Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

**2011**

For calendar year 2011 or tax year beginning , and ending

Name of foundation: MEDINA FOUNDATION

A Employer identification number: 91-0745225

Number and street (or P O box number if mail is not delivered to street address): 801 SECOND AVENUE — Room/suite: 1300

B Telephone number: 206-652-8780

City or town, state, and ZIP code: SEATTLE, WA 98104

C If exemption application is pending, check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 84,707,112.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

SCANNED AUG 28 2012

RECEIVED AUG 2 2012 OGDEN, UT

**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))

| | Line | (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 | | | N/A | |
| | 2 Check ▶ [X] if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 320,340. | 482,729. | | |
| | 4 Dividends and interest from securities | 1,826,490. | 1,732,152. | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 4,760,175. | | | STATEMENT 1 |
| | b Gross sales price for all assets on line 6a 99,305,272. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 11,599,256. | | |
| | 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 | 3,660. | 14,071. | | STATEMENT 2 |
| | 12 Total. Add lines 1 through 11 | 6,910,665. | 13,828,208. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 217,950. | 40,706. | | 177,244. |
| | 14 Other employee salaries and wages | 116,038. | 5,801. | | 107,887. |
| | 15 Pension plans, employee benefits | 67,397. | 3,370. | | 64,027. |
| | 16a Legal fees STMT 3 | 11,810. | 0. | | 11,810. |
| | b Accounting fees STMT 4 | 58,774. | 2,000. | | 59,509. |
| | c Other professional fees STMT 5 | 360,568. | 364,469. | | 7,986. |
| | 17 Interest | | 13. | | |
| | 18 Taxes STMT 6 | 137,775. | 6,011. | | 0. |
| | 19 Depreciation and depletion | 1,200. | 0. | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 11,196. | 0. | | 11,196. |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 7 | 73,492. | 918. | | 77,679. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 1,056,200. | 423,288. | | 517,338. |
| | 25 Contributions, gifts, grants paid | 3,716,250. | | | 3,548,150. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 4,772,450. | 423,288. | | 4,065,488. |
| | 27 Subtract line 26 from line 12: | | | | |
| | a Excess of revenue over expenses and disbursements | 2,138,215. | | | |
| | b Net investment income (if negative, enter -0-) | | 13,404,920. | | |
| | c Adjusted net income (if negative, enter -0-) | | | N/A | |



4

## Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

| | | Beginning of year (a) Book Value | End of year (b) Book Value | End of year (c) Fair Market Value |
|---|---|---|---|---|
| Assets | 1 Cash - non-interest-bearing | | 383,451. | 383,451. |
| | 2 Savings and temporary cash investments | 1,766,233. | 4,096,252. | 4,096,252. |
| | 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 | 7,458. | 5,880. | 5,880. |
| | 10a Investments - U.S. and state government obligations | 8,124,001. | | |
| | b Investments - corporate stock STMT 9 | 58,630,841. | 58,915,800. | 58,915,800. |
| | c Investments - corporate bonds STMT 10 | 10,075,727. | 21,197,849. | 21,197,849. |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 11 | 11,834,211. | 75,993. | 75,993. |
| | 14 Land, buildings, and equipment basis ▶ 46,191. | | | |
| | Less accumulated depreciation STMT 12 ▶ 46,191. | 1,200. | 0. | 0. |
| | 15 Other assets (describe ▶ STATEMENT 13) | 307,607. | 31,887. | 31,887. |
| | 16 Total assets (to be completed by all filers) | 90,747,278. | 84,707,112. | 84,707,112. |
| Liabilities | 17 Accounts payable and accrued expenses | 15,322. | 81,314. | |
| | 18 Grants payable | 165,500. | 333,600. | |
| | 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) | 180,822. | 414,914. | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | 90,566,456. | 84,292,198. | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances | 90,566,456. | 84,292,198. | |
| | 31 Total liabilities and net assets/fund balances | 90,747,278. | 84,707,112. | |

## 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 | 90,566,456. |
| 2 | Enter amount from Part I, line 27a | 2 | 2,138,215. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 | Add lines 1, 2, and 3 | 4 | 92,704,671. |
| 5 | Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS | 5 | 8,412,473. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 84,292,198. |

**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 | SEE ATTACHED STATEMENTS | | | |
| 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 | 103,500,550. | | 95,919,104. | 11,599,256. |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| | (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | 11,599,256. |

| | | | |
|---|---|---|---|
| 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 | 11,599,256. |
| 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)) |
|---|---|---|---|
| 2010 | 3,381,887. | 82,252,713. | .041116 |
| 2009 | 4,706,674. | 70,919,281. | .066367 |
| 2008 | 5,086,225. | 93,939,352. | .054144 |
| 2007 | 4,629,260. | 106,013,354. | .043667 |
| 2006 | 4,817,461. | 103,119,703. | .046717 |

| | | |
|---|---|---|
| 2 Total of line 1, column (d) | 2 | .252011 |
| 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 | .050402 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 87,887,044. |
| 5 Multiply line 4 by line 3 | 5 | 4,429,683. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 134,049. |
| 7 Add lines 5 and 6 | 7 | 4,563,732. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 4,065,488. |

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions) | | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | | | 1 | 268,098. |
| 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 | 268,098. |
| 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 | 268,098. |
| 6 Credits/Payments: | | | | |
| a 2011 estimated tax payments and 2010 overpayment credited to 2011 | 6a | 55,500. | | |
| b Exempt foreign organizations - tax withheld at source | 6b | | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | 120,000. | | |
| d Backup withholding erroneously withheld | 6d | | | |
| 7 Total credits and payments. Add lines 6a through 6d | | | 7 | 175,500. |
| 8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached | | | 8 | |
| 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | | | 9 | 92,598. |
| 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 2012 estimated tax** ▶ | **Refunded** ▶ | | 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? | 1a | | X |
| b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? | 1b | | X |
| *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.* | | | |
| c Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0. | | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0. | | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? | 2 | | 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* | 3 | | X |
| 4a Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A | 4b | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? | 5 | | 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? | 6 | X | |
| 7 Did the foundation have at least $5,000 in assets at any time during the year? | 7 | X | |
| *If "Yes," complete Part II, col. (c), and Part XV.* | | | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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? If "No," attach explanation* | 8b | 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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | 10 | | X |

**Part VII-A Statements Regarding Activities** *(continued)*

| | | Line | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ WWW.MEDINAFOUNDATION.ORG

14 The books are in care of ▶ ADRIENNE QUINN Telephone no. ▶ 206-652-8780

Located at ▶ 801 SECOND AVENUE, SUITE 1300, SEATTLE, WA ZIP+4 ▶ 98104

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

| | | Line | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | X | |

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ BRITISH VIRGIN ISLANDS

**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.**

| | | | Line | 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? | ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | ☒ Yes ☐ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | ☒ Yes ☐ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here | ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? | | 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? | ☐ Yes ☒ 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? | ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* | 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 2011? | | 4b | | X |

