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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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation LAIRD NORTON FAMILY FOUNDATION		A Employer identification number 91-6339917	
Number and street (or P O box number if mail is not delivered to street address) 801 SECOND AVENUE 13TH FLOOR		B Telephone number (see instructions) (206) 501-4510	
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 ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 ☒ 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) ☒ \$ 34,713,738	J Accounting method ☐ Cash ☒ 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 ☐	

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	191,788			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,555	2,555		
	4 Dividends and interest from securities.	743,222	743,222		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,388,688			
	b Gross sales price for all assets on line 6a _____ 5,607,030				
	7 Capital gain net income (from Part IV, line 2)		1,206,066		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	4,326,253	1,951,843		
	13 Compensation of officers, directors, trustees, etc	82,192	0		82,192
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	16,785	0		16,785
	16a Legal fees (attach schedule)	190	0		190
	b Accounting fees (attach schedule)	20,225	0		20,225
	c Other professional fees (attach schedule)	123,377	123,377		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	42,072	0		9,051
	19 Depreciation (attach schedule) and depletion . . .	3,639	0		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	92,505	0		92,505
	24 Total operating and administrative expenses. Add lines 13 through 23	380,985	123,377		220,948
	25 Contributions, gifts, grants paid	1,301,091			1,301,091
	26 Total expenses and disbursements. Add lines 24 and 25	1,682,076	123,377		1,522,039
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,644,177			
	b Net investment income (if negative, enter -0-)		1,828,466		
	c Adjusted net income (if negative, enter -0-)				

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	120,644	73,432	73,432
	2	Savings and temporary cash investments	2,978,340	1,090,771	1,090,771
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	28,850,054	33,333,080	33,333,080
	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)	2,702	2,056	2,056
	14	Land, buildings, and equipment basis ▶ 38,818 Less accumulated depreciation (attach schedule) ▶ 38,203	4,255	615	615
15	Other assets (describe ▶ _____)	107,893	213,784	213,784	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	32,063,888	34,713,738	34,713,738	
Liabilities	17	Accounts payable and accrued expenses		5,673	
	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	5,673	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	32,063,888	34,708,065	
	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 (see page 17 of the instructions)	32,063,888	34,708,065	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	32,063,888	34,713,738	

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 32,063,888
2	Enter amount from Part I, line 27a	2 2,644,177
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 34,708,065
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 34,708,065

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
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 5,401,250		4,400,964	1,000,286
b 205,780			205,780
c			
d			
e			

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			1,000,286
b			205,780
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,206,066
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	

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 page 18 of 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	1,433,609	34,269,255	0 041834
2010	1,151,419	31,695,400	0 036328
2009	1,196,599	26,517,966	0 045124
2008	1,494,978	30,385,276	0 049201
2007	2,949,009	35,150,036	0 083898

2 Total of line 1, column (d).	2	0 256385
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 051277
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	33,324,251
5 Multiply line 4 by line 3.	5	1,708,768
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	18,285
7 Add lines 5 and 6.	7	1,727,053
8 Enter qualifying distributions from Part XII, line 4.	8	1,522,039

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 page 18 of the 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	36,569
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	36,569
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	36,569
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	32,452		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	13,769		
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments. Add lines 6a through 6d.		7	46,221
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	163
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	9,489
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 9,489 Refunded		11	0

Part VII-A

Statements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
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? If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
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	Yes	
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)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW LAIRDNORTON ORG				
14	The books are in care of ▶ KATIE BRIGGS Telephone no ▶ (206) 501-4510 Located at ▶ 801 SECOND AVE 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		
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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

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? ☐ 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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		No
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?. ☐ Yes ☒ 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		
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?. ☐ Yes ☒ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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

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?

YesNo

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?

YesNo

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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?

