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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 06-01-2012 , and ending 05-31-2013

Name of foundation THOMAS V GIDDENS JR CHARITABLE FOUNDATION		<b>A Employer identification number</b>  41-2047741	
Number and street (or P O box number if mail is not delivered to street address) 600 N 36TH AVENUE NO 326		Room/suite	
City or town, state, and ZIP code SEATTLE, WA 98103		<b>B Telephone number</b> (see instructions)  (206) 905-1450	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>H</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 12,832,655		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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)			
	2	Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B			
	3	Interest on savings and temporary cash investments			
	4	Dividends and interest from securities. . . . .	306,517	306,517	
	5a	Gross rents . . . . .			
	b	Net rental income or (loss) _____			
	6a	Net gain or (loss) from sale of assets not on line 10	490,640		
	b	Gross sales price for all assets on line 6a _____ 1,369,625			
	7	Capital gain net income (from Part IV , line 2 ) . . . .		490,640	
	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) . . . . .	 75,000	0	
	12	<b>Total.</b> Add lines 1 through 11 . . . . .	872,157	797,157	
	13	Compensation of officers, directors, trustees, etc	365,000	49,500	315,500
	14	Other employee salaries and wages . . . . .			
	15	Pension plans, employee benefits . . . . .	25,769	3,494	22,275
	16a	Legal fees (attach schedule) . . . . .	 1,302	177	1,125
	b	Accounting fees (attach schedule) . . . . .	 2,667	362	2,305
	c	Other professional fees (attach schedule) . . . . .	 86,623	5,294	81,329
	17	Interest . . . . .			
	18	Taxes (attach schedule) (see instructions)	 4,400	0	0
	19	Depreciation (attach schedule) and depletion . . . .			
	20	Occupancy . . . . .	10,840	1,470	9,370
	21	Travel, conferences, and meetings . . . . .	5,567	755	4,812
	22	Printing and publications . . . . .			
	23	Other expenses (attach schedule) . . . . .	 3,937	534	3,403
	24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	506,105	61,586	440,119
	25	Contributions, gifts, grants paid . . . . .	844,000		844,000
	26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	1,350,105	61,586	1,284,119
	27	Subtract line 26 from line 12			
	a	<b>Excess of revenue over expenses and disbursements</b>	-477,948		
	b	<b>Net investment income</b> (if negative, enter -0-)		735,571	
	c	<b>Adjusted net income</b> (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 . . . . .			
	2	Savings and temporary cash investments . . . . .	440,413	574,792	574,792
	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) . . . . .			
	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) . . . . .	11,138,766	10,524,207	12,246,323
	14	Land, buildings, and equipment basis ▶ 10,680 Less accumulated depreciation (attach schedule) ▶ _____	8,448	10,680	10,680
15	Other assets (describe ▶ _____)	860	860	860	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,588,487	11,110,539	12,832,655	
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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	11,588,487	11,110,539	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	11,588,487	11,110,539	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	11,588,487	11,110,539	

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	11,588,487
2	Enter amount from Part I, line 27a . . . . .	2	-477,948
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	11,110,539
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	11,110,539

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 Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	490,640
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	1,157,987	12,957,542	0 089368
2010	1,183,094	13,686,704	0 086441
2009	1,062,580	12,648,988	0 084005
2008	911,842	10,501,469	0 086830
2007	685,523	7,871,235	0 087092

2	Total of line 1, column (d). . . . .	2	0 433736
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 086747
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	12,733,022
5	Multiply line 4 by line 3. . . . .	5	1,104,551
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	7,356
7	Add lines 5 and 6. . . . .	7	1,111,907
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	1,284,119

Part VIExcise 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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	7,356
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	7,356
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	7,356
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,404	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	4,500	
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	7,904
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	7
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	541
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 541	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements 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 <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . 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		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
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) <input checked="" type="checkbox"/> WA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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 ▶N/A				
14	The books are in care of ▶THE FOUNDATION Telephone no ▶(206) 905-1450 Located at ▶600 N 36TH AVENUE SUITE 326 SEATTLE WA ZIP +4 ▶98103			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> 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? <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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
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?. . . . . <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 <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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? ( <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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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
RICHARD WATKINS 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/PRESIDENT 40 00	130,000	0	0
PAUL CAVANAUGH 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/SECRETARY 40 00	130,000	0	0
MARK KOTNOUR 600 N 36TH STREET SUITE 326 SEATTLE, WA 98103	DIRECTOR/VP 32 66	105,000	0	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.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (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. . . . .		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	12,482,040
b	Average of monthly cash balances. . . . .	1b	444,886
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	12,926,926
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	12,926,926
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	193,904
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,733,022
6	Minimum investment return. Enter 5% of line 5. . . . .	6	636,651