**Part VII-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))? | ☐ 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? N/A | ☐ Yes ☐ No | | | |
| *If "Yes," attach the statement required by Regulations section 53 4945-5(d).* | | | | |
| **6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? | ☐ Yes ☒ No | | | |
| **b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | | 6b | | X |
| *If "Yes" to 6b, file Form 8870.* | | | | |
| **7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | ☐ Yes ☒ No | | | |
| **b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | | 7b | | |

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

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

| (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 14 | | 217,950. | 21,526. | 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 |
|---|---|---|---|---|
| CAROLYN WALL SAKATA - 801 SECOND AVE., SUITE 1300, SEATTLE, WA 98104 | PROGRAM OFFICER 40.00 | 68,001. | 13,092. | 0. |

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



123551
12-02-11

**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 |
|---|---|---|
| WILLMINGTON TRUST COMPANY<br>P.O. BOX 52129, PHOENIX, AZ 85072 | CUSTODIAN | 50,000. |
| | | |
| | | |
| | | |
| | | |
| **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 PROGRAM EXPENSES INCLUDE RURAL INITIATIVES WORKSHOP IN SKAGIT/WHATCOM COUNTY ($8600) AND SITE VISIT EXPENSES. | 9,015. |
| 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 | 0. |
| 2 N/A | 0. |
| All other program-related investments. See instructions.<br>3 N/A | 0. |
| **Total.** Add lines 1 through 3 ▶ | 0. |



123561
12-02-11

## 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 | 41,373,890. |
| b | Average of monthly cash balances | 1b | 2,023,668. |
| c | Fair market value of all other assets | 1c | 45,827,867. |
| d | **Total** (add lines 1a, b, and c) | 1d | 89,225,425. |
| 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 | 89,225,425. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 1,338,381. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 87,887,044. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 4,394,352. |

## 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 | 4,394,352. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 — 2a: 268,098. | | |
| b | Income tax for 2011. (This does not include the tax from Part VI.) — 2b: | | |
| c | Add lines 2a and 2b | 2c | 268,098. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 4,126,254. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 4,126,254. |
| 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 | 4,126,254. |

## 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 | 4,065,488. |
| 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 | 4,065,488. |
| 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 | 4,065,488. |

**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 2010 | (c) 2010 | (d) 2011 |
|---|---|---|---|---|
| 1 Distributable amount for 2011 from Part XI, line 7 | | | | 4,126,254. |
| 2 Undistributed income, if any, as of the end of 2011 | | | | |
| a Enter amount for 2010 only | | | 3,996,069. | |
| b Total for prior years: ____, ____, ____ | | 0. | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | | | | |
| b From 2007 | | | | |
| c From 2008 | | | | |
| d From 2009 | | | | |
| e From 2010 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 4,065,488. | | | | |
| a Applied to 2010, but not more than line 2a | | | 3,996,069. | |
| 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 2011 distributable amount | | | | 69,419. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 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 2010. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 | | | | 4,056,835. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | | | | |
| b Excess from 2008 | | | | |
| c Excess from 2009 | | | | |
| d Excess from 2010 | | | | |
| e Excess from 2011 | | | | |



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**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 2011, 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 | | | |
|---|---|---|---|---|---|
| | (a) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | (e) Total |
| 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 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. (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:

AANA LAUCKHART, PROGRAM OFFICER, 206-652-8782
801 SECOND AVENUE, SUITE 1300, SEATTLE, WA 98104

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

SEE STATEMENT B AND WWW.MEDINAFOUNDATION.ORG

c Any submission deadlines:

NO APPLICATION DEADLINES

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

SEE STATEMENT B AND WWW.MEDINAFOUNDATION.ORG

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>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 |
|---|---|---|---|---|
| *a Paid during the year* | | | | |
| SEE STATEMENT 15 | NONE | 509(A)(1) OR (A)(2) | SEE STATEMENT 15 | 3,548,150. |
| **Total** | | | ▶ 3a | 3,548,150. |
| *b Approved for future payment* | | | | |
| SEE STATEMENT 16 | NONE | 509(A)(1) OR (A)(2) | SEE STATEMENT 16 | 333,600. |
| **Total** | | | ▶ 3b | 333,600. |

**Part XVI-A Analysis of Income-Producing Activities**

| Enter gross amounts unless otherwise indicated. | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income |
|---|---|---|---|---|---|
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 320,340. | |
| 4 Dividends and interest from securities | | | 14 | 1,829,437. | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | 523000 | -2,947. | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 4,760,175. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: | | | | | |
| a CLASS ACTION SETTLEMENT | | | | | |
| b INCOME | | | 01 | 3,660. | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | -2,947. | | 6,913,612. | 0. |

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 6,910,665.

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

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

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). |
|---|---|
| | |

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

| | | Yes | No |
|---|---|---|---|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | N/A | |

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| N/A | | |

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 8/13/12 Title: EXECUTIVE DIRECTOR

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| JANE M. SEARING | Jane M Searing | 8/7/12 | | P00000565 |

Firm's name ▶ CLARK NUBER, PS — Firm's EIN ▶ 91-1194016

Firm's address ▶ 10900 NE 4TH STREET, SUITE 1700 BELLEVUE, WA 98004 — Phone no. 425-454-4919



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**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 | PUBLICLY TRADED SECURITIES | | | |
| b | ARTIO INTERNATIONAL EQUITY FUND II K-1 | P | VARIOUS | VARIOUS |
| c | WESTFIELD LARGE CAP GROWTH FUND K-1 | P | VARIOUS | VARIOUS |
| d | INTERMEDIATE CREDIT INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| e | US TREASURY 1-3 YEAR INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| f | RUSSELL 1000 INDEX COMMON TRUST FUND K-1 | P | VARIOUS | VARIOUS |
| g | INTERMEDIATE US GOVERNMENT INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| h | ALLIANCEBERNSTEIN HOLDING L.P. | P | VARIOUS | VARIOUS |
| i | SALE OF ARTIO INTERNATIONAL EQUITY FUND II K-1 | P | VARIOUS | VARIOUS |
| j | SALE OF WESTFIELD LARGE CAP GROWTH FUND K-1 | P | VARIOUS | VARIOUS |
| k | SALE OF INTERMEDIATE CREDIT INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| l | SALE OF US TREASURY 1-3 YEAR INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| m | SALE OF RUSSELL 1000 INDEX COMMON TRUST FUND K-1 | P | VARIOUS | VARIOUS |
| n | SALE OF INTERMEDIATE US GOVERNMENT INDEX CTF K-1 | P | VARIOUS | VARIOUS |
| o | | | | |

| | (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 | 52,727,209. | | 51,567,800. | 1,159,409. |
| b | | | | 471,374. |
| c | | | | 288,894. |
| d | | | | 41,213. |
| e | | | | 33,607. |
| f | | | | 3,121,254. |
| g | | | | 61,392. |
| h | | | | 76. |
| i | 4,889,424. | | 3,335,529. | 1,553,895. |
| j | 3,150,464. | | 2,485,823. | 664,641. |
| k | 1,985,618. | | 2,151,744. | -166,126. |
| l | 6,975,236. | | 7,597,861. | -622,625. |
| m | 31,083,877. | | 25,877,266. | 5,206,611. |
| n | 2,688,722. | | 2,903,081. | -214,359. |
| o | | | | |

| | Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|---|---|---|---|
| | (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 | | | | 1,159,409. |
| b | | | | 471,374. |
| c | | | | 288,894. |
| d | | | | 41,213. |
| e | | | | 33,607. |
| f | | | | 3,121,254. |
| g | | | | 61,392. |
| h | | | | 76. |
| i | | | | 1,553,895. |
| j | | | | 664,641. |
| k | | | | -166,126. |
| l | | | | -622,625. |
| m | | | | 5,206,611. |
| n | | | | -214,359. |
| o | | | | |

| | | | |
|---|---|---|---|
| 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 | 11,599,256. |
| 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 |