YesNo

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (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 Additional Data Table				

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
KATIE BRIGGS	MANAGER	70,000	13,480	0
801 2ND AVE 13TH FLOOR	40 00			
SEATTLE,WA 98104				

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

0

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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
LAIRD NORTON TYEE TRUST COMPANY	INVESTMENT SERVICES	123,377
801 2ND AVE SUITE 1800		
SEATTLE,WA 98104		
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	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	31,899,962
b	Average of monthly cash balances.	1b	1,929,063
c	Fair market value of all other assets (see instructions).	1c	2,702
d	Total (add lines 1a, b, and c).	1d	33,831,727
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	33,831,727
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	507,476
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	33,324,251
6	Minimum investment return. Enter 5% of line 5.	6	1,666,213

Part XI

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

1	Minimum investment return from Part X, line 6.	1	1,666,213
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	36,569
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	36,569
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,629,644
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,629,644
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,629,644

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,522,039
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,522,039
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,522,039
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				1,629,644
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			831,205	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,522,039				
a Applied to 2011, but not more than line 2a			831,205	
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 2012 distributable amount.				690,834
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (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 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.				938,810
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization 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))

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

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,301,091
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	2,555	
4	Dividends and interest from securities. . . .			14	743,222	
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.					
8	Gain or (loss) from sales of assets other than inventory			18	3,388,688	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		4,134,465	0
13	Total. Add line 12, columns (b), (d), and (e).			13		4,134,465

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

[illegible]

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

**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 or fiduciary) is based on all information of which preparer has any knowledge.

*****		2013-07-10	*****	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
Signature of officer or trustee		Date	Title	

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
ALFRED W DUNNELL	ALFRED W DUNNELL	2013-07-10		P00292022
Firm's name ☐	PETERSON SULLIVAN LLP CPA'S		Firm's EIN ☐ 91-0605875	
	601 UNION ST STE 2300			
Firm's address ☐	SEATTLE, WA 981012345		Phone no (206) 382-7777	

