

TAX RETURN FILING INSTRUCTIONS

FORM 990-PF

FOR THE YEAR ENDING

DECEMBER 31, 2008

Prepared for	GLASER PROGRESS FOUNDATION P.O.BOX 91123 SEATTLE, WA 98111-9223
Prepared by	WTAS LLC 100 FIRST STREET, SUITE 1600 SAN FRANCISCO, CA 94105
Amount due or refund	BALANCE DUE OF \$10,749
Make check payable to	PAYMENT MUST BE DEPOSITED WITH DEPOSIT COUPON FORM 8109 IN AN AUTHORIZED COMMERCIAL BANK DEPOSITORY OR FEDERAL RESERVE BANK.
Mail tax return and check (if applicable) to	DEPARTMENT OF THE TREASURY INTERNAL REVENUE SERVICE CENTER OGDEN, UT 84201-0027
Return must be mailed on or before	MAY 15, 2009
Special Instructions	THE RETURN SHOULD BE SIGNED AND DATED. PAYMENT SHOULD BE MADE BY CHECK OR MONEY ORDER. ON FORM 8109, BE SURE TO DARKEN THE BOXES FOR 990-PF AND THE FOURTH QUARTER. WRITE THE ORGANIZATION'S EMPLOYER IDENTIFICATION NUMBER AND "2008 FORM 990-PF" ON THE REMITTANCE.

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

2008

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 2008, 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 GLASER PROGRESS FOUNDATION Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 91123 City or town, state, and ZIP code SEATTLE, WA 98111-9223	A Employer identification number 91-1626010 B Telephone number (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) **\$ 15,048,921.** (Part I, column (d) must be on cash basis.)
 J Accounting method: Cash Accrual Other (specify) _____

Part I Analysis of Revenue and Expenses
 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	0.		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	3,270.	3,270.		STATEMENT 1
4 Dividends and interest from securities	203,104.	203,104.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	586,326.			
b Gross sales price for all assets on line 6a	672,778.			
7 Capital gain net income (from Part IV, line 2)		586,326.		
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	792,700.	792,700.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	219,202.	3,897.		215,305.
14 Other employee salaries and wages	50,454.	0.		50,454.
15 Pension plans, employee benefits	81,300.	1,121.		80,179.
16a Legal fees STMT 3	630.	0.		630.
b Accounting fees STMT 4	6,950.	0.		6,950.
c Other professional fees STMT 5	105,485.	0.		105,485.
17 Interest				
18 Taxes STMT 6	26,136.	0.		25,025.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	24,338.	0.		24,338.
22 Printing and publications	1,941.	0.		1,941.
23 Other expenses STMT 7	27,169.	244.		26,925.
24 Total operating and administrative expenses. Add lines 13 through 23	543,605.	5,262.		537,232.
25 Contributions, gifts, grants paid	881,181.			881,181.
26 Total expenses and disbursements. Add lines 24 and 25	1,424,786.	5,262.		1,418,413.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<632,086.>			
b Net investment income (if negative, enter -0-)		787,438.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		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	5,228,297.	4,677,634.	4,677,634.	
	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 8	7,710,417.	7,629,462.	10,371,287.	
	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 Total assets (to be completed by all filers)	12,938,714.	12,307,096.	15,048,921.		
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 STATEMENT 9)	373.	841.			
23 Total liabilities (add lines 17 through 22)	373.	841.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	12,938,341.	12,306,255.			
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 Total net assets or fund balances	12,938,341.	12,306,255.			
31 Total liabilities and net assets/fund balances	12,938,714.	12,307,096.			

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	12,938,341.
2 Enter amount from Part I, line 27a	2	<632,086.>
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	12,306,255.
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 30	6	12,306,255.

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 36,000 SHARES REAL NETWORKS INC	D	01/04/99	08/12/08
b 15,000 SHARES MICROSOFT CORPORATION	D	VARIOUS	08/08/08
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 252,156.		75,860.	176,296.
b 420,622.		10,592.	410,030.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			176,296.
b			410,030.
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	586,326.
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	N/A

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))
2007	3,831,242.	28,116,142.	.136265
2006	3,226,779.	34,285,454.	.094115
2005	2,295,874.	29,087,576.	.078930
2004	2,132,526.	29,940,598.	.071225
2003	2,990,974.	31,845,735.	.093921

2 Total of line 1, column (d)	2	.474456
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	.094891
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	20,481,737.
5 Multiply line 4 by line 3	5	1,943,533.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,874.
7 Add lines 5 and 6	7	1,951,407.
8 Enter qualifying distributions from Part XII, line 4	8	1,418,413.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	15,749.
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	15,749.
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	15,749.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	5,000.	
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	5,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	10,749.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

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 type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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 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 2008 or the taxable year beginning in 2008 (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)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.GLASERPROGRESS.ORG	13	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	15		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 20 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 2008?	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <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 2008 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 2008.) 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 2008?	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)? Yes No

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

6b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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	129,917.	37,378.	1,355.
MITCHELL FOX P.O. BOX 91123 SEATTLE, WA 98111-9223	PROGRAM OFFICER 40.00	89,286.	30,879.	2,323.