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

| (A) DESCRIPTION OF PROPERTY | MANNER ACQUIRED | DATE ACQUIRED | DATE SOLD |
|---|---|---|---|
| PUBLICLY TRADED SECURITIES | | | |

| (B) GROSS SALES PRICE | (C) COST OR OTHER BASIS | (D) EXPENSE OF SALE | (E) DEPREC. | (F) GAIN OR LOSS |
|---|---|---|---|---|
| 52,727,209. | 47,967,034. | 0. | 0. | 4,760,175. |

| | |
|---|---|
| CAPITAL GAINS DIVIDENDS FROM PART IV | 0. |
| TOTAL TO FORM 990-PF, PART I, LINE 6A | 4,760,175. |

FORM 990-PF OTHER INCOME STATEMENT 2

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|
| K-1: OTHER PORTFOLIO INCOME | 0. | 10,411. | |
| CLASS ACTION SETTLEMENT INCOME | 3,660. | 3,660. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 3,660. | 14,071. | |

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 | 11,810. | 0. | | 11,810. |
| TO FM 990-PF, PG 1, LN 16A | 11,810. | 0. | | 11,810. |

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 | 58,774. | 2,000. | | 59,509. |
| TO FORM 990-PF, PG 1, LN 16B | 58,774. | 2,000. | | 59,509. |

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 |
|---|---|---|---|---|
| OTHER PROFESSIONAL FEES | 4,470. | 0. | | 7,986. |
| INVESTMENT FEES | 356,098. | 364,469. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 360,568. | 364,469. | | 7,986. |

FORM 990-PF TAXES STATEMENT 6

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| EXCISE TAXES | 137,775. | 0. | | 0. |
| K-1: FOREIGN TAXES PAID | 0. | 6,011. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 137,775. | 6,011. | | 0. |

FORM 990-PF OTHER EXPENSES STATEMENT 7

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| INSURANCE | 4,837. | 0. | | 4,837. |
| DUES AND SUBSCRIPTIONS | 3,485. | 0. | | 3,485. |
| EQUIPMENT EXPENSE | 8,537. | 0. | | 8,537. |
| OFFICE EXPENSES | 3,230. | 0. | | 4,807. |
| TECHNOLOGY | 6,793. | 0. | | 6,793. |

| | | | | |
|---|---|---|---|---|
| POSTAGE | 1,233. | 0. | | 1,233. |
| TRUSTEES EXPENSE | 18,352. | 918. | | 19,284. |
| PARKING EXPENSE | 10,453. | 0. | | 11,025. |
| PAYROLL PROCESSING | 3,719. | 0. | | 3,719. |
| SUPPLIES | 3,838. | 0. | | 4,944. |
| PROGRAM EXPENSE | 9,015. | 0. | | 9,015. |
| TO FORM 990-PF, PG 1, LN 23 | 73,492. | 918. | | 77,679. |

FOOTNOTES STATEMENT 8

FORM 990-PF, PART VII-B, QUESTION 1A
(3) - A DISQUALIFIED PERSON FURNISHES FACILITIES TO THE FOUNDATION FREE OF CHARGE. THIS ACTIVITY IS NOT AN ACT OF SELF-DEALING AS CODIFIED IN I.R.C. SECTION 4941(D)(2)(C).
(4) - THE FOUNDATION REIMBURSES BOARD MEMBERS FOR TRAVEL RELATED TO THE FOUNDATION BUSINESS. THESE SERVICES ARE NECESSARY IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE AND ARE NOT CONSIDERED AN ACT OF SELF DEALING UNDER I.R.C. SECTION 4941(D)(2)(C).

| FORM 990-PF | CORPORATE STOCK | STATEMENT 9 |
|---|---|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|
| SEE STATEMENT A | 58,915,800. | 58,915,800. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 58,915,800. | 58,915,800. |

| FORM 990-PF | CORPORATE BONDS | STATEMENT 10 |
|---|---|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|
| SEE STATEMENT A | 21,197,849. | 21,197,849. |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 21,197,849. | 21,197,849. |

| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 11 |
|---|---|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|---|
| GAM US INSTITUTIONAL DIVERSITY | FMV | 75,993. | 75,993. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 75,993. | 75,993. |

| FORM 990-PF | DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT | STATEMENT 12 |
|---|---|---|

| DESCRIPTION | COST OR OTHER BASIS | ACCUMULATED DEPRECIATION | BOOK VALUE |
|---|---|---|---|
| EQUIPMENT | 46,191. | 46,191. | 0. |
| TOTAL TO FM 990-PF, PART II, LN 14 | 46,191. | 46,191. | 0. |

FORM 990-PF OTHER ASSETS STATEMENT 13

| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|---|
| DIVIDENDS & INTEREST RECEIVABLE | 307,607. | 31,887. | 31,887. |
| TO FORM 990-PF, PART II, LINE 15 | 307,607. | 31,887. | 31,887. |

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN-SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|---|---|---|---|---|
| ADRIENNE QUINN<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | EXECUTIVE DIRECTOR<br>40.00 | 135,625. | 6,817. | 0. |
| ELIZABETH WILLIAMS<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | PRESIDENT<br>10.00 | 0. | 0. | 0. |
| PIPER HENRY KELLER<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | VICE-PRESIDENT<br>5.00 | 0. | 0. | 0. |
| PATRICIA HENRY<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | SECRETARY<br>5.00 | 0. | 0. | 0. |
| HALEH CLAPP<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TREASURER<br>5.00 | 0. | 0. | 0. |
| JAMES N. CLAPP II<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| MARGARET CLAPP<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>10.00 | 0. | 0. | 0. |
| MATTHEW N. CLAPP JR.<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |

| | | | | |
|---|---|---|---|---|
| TAMSIN CLAPP<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| GAIL GANT<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| STEPHEN GANT<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| JEAN GARDNER<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| JILL GARDNER<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| MARION HAND<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | TRUSTEE<br>5.00 | 0. | 0. | 0. |
| JENNIFER TEUNON<br>801 SECOND AVENUE, SUITE 1300<br>SEATTLE, WA 98104 | PROGRAM OFFICER/ACTING ED<br>40.00 | 82,325. | 14,709. | 0. |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 217,950. | 21,526. | 0. |