Form 990PF Part VIII Line 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
BRUCE REED	PRESIDENT 5 00	5,000	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
CHRISTOPHER UELAND	VICE PRESIDENT 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
WILLIAM BARAN-MICKLE	SECRETARY 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
CHARLES RICHARDSON JR	TREASURER 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
CHALAN COLBY	DIRECTOR 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
MARIE MENTOR	DIRECTOR 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
STEVE SCOTT	DIRECTOR 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
TAMSIN TAYLOR	DIRECTOR 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				
GRAHAM BROWN	ASSOCIATE DIRECTOR 1 00	0	0	0
801 2ND AVE 13TH FLOOR SEATTLE,WA 98104				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADAMS ELEMENTARY SCHOOL 6110 28TH AVE NW SEATTLE,WA 98107		PUBLIC SCHOOL	PROGRAM SUPPORT	30,000
ARTS CORPS 4408 DELRIDGE WAY SW SEATTLE,WA 98106		509 (A) (1) OR 509 (	PROGRAM SUPPORT	35,000
ARTS FOR THE SCHOOLS PO BOX 866 TRUCKEE,CA 96160		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
ARTS IMPACT PSESD / 800 SW OAKESDALE AVE RENTON,WA 98057		509 (A) (1) OR 509 (	PROGRAM SUPPORT	35,000
ARTSED WASHINGTON 158 THOMAS STREET SUITE 16 SEATTLE,WA 98109		509 (A) (1) OR 509 (	PROGRAM SUPPORT	50,000
ELEMENTS OF EDUCATION PARTNERS POBOX 110555 TACOMA,WA 98411		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
ELEMENTS OF EDUCATION PARTNERS POBOX 110555 TACOMA,WA 98411		509 (A) (1) OR 509 (	PROGRAM SUPPORT	8,000
FOLWELL SCHOOL 1 W 49TH ST MINNEAPOLIS,MN 55419		PUBLIC SCHOOL	PROGRAM SUPPORT	17,000
MUSEUM OF CHILDRENS ART 1625 CLAY STREET OAKLAND,CA 94612		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
ROSEMARY ANDERSON HIGH SCHOOL 717 N KILLINGSWORTH CT PORTLAND,OR 97217		PUBLIC SCHOOL	PROGRAM SUPPORT	10,000
WINONA AREA PUBLIC SCHOOLS 903 GILMORE AVE WINONA,MN 55987		PUBLIC SCHOOL	PROGRAM SUPPORT	20,000
YELM COMMUNITY SCHOOLS PO BOX 1431 YELM,WA 98597		PUBLIC SCHOOL	PROGRAM SUPPORT	25,000
CASCADIA GREEN BUILDING COUNCIL 410 OCCIDENTAL AVE S SEATTLE,WA 98104		509 (A) (1) OR 509 (	PROGRAM SUPPORT	5,000
CLIMATE SOLUTIONS 1402 3RD AVENUE SUITE 1305 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
CLIMATE SOLUTIONS 1402 3RD AVENUE SUITE 1305 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GEOS INSTITUTE 84 4TH STREET ASHLAND,OR 97520		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
LIVABLESTREETS ALLIANCE 70 PACIFIC STREET CAMBRIDGE,MA 02139		509 (A) (1) OR 509 (	PROGRAM SUPPORT	15,000
LOWINPUT VITICULTURE AND ENOLOGY PO BOX 5185 SALEM,OR 97304		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
NORTHWEST SEED 1402 3RD AVE 901 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	40,000
NORTHWEST SEED 1402 3RD AVE 901 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	5,000
OREGON ENVIRONMENTAL COUNCIL 1326 SW 16TH AVE PORTLAND,OR 97201		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
PACIFIC FOREST TRUST 1001-A OREILLY AVENUE SAN FRANCISCO,CA 94129		509 (A) (1) OR 509 (	PROGRAM SUPPORT	15,000
PACIFIC FOREST TRUST 1001-A OREILLY AVENUE SAN FRANCISCO,CA 94129		509 (A) (1) OR 509 (	PROGRAM SUPPORT	5,000
SIGHTLINE INSTITUTE 1402 3RD AVENUE SUITE 500 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
SIGHTLINE INSTITUTE 1402 3RD AVENUE SUITE 500 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
THE BULLITT FOUNDATION 1501 EAST MADISON STREET SUITE 600 SEATTLE,WA 98122		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
