add lines 1 through 11</b>	521,466.	521,466.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	186,034.	0.		186,034.
	14 Other employee salaries and wages	44,254.	0.		55,365.
	15 Pension plans, employee benefits	66,933.	0.		66,933.
	16a Legal fees STMT 2	389.	0.		389.
	b Accounting fees STMT 3	12,483.	1,942.		10,541.
	c Other professional fees STMT 4	4,362.	0.		4,362.
	17 Interest				
	18 Taxes STMT 5	25,658.	0.		18,458.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	20,082.	0.		20,082.
	22 Printing and publications	438.	0.		438.
	23 Other expenses STMT 6	19,372.	0.		19,372.
	24 <b>Total operating and administrative expenses. Add lines 13 through 23</b>	380,005.	1,942.		381,974.
	25 Contributions, gifts, grants paid SEE STMT A.	2,850,000.			2,850,000.
26 <b>Total expenses and disbursements. Add lines 24 and 25</b>	3,230,005.	1,942.		3,231,974.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<2,708,539.>				
b <b>Net investment income</b> (if negative, enter -0-)		519,524.			
c <b>Adjusted net income</b> (if negative, enter -0-)			N/A		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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		10,707,303.	8,601,170.	8,601,170.	
	2	Savings and temporary cash investments					
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	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					
	b	Investments - corporate stock STMT 7			7,903,074.	7,710,417.	26,905,205.
	c	Investments - corporate bonds					
	11	Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other						
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe)						
16	<b>Total assets (to be completed by all filers)</b>			18,610,377.	16,311,587.	35,506,375.	
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) SUTA PAYABLE			<166.>	22.		
23	<b>Total liabilities (add lines 17 through 22)</b>			<166.>	22.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds			18,610,543.	16,311,565.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds			0.	0.		
30	<b>Total net assets or fund balances</b>			18,610,543.	16,311,565.		
31	<b>Total liabilities and net assets/fund balances</b>			18,610,377.	16,311,587.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	18,610,543.
2	Enter amount from Part I, line 27a	2	<2,708,539.>
3	Other increases not included in line 2 (itemize) FMV ADJUSTMENT ON DONATED PROPERTY	3	409,561.
4	Add lines 1, 2, and 3	4	16,311,565.
5	Decreases not included in line 2 (itemize)	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>16,311,565.</b>

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
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). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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))
2005	2,295,874.	29,087,576.	.078930
2004	2,132,526.	29,940,598.	.071225
2003	2,990,974.	31,845,735.	.093921
2002	2,193,282.	32,920,643.	.066623
2001	5,799,466.	43,437,341.	.133513

2 Total of line 1, column (d)	2	.444212
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.088842
4 Enter the net value of noncharitable-use assets for 2006 from Part X, line 5	4	34,285,454.
5 Multiply line 4 by line 3	5	3,045,988.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,195.
7 Add lines 5 and 6	7	3,051,183.
8 Enter qualifying distributions from Part XII, line 4	8	3,231,974.

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

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

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 letter: _____ (attach copy of ruling letter if necessary-see instructions)			
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		1	5,195.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,195.
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	5,195.
6 Credits/Payments:			
a 2006 estimated tax payments and 2005 overpayment credited to 2006	6a		7,790.
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	7,790.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,595.
11 Enter the amount of line 10 to be: Credited to 2007 estimated tax <input checked="" type="checkbox"/> 2,595. Refunded <input checked="" type="checkbox"/> 0.		11	0.