Medina Foundation
Grants and Contributions Paid During the Year
Form 990-PF, Part XV, Line 3a
EIN. 91-0745225

| Recipient Name | Foundation Status | Street Address | City | State | Postal Code | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| 826 Seattle | 509(a)(1) or (a)(2) | PO Box 30764 | Seattle | WA | 98113 | General Operating Grant | $15,000 |
| Abused Deaf Women's Advocacy Services | 509(a)(1) or (a)(2) | 8623 Roosevelt Way NE | Seattle | WA | 98115 | Housing First Program Grant | $12,000 |
| Abused Deaf Women's Advocacy Services | 509(a)(1) or (a)(2) | 8623 Roosevelt Way NE | Seattle | WA | 98115 | General Operating Grant | $30,000 |
| America SCORES Seattle | 509(a)(1) or (a)(2) | 2450 6th Ave S, Suite 203 | Seattle | WA | 98134 | General Operating Grant | $15,000 |
| Anacortes Family Center | 509(a)(1) or (a)(2) | P.O. Box 681 | Anacortes | WA | 98221 | Rural Initiative Capacity Building Grant | $20,000 |
| Arc of King County | 509(a)(1) or (a)(2) | 233 6th Ave N | Seattle | WA | 98109 | Family Support 360 Program | $25,000 |
| Asian Counseling & Referral Service | 509(a)(1) or (a)(2) | 3639 Martin Luther King Jr Way S | Seattle | WA | 98144 | General Operating Grant | $20,000 |
| Asian Pacific Islander Safety Center | 509(a)(1) or (a)(2) | P O Box 14047 | Seattle | WA | 98114 | Housing First Program Grant | $20,000 |
| Assistance League of Bellingham | 509(a)(1) or (a)(2) | P O Box 2998 | Bellingham | WA | 98227-2998 | Rural Initiative Capacity Building Grant | $20,000 |
| Assistance League of Bellingham | 509(a)(1) or (a)(2) | P O Box 2998 | Bellingham | WA | 98227-2998 | Operation School Bell Program Grant | $7,500 |
| Assistance League of Everett | 509(a)(1) or (a)(2) | PO Box 3825 | Everett | WA | 98213-8825 | Operation School Bell Program Grant | $20,000 |
| Assistance League of Seattle | 509(a)(1) or (a)(2) | 1415 North 45th St | Seattle | WA | 98103 | Operation School Bell Program Grant | $10,000 |
| Bellingham Food Bank | 509(a)(1) or (a)(2) | 1824 Ellis Street | Bellingham | WA | 98225 | Rural Initiative Capacity Building Grant | $15,750 |
| Bellingham Food Bank | 509(a)(1) or (a)(2) | 1824 Ellis Street | Bellingham | WA | 98225 | General Operating Grant | $25,000 |
| Benedict House (Catholic Community Services) | 509(a)(1) or (a)(2) | 1323 S Yakima Avenue | Tacoma | WA | 98405 | General Operating Grant | $25,000 |
| Big Brothers Big Sisters of Island County | 509(a)(1) or (a)(2) | 913 E Whidbey Ave | Oak Harbor | WA | 98277 | General Operating Grant | $10,000 |
| Big Brothers Big Sisters of Northwest Washington | 509(a)(1) or (a)(2) | 4204 Meridian Street, Ste 101 | Bellingham | WA | 98225-5585 | General Operating Grant | $10,000 |
| Big Brothers Big Sisters of Northwest Washington | 509(a)(1) or (a)(2) | 4204 Meridian Street, Ste 101 | Bellingham | WA | 98225-5585 | Rural Initiative Capacity Building Grant | $20,000 |
| Bike Works Seattle | 509(a)(1) or (a)(2) | 3709 South Ferdinand | Seattle | WA | 98118 | General Operating Grant | $20,000 |
| Birth to Three Developmental Center | 509(a)(1) or (a)(2) | PO Box 24269 | Federal Way | WA | 98023 | General Operating Grant | $10,000 |
| Boys & Girls Club of the Long Beach Peninsula | 509(a)(1) or (a)(2) | P O Box 1172 | Long Beach | WA | 98631 | General Operating Grant | $20,000 |
| Boys & Girls Clubs of Bellevue | 509(a)(1) or (a)(2) | 209 100th Ave NE | Bellevue | WA | 98004 | General Operating Grant | $35,000 |
| Boys & Girls Clubs of South Puget Sound | 509(a)(1) or (a)(2) | 3875 S 66th Street | Tacoma | WA | 98409 | General Operating Grant | $40,000 |
| Boys & Girls Clubs of Thurston County | 509(a)(1) or (a)(2) | 905 24th Way SW, Suite B3 | Olympia | WA | 98502 | General Operating Grant | $30,000 |
| Boys & Girls Clubs of Whatcom County | 509(a)(1) or (a)(2) | 1715 Kentucky St | Bellingham | WA | 98226 | Rural Initiative Capacity Building Grant | $20,000 |
| Brigid Collins Family Support Center | 509(a)(1) or (a)(2) | 1231 N Garden St., Ste 200 | Bellingham | WA | 98225 | Rural Initiative Capacity Building Grant | $20,000 |
| CASA Latina | 509(a)(1) or (a)(2) | 317 - 17th Avenue S | Seattle | WA | 98144 | General Operating Grant | $25,000 |
| Center for Children & Youth Justice | 509(a)(1) or (a)(2) | 615 2nd Ave, Suite 275 | Seattle | WA | 981074 | Program Grant for Project Respect | $25,000 |
| Center for Human Services | 509(a)(1) or (a)(2) | 17018 15th Ave NE | Shoreline | WA | 98155 | Youth Development Program Grant | $30,000 |
| Chaya | 509(a)(1) or (a)(2) | PO Box 22291 | Seattle | WA | 98001 | Grant for the merger with Asian and Pacific Islander Women and Family Safety Center | $15,000 |
| Child Care Action Council of Thurston County | 509(a)(1) or (a)(2) | PO Box 446 | Olympia | WA | 98507 | Capital Grant | $20,000 |
| Child Care Resources | 509(a)(1) or (a)(2) | 1225 S Weller St, Ste 300 | Seattle | WA | 98144 | General Operating Grant | $40,000 |
| Childhaven | 509(a)(1) or (a)(2) | 316 Broadway | Seattle | WA | 98122-5325 | General Operating Grant | $25,000 |
| Children's Alliance | 509(a)(1) or (a)(2) | 718 - 6th Ave S | Seattle | WA | 98104 | End Childhood Hunger in Washington Project Grant | $10,000 |