WASHINGTON ENVIRONMENTAL 1402 THIRD AVE SUITE 1400 SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
AGUA PARA LA VIDA 2311 WEBSTER STREET BERKELEY,CA 94705		509 (A) (1) OR 509 (	PROGRAM SUPPORT	2,500
EL PORVENIR 1420 OGDEN STREET DENVER,CO 80218		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
EL PORVENIR 1420 OGDEN STREET DENVER,CO 80218		509 (A) (1) OR 509 (	PROGRAM SUPPORT	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ELAW 1877 GARDEN AVENUE EUGENE,OR 97403		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
ETTA PROJECTS 13624 VINTAGE DR SW PORT ORCHARD,WA 98367		509 (A) (1) OR 509 (	PROGRAM SUPPORT	8,000
PATH 2201 WESTLAKE AVE SUITE 200 SEATTLE,WA 98121		509 (A) (1) OR 509 (	PROGRAM SUPPORT	10,000
PATH 2201 WESTLAKE AVE SUITE 200 SEATTLE,WA 98121		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,500
PATH 2201 WESTLAKE AVE SUITE 200 SEATTLE,WA 98121		509 (A) (1) OR 509 (	PROGRAM SUPPORT	13,000
PURE WATER FOR THE WORLD PO BOX 55 RUTLAND,VT 05702		509 (A) (1) OR 509 (	PROGRAM SUPPORT	26,000
SPLASH (FORMERLY A CHILD'S RIGHT) 917 PACIFIC AVE SUITE 417 TACOMA,WA 98402		509 (A) (1) OR 509 (	PROGRAM SUPPORT	50,000
WATER 1ST PO BOX 17974 SEATTLE,WA 98127		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
WATER 1ST PO BOX 17974 SEATTLE,WA 98127		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
WATER FOR PEOPLE 6666 W QUINCY AVE DENVER,CO 80235		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
WATERAID 315 MADISON AVENUE SUITE 2301 NEWYORK,NY 10017		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
WATERAID 315 MADISON AVENUE SUITE 2301 NEWYORK,NY 10017		509 (A) (1) OR 509 (	PROGRAM SUPPORT	2,500
BONNEVILLE ENVIRONMENTAL FOUNDATION 240 SW 1ST AVE PORTLAND,OR 97204		509 (A) (1) OR 509 (	PROGRAM SUPPORT	30,000
GEOS INSTITUTE 84 4TH STREET ASHLAND,OR 97520		509 (A) (1) OR 509 (	PROGRAM SUPPORT	100,000
GEOS INSTITUTE 84 4TH STREET ASHLAND,OR 97520		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LONG LIVE THE KINGS 1326 FIFTH AVENUE SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
OREGON NATURAL DESERT ASSOCIATION 50 SW BOND ST 4 BEND,OR 97702		509 (A) (1) OR 509 (	PROGRAM SUPPORT	15,000
THE NATURE CONSERVANCY 1917 1ST AVE SEATTLE,WA 98101		509 (A) (1) OR 509 (	PROGRAM SUPPORT	25,000
UPPER DESCHUTES WATERSHED PO BOX 1812 BEND,OR 97709		509 (A) (1) OR 509 (	PROGRAM SUPPORT	60,000
WASHINGTON STATE UNIVERSITY - MASON COUNTY 303 N 4TH STREET SHELTON,WA 98584		509 (A) (1) OR 509 (	PROGRAM SUPPORT	20,000
EDUCATION FIRST 4701 SW ADMIRAL WAY 149 SEATTLE,WA 98116		509 (A) (1) OR 509 (	PROGRAM SUPPORT	5,000
POWER OF HOPE 4408 DELRIDGE WAY SW 105 SEATTLE,WA 98106		509 (A) (1) OR 509 (	PROGRAM SUPPORT	7,500
THE TRACKING PROJECT PO BOX 266 CORRALES,NM 87048		509 (A) (1) OR 509 (	PROGRAM SUPPORT	7,500
TREEHOUSE 2100 24TH AVENUE S SUITE 200 SEATTLE,WA 98144		509 (A) (1) OR 509 (	PROGRAM SUPPORT	10,000
A CHILD'S RIGHT 1115 E PIKE ST SEATTLE,WA 98122		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
AMERICAN FARMLAND TRUST 1335 N NORTHLAKE WAY STE 101 SEATTLE,WA 98103		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
AQUIDNECK LAND TRUST 790 AQUIDNECK AVE MIDDLETOWN,RI 02842		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
ARC GREATER TWIN CITIES 2446 UNIVERSITY AVE W SUITE 110 ST PAUL,MN 55114		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
BATTLE POINT ASTRONOMICAL ASSOCIATION BATTLE POINT WALKING BAINBRIDGE IS,WA 98110		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
BRUNSWICK TOPSHAM LAND TRUST 108 MAINE ST BRUNSWICK,ME 04011		509 (A) (1) OR 509 (	MATCHING GRANT	130

