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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation PUGET SOUND ENERGY FOUNDATION		A Employer identification number 20-4863534
Number and street (or P O box number if mail is not delivered to street address) 501 SILVERSIDE ROAD	Room/suite 123	B Telephone number 800-839-1754
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		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) \$ 23,452,973.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		160.	160.		
4 Dividends and interest from securities		446,664.	446,664.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		407,185.			
b Gross sales price for all assets on line 6a		1,697,323.			
7 Capital gain net income (from Part IV, line 2)			407,185.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		38.	0.		STATEMENT 1
12 Total. Add lines 1 through 11		854,047.	854,009.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees STMT 2		28,358.	28,358.		0.
17 Interest					
18 Taxes STMT 3		11,397.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		107,179.	25.		107,154.
24 Total operating and administrative expenses. Add lines 13 through 23		146,934.	28,383.		107,154.
25 Contributions, gifts, grants paid		884,978.			884,978.
26 Total expenses and disbursements. Add lines 24 and 25		1,031,912.	28,383.		992,132.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<177,865.>			
b Net investment income (if negative, enter -0-)			825,626.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 18 2014

Revenue

Operating and Administrative Expenses

21

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	337,690.	161,922.	161,922.
	3 Accounts receivable Less: allowance for doubtful accounts			
	4 Pledges receivable Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	19,308,062.	19,305,965.	23,291,051.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis Less: accumulated depreciation			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	19,645,752.	19,467,887.	23,452,973.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ☐ 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 ☒ 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	19,645,752.	19,467,887.	
	30 Total net assets or fund balances	19,645,752.	19,467,887.	
	31 Total liabilities and net assets/fund balances	19,645,752.	19,467,887.	

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 19,645,752.
2 Enter amount from Part I, line 27a	2 <177,865.>
3 Other increases not included in line 2 (itemize)	3 0.
4 Add lines 1, 2, and 3	4 19,467,887.
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 19,467,887.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE PART IV STATEMENT ATTACHED				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 1,697,323.		1,290,138.	407,185.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			407,185.	
2 Capital gain net income or (net capital loss)		2		407,185.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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))
2012	968,662.	19,898,928.	.048679
2011	792,587.	19,640,801.	.040354
2010	709,198.	18,507,722.	.038319
2009	676,592.	16,104,664.	.042012
2008	655,115.	13,337,072.	.049120
2 Total of line 1, column (d)			2 .218484
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 .043697
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 21,974,860.
5 Multiply line 4 by line 3			5 960,235.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,256.
7 Add lines 5 and 6			7 968,491.
8 Enter qualifying distributions from Part XII, line 4			8 992,132.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	8,256.
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	8,256.
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	8,256.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,200.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,200.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	56.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☐	11		

Part VII 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		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1b		
c Did the foundation file Form 1120-POL for this year?		X
1c		
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	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
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	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) WA	8a	
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.PSEFOUNDATION.ORG	13	X	
14	The books are in care of ► C/O FOUNDATION SOURCE Telephone no. ► 800-839-1754 Located at ► 501 SILVERSIDE ROAD, SUITE 123, WILMINGTON, DE ZIP+4 ► 19809-1377			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		0.	0.	0.

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

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

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

0

Form 990-PF (2013)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FOUNDATION SOURCE, INC 55 WALLS DRIVE, FAIRFIELD, CT 06824	ADMINISTRATIVE	107,129.

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2013)

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	22,032,321.
b	Average of monthly cash balances	1b	277,182.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,309,503.
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	22,309,503.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	334,643.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,974,860.
6	Minimum investment return. Enter 5% of line 5	6	1,098,743.

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	1,098,743.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,256.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,256.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,090,487.
4	Recoveries of amounts treated as qualifying distributions	4	38.
5	Add lines 3 and 4	5	1,090,525.
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	1,090,525.

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	992,132.
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	992,132.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,256.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	983,876.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,090,525.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			971,416.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 992,132.				
a Applied to 2012, but not more than line 2a			971,416.	
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 2013 distributable amount				20,716.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,069,809.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				
5TH AVENUE THEATRE ASSOCIATION 1308 5TH AVE SEATTLE, WA 98101	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	375.
5TH AVENUE THEATRE ASSOCIATION 1308 5TH AVE SEATTLE, WA 98101	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	150.
ALPHA SUPPORTED LIVING SERVICES 16030 JUANITA-WOODINVILLE WAY BOTHELL, WA 98011	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSOCIATION 100 W HARRISON ST - N TOWER STE SEATTLE, WA 98119	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
AMERICAN CANCER SOCIETY INC - EVERETT OFFICE 3120 MCDUGAL AVE, STE 100 EVERETT, WA 98201	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
Total			SEE CONTINUATION SHEET(S)	884,978.
b Approved for future payment				
NONE				
Total				0.

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

- | | | | | |
|---|--|--------------|------------|-----------|
| 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) | | X |
| (2) Other assets | | 1a(2) | | X |
| b Other transactions: | | | | |
| (1) Sales of assets to a noncharitable exempt organization | | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | | 1b(3) | | X |
| (4) Reimbursement arrangements | | 1b(4) | | X |
| (5) Loans or loan guarantees | | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | | |

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr. 7)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

JANE M. SEARING

JANE M. SEARING

05/01/14

P00000565

Firm's name ► **CLARK NUBER, PS**

Firm's EIN ▶ 91-1194016

Firm's address ▶ 10900 NE 4TH STREET, SUITE 1700
BELLEVUE, WA 98004

Phone no. **425-454-4919**

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 CAPITAL GAIN DISTRIBUTION			VARIOUS	03/27/13
b 7,559.26 SHS DFA U.S. LARGE CAP VALUE PORTFOLIO		P	VARIOUS	07/15/13
c 2,509.68 SHS T ROWE PRICE INSTITUTIONAL LARGE CAP		P	VARIOUS	07/15/13
d 3,432.29 SHS VANGUARD 500 IDX FD SIGNAL SHS		P	VARIOUS	07/15/13
e 2,514.43 SHS VANGUARD SMALL CAP INDEX FUND SIGNAL		P	VARIOUS	07/15/13
f 6,485.73 SHS DFA U.S. LARGE CAP VALUE PORTFOLIO		P	VARIOUS	12/06/13
g 2,784.15 SHS VANGUARD SMALL CAP INDEX FUND SIGNAL		P	VARIOUS	12/06/13
h 942.04 SHS VANGUARD 500 IDX FD SIGNAL SHS		P	VARIOUS	12/06/13
i CAPITAL GAIN DISTRIBUTION			VARIOUS	12/11/13
j CAPITAL GAIN DISTRIBUTION			VARIOUS	12/12/13
k 13,647.46 SHS T ROWE PRICE INSTITUTIONAL LARGE CA		P	VARIOUS	12/06/13
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,168.			3,168.
b 213,000.		188,985.	24,015.
c 57,000.		46,906.	10,094.
d 440,000.		371,525.	68,475.
e 108,000.		76,509.	31,491.
f 200,000.		162,147.	37,853.
g 130,000.		85,871.	44,129.
h 130,000.		103,121.	26,879.
i 26,509.			26,509.
j 29,646.			29,646.
k 360,000.		255,074.	104,926.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,168.
b			24,015.
c			10,094.
d			68,475.
e			31,491.
f			37,853.
g			44,129.
h			26,879.
i			26,509.
j			29,646.
k			104,926.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	407,185.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