Medina Foundation
Grants and Contributions Paid During the Year
Form 990-PF, Part XV, Line 3a
EIN 91-0745225

| Recipient Name | Foundation Status | Street Address | City | State | Postal Code | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| Children's Home Society of Washington | 509(a)(1) or (a)(2) | PO Box 15190 | Seattle | WA | 98115 | North Seattle Family Support Center Program grant | $25,000 |
| Communities in Schools of Washington | 509(a)(1) or (a)(2) | 1010 S 336th Street, Suite 205 | Federal Way | WA | 98003 | Program Grant for Orting, Peninsula, Puyallup and Whatcom schools and General Operating Grant for the State Office | $60,000 |
| Community Schools Collaboration | 509(a)(1) or (a)(2) | 16256 Military Road S , Ste 102 | SeaTac | WA | 98188 | General Operating Grant | $40,000 |
| Community Voice Mail | 509(a)(1) or (a)(2) | 2901 Third Ave , Suite 100 | Seattle | WA | 98121 | Veterans Connect Project Grant | $30,000 |
| Congregations for the Homeless (Eastside Interfaith Social Concerns Council) | 509(a)(1) or (a)(2) | 2650 148th Ave SE, Ste 202 | Bellevue | WA | 98007 | General Operating Grant | $10,800 |
| Domestic Violence & Sexual Assault Services of Whatcom County | 509(a)(1) or (a)(2) | 1407 Commercial St. | Bellingham | WA | 98225 | Housing First Program Grant | $20,000 |
| Domestic Violence & Sexual Assault Services of Whatcom County | 509(a)(1) or (a)(2) | 1407 Commercial St. | Bellingham | WA | 98225 | General Operating Grant | $25,000 |
| Domestic Violence Services of Snohomish County | 509(a)(1) or (a)(2) | P O Box 7 | Everett | WA | 98206-0007 | General Operating Grant | $25,000 |
| Drexel House (Catholic Community Services) | 509(a)(1) or (a)(2) | 1323 South Yakima Ave | Tacoma | WA | 98405 | Emergency Shelter Program Grant | $25,000 |
| Eastside Academy | 509(a)(1) or (a)(2) | 1717 Bellevue Way NE | Bellevue | WA | 98004 | General Operating Grant | $25,000 |
| Eastside Domestic Violence Program | 509(a)(1) or (a)(2) | PO Box 6398 | Bellevue | WA | 98008-0398 | Housing First Program Grant | $20,000 |
| ElderHealth Northwest | 509(a)(1) or (a)(2) | 800 Jefferson St , Suite 620 | Seattle | WA | 98104 | General Operating Grant | $30,000 |
| Emergency Food Network of Tacoma-Pierce County | 509(a)(1) or (a)(2) | 3318 92nd St South | Lakewood | WA | 98499 | General Operating Grant | $30,000 |
| Exodus Housing | 509(a)(1) or (a)(2) | PO Box 1006 | Sumner | WA | 98390 | General Operating Grant | $25,000 |
| Explorations in Math | 509(a)(1) or (a)(2) | 1404 East Yesler Way, Suite 204 | Seattle | WA | 98122 | General Operating Grant | $25,000 |
| Express Advantage | 509(a)(1) or (a)(2) | P O Box 94286 | Seattle | WA | 98124 | General Operating Grant | $150,000 |
| Family Promise of Seattle | 509(a)(1) or (a)(2) | 3623 California Ave SW | Seattle | WA | 98116 | General Operating Grant | $13,000 |
| FamilyWorks | 509(a)(1) or (a)(2) | PO Box 31112 | Seattle | WA | 98103 | General Operating Grant | $20,000 |
| Feed the Hungry (Catholic Community Services) | 509(a)(1) or (a)(2) | P.O Box 1734 | Aberdeen | WA | 98520 | General Operating Grant | $8,000 |
| First Place | 509(a)(1) or (a)(2) | PO Box 22536 | Seattle | WA | 98122 | Pre-K through 6th Grade School Program Grant | $20,000 |
| Food Lifeline | 509(a)(1) or (a)(2) | 1702 NE 150th St | Shoreline | WA | 98155-7226 | General Operating Grant | $50,000 |
| Friendship House | 509(a)(1) or (a)(2) | P O Box 517 | Mt. Vernon | WA | 98273-0517 | General Operating Grant | $15,000 |
| Garden Raised Bounty | 509(a)(1) or (a)(2) | 2016 Elliott Ave NW | Olympia | WA | 98502 | General Operating Grant | $35,000 |
| Grantmakers for Effective Organizations | 509(a)(1) or (a)(2) | 1413 K Street | Washington | DC | 20005 | 2012 Conference Sponsorship | $10,000 |
| Greater Maple Valley Community Center | 509(a)(1) or (a)(2) | 22010 SE 248th St | Maple Valley | WA | 98038 | Youth Program Grant | $15,000 |
| Habitat for Humanity Seattle/South King County | 509(a)(1) or (a)(2) | P O Box 88337 | Tukwila | WA | 98138 | Building Homes, Building Job Skills Program Grant | $25,000 |
| Harrington House (Catholic Community Services) | 509(a)(1) or (a)(2) | 15980 NE 8th Street | Bellevue | WA | 98008 | General Operating Grant | $10,000 |
| Hearing, Speech & Deafness Center | 509(a)(1) or (a)(2) | 1625 19th Ave | Seattle | WA | 98122 | Early Intervention and Education Program Grant | $15,000 |
| Helping Hand House | 509(a)(1) or (a)(2) | PO Box 710 | Puyallup | WA | 98373-3678 | General Operating Grant and Project Funds for New Software | $60,000 |
| Hope House (Catholic Community Services) | 509(a)(1) or (a)(2) | 1133 Railroad Ave , Ste 100 | Bellingham | WA | 98225 | Rural Initiative Capacity Building Grant | $16,000 |
| Hope House (Catholic Community Services) | 509(a)(1) or (a)(2) | 1133 Railroad Ave , Ste 100 | Bellingham | WA | 98225 | General Operating Grant | $10,000 |
| Hope in Christ Ministries | 509(a)(1) or (a)(2) | 822 Burwell St. | Bremerton | WA | 98337 | Capital Grant for Teen Shelter | $25,000 |
| Hope in Christ Ministries | 509(a)(1) or (a)(2) | 822 Burwell St. | Bremerton | WA | 98337 | General Operating Grant | $25,000 |
| Hopelink | 509(a)(1) or (a)(2) | 10675 Willows Road NE, #275 | Redmond | WA | 98052 | General Operating Grant | $65,000 |
| HopeSparks | 509(a)(1) or (a)(2) | 6424 North 9th Street | Tacoma | WA | 98406 | General Operating Grant | $30,000 |

Medina Foundation
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EIN 91-0745225