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA TAU FOUNDATION 560 MISSION ST STE 3100 SAN FRANCISCO,CA 94105		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
CHILDREN'S MUSEUM OF TACOMA 1501 PACIFIC AVE TACOMA,WA 98402		509 (A) (1) OR 509 (	MATCHING GRANT	100
COLUMBIA U GRADUATE SCHOOL OF JOURNALISM 2950 MANHATTAN NY NEW YORK,NY 11224		PUBLIC SCHOOL	MATCHING GRANT	100
COMMUNITY HEALTHCARE 1019 PACIFIC AVE TACOMA,WA 98402		509 (A) (1) OR 509 (	MATCHING GRANT	250
CORNERSTONE FORUM PO BOX 9249 SANTA ROSA,CA 95405		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
DOS PUEBLOS ENGINEERING ACADEMY 7266 ALAMEDA AVE GOLETA,CA 93117		509 (A) (1) OR 509 (	MATCHING GRANT	500
EARTHHEART FOUNDATION PO BOX 146337 CHICAGO,IL 60614		509 (A) (1) OR 509 (	MATCHING GRANT	8,000
FIRST UNITED METHODIST CHURCH OF AUSTIN 1201 LAVACA ST AUSTIN,TX 78701		509 (A) (1) OR 509 (	MATCHING GRANT	3,000
FOCUS ON THE FAMILY 8655 EXPLORER DRIVE CO SPRINGS,CO 80920		509 (A) (1) OR 509 (	MATCHING GRANT	2,500
FRIENDS OF GREAT SALT LAKE PO BOX 2655 SALT LAKE CITY,UT 84110		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
GLOBAL WASHINGTON 500 UNION STREET SUITE 801 SEATTLE,WA 98101		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
HABITAT FOR HUMANITY ROGUE VALLEY 2233 S PACIFIC HWY MEDFORD,OR 97501		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
HABITAT FOR HUMANITY OF TACOMAPIERCE COUNTY 4824 S TACOMA WAY TACOMA,WA 98409		509 (A) (1) OR 509 (	MATCHING GRANT	180
HABITAT FOR HUMANITY OF THE UPPER KEYS 98970 OVERSEAS HWY KEY LARGO,FL 33037		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
HARWICH JUNIOR THEATRE 105 DIVISION ST WEST HARWICH,MA 02671		509 (A) (1) OR 509 (	MATCHING GRANT	3,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HILLTOP ARTISTS IN RESIDENCE 602 N SPRAGUE AVE TACOMA,WA 98403		509 (A) (1) OR 509 (	MATCHING GRANT	100
THE INSTITUTE OF QIGONG & INTEGRATIVE MEDICINE PO BOX 31576 SEATTLE,WA 98103		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER RD MADISON,WI 53711		509 (A) (1) OR 509 (	MATCHING GRANT	500
ISLAMADORA COMMUNITY ENTERTAINMENT 77522 OVERSEAS HWY ISLAMADORA,FL 33036		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
JUST WORLD INTERNATIONAL 3206 OLD HAMPTON DRIVE WELLINGTON,FL 33414		509 (A) (1) OR 509 (	MATCHING GRANT	280
KFAI 1808 RIVERSIDE AVE MINNEAPOLIS,MN 55454		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
LINCOLN CITY FOOD PANTRY AT COAST VINEYARD 1505 NE 6TH DR LINCOLN CITY,OR 97367		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
LITERACY SOURCE 720 N 35TH ST SEATTLE,WA 98103		509 (A) (1) OR 509 (	MATCHING GRANT	4,000
MAINE ORGANIC FARMERS & GARDENERS ASSOCIATION PO BOX 170 UNITY,ME 04988		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
MAKEWAY PARTNERS PO BOX 26367 BIRMINGHAM,AL 35260		509 (A) (1) OR 509 (	MATCHING GRANT	1,500
MEDIC ONE FOUNDATION 325 NINTH AVENUE SEATTLE,WA 98104		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
MINNESOTA CENTER FOR BOOK ARTS 1011 WASHINGTON AVE S SUITE 100 MINNEAPOLIS,MN 55415		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