Part XXV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
AMERICAN CANCER SOCIETY INC - EVERETT OFFICE 3120 MCDOUGAL AVE, STE 100 EVERETT, WA 98201		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
AMERICAN CANCER SOCIETY INC - KENNEWICK WA 7325 W DESCHUTES AVE, STE A KENNEWICK, WA 99336		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
AMERICAN CANCER SOCIETY INC - SEATTLE OFFICE 2120 1ST AVE N SEATTLE, WA 98019		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	630.
AMERICAN DIABETES ASSOCIATION 1730 MINOR AVE, STE 920 SEATTLE, WA 98101		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
AMERICAN FOUNDATION FOR SUICIDE PREVENTION - WASHINGTON 20611 BOTHELL EVERETT HWY, #E247 BOTHELL, WA 98012		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
AMERICAN HEART ASSOCIATION INC - PACIFIC/MOUNTAIN AFFILIATE 710 2ND AVE, STE 900 SEATTLE, WA 98104		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	328.
AMERICAN HEART ASSOCIATION 708 BROADWAY, STE 330 TACOMA, WA 98402		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	65.
Total from continuation sheets					884,328.

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
AMERICAN LUNG ASSOCIATION OF THE MOUNTAIN PACIFIC - WA 2625 3RD AVE SEATTLE, WA 98121	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		25.
AMERICAN RED CROSS - ISLANDS CHAPTER 2900 T AVE, PO BOX 249 ANACORTES, WA 98221	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		35.
AMERICAN RED CROSS - MT. BAKER CHAPTER 2111 KING ST BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		90.
AMERICAN RED CROSS - SNOHOMISH COUNTY CHAPTER 2530 LOMBARD AVE EVERETT, WA 98201	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		65.
AMERICAN RED CROSS - SNOHOMISH COUNTY CHAPTER 2530 LOMBARD AVE EVERETT, WA 98201	N/A	PC:509(A)(1)	SNOHOMISH COUNTY FAMILY DISASTER RELIEF FUND PROJECT		5,000.
AMERICAN RED CROSS OF KING AND KITSAP COUNTIES PO BOX 3097 SEATTLE, WA 98114	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		348.
AMERICAN RED CROSS OF KING AND KITSAP COUNTIES PO BOX 3097 SEATTLE, WA 98114	N/A	PC:509(A)(1)	SAFE IN THE SOUND BUSINESS CONTINUITY PLANNING PROJECT		50,000.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN RED CROSS 811 PACIFIC AVE BREMERTON, WA 98337	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	113.
AMYOTROPHIC LATERAL SCLEROSIS ASSOCIATION - ALSA EVERGREEN CHAPTER 19115 68TH AVE S STE H-105 KENT, WA 98032	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	505.
ARLINGTON COMMUNITY FOOD BANK 16821 SMOKEY POINT BLVD PMB 224 ARLINGTON, WA 98223	N/A	PC:509(A)(1)	DISASTER SUPPLIES STORAGE SPACE AT NEW FOOD BANK PROJECT	10,000.
ASIAN SENIOR CONCERNS FOUNDATION 15921 NE 8TH ST BELLEVUE, WA 98008	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	525.
AUTISM SPEAKS INC 159 WESTERN AVE WEST, STE 484 SEATTLE, WA 98119	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
BALLARD FOOD BANK 5130 LEARY AVE NW SEATTLE, WA 98107	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	38.
BELLEVUE COLLEGE FOUNDATION 3000 LANDERHOLM CIR SE BELLEVUE, WA 98007	N/A	PC:509(A)(1)	EMERGENCY PREPAREDNESS PROGRAM PROJECT	10,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Grants and Contributions Paid During the Year		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
Recipient	Name and address (home or business)				
BELLEVUE COLLEGE FOUNDATION 3000 LANDERHOLM CIR SE BELLEVUE, WA 98007	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		125.
BELLEVUE COMMUNITY COLLEGE FOUNDATION - KCBS 3000 LANDERHOLM CIR SE, A101 BELLEVUE, WA 98007	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		600.
BELLEVUE FAMILY YMCA 14230 BEL-RED RD BELLEVUE, WA 98007	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		550.
BELLEVUE FRIENDS OF THE LIBRARY 1111 110TH AVE NE BELLEVUE, WA 98004	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		500.
BELLEVUE POLICE FOUNDATION 450 110TH AVE NE BELLEVUE, WA 98004	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		75.
BELLEVUE ROTARY FOUNDATION PO BOX 523 BELLEVUE, WA 98009	N/A	PC:509(A)(2)	INSPIRATION PLAYGROUND PROJECT, BELLEVUE DOWNTOWN PARK		15,000.
BELLINGHAM CHILDCARE & LEARNING CENTER 2600 SQUALICUM PKWY BELLINGHAM, WA 98225	N/A	PC:509(A)(2)	COMPLETION OF SAFETY FENCE FOR YOUNG CHILDREN PROJECT		3,000.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BELLINGHAM TECHNICAL COLLEGE FOUNDATION 3028 LINDBERGH AVE BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	EMERGENCY COMMUNICATIONS SYSTEM PROJECT	10,000.
BIG BROTHERS BIG SISTERS OF PUGET SOUND 1600 S GRAHAM ST SEATTLE, WA 98108	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	2,585.
BIKE WORKS SEATTLE 3709 S FERDINAND ST SEATTLE, WA 98118	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	258.
BLUE MOUNTAIN ARTISANS GUILD PO BOX 76 POMEROY, WA 99347	N/A	PC:509(A)(1)	CHAIR LIFT PROJECT	1,000.
BONNEY LAKE SEVENTH-DAY ADVENTIST CHURCH 11503-214TH AVE E BONNEY LAKE, WA 98391	N/A	PC:509(A)(1)	DISASTER AND WARMING SHELTER PROJECT	7,500.
BOY SCOUTS OF AMERICA 3120 RAINIER AVE S SEATTLE, WA 98144	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	830.
BOYER CHILDREN'S CLINIC 1850 BOYER AVE E SEATTLE, WA 98112	N/A	PC:509(A)(1)	EMERGENCY PREPAREDNESS FOR INDIVIDUALS WITH DEVELOPMENTAL DISABILITIES PROJECT	3,000.