| Recipient Name | Foundation Status | Street Address | City | State | Postal Code | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| Hospitality House | 509(a)(1) or (a)(2) | 15003 14th Ave SW | Burien | WA | 98166 | General Operating Grant | $15,000 |
| Hospitality Kitchen (Catholic Community Services) | 509(a)(1) or (a)(2) | 1323 Yakima Ave S | Tacoma | WA | 98405 | General Operating Grant | $10,000 |
| Housing Hope | 509(a)(1) or (a)(2) | 5830 Evergreen Way | Everett | WA | 98012 | Lincoln Hill Village Service Fund Program Grant | $50,000 |
| Jewish Family Service | 509(a)(1) or (a)(2) | 1601 16th Ave | Seattle | WA | 98122-4000 | General Operating Grant | $30,000 |
| Jubilee Women's Center | 509(a)(1) or (a)(2) | 620 18th Ave. E | Seattle | WA | 98112 | General Operating Grant | $30,000 |
| Kindering Center | 509(a)(1) or (a)(2) | 16120 NE 8th St. | Bellevue | WA | 98008 | General Operating Grant | $50,000 |
| King County Sexual Assault Resource Center | 509(a)(1) or (a)(2) | P.O Box 300 | Renton | WA | 98057-0300 | General Operating Grant | $25,000 |
| Kitsap Adult Center for Education (Literacy Council of Kitsap) | 509(a)(1) or (a)(2) | 616 Fifth St | Bremerton | WA | 98337 | General Operating Grant | $15,000 |
| Kitsap Adult Center for Education (Literacy Council of Kitsap) | 509(a)(1) or (a)(2) | 616 Fifth St. | Bremerton | WA | 98337 | One individual received a grant for the 2011 Evans School Nonprofit Executive Leadership Institute | $3,100 |
| Kitsap Community Resources | 509(a)(1) or (a)(2) | 845 - 8th Street | Bremerton | WA | 98337-1517 | Capital Grant for Community Center in Port Orchard | $50,000 |
| L'Arche Tahoma Hope Community | 509(a)(1) or (a)(2) | 12303 36th Ave E | Tacoma | WA | 98446 | Farm & Garden Program Grant | $5,000 |
| Little Bit Therapeutic Riding Center | 509(a)(1) or (a)(2) | 19802 NE 148th St. | Woodinville | WA | 98072 | General Operating Grant | $50,000 |
| Lopez Island Family Resource Center | 509(a)(1) or (a)(2) | PO Box 732 | Lopez Island | WA | 98261 | General Operating Grant | $15,000 |
| Lydia Place | 509(a)(1) or (a)(2) | PO Box 28487 | Bellingham | WA | 98228 | General Operating Grant | $15,000 |
| Mercy Housing Northwest | 509(a)(1) or (a)(2) | 2505 3rd Ave , Ste. 204 | Seattle | WA | 98121 | General Operating Grant | $50,000 |
| New Beginnings | 509(a)(1) or (a)(2) | P O Box 75125 | Seattle | WA | 98175-0125 | General Operating Grant | $25,000 |
| Noel House (Catholic Community Services) | 509(a)(1) or (a)(2) | 2301 Second Avenue | Seattle | WA | 98121 | General Operating Grant | $25,000 |
| Northwest Youth Services | 509(a)(1) or (a)(2) | PO Box 5447 | Bellingham | WA | 98227-5447 | Rural Initiative Capacity Building Grant | $18,600 |
| Olive Crest | 509(a)(1) or (a)(2) | 515 116th Ave. NE, Suite 174 | Bellevue | WA | 98004 | Safe Families for Children Program Grant | $25,000 |
| Operation Nightwatch/Seattle | 509(a)(1) or (a)(2) | PO Box 21181 | Seattle | WA | 98001 | General Operating Grant | $15,000 |
| OPERATION Sack Lunch | 509(a)(1) or (a)(2) | P O Box 4128 | Seattle | WA | 98194 | Strategic Planning Grant | $11,000 |
| Opportunity Council | 509(a)(1) or (a)(2) | 1111 Cornwall Ave , Ste C | Bellingham | WA | 98225 | Rural Initiative Capacity Building Grant | $20,000 |
| Overlake Hospital Medical Center Foundation | 509(a)(1) or (a)(2) | 1035 - 116th Ave NE | Bellevue | WA | 98004 | Capital Grant for the Relocation of the Specialty School | $25,000 |
| Page Ahead Children's Literacy Program | 509(a)(1) or (a)(2) | 1130 NW 85th Street | Seattle | WA | 98117 | General Operating Grant | $30,000 |
| Parent Trust for Washington Children | 509(a)(1) or (a)(2) | 2200 Rainier Ave S | Seattle | WA | 98144 | General Operating Grant | $20,000 |
| Phoenix Housing Network (Catholic Community Services) | 509(a)(1) or (a)(2) | 7050 South G Street | Tacoma | WA | 98408 | General Operating Grant | $25,000 |
| Plymouth Housing Group | 509(a)(1) or (a)(2) | 2113 3rd Avenue | Seattle | WA | 98121 | General Operating Grant | $75,000 |
| Port Gamble S'Klallam Foundation | 509(a)(1) or (a)(2) | 31912 Little Boston Rd NE | Kingston | WA | 98346 | Capital Grant for a Preschool | $25,000 |
| Potlatch Fund | 509(a)(1) or (a)(2) | 801 Second Avenue, Suite 304 | Seattle | WA | 98104 | Capacity Building and Leadership Program Grant | $25,000 |
| Real Change | 509(a)(1) or (a)(2) | 219 First Ave S , #220 | Seattle | WA | 98104 | General Operating Grant | $25,000 |
| Recovery Cafe | 509(a)(1) or (a)(2) | 2022 Boren Ave | Seattle | WA | 98121 | One individual received a grant for the 2011 Evans School Nonprofit Executive Leadership Institute | $3,100 |
| Refugee Women's Alliance | 509(a)(1) or (a)(2) | 4008 Martin Luther King Jr Way S | Seattle | WA | 98108 | General Operating Grant | $50,000 |
| Renton Area Youth & Family Services | 509(a)(1) or (a)(2) | P O Box 1510 | Renton | WA | 98057 | Spark THIS Program Grant | $20,000 |
| Rescue Mission | 509(a)(1) or (a)(2) | P O Box 1912 | Tacoma | WA | 98401-1912 | Adams Street Campus Family Shelter Program Grant | $30,000 |
| Rose of Lima (Catholic Community Services) | 509(a)(1) or (a)(2) | 120 Bell Street | Seattle | WA | 98121 | General Operating Grant | $10,000 |
| Ryther Child Center | 509(a)(1) or (a)(2) | 2400 NE 95th St. | Seattle | WA | 98115 | General Operating Grant | $25,000 |

Medina Foundation
Grants and Contributions Paid During the Year
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EIN 91-0745225