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
MELESSA ROGERS P.O. BOX 91123, SEATTLE, WA 98111-9223	OPERATIONS MANAGER 40.00	50,454.	10,698.	895.

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 2008	
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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	15,973,142.
b	Average of monthly cash balances	1b	4,820,500.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,793,642.
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	20,793,642.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	311,905.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,481,737.
6	Minimum investment return. Enter 5% of line 5	6	1,024,087.

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

1	Minimum investment return from Part X, line 6	1	1,024,087.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	15,749.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,749.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,008,338.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,008,338.
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	1,008,338.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,418,413.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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 V, line 8, and Part XIII, line 4	4	1,418,413.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,418,413.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				1,008,338.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005	40,650.			
d From 2006	1,522,896.			
e From 2007	2,434,625.			
f Total of lines 3a through e	3,998,171.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ \$	1,418,413.			
a Applied to 2007, 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 2008 distributable amount				1,008,338.
e Remaining amount distributed out of corpus	410,075.			
5 Excess distributions carryover applied to 2008 (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	4,408,246.			
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 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				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 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	4,408,246.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005	40,650.			
c Excess from 2006	1,522,896.			
d Excess from 2007	2,434,625.			
e Excess from 2008	410,075.			

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 2008, 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) 2008	(b) 2007	(c) 2006	(d) 2005	
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 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).)

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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 10

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)

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)				
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT A-1</p>				881,181.
<p>Total</p>			▶ 3a	881,181.
<p>b <i>Approved for future payment</i></p> <p>SEE STATEMENT A-2</p>				1725000.
<p>Total</p>			▶ 3b	1725000.

Glaser Progress Foundation
2008 Grant Distributions
EIN: 91-1626010

Recipient's Name and Address	Is the Recipient an Individual?	Status of Recipient	Purpose of Grant	Amount
American Civil Liberties Union Foundation 125 Broad St. 18th Floor New York, NY 10004-2400	No	Public Charity 509(a)(1)	National Security Program	\$ 100,000.00
Common Assets Defense Fund P.O. Box 14967 Minneapolis, MN 55414	No	Public Charity 509(a)(1)	General Support	\$ 2,500.00
Common Assets Defense Fund P.O. Box 14967 Minneapolis, MN 55414	No	Public Charity 509(a)(1)	General Support	\$ 2,500.00
Conservation International 1919 M Street NW, Suite 600 Washington, DC 20036	No	Public Charity 509(a)(1)	General Support	\$ 50,000.00
Crohn's and Colitis Foundation of America 1640 S. Sepulveda Blvd, Suite 214 Los Angeles, CA 90025	No	Public Charity 509(a)(1)	Event Support	\$ 5,000.00
Deep Dish TV 339 Lafayette Street New York, NY 10012	No	Public Charity 509(a)(1)	Waves of Change Project	\$ 1,000.00
Democracy Now Productions 100 Lafayette Street Suite 604 New York, NY 10013	No	Public Charity 509(a)(1)	General Support	\$ 100,000.00
Essential Information P.O. Box 19405 Washington, DC 20036	No	Public Charity 509(a)(1)	General Support	\$ 5,000.00
Free Press P.O. Box 28 Northampton, MA 01061	No	Public Charity 509(a)(1)	Media Reform Conference	\$ 50,000.00
Friends of Madison Park 4003 East Newton Street Seattle, WA 98112	No	Public Charity 170(b)(1)(A)(vi)	General Support	\$ 30,000.00
Georgetown Preparatory School 10900 Rockville Pike North Bethesda, MD 20852	No	Public Charity 503(c)(3)	General Support	\$ 25,000.00
Global Partnerships 909 NE Boat Street Suite 200 Seattle, WA 98105	No	Public Charity 509(a)(1)	General Support	\$ 500.00
Independent Media Institute 77 Federal Street San Francisco, CA 94107	No	Public Charity 509(a)(1)	General Support	\$ 20,000.00
Independent Media Institute 77 Federal Street San Francisco, CA 94107	No	Public Charity 509(a)(1)	General Support	\$ 25,000.00
Independent World Television 143 W. 4th Street New York, NY 10012	No	Public Charity 170(b)(1)(A)(vi)	General Support	\$ 25,000.00
Islandwood 4450 Blakely Avenue NE Bainbridge Island, WA 98110	No	Public Charity 509(a)(1)	Event Support	\$ 10,000.00
Kirlin Foundation 10500 NE 8th Street Suite 1550 Bellevue, WA 98004	No	Public Charity 509(a)(2)	Event Support	\$ 25,000.00
Institute for Media Analysis 145 West Fourth Street New York, NY 10012	No	Public Charity 509(a)(2)	General Support	\$ 15,000.00
Moyer Foundation 2426 32nd Avenue W., Suite 200 Seattle, WA 98199	No	Public Charity 509(a)(1)	Event Support	\$ 15,000.00
National Video Resources 73 Sprint Street, Suite 403 New York, NY 10012	No	Public Charity 509(a)(1)	Grantmakers in Film and Electronic Media	\$ 5,000.00
Online Journalism Project 493 Central Avenue New Haven, CT 06515	No	Public Charity 509(a)(1)	General Support	\$ 10,000.00
Orphans of Rwanda 16 Highland Street Cambridge, MA 02138	No	Public Charity 509(a)(1)	General Support	\$ 25,000.00
Progressive Legislative Analysis Network 101 Avenue of the Americas, 3rd Floor New York, NY 10013	No	Public Charity 170(b)(1)(A)(vi)	Event Support	\$ 1,200.00
RESULTS Educational Fund 750 First St. NE, Suite 1040 Washington, DC 20002	No	Public Charity 509(a)(1)	General Support	\$ 5,000.00
Rock and Roll Hall of Fame Foundation 1290 Avenue of the Americas New York, NY 10104	No	Public Charity 509(a)(1)	Event Support	\$ 30,000.00
Sightline Institute 1402 Third Avenue, Suite 500 Seattle, WA 98101	No	Public Charity 509(a)(1)	General Support	\$ 50,000.00
Yale University P.O. Box 208250 New Haven, CT 06520	No	Public Charity 509(a)(1)	Global Health Leadership Institute	\$ 248,481.00
TOTAL				\$ 881,181.00