Total from continuation sheets

Part VII Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS & GIRLS CLUBS OF SOUTH PUGET SOUND 3875 S 66TH ST STE 101 TACOMA, WA 98409	N/A	PC:509(A)(1)	EMERGENCY RADIOS FOR CLUBS AND SCHOOLS PROJECT	15,000.
BOYS AND GIRLS CLUBS OF KING COUNTY 603 STEWART ST SEATTLE, WA 98101	N/A	PC:509(A)(1)	NORTH SEATTLE DISASTER PLANNING & PREPAREDNESS PROJECT	5,000.
BOYS AND GIRLS CLUBS OF KING COUNTY 603 STEWART ST SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
BOYS AND GIRLS CLUBS OF SKAGIT COUNTY PO BOX 1527 LA CONNER, WA 98257	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	13.
BOYS AND GIRLS CLUBS OF SKAGIT COUNTY PO BOX 1527 LA CONNER, WA 98257	N/A	PC:509(A)(1)	YEAR OF SERVICE - EMERGENCY PREPAREDNESS PROJECT	5,000.
BOYS AND GIRLS CLUBS OF THURSTON COUNTY 3003 SUNSET WAY SE TUMWATER, WA 98501	N/A	PC:509(A)(1)	EMERGENCY PREPAREDNESS TRAINING FOR THE STAFF OF BOYS & GIRLS CLUBS OF THURSTON COUNTY PROJECT	2,500.
BREMERTON FOODLINE 1600 12TH ST BREMERTON, WA 98337	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BRIDGE MINISTRIES 12356 NORTHUP WAY STE 103 BELLEVUE, WA 98005	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,000.
BROADWAY CENTER FOR THE PERFORMING ARTS 901 BROADWAY STE 700 TACOMA, WA 98402	N/A	PC:509(A)(1)	SAFETY PROJECT	2,500.
BUDDHIST TZU CHI FOUNDATION 12639 NE 85TH ST KIRKLAND, WA 98033	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
BUILDON INC - SEATTLE 13941 219TH AVE NE WOODINVILLE, WA 98077	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,000.
BURLINGTON ROTARY FOUNDATION PO BOX 185 BURLINGTON, WA 98233	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	250.
CAMANO ANIMAL SHELTER ASSOCIATION PO BOX 1726 STANWOOD, WA 98292	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
CAMP FIRE USA 2401 UTAH AVE S STE 205 SEATTLE, WA 98134	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.

Total from continuation sheets

Part XV **Supplementary Information** (continued)

3a Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMP LEO FOR CHILDREN WITH DIABETES 3029 SLEATER KINNEY RD NE OLYMPIA, WA 98506	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	30.
CANCER LIFELINE OF KING COUNTY 6522 FREMONT AVE N SEATTLE, WA 98103	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
CARE NET PREGNANCY & FAMILY SERVICES OF PUGET SOUND 1209 6TH AVE TACOMA, WA 98405	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON 100 23RD AVE S SEATTLE, WA 98144	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
CENTER FOR HUMAN SERVICES 14803 15TH AVE NE SHORELINE, WA 98155	N/A	PC:509(A)(1)	FAMILY CENTERS' DISASTER PREPAREDNESS INITIATIVE (DPI) PROJECT	5,000.
CENTRAL KITSAP FOOD BANK PO BOX 748 SILVERDALE, WA 98383	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
CENTRAL KITSAP MEDIC ONE FOUNDATION 5300 NEWBERRY HILL RD SILVERDALE, WA 98383	N/A	PC:509(A)(1)	CENTRAL KITSAP FIRE & RESCUE 2013 WISH LIST PROJECT	5,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
CENTRAL WASHINGTON UNIVERSITY FOUNDATION 400 E UNIVERSITY WAY ELLENSBURG, WA 98926	N/A		PC:509(A)(1)	EMERGENCY PREPAREDNESS: THE USE OF SCIENCE AND TECHNOLOGY TO ENSURE HEALTHY COMMUNITIES AND ECONOMIC RESILIENCE PROJECT	15,000.
CENTRAL WASHINGTON UNIVERSITY FOUNDATION 400 E UNIVERSITY WAY ELLENSBURG, WA 98926	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
CHILDAHVEN 316 BROADWAY SEATTLE, WA 98122	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
CHILDREN'S HOME SOCIETY OF WASHINGTON 3300 NE 65TH ST SEATTLE, WA 98115	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	30.
CHILDREN'S HOSPITAL FOUNDATION, STANLEY STAMM CHILDREN'S HOSPITAL CAMP PRGM PO BOX 50020 S-200 SEATTLE, WA 98145	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	513.
CHINA TOMORROW EDUCATION FOUNDATION PO BOX 1103 MERCER ISLAND, WA 98040	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
CHRIST THE KING COMMUNITY CHURCH 4173 MERIDIAN ST BELLINGHAM, WA 98226	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
Total from continuation sheets					

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHUCK SEMANCIK MEMORIAL FOUNDATION PO BOX 2723 BREMERTON, WA 98310	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	350.
CITY CLUB 1333 5TH AVE STE 24 SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	778.
CITY OF ANACORTES PO BOX 547 ANACORTES, WA 98221	N/A	PC:509(A)(1)	SKAGIT COUNTY FIRE CHIEF'S ASSOCIATION - C.E.R.T. PREPAREDNESS - PIDALGO ISLAND	10,000.
CLIMATE SOLUTIONS 219 LEGION WAY SW, STE 201 OLYMPIA, WA 98501	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
CLOTHES FOR KIDS 16725 52ND AVE W STE B LYNNWOOD, WA 98037	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
COCOON HOUSE 2929 PINE ST EVERETT, WA 98201	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	36.
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH RD STE 200 ISSAQUAH, WA 98027	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
COMMUNITIES IN SCHOOLS OF LAKEWOOD WA 6402 100TH ST SW LAKEWOOD, WA 98499	N/A		PC:509(A)(1)	TECH WIZARDS PROGRAM PROJECT	1,000.
COMMUNITIES IN SCHOOLS OF WASHINGTON STATE 1010 S 336TH ST STE 205 FEDERAL WAY, WA 98003	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	1,000.
COMMUNITY ACTION OF SKAGIT COUNTY 330 PACIFIC PL MOUNT VERNON, WA 98273	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
COMMUNITY ACTION OF SKAGIT COUNTY 330 PACIFIC PL MOUNT VERNON, WA 98273	N/A		PC:509(A)(1)	ADULT EDUCATION PROGRAM PROJECT	5,000.
COMMUNITY CAT COALITION PO BOX 1236 MUKILTEO, WA 98275	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
COMMUNITY ENRICHMENT FOR KLICKITAT COUNTY 304 FISH HATCHERY RD GOLDENDALE, WA 98620	N/A		PC:509(A)(1)	GOLDENDALE SOUP KITCHEN PROJECT	2,500.
COMMUNITY FOR YOUTH 999 3RD AVE STE 1570 SEATTLE, WA 98104	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	569.
Total from continuation sheets					

