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Form **990-PF**

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

OMB No 1545-0052

2012

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

Open to Public Inspection

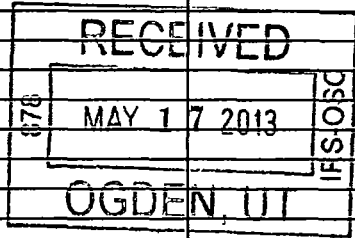
For calendar year **2012** or tax year beginning , and ending

POSTMARK DATE ENVELOPE MAY 14 2013

Name of foundation MCEACHERN MORRISON FOUNDATION		A Employer identification number 87-0615664
Number and street (or P O box number if mail is not delivered to street address) Room/suite	Room/suite	B Telephone number (see instructions) (206) 664-8822
City or town, state, and ZIP code Pittsburgh PA 15230-0185		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 367,655	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	9,537	8,921		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	9,408			
b Gross sales price for all assets on line 6a 153,285				
7 Capital gain net income (from Part IV, line 2)		9,408		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	18,945	18,329	0	
13 Compensation of officers, directors, trustees, etc	2,429	1,822		607
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	950			950
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	335	157		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	35			35
24 Total operating and administrative expenses. Add lines 13 through 23	3,749	1,979	0	1,592
25 Contributions, gifts, grants paid	11,050			11,050
26 Total expenses and disbursements Add lines 24 and 25	14,799	1,979	0	12,642
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	4,146			
b Net investment income (if negative, enter -0-)		16,350		
c Adjusted net income (if negative, enter -0-)			0	



SCANNED MAY 23 2013 Revenue

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		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	4,657	8,334	8,334
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	332,757	333,676	359,321	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	337,414	342,010	367,655	
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 (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	337,414	342,010	
	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 (see instructions)	337,414	342,010		
31	Total liabilities and net assets/fund balances (see instructions)	337,414	342,010		

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	337,414
2	Enter amount from Part I, line 27a	2	4,146
3	Other increases not included in line 2 (itemize) RECOVERY OF CHARITABLE GIFT IN PRIOR YEAR	3	450
4	Add lines 1, 2, and 3	4	342,010
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	342,010

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 See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
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	9,408
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0

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 the 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))
2011	20,293	359,538	0.056441
2010	42,183	365,165	0.115518
2009	23,323	339,418	0.068715
2008	20,698	400,338	0.051701
2007	13,599	443,955	0.030631
2 Total of line 1, column (d)			2 0.323006
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 0.064601
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 353,993
5 Multiply line 4 by line 3			5 22,868
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 164
7 Add lines 5 and 6			7 23,032
8 Enter qualifying distributions from Part XII, line 4 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.			8 12,642

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
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		327
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		327
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		327
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	339	
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		339
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		0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		12
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the 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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>WA</u>		
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 2012 or the taxable year beginning in 2012 (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 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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (206) 664-8822 Located at ▶ P O BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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			
16	At any time during calendar year 2012, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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 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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
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 2012 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 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	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)? (see instructions) 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)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

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 **N/A**
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X
If "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? 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 (see instructions).

(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 Attached Statement	00	0		
	00	0		
	00	0		
	00	0		
	00	0		

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

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

Total number of other employees paid over \$50,000 NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). 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		▶ NONE

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount	
1 NONE		
2		
All other program-related investments See instructions		
3 NONE		
Total. Add lines 1 through 3		▶ NONE

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	356,590
b	Average of monthly cash balances	1b	2,794
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	359,384
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	359,384
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5,391
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	353,993
6	Minimum investment return. Enter 5% of line 5	6	17,700

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	17,700
2a	Tax on investment income for 2012 from Part VI, line 5	2a	327
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	327
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,373
4	Recoveries of amounts treated as qualifying distributions	4	450
5	Add lines 3 and 4	5	17,823
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	17,823

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	12,642
b	Program-related investments—total from Part IX-B	1b	NONE
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	12,642
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 (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	12,642