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	636,651
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	7,356
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	7,356
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	629,295
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	629,295
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	629,295

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	1,284,119
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	1,284,119
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	7,356
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,276,763
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				629,295
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____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .	74,425			
c From 2009. . . . .	436,507			
d From 2010. . . . .	509,867			
e From 2011. . . . .	517,952			
f Total of lines 3a through e. . . . .	1,538,751			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,284,119				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2012 distributable amount. . . . .				629,295
e Remaining amount distributed out of corpus	654,824			
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	2,193,575			
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. . . . .				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). . . . .	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. . . . .	2,193,575			
10 Analysis of line 9				
a Excess from 2008. . . .	74,425			
b Excess from 2009. . . .	436,507			
c Excess from 2010. . . .	509,867			
d Excess from 2011. . . .	517,952			
e Excess from 2012. . . .	654,824			

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	844,000
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	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities. . . . .			14	306,517	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	490,640	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. . . . .					
	MISC INCOME - SALE OF			01	75,000	
<b>11</b>	Other revenue <b>a</b> INVENTORY _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal Add columns (b), (d), and (e). . . . .		0		872,157	0
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		872,157

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

[illegible]

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
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.			No
<b>(2)</b> Other assets.			No
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.			No
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.			No
<b>(3)</b> Rental of facilities, equipment, or other assets.			No
<b>(4)</b> Reimbursement arrangements.			No
<b>(5)</b> Loans or loan guarantees.			No
<b>(6)</b> Performance of services or membership or fundraising solicitations.			No
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.			No
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received			

**a** 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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Form **990-PF** (2012)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
109 SHS ISHARES IBOXX INVESTOP IBOXX \$ INVESTOP CORP BOND FUND	P	2009-12-04	2013-04-30
48 SHS ISHARES IBOXX INVESTOP IBOXX \$ INVESTOP CORP BOND FUND	P	2009-12-04	2013-04-30
600 SHS ISHARES S&P DEVELOPED ES-US PROPERTY INDEX FD	P	2009-12-04	2013-04-30
200 SHS ISHARES S&P DEVELOPED ES -US PROPERTY INDEX FD	P	2009-12-04	2013-04-30
48 SHS ISHARES IBOXX INVESTOP IBOXX \$ INVESTOP CORP BOND FUND	P	2009-12-04	2013-04-30
52 SHS ISHARES IBOXX INVESTOP I BOXX \$ INVESTOP CORP BON D FUND	P	2009-12-04	2013-04-30
52 SHS ISHARES IBOXX INVESTOP IBOXX \$ INVESTOP CORP BOND FUND	P	2009-12-04	2013-04-30
52 SHS ISHARES IBOXX INVESTOP I BOXX \$ INVESTOP CORP BON D FUND	P	2009-12-04	2013-04-30
48 SHS ISHARES IBOXX INVESTOP IBOXX \$ INVESTOP CORP BOND FUND	P	2009-12-04	2013-04-30
841 SHS ISHARES S&P DEVELOPED ES-US PROPERTY INDEX FD	P	2009-12-04	2013-04-30
7,898 SHS DFA INTL SMALL CAP VALUE PORT INSTL	P	2009-12-04	2013-04-30
282 SHS ISHARES CORE S&P ETF S&P 500 INDEX	P	2009-12-04	2013-04-30
8,282 SHS DFA REAL ESTATE SECURITIES PORT INSTL	P	2009-12-04	2013-04-30
13,375 SHS DFA US LARGE CAP VALUE PORT INSTL	P	2009-12-04	2013-04-30
500 SHS ISHARES CORE S&P ETF S&P 500 INDEX	P	2009-12-04	2013-04-30
8,061 SHS DFA INTL SMALL CO PORT INSTL	P	2009-12-04	2013-04-30
1,300 SHS ISHARES S&P DEVELOPED ES-US PROPERTY INDEX FD	P	2009-12-04	2013-04-30
364 SHS ISHARES CORE S&P ETF S&P 500 INDEX	P	2009-12-04	2013-04-30
101 SHS ISHARES CORE S&P ETF S&P 500 INDEX	P	2009-12-04	2013-04-30
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,311		11,555	1,756
5,862		5,088	774
24,478		18,958	5,520
8,159		6,319	1,840
5,862		5,088	774
6,350		5,512	838
6,350		5,512	838
6,350		5,513	837
5,862		5,088	774
34,310		26,573	7,737
140,000		120,446	19,554
45,244		31,232	14,012
250,000		141,549	108,451
350,000		225,631	124,369
80,220		55,380	24,840
140,000		116,963	23,037
53,044		41,076	11,968
58,401		40,316	18,085
16,205		11,186	5,019
119,617			119,617




Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,756
			774
			5,520
			1,840
			774
			838
			838
			837
			774
			7,737
			19,554
			14,012
			108,451
			124,369
			24,840
			23,037
			11,968
			18,085
			5,019
			119,617

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)				
<b>a</b> <i>Paid during the year</i>				
AMARA PARENTING & ADOPTION SERVICES 3300 E UNION STREET SEATTLE,WA 98122	COMMON DIRECTORS	501(C)(3)	FOSTER PARENT TRAINING AND SUPPORT, SUPPORT ADOPTION SERVICES OF FOSTER CARE CHILDREN	30,000
THE ARC OF KING COUNTY 233 6TH AVENUE N SEATTLE,WA 98109	NONE	501(C)(3)	PARENT TRAINING AND SUPPORT SERVICES FOR FAMILIES WITH DEVELOPMENTALLY DISABLED CHILDREN	20,000
AUBURN YOUTH RESOURCES 816 F STREET SE AUBURN,WA 98002	NONE	501(C)(3)	REGIONAL PROVIDER OF MENTAL HEALTH, CHILD RESIDENTIAL, YOUTH OUTREACH AND SUBSTANCE ABUSE SERVICES	10,000
CARRIE LYNN CHILDREN'S CENTER 826 N MAIN STREET ROCKFORD,IL 91103	NONE	501(C)(3)	SUPPORT AND EDUCATION OF INVESTIGATIVE PROCESSES FOR CHILD ABUSE CASES	50,000
CENTER FOR CHILDREN AND YOUTH JUSTICE 615 SECOND AVENUE 275 SEATTLE,WA 98104	NONE	501(C)(3)	SUPPORT OF SYSTEMS CHANGE FOCUSED ON JUVENILE JUSTICE AND CHILD WELFARE	30,000
CHILDHAVEN 316 BROADWAY SEATTLE,WA 98122	NONE	501(C)(3)	PROTECT AND TREAT ABUSED CHILDREN AGES 1 MO TO 5 YEARS OF AGE	30,000
CHILDHOOD RESILIENCE FUNDINLAND NORTHWEST COMMUNITY FOUNDATION 421 WEST RIVERSIDE AVENUE SPOKANE,WA 99201	NONE	501(C)(3)	PUBLIC/PRIVATE COLLABORATIVE SUPPORTING COMMUNITIES TO REDUCE AND ADDRESS ADVERSE CHILDHOOD EXPERIENCES (ACES)	50,000
COCOON HOUSE 2929 PINE STREET EVERETT,WA 98201	NONE	501(C)(3)	SUPPORT PROGRAMS TO REDUCE/PREVENT TEEN HOMELESSNESS	10,000
COLUMBIA LEGAL SERVICES 101 YESLER WAY SEATTLE,WA 98104	NONE	501(C)(3)	LEGAL SERVICES AND ADVOCACY FOR HOMELESS AND FOSTER YOUTH	30,000
FRIENDS OF YOUTH 13116 NE 132ND STREET KIRKLAND,WA 98034	NONE	501(C)(3)	OVERNIGHT YOUTH SHELTERS, THERAPEUTIC FOSTER CARE, SUBSTANCE ABUSE COUNSELING, PARENT EDUCATION AND IN-HOME SUPPORT FOR YOUNG PARENTS	10,000
KINDERING CENTER 16120 NE EIGHTH STREET BELLEVUE,WA 98008	NONE	501(C)(3)	ASSISTS FOSTER AND KINSHIP PARENTS WITH CHILD ATTACHMENT CYCLE, DEVELOPMENTAL THERAPIES AND EARLY EDUCATION	30,000
MISSION GRANBURY 1310 WEATHERFORD HIGHWAY STE 120 GRANBURY,TX 76048	NONE	501(C)(3)	PROGRAMS TO REDUCE DOMESTIC VIOLENCE, HOMELESSNESS AND POVERTY	10,000
THE MOCKINGBIRD SOCIETY 2100 24TH AVENUE S STE 240 SEATTLE,WA 98144	NONE	501(C)(3)	SUPPORT STRUCTURES FOR FOSTER FAMILIES, FOSTER CHILD LEADERSHIP TRAINING AND ADVOCACY	65,000
OLIVE CREST 515 116TH AVENUE NE STE 174 BELLEVUE,WA 98004	NONE	501(C)(3)	SAFE FAMILIES FOR CHILDREN A COLLABORATION AMONG CHURCHES, VOLUNTEERES AND CHILD CARE PROFESSIONALS DESIGNED TO SUPPORT AT-RISK CHILDREN AND PARENTS	30,000