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONGREGATIONS FOR THE HOMELESS PO BOX 622 BELLEVUE, WA 98009	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,050.
CONSERVATION NORTHWEST 1208 BAY ST STE 201 BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	30.
CORPORATE COUNCIL FOR THE ARTS PO BOX 19780 SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
CORPORATE COUNCIL FOR THE ARTS PO BOX 19780 SEATTLE, WA 98109	N/A	PC:509(A)(1)	ARTSFUND CAMPAIGN 2013 PROJECT	10,000.
CORPORATION OF GONZAGA UNIVERSITY 502 E BOONE AVE SPOKANE, WA 99258	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
CULTURAL EXPLORATION OF GREATER CHINA FOUNDATION 1 LAKE BELL DR STE 210 BELLEVUE, WA 98005	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	225.
DEMOLAY INTERNATIONAL 801 213TH ST SW BOTHELL, WA 98021	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
DOMESTIC VIOLENCE AND SEXUAL ASSAULT SERVICES OF WHATCOM COUNTY 1407 COMMERCIAL ST BELLINGHAM, WA 98225		N/A	PC:509(A)(1)	24-HOUR HELPLINE PROJECT	2,500.
EARTHCORPS 6310 NE 74TH ST STE 201E SEATTLE, WA 98115		N/A	PC:509(A)(1)	EARTHCORPS CRITICAL SAFETY PLANNING, TRAINING AND GEAR PROJECT	5,000.
EAST COUNTY SENIOR CENTER PO BOX 602 MONROE, WA 98272		N/A	PC:509(A)(1)	EMERGENCY PANIC ALARM SYSTEM PROJECT	830.
EASTERN EUROPEAN COUNSELING CENTER 14205 SE 36TH ST #139 BELLEVUE, WA 98006		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
EASTSIDE ACADEMY 1717 BELLEVUE WAY NE BELLEVUE, WA 98004		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	600.
EASTSIDE BABY CORNER PO BOX 712 ISSAQUAH, WA 98027		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
EDMONDS PUBLIC SCHOOLS FOUNDATION PO BOX 390 LYNNWOOD, WA 98046		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
Total from continuation sheets					

Part XIV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
ELLENSBURG DOWNTOWN ASSOCIATION PO BOX 966 ELLENSBURG, WA 98926		N/A	PC:509(A)(1)	PUBLIC ANNOUNCEMENT/SOUND SYSTEM DOWNTOWN ELLENSBURG PROJECT	10,000.
ENVIRONMENTAL FUND OF WASHINGTON 1402 3RD AVE STE 817 SEATTLE, WA 98101		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	625.
ENVIRONMENTAL FUND OF WASHINGTON 1402 3RD AVE STE 817 SEATTLE, WA 98101		N/A	PC:509(A)(1)	ENVIRONMENTAL EMPLOYEE ENGAGEMENT PROJECT	10,000.
EVERETT GOSPEL MISSION PO BOX 423 EVERETT, WA 98206		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
EVERETT THEATRE SOCIETY 2911 COLBY AVE EVERETT, WA 98201		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
EXECUTIVE DEVELOPMENT INSTITUTE 310 120TH AVE NE STE A10 BELLEVUE, WA 98005		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	15.
FAMILY RENEWAL SHELTER 6832 PACIFIC AVE TACOMA, WA 98408		N/A	PC:509(A)(1)	EMERGENCY ESCAPE, RESCUE & RELOCATION PROGRAM PROJECT	2,000.
Total from continuation sheets					

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
FARESTART 700 VIRGINIA ST SEATTLE, WA 98101	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		50.
FISH OF PUYALLUP VALLEY PO BOX 202 PUYALLUP, WA 98371	N/A	PC:509(A)(1)	HEATING SYSTEM PROJECT		1,600.
FISH-FOOD BANKS OF PIERCE COUNTY 621 TACOMA AVE S STE 202 TACOMA, WA 98402	N/A	PC:509(A)(1)	FISH FOOD BANKS OF PIERCE COUNTY - MOBILE FOOD BANK PROJECT		5,000.
FOOD LIFELINE 1702 NE 150TH ST SHORELINE, WA 98155	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		950.
FOOTLOOSE SAILING ASSOCIATION 7683 SE 27TH ST PMB 239 MERCER ISLAND, WA 98040	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		500.
FORTERRA NW 901 5TH AVE STE 2200 SEATTLE, WA 98164	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		50.
FRED HUTCHINSON CANCER RESEARCH CENTER 1100 FAIRVIEW AVE N, PO BOX 1 SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		25.
Total from continuation sheets					

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF HEYBROOK RIDGE PO BOX 265 INDEX, WA 98256	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
FRIENDS OF KEYP 113 DEXTER AVE N SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	70.
FRIENDS OF KEYP 113 DEXTER AVE N SEATTLE, WA 98109	N/A	PC:509(A)(1)	INSTALLATION OF STATION GENERATOR FOR EMERGENCY BROADCAST AND DISASTER RESPONSE CENTER PROJECT	5,000.
FRIENDS OF THE CONSERVATORY 1402 E GALER ST SEATTLE, WA 98112	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
FRIENDS OF THE NORTHWEST WEATHER AND AVALANCHE CENTER 15600 NE 8TH ST B1-429 BELLEVUE, WA 98008	N/A	PC:509(A)(2)	AVALANCHE EDUCATION PROGRAM PROJECT	4,000.
FRIENDS OF THE RICHMOND BEACH LIBRARY 19601 21ST AVE NW SHORELINE, WA 98177	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
FULCRUM FOUNDATION 910 MARION ST SEATTLE, WA 98104	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	163.

Total from continuation sheets.