**Part VII-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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 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
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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b 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? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 2006 or the taxable year beginning in 2006 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 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*

11a	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
11b	b If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Web site address ► WWW.GLASERPROGRESS.ORG	X	
14	The books are in care of ► MELESSA ROGERS Telephone no. ► 206-728-1050 Located at ► P.O. BOX 91123, SEATTLE, WA ZIP+4 ► 98111-9223		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		<input type="checkbox"/> N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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 2006?	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 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2006 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 2006.) N/A	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 2006?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** *Continued*

**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  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**  X  
Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **6b**  X  
If you answered "Yes" to 6b, also file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **7b**  N/A  A

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

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

(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
ROBERT D. GLASER P.O. BOX 91123 SEATTLE, WA 98111-9223	TRUSTEE 2.00	0.	0.	0.
CORI DURRANT GLASER P.O. BOX 91123 SEATTLE, WA 98111-9223	MANAGING BOARD MEMBER 2.00	0.	0.	0.
MARTIN COLLIER P.O. BOX 91123 SEATTLE, WA 98111-9223	EXECUTIVE DIRECTOR 40.00	105,000.	31,299.	1,598.
MITCHELL FOX P.O. BOX 91123 SEATTLE, WA 98111-9223	PROGRAM OFFICER 40.00	84,143.	27,471.	1,766.

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

**3** Five highest-paid independent contractors for professional services. If none, enter "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 ▶ 0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE FOR 2006	
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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

**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>	24,790,563.
<b>b</b>	Average of monthly cash balances .....	<b>1b</b>	10,017,005.
<b>c</b>	Fair market value of all other assets .....	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) .....	<b>1d</b>	34,807,568.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets .....	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d .....	<b>3</b>	34,807,568.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	<b>4</b>	522,114.
<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>	34,285,454.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 .....	<b>6</b>	1,714,273.

**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>	1,714,273.
<b>2a</b>	Tax on investment income for 2006 from Part VI, line 5 .....	<b>2a</b>	5,195.
<b>b</b>	Income tax for 2006. (This does not include the tax from Part VI.) .....	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b .....	<b>2c</b>	5,195.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 .....	<b>3</b>	1,709,078.
<b>4</b>	Recoveries of amounts treated as qualifying distributions .....	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4 .....	<b>5</b>	1,709,078.
<b>6</b>	Deduction from distributable amount (see instructions) .....	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	<b>7</b>	1,709,078.

**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>	3,231,974.
<b>b</b>	Program-related investments - total from Part IX-B .....	<b>1b</b>	0.
<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>	3,231,974.
<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 .....	<b>5</b>	5,195.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	<b>6</b>	3,226,779.

**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 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				1,709,078.
2 Undistributed income, if any, as of the end of 2005:				
a Enter amount for 2005 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2006:				
a From 2001				
b From 2002				
c From 2003				
d From 2004				
e From 2005	40,650.			
f Total of lines 3a through e	40,650.			
4 Qualifying distributions for 2006 from Part XII, line 4: ▶ \$ 3,231,974.				
a Applied to 2005, but not more than line 2a			0.	
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 2006 distributable amount				1,709,078.
e Remaining amount distributed out of corpus	1,522,896.			
5 Excess distributions carryover applied to 2006 (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	1,563,546.			
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 2005. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2006. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2007				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2001 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a	1,563,546.			
10 Analysis of line 9:				
a Excess from 2002				
b Excess from 2003				
c Excess from 2004				
d Excess from 2005	40,650.			
e Excess from 2006	1,522,896.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2006, 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	Prior 3 years			(e) Total
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, 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 X, 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 XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see page 28 of the 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).)

**ROBERT D. GLASER**

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

NONE

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

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

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

**SEE STATEMENT 8**

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 XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
SEE STATEMENT A				2850000.
<b>Total</b>			<b>▶ 3a</b>	2850000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 521,466), 5 Net rental income or (loss) from real estate (a-b), 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-e), 12 Subtotal (0, 521,466, 0), 13 Total (13, 521,466).

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

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 1 contains 'NOT APPLICABLE'.



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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
A.G. EDWARDS	521,466.	0.	521,466.
TOTAL TO FM 990-PF, PART I, LN 4	521,466.	0.	521,466.