Glaser Progress Foundation
 Grants Approved in 2008 for Payment in 2009
 EIN: 91-1626010

Recipient's Name and Address	Is the Recipient an Individual?	Status of Recipient	Purpose of Grant	Amount
Center for American Progress 1333 H St. NW, 10th Floor Washington, DC 20005	No	Public Charity 509(a)(1)	Progressive Studies Program	\$ 400,000.00
Center for Progressive Leadership 1133 19th Street NW, 9th Floor Washington, DC 20036	No	Public Charity 509(a)(1)	Progressive Principals Retreats	\$ 50,000.00
College Access Now P.O. Box 22999 Seattle, WA 98122	No	Public Charity 170(b)(1)(A)(vi)	General Support	\$ 75,000.00
Columbia University P.O. Box 29789 New York, NY 10013	No	Public Charity 509(a)(1)	Global Fund Access Project	\$ 1,000,000.00
Democracy Now Productions 87 Lafayette Street New York, NY 10013	No	Public Charity 509(a)(1)	General Support	\$ 100,000.00
Media Matters For America 1625 Massachusetts Avenue NW, Suite 300 Washington, DC 20036	No	Public Charity 509(a)(1)	General Support	\$ 100,000.00
			Total	\$ 1,725,000.00

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

SOURCE	AMOUNT
GOLDMAN SACHS	680.
WACHOVIA	2,590.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,270.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
A.G. EDWARDS	7,391.	0.	7,391.
GOLDMAN SACHS	39,589.	0.	39,589.
WACHOVIA	156,124.	0.	156,124.
TOTAL TO FM 990-PF, PART I, LN 4	203,104.	0.	203,104.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	630.	0.		630.
TO FM 990-PF, PG 1, LN 16A	630.	0.		630.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,950.	0.		6,950.
TO FORM 990-PF, PG 1, LN 16B	6,950.	0.		6,950.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CONSULTING	56,904.	0.		56,904.	
PUBLIC RELATIONS	45,883.	0.		45,883.	
WEB SITE	2,698.	0.		2,698.	
TO FORM 990-PF, PG 1, LN 16C	105,485.	0.		105,485.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	5,511.	0.		4,400.	
PAYROLL TAXES	20,625.	0.		20,625.	
TO FORM 990-PF, PG 1, LN 18	26,136.	0.		25,025.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	244.	244.		0.	
BUSINESS INSURANCE	2,362.	0.		2,362.	
DUES AND SUBSCRIPTIONS	3,121.	0.		3,121.	
LICENSES AND PERMITS	25.	0.		25.	
OFFICE FURNISHINGS	352.	0.		352.	
POSTAGE AND DELIVERY	1,978.	0.		1,978.	
RESOURCE MATERIALS	940.	0.		940.	
SUPPLIES	2,136.	0.		2,136.	
TELEPHONE AND INTERNET	6,362.	0.		6,362.	
COMPUTER SUPPORT	3,126.	0.		3,126.	
OTHER EQUIPMENT	6,523.	0.		6,523.	
TO FORM 990-PF, PG 1, LN 23	27,169.	244.		26,925.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MICROSOFT CORP. (215,040 SHS)	106,686.	3,888,778.	
REAL NETWORKS (2,107,545 SHS / 1,872,405 SHS)	7,522,776.	6,482,509.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,629,462.	10,371,287.	

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
SUTA PAYABLE	451.	566.	
FEDERAL WITHHOLDING PAYABLE	<78.>	<78.>	
FEDERAL TAXES PAYABLE	0.	353.	
TOTAL TO FORM 990-PF, PART II, LINE 22	373.	841.	

FORM 990-PF

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

STATEMENT 10

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 NUMBER

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.