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
FUTUREWISE 816 2ND AVE STE 200 SEATTLE, WA 98104		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
GARFIELD COUNTY SUPER CITIZENS 695 MAIN ST POMEROY, WA 99347		N/A	PC:509(A)(1)	NUTRITION PROGRAM PROJECT	2,500.
GLOBAL RESOURCE FOR ADVANCING CANCER EDUCATION 4616 25TH AVE NE 300 SEATTLE, WA 98105		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
GOLF FORE RED PO BOX 1094 ISSAQUAH, WA 98027		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.
GREATER EVERETT COMMUNITY FOUNDATION PO BOX 5549 EVERETT, WA 98206		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	33.
GREATER KENT HISTORICAL SOCIETY 220 4TH AVE S KENT, WA 98032		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
GREATER MAPLE VALLEY COMMUNITY CENTER 22010 SE 248TH ST MAPLE VALLEY, WA 98038		N/A	PC:509(A)(1)	UPGRADING COMMUNITY CENTER TO BECOME AN EMERGENCY SHELTER & WARMING STATION FOR THE RESIDENTS OF THE GREATER MAPLE VALLEY AREA PROJECT	10,000.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
GROUP HEALTH FOUNDATION 320 WESTLAKE AVE N SEATTLE, WA 98109	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
HABITAT FOR HUMANITY INTERNATIONAL INC - SEATTLE-SOUTH KING COUNTY PO BOX 88337 TUKWILA, WA 98138	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
HABITAT FOR HUMANITY INTERNATIONAL INC 4824 S TACOMA WAY TACOMA, WA 98409	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	15.
HADASSAH, THE WOMEN'S ZIONIST ORGANIZATION OF AMERICA INC - PNW REGION 515 116TH AVE NE, STE 131 BELLEVUE, WA 98004	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	1,000.
HAND IN HAND 14 E CASINO RD STE E EVERETT, WA 98208	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	752.
HANDS ON CHILDREN'S MUSEUM 414 JEFFERSON ST NE OLYMPIA, WA 98501	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
HEARTBEAT SERVING WOUNDED WARRIORS 5838 DEER LAGOON RD LANGLEY, WA 98260	N/A		PC:509(A)(2)	GENERAL & UNRESTRICTED	78.
Total from continuation sheets					

PUGET SOUND ENERGY FOUNDATION

20-4863534

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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)					
HERO HOUSE 14230 NE 21ST ST BELLEVUE, WA 98007		N/A	PC:509(A)(1)	EMERGENCY & DISASTER PREPAREDNESS PROJECT	5,000.
HEROES FOR THE HOMELESS PO BOX 971 WOODINVILLE, WA 98072		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	375.
HIGHLINE SCHOOLS FOUNDATION FOR EXCELLENCE 15675 AMBAUM BLVD SW BURIEN, WA 98166		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
HOPE IN CHRIST MINISTRIES DBA THE COFFEE OASIS 837 4TH ST BREMERTON, WA 98337		N/A	PC:509(A)(1)	JOB TRAINING PROGRAM PROJECT	3,000.
HOPELINK 10675 WILLOWS RD NE STE 275 REDMOND, WA 98052		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,005.
HOUSING HOPE 5830 EVERGREEN WAY EVERETT, WA 98203		N/A	PC:509(A)(1)	FIRE ALARM SYSTEM TO PROTECT HOMELESS AND LOW INCOME CHILDREN AT MONROE FAMILY VILLAGE PROJECT	7,500.
HUGH O'BRIAN YOUTH LEADERSHIP OF WASHINGTON PO BOX 25121 SEATTLE, WA 98165		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
Total from continuation sheets					

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
HUMANE SOCIETY FOR SEATTLE-KING CO 13212 SE EASTGATE WAY BELLEVUE, WA 98005	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		705.
IMAGINE CHILDREN'S MUSEUM 1502 WALL ST EVERETT, WA 98201	N/A	PC:509(A)(1)	EMERGENCY PREPAREDNESS PLAN 2013 PROJECT		3,000.
INSTITUTE OF ELECTRICAL AND ELECTRONICS ENGINEERS INC, WASHINGTON STATE PUT C/O PUGET SOUND ENERGY BELLEVUE, WA 98009	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED		1,650.
ISSAQUAH FOOD & CLOTHING BANK 179 1ST AVE SE ISSAQUAH, WA 98027	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		550.
ISSAQUAH SCHOOLS FOUNDATION PO BOX 835 ISSAQUAH, WA 98027	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		355.
JDRF INTERNATIONAL - NORTHWEST CHAPTER 1215 4TH AVE, STE 1400 SEATTLE, WA 98161	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		125.
JOVITA BAPTIST CHURCH 1120 114TH AVE E EDGEWOOD, WA 98372	N/A	PC:509(A)(1)	DISASTER RELIEF WORKING TO INFORM THE COMMUNITY AND PROMOTE PREPAREDNESS		5,000.
Total from continuation sheets					

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JUNIOR ACHIEVEMENT OF WASHINGTON 1700 WESTLAKE AVE N STE 400 SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	288.
KBTC ASSOCIATION PO BOX 11024 TACOMA, WA 98411	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	77.
KCTS TELEVISION 401 MERCER ST SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	345.
KENT YOUTH AND FAMILY SERVICES 232 2ND AVE S STE 201 KENT, WA 98032	N/A	PC:509(A)(1)	HEAD START & ECEAP PROGRAMS PROJECT	2,500.
KIDS DISCOVERY MUSEUM 150 MADRONE LN BAINBRIDGE ISLAND, WA 98110	N/A	PC:509(A)(1)	GROWING UP SAFE AND PREPARED PROJECT	3,500.
KIDSQUEST CHILDREN'S MUSEUM 4091 FACTORIA BLVD SE BELLEVUE, WA 98006	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
KIN ON COMMUNITY HEALTH CARE 815 S WELLS ST STE 212 SEATTLE, WA 98104	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	15.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
KINDERING CENTER 16120 NE 8TH ST BELLEVUE, WA 98008		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
KING COUNTY SEARCH AND RESCUE ASSOCIATION PO BOX 50721 BELLEVUE, WA 98015		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
KING COUNTY SEXUAL ASSAULT RESOURCE CENTER PO BOX 300 RENTON, WA 98057		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,013.
KING COUNTY SEXUAL ASSAULT RESOURCE CENTER PO BOX 300 RENTON, WA 98057		N/A	PC:509(A)(1)	FAMILY SERVICES PROGRAM PROJECT	3,000.
KUOW-PUGET SOUND PUBLIC RADIO 4518 UNIVERSITY WAY NE NO 310 SEATTLE, WA 98105		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	553.
LAKE WASHINGTON INSTITUTE OF TECHNOLOGY 11605 132ND AVE NE KIRKLAND, WA 98034		N/A	PC:509(A)(1)	THE NEXT STEPS TO EMERGENCY RESPONSE READINESS PROJECT	5,000.
LEUKEMIA & LYMPHOMA SOCIETY, INC. - WASHINGTON/ALASKA CHAPTER 123 NW 36TH ST, STE 100 SEATTLE, WA 98107		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	599.
Total from continuation sheets					