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 2011	(c) 2011	(d) 2012
1	Distributable amount for 2012 from Part XI, line 7				17,823
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			0	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2012				
a	From 2007				
b	From 2008		978		
c	From 2009		6,504		
d	From 2010		24,039		
e	From 2011		2,655		
f	Total of lines 3a through e	34,176			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 12,642				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2012 distributable amount				12,642
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	5,181			5,181
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	28,995			
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				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				0
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9	Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	28,995			
10	Analysis of line 9				
a	Excess from 2008				
b	Excess from 2009		2,301		
c	Excess from 2010		24,039		
d	Excess from 2011		2,655		
e	Excess from 2012				

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 2012, 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)

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

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 or e-mail of the person to whom applications should be addressed

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 11,050
b <i>Approved for future payment</i> NONE				
Total				▶ 3b NONE

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
								Capital Gains/Losses	Other sales			
		Amount						5,240	0	153,285	143,877	9,408
	Long Term CG Distributions											
	Short Term CG Distributions											
1	X BNY MELLON LARGE CAP ST	05569M103			10/16/2003		3/2/2012	1,537	1,462			75
2	X BNY MELLON LARGE CAP ST	05569M103			10/16/2003		4/13/2012	61,413	57,820			3,593
3	X BNY MELLON LARGE CAP ST	05569M103			10/16/2003		5/31/2012	417	420			-3
4	X BNY MELLON LARGE CAP ST	05569M103			7/3/2012		10/18/2012	1,500	1,409			91
5	X BNY MELLON LARGE CAP ST	05569M103			7/3/2012		10/22/2012	507	483			24
6	X BNY MELLON INCOME STOCK	05569M301			4/13/2012		5/31/2012	417	437			-20
7	X BNY MELLON INCOME STOCK	05569M301			4/13/2012		10/18/2012	1,500	1,390			110
8	X BNY MELLON INCOME STOCK	05569M301			4/13/2012		10/22/2012	507	478			29
9	X BNY MELLON MID CAP STOCK	05569M509			4/13/2012		5/31/2012	186	197			-11
10	X BNY MELLON MID CAP STOCK	05569M509			4/13/2012		7/3/2012	350	358			-8
11	X BNY MELLON BOND FUND-M	05569M830			6/21/2010		3/2/2012	460	447			13
12	X BNY MELLON BOND FUND-M	05569M830			5/15/2008		3/2/2012	3,903	3,629			274
13	X BNY MELLON BOND FUND-M	05569M830			5/15/2008		4/13/2012	7,650	7,113			537
14	X BNY MELLON BOND FUND-M	05569M830			5/15/2008		5/31/2012	768	712			56
15	X BNY MELLON BOND FUND-M	05569M830			5/15/2008		7/3/2012	3,788	3,505			283
16	X BNY MELLON BOND FUND-M	05569M830			5/15/2008		9/25/2012	1,000	912			88
17	X BNY MELLON EMERGING MKT	05569M855			5/15/2008		10/22/2012	864	790			74
18	X BNY MELLON EMERGING MKT	05569M855			10/16/2003		5/31/2012	265	482			-217
19	X DREYFUS INFLN ADJ SEC-IN	261967830			2/19/2010		4/12/2012	2,828	2,500			328
20	X DREYFUS EMG MKT DEBT LO	261980494			4/13/2012		5/31/2012	66	71			-5
21	X DREYFUS EMG MKT DEBT LO	261980494			4/13/2012		7/3/2012	1,981	1,964			17
22	X DREYFUS HIGH YIELD-I	261980759			7/10/2008		4/13/2012	1,588	1,820			-232
23	X DREYFUS HIGH YIELD-I	261980759			7/10/2008		5/31/2012	66	69			-3
24	X DREYFUS GLOBAL REAL ES	261986582			7/10/2008		4/13/2012	455	473			-18
25	X DREYFUS GLOBAL REAL ES	261986582			7/10/2008		5/31/2012	53	56			-3
26	X DREYFUS DIVERSIFIED INTL	261986632			7/10/2008		7/3/2012	434	429			5
27	X DREYFUS DIVERSIFIED INTL	261986632			3/2/2012		4/13/2012	336	348			-12
28	X DREYFUS DIVERSIFIED INTL	261986632			6/21/2010		4/13/2012	4,245	4,101			144
29	X DREYFUS DIVERSIFIED INTL	261986632			6/21/2010		5/31/2012	186	196			-10
30	X DREYFUS DIVERSIFIED INTL	261986632			6/21/2010		7/3/2012	4,080	4,010			70
31	X DREYFUS DIVERSIFIED INTL	261986632			2/13/2009		7/3/2012	2,435	1,792			643
32	X DREYFUS MIDCAP INDEX FUN	712231106			5/3/2011		4/13/2012	23,848	25,417			-1,569
33	X RYDEX MANAGED FUTURES	78356A160			4/13/2012		5/31/2012	80	79			1
34	X RYDEX MANAGED FUTURES	78356A160			4/13/2012		7/2/2012	10,326	10,850			-524
35	X DREYFUS SELECT MGR S/C	86271F578			4/13/2012		5/31/2012	53	56			-3
36	X DREYFUS SELECT MGR S/C	86271F577			5/3/2011		4/13/2012	3,233	3,700			-467
37	X DREYFUS SELECT MGR S/C	86271F677			8/5/2009		4/13/2012	3,223	2,506			717
38	X DREYFUS SELECT MGR S/C	86271F677			8/5/2009		5/31/2012	53	44			9
39	X HIGHBRIDGE DYNAMIC COMA	48121A670			4/13/2012		5/31/2012	26	29			-3
40	X HIGHBRIDGE DYNAMIC COMA	48121A670			5/3/2011		3/2/2012	1,418	1,513			-95