THE NATURE CONSERVANCY 33522 NIGUEL RD STE 102 DANA POINT,CA 92629		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
NORTHERN CALIFORNIA CHAPTER NATIONAL MS SOCIETY 1700 OWENS STREET SUITE 190 SAN FRANCISCO,CA 94158		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
OREGON ENVIRONMENTAL COUNCIL 222 NWDAVIS 309 PORTLAND,OR 97209		509 (A) (1) OR 509 (	MATCHING GRANT	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ORINDA WOMEN'S CLUB 526 THE GLADE ORINDA,CA 94563		509 (A) (1) OR 509 (	MATCHING GRANT	500
PACIFIC RIVERS COUNCIL 1326 SW 16TH AVE PORTLAND,OR 97201		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
PACIFIC SYMPHONY 3631 S HARBOR BLVD SANTA ANA,CA 92704		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
PASADENA SYMPHONY ASSOCIATION 117 E COLORADO BLVD STE 200 PASADENA,CA 91105		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
PINE TREE HOSPICE 883 WEST MAIN STREET DOVERFOXCROFT,ME 04426		509 (A) (1) OR 509 (	MATCHING GRANT	650
THE PLAYWRIGHTS' CENTER 2301 EAST FRANKLIN MINNEAPOLIS,MN 55406		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
SALISBURY SCHOOL 251 CANAAN RD SALISBURY,CT 06068		PUBLIC SCHOOL	MATCHING GRANT	2,000
SALVATION ARMY - REDWOOD CITY CORPS 660 VETERANS BLVD REDWOOD CITY,CA 94063		509 (A) (1) OR 509 (	MATCHING GRANT	400
SANDPOINT WALDORF SCHOOL 2007 SANDPOINT WDR SANDPOINT,ID 83864		PUBLIC SCHOOL	MATCHING GRANT	1,200
SATELLITE BALLET AND COLLECTIVE 24 WEST 59TH STREET NEWYORK,NY 20019		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
SAVE THE BAY 100 SAVE THE BAY DRIVE PROVIDENCE,RI 02905		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
SEEDS OF HEAVEN 504 N 4TH ST SUITE 302 FAIRFIELD,IA 52556		509 (A) (1) OR 509 (	MATCHING GRANT	2,000
SOUTH COAST COMMUNITY AQUATIC CENTER PO BOX 524 GOLETA,CA 93116		509 (A) (1) OR 509 (	MATCHING GRANT	275
SUSTAINABLE NORTHWEST 813 SW ALDER ST PORTLAND,OR 97205		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
THRIVE BY FIVE 1218 THIRD AVE 8TH FLOOR SEATTLE,WA 98101		509 (A) (1) OR 509 (	MATCHING GRANT	500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF KING COUNTY 720 2ND AVE SEATTLE,WA 98104		509 (A) (1) OR 509 (	MATCHING GRANT	400
UNIV OF WASHINGTON ATHLETIC SCHOLARSHIP FUND NE COLUMBIA RD SEATTLE,WA 98105		509 (A) (1) OR 509 (	MATCHING GRANT	751
WASATCH COMMUNITY GARDENS PO BOX 2924/345 E 400 SOUTH SUITE 204 SALT LAKE CITY,UT 84111		509 (A) (1) OR 509 (	MATCHING GRANT	900
WASHINGTON SCHOOL FOUNDATION 290 LIGHTHOUSE ROAD SANTA BARBARA,CA 93109		509 (A) (1) OR 509 (	MATCHING GRANT	500
WATER 1ST PO BOX 17974 SEATTLE,WA 98127		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
WINONA COUNTY HISTORICAL SOCIETY 160 JOHNSON STREET WINONA,MN 55987		509 (A) (1) OR 509 (	MATCHING GRANT	1,000
YOUNG LIFE OF WEST SNOHOMISH COUNTY 3120 WETMORE AVE EVERETT,WA 98201		509 (A) (1) OR 509 (	MATCHING GRANT	1,375
YWCA SEATTLE 4800 40TH AVE S SEATTLE,WA 98116		509 (A) (1) OR 509 (	MATCHING GRANT	500
Total  3a				1,301,091