PALUXY RIVER CHILDREN'S ADVOCACY CENTER 1540 SOUTHTOWN DRIVE STE 102 GRANBURY,TX 76048	NONE	501(C)(3)	SUPPORT AND EDUCATION OF INVESTIGATIVE PROCESSES FOR CHILD ABUSE CASES	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)				
<b>a</b> Paid during the year				
PHILANTHROPY NORTHWEST 2101 FOURTH AVENUE STE 650 SEATTLE,WA 98121	NONE	501(C)(3)	RESEARCH EFFORTS TO IDENTIFY SYSTEMS CHANGE PROJECTS IN WA STATE FOCUSED ON IMPROVING CHILD WELFARE OUTCOMES	15,000
RYTHER CHILD CENTER 2400 NE 95TH STREET SEATTLE,WA 98115	NONE	501(C)(3)	EARLY MENTAL HEALTH ASSESSMENT OF CHILDREN	50,000
SANCTUARY ARTS CENTER 1604 NE 50TH STREET SEATTLE,WA 98105	NONE	501(C)(3)	WORKFORCE TRAINING FOR HOMELESS AND AT RISK YOUTH	10,000
SECRET HARBOR 225 N WALNUT STREET BURLINGTON,WA 98233	NONE	501(C)(3)	FOSTER CARE AND RELATED THERAPEUTIC SERVICES	15,000
SHALOM ZONE NONPROFIT ASSOCIATION DBA ROOTS YOUNG ADULT SHELTER 1415 NE 43RD STREET SEATTLE,WA 98105	NONE	501(C)(3)	PROVIDES SHELTER AND OTHER ESSENTIAL SERVICES TO HOMELESS YOUNG ADULTS	10,000
SOCIAL VENTURE PARTNERS 1601 SECOND AVENUE SEATTLE,WA 98101	NONE	501(C)(3)	SUPPORTS EARLY CHILDHOOD DEVELOPMENT IMPROVED CARE-GIVING SKILLS	6,500
TREEHOUSE FOR KIDS 2100 24TH AVENUE S STE 200 SEATTLE,WA 98144	NONE	501(C)(3)	SUPPORT FOR FOSTER CHILDREN THROUGH EDUCATION ADVOCACY, SPONSORSHIP OF EXTRA-CURRICULAR ACTIVITIES AND CLOTHING/SCHOOL SUPPLIES	30,000
UNIVERSITY OF ILLINOIS COLLEGE OF MEDICINE AT ROCKFORD 1601 PARKVIEW AVENUE ROCKFORD,IL 61107	NONE	501(C)(3)	SUPPORT AND EDUCATION OF MEDICAL INVESTIGATIVE PROCESSES FOR CHILD ABUSE CASES	50,000
PARTNERS FOR OUR CHILDRENUNIVERSITY OF WASHINGTON SCHOOL OF SOCIAL WORK BOX 359476 SEATTLE,WA 98195	NONE	501(C)(3)	SUPPORT DEVELOPMENT OF A PUBLIC WEB DATA PORTAL FOR CHILD WELFARE ACTIVITIES IN WA STATE	50,000
WASHINGTON STATE DEPARTMENT OF SOCIAL AND HEALTH SERVICESFRONTIERS OF INNO PO BOX 45130 OLYMPIA,WA 98504	NONE	501(C)(3)	STAFF TRAINING REGARDING BRAIN DEVELOPMENT OF YOUNG CHILDREN AND SUPPORT OF THE HARVARD UNIVERISITY FRONTIERS OF INNOVATION INITIATIVE	15,000
WELLSPRING FAMILY SERVICES 1900 RAINIER AVENUE S SEATTLE,WA 98144	NONE	501(C)(3)	CHILDCARE FOR HOMELESS FAMILIES	20,000
WHITE CENTER PROMISEWHITE CENTER CDA 1615 SW CAMBRIDGE STREET SEATTLE,WA 98106	NONE	501(C)(3)	COMMUNITY INITIATIVE AIMED AT ERADICATING POVERTY THROUGH A FOCUS ON EDUCATIONAL RESULTS	10,000
YMCA OF GREATER SEATTLE 909 FOURTH AVENUE SEATTLE,WA 98104	NONE	501(C)(3)	SUPPORT OF AFTER SCHOOL PROGRAMS FOR FOSTER AND AT RISK CHILDREN	15,000
YOUTHCARE 2400 NE 54TH STREET SEATTLE,WA 98105	NONE	501(C)(3)	SUPPORT FOR ADOLESCENT EMERGENCY SHELTER AND INDEPENDENT LIVING PROGRAM	132,500
<b>Total . . . . .</b>  <b>3a</b>				844,000