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

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)					
LIFE SAFETY CHARITY FUND DBA WEST PIERCE CARES 3631 DREXLER DR W UNIVERSITY PLACE, WA 98466		N/A	PC:509(A)(1)	CERT-COMMUNITY EMERGENCY RESPONSE TEAM DISASTER PREPAREDNESS PROJECT	5,000.
LIFE SUPPORT PO BOX 264 SOUTH CLE ELUM, WA 98943		N/A	PC:509(A)(1)	RESCUE EQUIPMENT PROJECT	10,000.
LIFEWIRE PO BOX 6398 BELLEVUE, WA 98008		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	613.
LIGHTHOUSE MISSION MINISTRIES PO BOX 548 BELLINGHAM, WA 98227		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,100.
LITTLE BIT THERAPEUTIC RIDING CENTER 18675 NE 106TH ST REDMOND, WA 98052		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	575.
LORDS NEIGHBORHOOD DINER 700 CALLAHAN DR BREMERTON, WA 98310		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
LOST-A-PET FOUNDATION 1015 S 317TH ST FEDERAL WAY, WA 98003		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	363.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LUTHERAN COMMUNITY SERVICES NORTHWEST 4040 S 188TH ST STE 300 SEATAC, WA 98188	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
LYNNWOOD FOOD BANK 5320 176TH ST SW LYNNWOOD, WA 98037	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	180.
MAKE-A-WISH FOUNDATION OF ALASKA & WASHINGTON 811 1ST AVE STE 520 SEATTLE, WA 98104	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	188.
MAPLE VALLEY FOOD BANK AND EMERGENCY SERVICES PO BOX 322 MAPLE VALLEY, WA 98038	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
MARCH OF DIMES - INLAND NORTHWEST CHAPTER 222 W MISSION AVE, STE 119 SPOKANE, WA 99201	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	40.
MARCH OF DIMES BIRTH DEFECTS FOUNDATION 1904 3RD AVE, STE 230 SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	198.
MARTHA AND MARY LUTHERAN SERVICES PO BOX 127 POULSBORO, WA 98370	N/A	PC:509(A)(2)	AUTOMATIC TRANSFER SWITCH REPLACEMENT TO HELP ASSURE RESIDENT LIFE SAFETY PROJECT	2,500.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
MEDIC ONE FOUNDATION 325 9TH AVE BOX 359747 SEATTLE, WA 98104		N/A	PC:509(A)(1)	VIAL OF L.I.P.E. (LIFE-SAVING INFORMATION FOR EMERGENCIES) PROJECT	5,000.
MERCER ISLAND SCHOOLS BAND BOOSTERS 4056 E MERCER WAY MERCER ISLAND, WA 98040		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	28.
MERCER ISLAND SCHOOLS FOUNDATION PO BOX 1243 MERCER ISLAND, WA 98040		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	278.
MERCER ISLAND-EASTSIDE ORPHANS AND WAIFS PO BOX 58 KIRKLAND, WA 98083		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
MERIDIAN YOUTH ATHLETIC ASSOCIATION PO BOX 609 LYNDEN, WA 98264		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.
METROPOLITAN DEVELOPMENT COUNCIL 721 FAWCETT AVE STE 201 TACOMA, WA 98402		N/A	PC:509(A)(1)	SECURITY SYSTEM FOR RANDALL TOWNSEND FACILITY PROJECT	2,500.
MOSAIC MULTICULTURAL FOUNDATION 4218 1/2 SW ALASKA ST STE H SEATTLE, WA 98116		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MOUNT VERNON HIGH SCHOOL 314 N 9TH ST MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	MOUNT VERNON HIGH SCHOOL FIRST ROBOTICS PROGRAM PROJECT	2,500.
MOUNTAIN VIEW COMMUNITY CENTER 3607 122ND AVE E STE A EDGEWOOD, WA 98372	N/A	PC:509(A)(1)	MOUNTAIN VIEW COMMUNITY CENTER EMERGENCY GENERATOR UPGRADE PROJECT	5,000.
MUSCULAR DYSTROPHY ASSOCIATION 633 N MILDRED ST STE D TACOMA, WA 98406	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	13.
MUSCULAR DYSTROPHY ASSOCIATION 701 DEXTER AVE N SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	15.
MUSEUM OF HISTORY AND INDUSTRY PO BOX 80816 SEATTLE, WA 98108	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
NATIONAL COUNCIL OF THE UNITED STATES SOCIETY OF ST VINCENT DE PAUL 5950 4TH AVE S SEATTLE, WA 98108	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 192 NICKERSON ST STE 100 SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,330.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
NEIGHBORCARE HEALTH 905 SPRUCE ST STE 300 SEATTLE, WA 98104		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
NEW CONNECTIONS OF SOUTH KING COUNTY 412 W TITUS ST KENT, WA 98032		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
NORTH CASCADE K-9 18639 QUAIL DR MOUNT VERNON, WA 98274		N/A	PC:509(A)(1)	TRAINING & CERTIFICATION OF K-9 TEAMS PROJECT	4,900.
NORTH HELPLINE 12736 33RD AVE NE STE 100 SEATTLE, WA 98125		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	155.
NORTH THURSTON KIWANIS FOUNDATION PO BOX 5607 LACEY, WA 98509		N/A	PC:509(A)(1)	WASHINGTON EXPLORER SEARCH AND RESCUE - FUNDING FOR A NEW VAN, MOBILE OPERATIONS BASE	15,000.
NORTHSHORE CEDAR PARK 18737 68TH AVE NE KENMORE, WA 98028		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
NORTHSHORE SCHOOLS FOUNDATION 3330 MONTE VILLA PKWY BOTHELL, WA 98021		N/A	PC:509(A)(1)	SCHOOL EMERGENCY PREPAREDNESS SUPPORT AT MAYWOOD, SORENSON EARLY LEARNING CENTER, EAST RIDGE, LOCKWOOD, AND KENMORE JR. HIGH PROJECT	2,500.
Total from continuation sheets					

Part XIII Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORTHWEST CHILDREN'S FUND 2100 24TH AVE S STE 320 SEATTLE, WA 98144	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
NORTHWEST DISASTER SEARCH DOGS PO BOX 2083 REDMOND, WA 98073	N/A	PC:509(A)(1)	DOG LOCATION AND COMMUNICATION EQUIPMENT PROJECT	5,000.
NORTHWEST FOLKLIPE 305 HARRISON ST SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
NORTHWEST HARVEST E M M PO BOX 12272 SEATTLE, WA 98102	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	380.
NORTHWEST SUSTAINABLE ENERGY FOR ECONOMIC DEVELOPMENT 1402 3RD AVE STE 901 SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
OLIVE CREST - SEATTLE BRANCH 515 116TH AVE NE, STE 174 BELLEVUE, WA 98004	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
OLYMPIC MOUNTAIN RESCUE PO BOX 4244 BREMERTON, WA 98312	N/A	PC:509(A)(1)	TECHNICAL RESCUE RIGGING TRAINING PROJECT	3,900.
Total from continuation sheets				