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization LAIRD NORTON FAMILY FOUNDATION	Employer identification number 91-6339917
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization LAIRD NORTON FAMILY FOUNDATION	Employer identification number 91-6339917
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	LAIRD NORTON FAMILY FUND 801 2ND AVENUE SUITE 1600 SEATTLE, WA 98104 	\$ 95,832	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>2</u>	LAIRD NORTON REAL ESTATE 801 2ND AVENUE SUITE 1300 SEATTLE, WA 98104 	\$ 94,557	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>	 	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization LAIRD NORTON FAMILY FOUNDATION	Employer identification number 91-6339917
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization LAIRD NORTON FAMILY FOUNDATION	Employer identification number 91-6339917
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2012 Accounting Fees Schedule

Name: LAIRD NORTON FAMILY FOUNDATION

EIN: 91-6339917

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	20,225	0		20,225

TY 2012 Investments Corporate
Stock Schedule

Name: LAIRD NORTON FAMILY FOUNDATION
EIN: 91-6339917

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JPMORGAN ST BOND FUND	465,184	465,184
PIMCO TOTAL RETURN FUND	2,242,802	2,242,802
WILLIAM BLAIR BOND FUND	780,764	780,764
DOMESTIC EQUITIES (BOSTON COMMON ACCT)	4,710,163	4,710,163
ASTON RIVER RD	2,721,349	2,721,349
ASTON/LAKE PARTNERS	4,560,505	4,560,505
ISHARES RUSSELL 1000	2,853,595	2,853,595
ISHARES RUSSELL 2000	509,909	509,909
LONGLEAF PARTNERS	534,614	534,614
SPDR GOLD TRUST	102,072	102,072
WISDOMTREE EMERGING MKTS	360,517	360,517
WISDOMTREE INT'L SMALL CAP FUND	341,035	341,035
ABERDEEN EMERGING MKTS FUND	495,456	495,456
ARTIO GLOBAL HIGH INCOME FUND	1,603,606	1,603,606
BOSTON COMMON INT'L FUND	1,086,435	1,086,435
DRIEHAUS ACTIVE INCOME FUND	1,011,869	1,011,869
DRIEHAUS SMALL CAP GROWTH	316,625	316,625
EATON VANCE MULTI STR	1,727,377	1,727,377
EATON VANCE PARAMETRIC	1,962,281	1,962,281
HARBOR INT'L	2,265,597	2,265,597
PROF. MANAGED PORT FUND	0	0
SCOUT INT'L FUND	2,274,168	2,274,168
WILLIAM BLAIR EMERGING MKTS FUND	407,157	407,157
INTERNATIONAL EQUITIES	0	0
PIMCO TOTAL RETURN	0	0
WILLIAM BLAIR BOND FUND	0	0

TY 2012 Investments - Other Schedule

Name: LAIRD NORTON FAMILY FOUNDATION

EIN: 91-6339917

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LYME NORTHERN FOREST FD LP	AT COST	2,056	2,056

TY 2012 Land, Etc. Schedule**Name:** LAIRD NORTON FAMILY FOUNDATION**EIN:** 91-6339917

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE AND FIXTURES	20,468	19,853	615	615
EQUIPMENT	18,350	18,350	0	

TY 2012 Legal Fees Schedule

Name: LAIRD NORTON FAMILY FOUNDATION

EIN: 91-6339917

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEE	190	0		190

TY 2012 Other Assets Schedule

Name: LAIRD NORTON FAMILY FOUNDATION

EIN: 91-6339917

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST/DIVIDENDS	7,893	13,784	13,784
PROGRAM RELATED INVESTMENTS	100,000	200,000	200,000

TY 2012 Other Expenses Schedule**Name:** LAIRD NORTON FAMILY FOUNDATION**EIN:** 91-6339917

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	786	0		786
OFFICE EXPENSE	2,483	0		2,483
BOARD EXPENSES	63,278	0		63,278
INSURANCE	2,742	0		2,742
SUMMIT	3,675	0		3,675
MEMBERSHIP AND CONF	8,723	0		8,723
INFRASTRUCTURE	6,455	0		6,455
BANK CHARGES	1,674	0		1,674
PARKING	2,689	0		2,689

TY 2012 Other Professional Fees Schedule

Name: LAIRD NORTON FAMILY FOUNDATION

EIN: 91-6339917

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	123,377	123,377		0

TY 2012 Taxes Schedule**Name:** LAIRD NORTON FAMILY FOUNDATION**EIN:** 91-6339917

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	33,021	0		0
BUSINESS TAXES	115	0		115
PAYROLL TAXES	8,936	0		8,936