| Recipient Name | Foundation Status | Street Address | City | State | Postal Code | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| Sacred Heart Shelter (Catholic Community Services) | 509(a)(1) or (a)(2) | 232 Warren Avenue N | Seattle | WA | 98109 | General Operating Grant | $25,000 |
| School's Out Washington (YWCA of Seattle/King County/Snohomish County) | 509(a)(1) or (a)(2) | 801 23rd Ave S Suite A | Seattle | WA | 98144 | Feed Your Brain Program Grant | $15,000 |
| Seashare | 509(a)(1) or (a)(2) | 600 Ericksen Ave NE, Ste 310 | Bainbridge Island | WA | 98110-1812 | General Operating Grant | $20,000 |
| Seattle Arts and Lectures | 509(a)(1) or (a)(2) | 105 S Main St, Ste 201 | Seattle | WA | 98104 | Writers in Schools Program Grant | $15,000 |
| Seattle Children's Home | 509(a)(1) or (a)(2) | 2142 10th Ave W | Seattle | WA | 98119 | General Operating Grant | $35,000 |
| SHARE/WHEEL (Seattle Housing and Resource Effort) | 509(a)(1) or (a)(2) | PO Box 2548 | Seattle | WA | 98111 | General Operating Grant | $20,000 |
| Shared Housing Services | 509(a)(1) or (a)(2) | 901 S 11th Street | Tacoma | WA | 98405 | General Operating Grant | $10,000 |
| Skagit County Community Action Agency | 509(a)(1) or (a)(2) | 330 Pacific Place | Mount Vernon | WA | 98273 | Rural Initiative Capacity Building Grant | $20,000 |
| Skagit County Community Action Agency | 509(a)(1) or (a)(2) | 330 Pacific Place | Mount Vernon | WA | 98273 | General Operating Grant | $30,000 |
| Skagit County Community Action Agency | 509(a)(1) or (a)(2) | 330 Pacific Place | Mount Vernon | WA | 98273 | One individual received a grant for the 2011 Evans School Nonprofit Executive Leadership Institute | $3,100 |
| Social Venture Partners | 509(a)(1) or (a)(2) | 1601 2nd Ave, Ste 605 | Seattle | WA | 98101 | 2011 Membership | $6,000 |
| Solid Ground | 509(a)(1) or (a)(2) | 1501 N 45th St | Seattle | WA | 98103-6708 | One individual received a grant for the 2011 Evans School Nonprofit Executive Leadership Institute | $3,100 |
| Southwest Youth & Family Services | 509(a)(1) or (a)(2) | 4555 Delridge Way SW | Seattle | WA | 98106-1379 | General Operating Grant | $35,000 |
| Street Youth Ministries | 509(a)(1) or (a)(2) | 4540 15th Ave NE | Seattle | WA | 98105 | General Operating Grant | $30,000 |
| Swedish Medical Center Foundation | 509(a)(1) or (a)(2) | 747 Broadway | Seattle | WA | 98122-4307 | Kaplan Research Fund | $5,000 |
| Tacoma Area Youth for Christ | 509(a)(1) or (a)(2) | P O Box 834 | Tacoma | WA | 98401 | Tillicum Youth and Family Center | $20,000 |
| Tacoma Avenue Shelter (Catholic Community Services) | 509(a)(1) or (a)(2) | 1323 S Yakima Ave | Tacoma | WA | 98405 | General Operating Grant | $20,000 |
| Teen Feed | 509(a)(1) or (a)(2) | 4740-B University Way NE | Seattle | WA | 98105 | General Operating Grant | $15,000 |
| The Seattle Foundation | 509(a)(1) or (a)(2) | 1200 5th Ave # 1300 | Seattle | WA | 98101 | SkillUp Washington Program Grant | $35,000 |
| TOGETHER! | 509(a)(1) or (a)(2) | 418 Carpenter Rd SE, Ste 203 | Lacey | WA | 98503 | After school and tutoring programs | $10,000 |
| Treehouse | 509(a)(1) or (a)(2) | 2100 24th Ave South, Ste 200 | Seattle | WA | 98144 | General Operating Grant | $30,000 |
| Turning Pointe Domestic Violence Services | 509(a)(1) or (a)(2) | PO Box 2014 | Shelton | WA | 98584 | General Operating Grant | $20,000 |
| Vine Maple Place | 509(a)(1) or (a)(2) | P O Box 1092 | Maple Valley | WA | 98038 | General Operating Grant | $30,000 |
| Vision House | 509(a)(1) or (a)(2) | PO Box 2951 | Renton | WA | 98059 | General Operating Grant | $40,000 |
| Washington Community Alliance for Self-Help | 509(a)(1) or (a)(2) | 2100 - 24th Ave S, #380 | Seattle | WA | 98144 | General Operating Grant | $35,000 |
| Washington MESA (University of Washington Foundation) | 509(a)(1) or (a)(2) | University of Washington, 394 Schmitz Hall, Box 355845 | Seattle | WA | 98195-5845 | Seattle MESA and Tacoma/South Puget Sound MESA Program Grant | $45,000 |
| Washington State Association of CASA/GAL Programs | 509(a)(1) or (a)(2) | 603 Stewart St., #206 | Seattle | WA | 98101 | General Operating Grant | $20,000 |
| Wellspring Family Services | 509(a)(1) or (a)(2) | 1900 Rainier Ave S | Seattle | WA | 98144 | General Operating Grant | $50,000 |
| West Sound Treatment Center | 509(a)(1) or (a)(2) | 1415 Lumsden Road | Port Orchard | WA | 98367 | General Operating Grant | $15,000 |
| Westside School | 509(a)(1) or (a)(2) | 7740 34th Ave SW | Seattle | WA | 98126 | Edible Garden Project Grant | $25,000 |
| Whatcom Literacy Council | 509(a)(1) or (a)(2) | PO Box 1292 | Bellingham | WA | 98227 | General Operating Grant | $12,000 |
| Whatcom Literacy Council | 509(a)(1) or (a)(2) | PO Box 1292 | Bellingham | WA | 98227 | Rural Initiative Capacity Building Grant | $10,000 |
| Whatcom Volunteer Center | 509(a)(1) or (a)(2) | 725 North State Street | Bellingham | WA | 98225 | Volunteer Chore Program Grant | $12,000 |
| Womencare Shelter | 509(a)(1) or (a)(2) | 4120 Meridian, Suite 220 | Bellingham | WA | 98226 | Housing First Program Grant | $20,000 |
| YMCA of Pierce & Kitsap Counties (YMCA Tacoma-Pierce County) | 509(a)(1) or (a)(2) | 1614 S Mildred Street, Suite 1 | Tacoma | WA | 98465 | Late Night Teen Program Grant | $20,000 |

Medina Foundation
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| Recipient Name | Foundation Status | Street Address | City | State | Postal Code | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| Young Life Capernaum | 509(a)(1) or (a)(2) | P O Box 55998 | Seattle | WA | 98155 | General Operating Grant | $15,000 |
| Youth in Focus | 509(a)(1) or (a)(2) | 2100 24th Avenue S , Suite 310 | Seattle | WA | 98144 | General Operating Grant | $20,000 |
| Youth Tutoring Program (Catholic Community Services) | 509(a)(1) or (a)(2) | 100 23rd Ave S | Seattle | WA | 98144 | General Operating Grant | $15,000 |
| YWCA of Kitsap County | 509(a)(1) or (a)(2) | PO BOX 559 | Bremerton | WA | 98310 | Housing First Program Grant | $20,000 |
| YWCA of Seattle-King County-Snohomish County | 509(a)(1) or (a)(2) | 1118 Fifth Avenue | Seattle | WA | 98101 | Housing First Program Grant | $20,000 |
| YWCA of Tacoma & Pierce County | 509(a)(1) or (a)(2) | 405 Broadway | Tacoma | WA | 98402 | Housing First Program Grant | $20,000 |
| YWCA of Tacoma & Pierce County | 509(a)(1) or (a)(2) | 405 Broadway | Tacoma | WA | 98402 | One individual received a grant for the 2011 Evans School Nonprofit Executive Leadership Institute | $3,100 |
| | | | | | | Total Cash Grants | $3,548,150 |