Part I, Line 16b (990-PF) - Accounting Fees

		950	0	0	950
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREPARATION FEES	950			950

Part I, Line 18 (990-PF) - Taxes

		335	157	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	157	157		
2	ESTIMATED EXCISE PAYMENTS	178			

Part I, Line 23 (990-PF) - Other Expenses

		35	0	0	35
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	WASHINGTON STATE RENEWAL FORM FEE	35	0		35

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER ASSETS		332,757	333,676	359,321

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week SEE ATTAC	Compensation	Benefits	Expense Account
	BNY MELLON, N A	X	P O BOX 185	PITTSBURGH	PA	15230-0185		TRUSTEE		4,301	NONE	NONE
1	BNY MELLON N A	X	P O BOX 185	PITTSBURGH	PA	15230-0185		FEE	REIMBURS	-1 872	N/A	N/A
2	MARSHA M MORRISON		P O BOX 177	MOAB	UT	84535		DIRECTOR	3 00	0	NONE	NONE
3	MELINDA MORRISON		416 34TH AVENUE	SEATTLE	WA	98122		DIRECTOR	1 00	0	NONE	NONE
4	GAVIN MORRISON		4725 SAMARA STREET	BOISE	ID	83702		DIRECTOR	1 00	0	NONE	NONE
5	SHARON MORRISON		4725 SAMARA STREET	BOISE	ID	83702		DIRECTOR	1 00	0	NONE	NONE
6												

2,429

0

0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return		161
2 First quarter estimated tax payment	5/9/2012	178
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		339