Part IV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OPERATION NIGHTWATCH PO BOX 21181 SEATTLE, WA 98111	N/A	PC:509(A)(1)	PROJECT READINESS: CPR/FIRST AID TRAINING AND SUPPORT	2,500.
OVERLAKE HOSPITAL FOUNDATION 1035 116TH AVE NE BELLEVUE, WA 98004	N/A	PC:509(A)(1)	EMERGENCY PREPAREDNESS TRAINING PROJECT	10,000.
PACIFIC BALLROOM DANCE 1604 15TH ST SW STE 109 AUBURN, WA 98001	N/A	PC:509(A)(2)	STUDIO FIRE SAFETY AND ENERGY EFFICIENCY PROJECT	1,500.
PACIFIC LUTHERAN UNIVERSITY INC 12180 PARK AVE S TACOMA, WA 98447	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	69.
PACIFIC LUTHERAN UNIVERSITY, KPLU RADIO DIVISION 2601 4TH AVE, STE 150 SEATTLE, WA 98121	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	200.
PACIFIC NORTHWEST CULTURAL EXCHANGE COUNCIL 2715 MERIDIAN ST BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	750.
PACIFIC NORTHWEST DIVISION - CRYSTAL MOUNTAIN VOLUNTEER SKI PATROL 1535 NW 100TH ST SEATTLE, WA 98177	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	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
PCC FARMLAND TRUST 1917 1ST AVE LEVEL A STE 100 SEATTLE, WA 98101		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
PEDIATRIC INTERIM CARE CENTER INC 328 4TH AVE S KENT, WA 98032		N/A	PC:509(A)(1)	INFANT WITHDRAWAL PROGRAM PROJECT	1,000.
PHINNEY NEIGHBORHOOD ASSOCIATION 6532 PHINNEY AVE N SEATTLE, WA 98103		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	625.
PIERCE COUNTY SEARCH AND RESCUE COUNCIL PO BOX 111713 TACOMA, WA 98411		N/A	PC:509(A)(1)	SARCON 2014 WASHINGTON STATE SEARCH AND RESCUE CONFERENCE PROJECT	15,000.
PIONEER ASSOCIATION OF THE STATE OF WASHINGTON 1642 43RD AVE E SEATTLE, WA 98112		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.
PLANNED PARENTHOOD OF THE GREAT NORTHWEST 2001 E MADISON ST SEATTLE, WA 98122		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	68.
POMEROY COMMUNITY CENTER PO BOX 648 POMEROY, WA 99347		N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	250.
Total from continuation sheets					

Part VII **Supplementary Information** (continued)

3a. Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
POMEROY COMMUNITY CENTER PO BOX 648 POMEROY, WA 99347	N/A	PC:509(A)(2)	POMEROY COMMUNITY CENTER HEART TO HEART FOR FAMILIES PROJECT	1,000.
PORT TOWNSEND SUNRISE ROTARY FOUNDATION PO BOX 1474 PORT TOWNSEND, WA 98368	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
PRIDE FOUNDATION 2014 E MADISON ST STE 300 SEATTLE, WA 98122	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	300.
PROGRESSIVE ANIMAL WELFARE SOCIETY INC 15305 44TH AVE W LYNNWOOD, WA 98087	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	162.
PUGET SOUND CHRISTIAN CLINIC 2150 N 122ND ST SEATTLE, WA 98133	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
PURRPECT PALS 230 MCRAE RD NE ARLINGTON, WA 98223	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	112.
PUYALLUP VALLEY ST. FRANCIS HOUSE 322 7TH ST SE PUYALLUP, WA 98372	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	958.

Total from continuation sheets

Part VII **Supplementary Information** (continued)

3a Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
QUALITY BEHAVIORAL HEALTH 400 7TH ST CLARKSON, WA 99403	N/A	PC:509(A)(1)	MONDAY PROGRAM FOR AT-RISK CHILDREN - AGES 4-10	1,000.
READING WITH ROVER 8902 222ND ST SE WOODINVILLE, WA 98077	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
REBOUND OF WHATCOM COUNTY 315 E MCLEOD RD STE 102 BELLINGHAM, WA 98226	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
REGIONAL SPECIAL VEHICLES UNIT 17318 432ND AVE SE NORTH BEND, WA 98045	N/A	PC:509(A)(1)	COMMUNICATION GRANT PROJECT	8,000.
RENTON TECHNICAL COLLEGE 3000 NE 4TH ST RENTON, WA 98056	N/A	PC:509(A)(1)	EMERGENCY OPERATIONS CENTER - EOC PROJECT	10,000.
RHODODENDRON SPECIES FOUNDATION PO BOX 3798 FEDERAL WAY, WA 98063	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	60.
RITECARE OF WASHINGTON 1207 N 152ND ST STE A SHORELINE, WA 98133	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	75.
Total from continuation sheets				