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FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	389.	0.		389.
TO FM 990-PF, PG 1, LN 16A	389.	0.		389.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,483.	1,942.		10,541.
TO FORM 990-PF, PG 1, LN 16B	12,483.	1,942.		10,541.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER SUPPORT	475.	0.		475.
WEB SITE	3,887.	0.		3,887.
TO FORM 990-PF, PG 1, LN 16C	4,362.	0.		4,362.

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FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	7,200.	0.		0.
PAYROLL TAXES	18,458.	0.		18,458.
TO FORM 990-PF, PG 1, LN 18	25,658.	0.		18,458.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	<127.>	0.		<127.>
BUSINESS INSURANCE	2,318.	0.		2,318.
DUES AND SUBSCRIPTIONS	2,697.	0.		2,697.
LICENSES AND PERMITS	25.	0.		25.
OFFICE FURNISHINGS	176.	0.		176.
POSTAGE AND DELIVERY	1,604.	0.		1,604.
RESOURCE MATERIALS	308.	0.		308.
SUPPLIES	2,978.	0.		2,978.
TELEPHONE AND INTERNET	6,485.	0.		6,485.
COMPUTER SUPPORT	330.	0.		330.
OTHER EQUIPMENT	361.	0.		361.
MISCELLANEOUS EXPENSE	2,217.	0.		2,217.
TO FORM 990-PF, PG 1, LN 23	19,372.	0.		19,372.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MICROSOFT CORP. (215,040 SHS)	114,681.	6,421,094.
REAL NETWORKS (2,107,545 SHS / 1,872,405 SHS)	7,595,736.	20,484,111.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,710,417.	26,905,205.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MELESSA ROGERS, OPERATIONS MANAGER, GLASER PROGRESS FOUNDATION  
P.O. BOX 91123  
SEATTLE, WA 98111-9223

TELEPHONE NUMBERFORM 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](http://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.

Glaser Progress Foundation  
2006 Grant Distributions  
EIN: 91-1626010

Recipient's Name and Address	Is the Recipient an Individual?	Status of Recipient	Purpose of Grant	Amount
Agape Foundation 1095 Market St., Suite 304 San Francisco, CA 94103	No	Public Charity	Lt. Ehren Watada Legal Defense Fund	\$ 5,000.00
Alliance for Contraception in Cats & Dogs 14245 NW Belle Court Portland, OR 97229	No	Public Charity	Promotion of chemical contraception for male dogs in Mexico	\$ 50,000.00
American Civil Liberties Union Foundation 125 Broad St. 18th Floor New York, NY 10004-2400	No	Public Charity	Abuse of Power Campaign	\$ 100,000.00
Animal Assistance Foundation 455 Sherman Street, Suite 462 Denver, CO 80203-4405	No	Expenditure Responsibility	Sponsor East Coast ACC-D Presentations & Meetings	\$ 2,500.00
Center for Social Justice P.O. Box 22754 Seattle, WA 98122	No	Public Charity	Event Support	\$ 3,000.00
Columbia University P.O. Box 29789 New York, NY 10013	No	Public Charity	Global Fund Access Project	\$ 1,500,000.00
Conservation International 1919 M Street NW, Suite 600 Washington, DC 20036	No	Public Charity	Event Support	\$ 10,000.00
Conservation International 1919 M Street NW, Suite 600 Washington, DC 20036	No	Public Charity	Great Ape Protection in Africa	\$ 25,000.00
Crohn's and Colitis Foundation of America 1640 S. Sepulveda Blvd, Suite 214 Los Angeles, CA 90025	No	Public Charity	Event Support	\$ 5,000.00
Democracy Now Productions 87 Lafayette Street New York, NY 10013	No	Public Charity	General Support	\$ 100,000.00
Educational Broadcasting Corporation 450 West 33rd St. New York, NY 10001	No	Public Charity	Public Affairs Television	\$ 100,000.00
Farm Sanctuary 3150 Aikens Rd Watkins Glen, NY 14891	No	Public Charity	General Support	\$ 25,000.00
Farm Sanctuary 3150 Aikens Rd Watkins Glen, NY 14891	No	Public Charity	Keepers of the Farm Documentary	\$ 25,000.00
Foolproof Performing Arts 513 20th Avenue East Seattle, WA 98112	No	Public Charity	General Support	\$ 15,000.00
Free Press P.O. Box 28 Northampton, MA 01061	No	Public Charity	Media Reform Conference	\$ 50,000.00
Gamaliel Foundation 203 N. Wabash, Suite 808 Chicago, IL 60601	No	Public Charity	General Support	\$ 10,000.00
Georgetown University Law Center 600 New Jersey Ave NW Washington, DC 20001	No	Public Charity	Animal Law Clinic	\$ 25,000.00
Humane Alliance of North Carolina 231 Haywood St. Asheville, NC 28801	No	Public Charity	Training for Operation of Spay/Neuter Clinics Nation-wide	\$ 25,000.00
Humane Society of the United States 2100 L Street NW Washington, DC 20037	No	Public Charity	Animal Law Clinic	\$ 50,000.00