MCEACHERN MORRISON FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PUGET SOUND ZEN CENTER

Street

P O BOX 2644

City

VASHON

State

WA

Zip Code

98070

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

1,900

Name

VASHON MAURY ISLAND LAND TRUST

Street

10014 S W BANK ROAD

City

VASHON

State

WA

Zip Code

98070

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

500

Name

SEATTLE CHILREN'S THEATRE

Street

201 THOMAS STREET

City

SEATTLE

State

WA

Zip Code

98109

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

250

Name

THE FILM SCHOOL

Street

305 HARRISON STREET

City

SEATTLE

State

WA

Zip Code

98109

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

250

Name

FRIENDS OF CLOUD MOUNTAIN

Street

373 AGREN RD

City

CASTLE ROCK

State

WA

Zip Code

98611

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

500

Name

MARY'S PLACE

Street

P O BOX 1711

City

SEATTLE

State

WA

Zip Code

98111-1711

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

850

MCEACHERN MORRISON FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

EVERGREEN CITY BALLET

Street

2230 LIND AVENUE SW

City

RENTON

State

WA

Zip Code

98057

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

1,800

Name

IDAHO FALLEN FIREFIGHTER FOUNDATION

Street

1298 NORTH MIRROR CREEK PLACE

City

MERIDIAN

State

ID

Zip Code

83642

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

500

Name

SAGE INTERNATIONAL SCHOOL

Street

457 PARK CENTER BLVD

City

BOISE

State

ID

Zip Code

83706

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

2,000

Name

IDAHO SHAKESPEARE FESTIVAL

Street

520 SOUTH 9TH STREET

City

BOISE

State

ID

Zip Code

83702

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

1,000

Name

PACIFIC NORTHWEST BALLET

Street

301 MERCER STREET

City

SEATTLE

State

WA

Zip Code

98109

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATIONAL

Amount

1,500

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

BNY Mellon, N.A. provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client

ASSET DETAIL

AS OF DECEMBER 31, 2012

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MCEACHERN MORRISON FOUNDATION-IMA

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
+	CASH & CASH EQUIVALENTS					
	CASH	0.00	0.00			
8,334.15	CRA (BNY MELLON, N.A., MEMBER FDIC)	8,334.15 1.00	8,334.15	0.00	0.83	0.01
+	TOTAL CASH & CASH EQUIVALENTS	8,334.15	8,334.15	0.00	0.83	0.01
+	FIXED INCOME					
+	MUTUAL FUNDS					
7,361.594	BNY MELLON BOND FUND-M	99,970.45 13.58	90,890.07	9,080.38	3,113.95	3.11
498.119	DREYFUS EMG MKT DEBT LOC C-I	7,641.15 15.34	7,073.29	567.86	45.33	0.59
1,545.206	DREYFUS HIGH YIELD-I	10,306.52 6.67	10,061.71	244.81	690.71	6.70
+	TOTAL MUTUAL FUNDS	117,918.12	108,025.07	9,893.05	3,849.99	3.26
+	TOTAL FIXED INCOME	117,918.12	108,025.07	9,893.05	3,849.99	3.26

ASSET DETAIL

MCEACHERN MORRISON FOUNDATION-IMA

AS OF DECEMBER 31, 2012

PAGE 3

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
EQUITIES						
MUTUAL FUNDS						
1,137 584	ASG MANAGED FUTURES STRAT-Y	10,352 01 9 10	10,613.66	261 65-	62 57	0.60
3,842 341	BNY MELLON EMERGING MKTS-M	39,384 00 10 25	40,774 43	1,390 43-	376.55	0.96
8,512 409	BNY MELLON INCOME STOCK-M	61,629 84 7 24	58,223.17	3,406.67	2,153.64	3.49
6,538 423	BNY MELLON LARGE CAP STK-M	58,453 50 8.94	51,202 34	7,251.16	686.53	1.17
2,295 839	BNY MELLON M/C MULTI-STRATEGY FUND	25,713.40 11 20	26,981.26	1,267.86-	0.00	0.00
1,936 72	DREYFUS DIVERSIFIED INTL-I	19,812.65 10.23	13,208.43	6,604.22	377.66	1.91
909 767	DREYFUS GLOBAL REAL ES SEC-I	7,396 41 8.13	7,041.60	354.81	394.84	5.34
396.519	DREYFUS SELECT MGER S/C GR-I	7,506 10 18.93	7,260 56	245.54	0.00	0.00

ASSET DETAIL

MCEACHERN MORRISON FOUNDATION-IMA

AS OF DECEMBER 31, 2012

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
383.974	DREYFUS SELECT MGER S/C VL-I	7,464.45 19.44	5,698.09	1,766.36	15.74	0.21
	TOTAL MUTUAL FUNDS	237,712.36	221,003.54	16,708.82	4,067.53	1.71
	TOTAL EQUITIES	237,712.36	221,003.54	16,708.82	4,067.53	1.71
	OTHER ASSETS					
264.19	HIGHBRIDGE DYNAMIC COMM STRAT FUND-E	3,690.73 13.97	4,647.46	956.73-	217.43	5.89
	TOTAL OTHER ASSETS	3,690.73	4,647.46	956.73-	217.43	5.89
	*TOTAL ASSETS	367,655.36	342,010.22	25,645.14	8,135.78	2.21

*INCLUDES INCOME CASH BALANCE OF \$917.10