**TY 2012 Accounting Fees Schedule****Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,667	362		2,305

**TY 2012 Investments - Other Schedule****Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DFA FIVE YEAR GLOBAL	AT COST	502,008	497,853
PIMCO TOTAL RETURN	AT COST	1,194,577	1,203,816
AQR MGD FUTURES STRAT FD CL I	AT COST	842,081	839,605
DFA EMERGING MARKETS-SMALL CAP.	AT COST	427,776	487,545
DFA EMERGING MARKETS-VALUE	AT COST	361,824	328,921
DFA INTERNATIONAL-SMALL CAP. VALUE	AT COST	710,371	809,542
DFA INTERNATIONAL-SMALL CO PORT	AT COST	660,054	772,916
DFA INTERNATIONAL-VALUE PORT	AT COST	762,801	788,862
DFA REAL ESTATE	AT COST	432,188	717,880
DFA U.S. LARGE CAP. VALUE	AT COST	349,913	565,228
DFA U.S. MICRO CAP PORT	AT COST	441,365	743,725
DFA U.S. SMALL CAP. VALUE	AT COST	473,906	777,412
IQ HEDGE MULTI STRAT ETF MULTI STRATEGY TRACKER	AT COST	740,510	778,212
ISHARES CORE S&P ETF	AT COST	340,736	505,080
ISHARES CORE TOTAL ETF	AT COST	367,515	382,438
ISHARES IBOXX INVEST. GRADE CORP.	AT COST	432,728	481,118
ISHARES MSCI EMERGING MARKETS	AT COST	395,989	392,821
ISHARES S&P DEV. U.S. PROPERTY INDEX	AT COST	287,069	329,809
ISHARES BARKLEY'S 1-3 YR. BOND	AT COST	473,455	479,303
ISHARES BARKLEY'S AGGREGATE BOND	AT COST	0	0
ISHARES BARKLEY'S TIPS	AT COST	327,341	364,237

# TY 2012 Legal Fees Schedule

**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION

**EIN:** 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	1,302	177		1,125

TY 2012 Other Assets Schedule

**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION

**EIN:** 41-2047741

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	860	860	860

**TY 2012 Other Expenses Schedule****Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BUSINESS REGISTRATION FEES	135	18		117
OPERATION EXPENSE	2,373	322		2,051
MEMBERSHIP DUES	725	98		627
STAFF DEVELOPMENT	64	9		55
INSURANCE	640	87		553



## TY 2012 Other Income Schedule

**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION

**EIN:** 41-2047741

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME - SALE OF INVENTORY	75,000		75,000

**TY 2012 Other Professional Fees Schedule****Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION**EIN:** 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	39,038	5,294		33,744
PROGRAM GRANTS CONSULTING FEE	47,585	0		47,585

TY 2012 Taxes Schedule

**Name:** THOMAS V GIDDENS JR CHARITABLE FOUNDATION

**EIN:** 41-2047741

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	4,400	0		0