Glaser Progress Foundation  
2006 Grant Distributions  
EIN: 91-1626010

Recipient's Name and Address	Is the Recipient an Individual?	Status of Recipient	Purpose of Grant	Amount
Humane Society of the United States 2100 L Street NW Washington, DC 20037	No	Public Charity	Animal Welfare Reform Campaign	\$ 40,000.00
Independent Media Institute 77 Federal Street San Francisco, CA 94107	No	Public Charity	General Support	\$ 25,000.00
Jane Goodall Institute 4245 North Fairfax Drive, Suite 600 Arlington, VA 22203	No	Public Charity	Bushmeat Education Initiative	\$ 50,000.00
Media Matters For America 1625 Massachusetts Avenue NW, Suite 300 Washington, DC 20036	No	Public Charity	General Support	\$ 100,000.00
National Video Resources 73 Sprint Street, Suite 403 New York, NY 10012	No	Expenditure Responsibility	Grantmakers in Film and Electronic Media	\$ 7,000.00
Online Journalism Project 493 Central Avenue New Haven, CT 06515	No	Public Charity	General Support	\$ 10,000.00
Pan African Sanctuary Alliance 3215 SE Salmon St. Portland, OR 97214	No	Public Charity	General Support	\$ 20,000.00
Pasado's Safe Haven P.O. Box 171 Sultan, WA 98204	No	Public Charity	Mobile Spay/Neuter Clinic	\$ 30,000.00
Pasado's Safe Haven P.O. Box 171 Sultan, WA 98204	No	Public Charity	Staff Training	\$ 2,500.00
Saving Animals Across Borders P.O. Box 130897 Houston, TX 77219-0897	No	Public Charity	Spay/Neuter Campaign in Mexico	\$ 25,000.00
Seattle Animal Shelter 2061 15th Avenue West Seattle, WA 98119-2798	No	Expenditure Responsibility	Event Support	\$ 15,000.00
Seattle Art Museum 100 University St. Seattle, WA 98101-2902	No	Public Charity	Olympic Sculpture Park	\$ 250,000.00
Sightline Institute 1402 Third Avenue, Suite 500 Seattle, WA 98101	No	Public Charity	General Support	\$ 50,000.00
Sojourners 3333 14th St. NW, Suite 200 Washington, DC 20010	No	Public Charity	General Support	\$ 40,000.00
Target Margin Theatre 138 S. Oxford St., Room 5A Brooklyn, NY 11217	No	Public Charity	General Support	\$ 10,000.00
Witness 80 Hanson Place, 5th Floor Brooklyn, NY 11217	No	Public Charity	General Support	\$ 50,000.00
<b>TOTAL</b>				<b>\$ 2,850,000.00</b>