Medina Foundation
Grants and Contributions Approved for Future Payment
Form 990-PF, Part XV, Line 3b
EIN 91-0745225

| Recipient Name | Street Address | City | State | Postal Code | Foundation Status | Purpose of Grant | Amount |
|---|---|---|---|---|---|---|---|
| Express Advantage Credit Union | P O Box 94286 | WA | Seattle | 98134 | 509(a)(1) or (a)(2) | General operations | $100,000 |
| Sacred Heart Shelter, CCS | 232 Warren Avenue N | WA | Seattle | 98109 | 509(a)(1) or (a)(2) | General operations | $25,000 |
| YWCA of King Co | 1118 Fifth Avenue | WA | Seattle | 98101 | 509(a)(1) or (a)(2) | General operations | $15,000 |
| Bellingham Food Bank | 1824 Ellis Street | WA | Bellingham | 98225 | 509(a)(1) or (a)(2) | General operations | $25,000 |
| Boys & Girls Club, S Puget Sound | 3875 S. 66th Street | WA | Tacoma | 98409 | 509(a)(1) or (a)(2) | General operations | $40,000 |
| Emergency Food Network | 3318 - 92nd St South | WA | Lakewood | 98499 | 509(a)(1) or (a)(2) | General operations | $30,000 |
| Food Lifeline | 1702 NE 150th St | WA | Shoreline | 98155 | 509(a)(1) or (a)(2) | General operations | $50,000 |
| Evans School of Public Affairs | University of Washington, 394 Schmitz Hall, Box 355845 | WA | Seattle | 98105 | 509(a)(1) or (a)(2) | General operations | $18,600 |
| Jubilee Women's Center | 620 18th Ave E | WA | Seattle | 98122 | 509(a)(1) or (a)(2) | General operations | $30,000 |
| | | | | | | Total Cash Grants | $333,600 |

Medina Foundation
EIN 91-0745225
Form 990-PF, Part II, Lines, 10(b) & (c)

December 31, 2011

## Asset Detail

| Description | Shares/Value | Current Price | Market Value |
|---|---|---|---|
| *Cash and Equivalents* | | | |
| *Non-Taxable* | | | |
| Federated T/F Obligatn Fd-Is<br>TICKER: TBIXX | 1,942,913.03 | 1.00 | $1,942,913 03 |
| Cash | | | $15,443.64 |
| **Total Cash and Equivalents** | | | **$1,958,356.67** |
| *Mutual Funds* | | | |
| *Domestic Fixed Income* | | | |
| JPMorgan Short Durat Bond SL<br>TICKER: HLLVX | 868,825 78 | 10.95 | $9,513,642.33 |
| PIMCO Total Return Fund-Inst<br>TICKER. PTTRX | 801,556.86 | 10.87 | $8,712,923.09 |
| William Blair Bond Fund-I<br>TICKER WBFIX | 275,118 86 | 10 80 | $2,971,283.63 |
| | | | $21,197,849.05 b |
| *Domestic Equity* | | | |
| Aston River Rd Div All Cap-I<br>TICKER. ARIDX | 91 58 | 10.87 | $995 42 |
| iShares MSCI EAFE Index Fund<br>TICKER: EFA | 73,230.00 | 49.53 | $3,627,081.90 |
| Vanguard Ind Fd Mid-Cap<br>TICKER. VO | 149,568 00 | 71.94 | $10,759,921 92 |
| Vanguard Institutional Index Fund<br>TICKER. VINIX | 180,278.14 | 115.04 | $20,739,197.34 |

STATEMENT A

Medina Foundation
EIN 91-0745225
Form 990-PF, Part II, Lines, 10(a), (b), & (c

*December 31, 2011*

| ***Description*** | ***Shares/Value*** | ***Current Price*** | ***Market Value*** |
|---|---|---|---|
| Vanguard Mid Cap Index Ins<br>TICKER: VMCIX | 265,773 93 | 19.69 | $5,233,088.62 |
| Vanguard S&P 500 ETF<br>TICKER. VOO | 165,097.00 | 57.45 | $9,484,822.65 |
| Vanguard Small-Cap ETF<br>TICKER VB | 78,090.00 | 69 67 | $5,440,530.30 |
| | | | $55,285,638.15 a |
| *International* | | | |
| Calamos International Grth-A<br>TICKER: CIGRX | 233,601.16 | 15.54 | $3,630,161 95 |
| | | | $3,630,161.95 a |
| **Total Mutual Funds** | | | **$80,113,649.15** |

| | | |
|---|---|---|
| Part II, Line 10b Corporate Stock | $ 58,915,800 | (sum of a) |
| Part II, Line 10c Corporate Bonds: | $ 21,197,849 | (sum of b) |
| Total | $ 80,113,649 | |

STATEMENT A

# THE MEDINA FOUNDATION

## FUNDING GUIDELINES

The Medina Foundation is a family foundation that works to foster positive change in the Greater Puget Sound area. In honoring the vision of our founder, Norton Clapp, the Medina Foundation aspires to improve lives by funding human service organizations that provide direct support to Puget Sound residents.

Our activities are based on the following set of shared values:

- Compassion
- Innovation
- Integrity
- Stewardship
- Leadership

The Medina Foundation takes into consideration many qualities of an organization when conducting grant reviews.

We look for organizations that both engage in strategic planning to meet well-mapped organizational goals and show positive results through their programs. We feel organizations that are driven by strong leadership, through a diverse and engaged board and a dedicated executive director and staff, have a high likelihood of success.

Grant amounts awarded reflect both the needs of the nonprofit and the Foundation's desire to see a diversified funding base. Typically, this means that our grants are no more than 10% of an operating or capital budget. We do consider making exceptions for innovative start-ups. Since grant sizes vary widely, please review the grants list to get a sense of the size and types of grants that we have recently awarded.

The Foundation makes grants to organizations qualified under Internal Revenue Code Section 501(c)(3) and classified as public charities (not private foundations) under Section 509(a). No grants are made to religious institutions for religious purposes or to arts, health care related or environmental programs.

### Funding Areas

We focus on improving the lives of Puget Sound residents by funding programs that help people achieve self-sufficiency. Our primary areas of funding include:

- **Housing & homelessness**—housing and related services to support those in need, including programs that help people become self-sufficient
- **Youth development**—programs working with at-risk youth, such as mentoring and tutoring
- **Hunger**—programs working to alleviate hunger
- **Education**—birth to 12th-grade educational opportunities, adult literacy and other programs that enhance academic skills



STATEMENT B

- **Family support**—programs for those suffering from the effects of domestic violence, services for those with disabilities, substance abuse prevention and treatment programs, and other human services
- **Economic Development**—programs working to help people become economically self-sufficient

**Geographic Funding Region**

The Medina Foundation funds in the following Greater Puget Sound counties of Washington State: Clallam, Grays Harbor, Island, Jefferson, King, Kitsap, Mason, Pacific, Pierce, San Juan, Skagit, Snohomish, Thurston and Whatcom.

**Application Assistance**

After reviewing the grant guidelines, application process and frequently asked questions, feel free to contact the Foundation if you need assistance or are still unsure whether your organization might be eligible for funding.

Aana Lauckhart
Program Officer
(206) 652-8782
info@medinafoundation.org



STATEMENT B