PUGET SOUND ENERGY FOUNDATION

20-4863534

Part XV **Supplementary Information** (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROCHESTER UNITED METHODIST CHURCH PO BOX 78 ROCHESTER, WA 98579	N/A	PC:509(A)(1)	EMERGENCY SERVICE PROJECT	5,100.
RONALD McDONALD HOUSE CHARITIES OF WESTERN WASHINGTON & ALASKA 5130 40TH AVE NE SEATTLE, WA 98105	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	963.
ROTARY CLUB OF ELLENSBURG FOUNDATION PO BOX 234 ELLENSBURG, WA 98926	N/A	PC:509(A)(2)	ELMIRA HOTEL BUILDING COMMUNITY SPACE PROJECT	1,500.
ROTARY FIRST HARVEST 1201 1ST AVE S STE 327 SEATTLE, WA 98134	N/A	PC:509(A)(1)	CORE WORK PROJECT	5,000.
RYTHER 2400 NE 95TH ST SEATTLE, WA 98115	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
SAFE CROSSINGS FOUNDATION 815 1ST AVE 312 SEATTLE, WA 98104	N/A	PC:509(A)(1)	CAMP ERIN FOR GRIEVING CHILDREN PROJECT	2,000.
SAFE STREETS CAMPAIGN 622 TACOMA AVE S STE 1 TACOMA, WA 98402	N/A	PC:509(A)(1)	SAFE NEIGHBORHOODS PROJECT	2,500.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAFEPLACE PO BOX 2002 OLYMPIA, WA 98507	N/A	PC:509(A)(1)	CRISIS INTERVENTION AND ADVOCACY SERVICES PROJECT	5,000.
SAMARYA CENTER 1806 1/2 E YESLER WAY SEATTLE, WA 98122	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	500.
SARTECH PO BOX 1266 NORTH BEND, WA 98045	N/A	PC:509(A)(1)	KING COUNTY EXPLORER SEARCH AND RESCUE COMMAND AND COMMUNICATION VEHICLE REPLACEMENT PROJECT	20,000.
SEABECK CHRISTIAN CONFERENCE 13395 LAGOON DR NW SEABECK, WA 98380	N/A	PC:509(A)(2)	CENTENNIAL CAMPAIGN, JUNIPER MEETING HOUSE PROJECT	2,500.
SEATTLE ART MUSEUM 1300 1ST AVE SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
SEATTLE AUDUBON SOCIETY 8050 35TH AVE NE SEATTLE, WA 98115	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	113.
SEATTLE CHILDREN'S HOSPITAL FOUNDATION MAIL STOP S-200 P.O. BOX 5371 SEATTLE, WA 98145	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	338.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEATTLE CHILDREN'S HOSPITAL FOUNDATION MAIL STOP S-200 P.O. BOX 5371 SEATTLE, WA 98145	N/A	PC:509(A)(1)	WATER SAFETY EDUCATION AND LIFE JACKET GIVEAWAY PROGRAM PROJECT	2,500.
SEATTLE CHILDREN'S HOSPITAL PO BOX 50020 / S-200 SEATTLE, WA 98145	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
SEATTLE CHILDREN'S HOSPITAL PO BOX 5371 MSC RC-507 SEATTLE, WA 98145	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	300.
SEATTLE CHILDREN'S THEATRE ASSOCIATION 201 THOMAS ST SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	1,100.
SEATTLE EDUCATION ACCESS 6920 ROOSEVELT WAY NE STE 355 SEATTLE, WA 98115	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SEATTLE INTERNATIONAL FILM FESTIVAL 305 HARRISON ST. SEATTLE, WA 98109	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	28.
SEATTLE OPERA 1020 JOHN ST SEATTLE, WA 98109	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	25.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEATTLE SYMPHONY ORCHESTRA INC PO BOX 21906 SEATTLE, WA 98111	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	88.
SEATTLE TIMES FUND FOR THE NEEDY PO BOX 70 SEATTLE, WA 98111	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SEATTLE UNIVERSITY 901 12TH AVE SEATTLE, WA 98122	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	13.
SEATTLE'S UNION GOSPEL MISSION PO BOX 202 SEATTLE, WA 98111	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	175.
SENIOR SERVICES OF ISLAND COUNTY 5518 WOODARD AVE FREELAND, WA 98249	N/A	PC:509(A)(1)	HEALTH AND SAFETY OF SENIORS - SENIOR NUTRITION BUSINESS CONTINUITY PROJECT	7,500.
SENIOR SERVICES OF ISLAND COUNTY 5518 WOODARD AVE FREELAND, WA 98249	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	560.
SENIOR SERVICES OF SEATTLE-KING COUNTY 4655 S HOLLY ST SEATTLE, WA 98118	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	413.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
SENIOR SERVICES OF SEATTLE-KING COUNTY PO BOX 96 CARNATION, WA 98014		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	275.
SENIOR SERVICES 2208 2ND AVE STE 100 SEATTLE, WA 98121		N/A	PC:509(A)(1)	MEALS ON WHEELS PROJECT	3,000.
SERVICE CORPS OF RETIRED EXECUTIVES ASSOCIATION - GREATER SEATTLE SCORE 2401 4TH AVE, STE 450 SEATTLE, WA 98121		N/A	PC:509(A)(1)	RECRUIT & TRAIN COUNSELORS TO MENTOR NEW BUSINESS START-UPS, PREPARE & EDUCATE CLIENTS ON DISASTER PLANNING & RECOVERY PROJECT	5,000.
SHALOM ZONE NONPROFIT ASSOCIATION 1415 NE 43RD ST SEATTLE, WA 98105		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	275.
SHUNPIKE ARTS COLLECTIVE DBA SHUNPIKE 3518 FREMONT AVE N, BOX 118 SEATTLE, WA 98103		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SKAGIT LAND TRUST PO BOX 1017 MOUNT VERNON, WA 98273		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	250.
SKAGIT RIVER BALD EAGLE AWARENESS TEAM PO BOX 571 CONCRETE, WA 98237		N/A	PC:509(A)(1)	SKAGIT RIVER BALD EAGLE INTERPRETIVE CENTER PROJECT	5,000.

Total from continuation sheets

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SKAGIT SEARCH & RESCUE COUNCIL 2911 E COLLEGE WAY STE B MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	PURCHASE OF AN INFLATABLE RESCUE CRAFT AND RELATED ACCESSORY PARTS PROJECT	6,800.
SKAGIT VALLEY COLLEGE FOUNDATION C-12 CAMPUS CENTER BUILDING 2405 E COLLEGE WAY MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	88.
SKAGIT-WHATCOM PACIFIC NORTHWEST SCENIC TRAIL MAINTAINING ORG 13595 AVON ALLEN RD MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SKAGIT-WHATCOM PACIFIC NORTHWEST SCENIC TRAIL MAINTAINING ORG 13595 AVON ALLEN RD MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	TRAIL WORK SAFETY SUPPLIES PROJECT	2,300.
SMITHWRIGHT ESTATES 19910 50TH AVE W STE 102 LYNNWOOD, WA 98036	N/A	PC:509(A)(1)	DISASTER PREPAREDNESS PROJECT	2,500.
SNOHOMISH COUNTY PARKS DEPARTMENT SNOHOMISH COUNTY PARKS 6705 PUGET PARK DR SNOHOMISH, WA 98296	N/A	PC:509(A)(1)	MEDICAL RESERVE CORPS PROJECT	2,500.
SNOHOMISH COUNTY VOLUNTEER SEARCH & RESCUE UNIT INC 5506 OLD MACHIAS RD SNOHOMISH, WA 98290	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	438.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business) 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
SNOHOMISH COUNTY VOLUNTEER SEARCH & RESCUE UNIT INC 5506 OLD MACHIAS RD SNOHOMISH, WA 98290	N/A	PC:509(A)(1)	TEAM DEVELOPMENT, EQUIPMENT AND COMMUNICATIONS SUPPORT PROJECT	15,000.
SOUND MENTAL HEALTH 1600 E OLIVE ST SEATTLE, WA 98122	N/A	PC:509(A)(1)	CHILDREN'S DOMESTIC VIOLENCE RESPONSE TEAM PROGRAM PROJECT	5,000.
SOUTH PUGET SOUND COMMUNITY COLLEGE FOUNDATION 2011 MOTTMAN RD SW OLYMPIA, WA 98512	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SOUTH PUGET SOUND MOBILE SEARCH AND RESCUE PO BOX 4074 TUMWATER, WA 98501	N/A	PC:509(A)(1)	REDHAWK SITUATIONAL AWARENESS MICROPHONES THAT WILL ADAPT TO MOBILE/PORTABLE RADIOS GRANTED BY 2012 PSE GRANT PROJECT	5,000.
SOUTH SOUND YOUNG MEN'S CHRISTIAN ASSOCIATION 1530 YELM HWY SE OLYMPIA, WA 98501	N/A	PC:509(A)(1)	FACILITY-WIDE PUBLIC ADDRESS SYSTEM AT THE OLYMPIA DOWNTOWN YMCA PROJECT	2,000.
SOUTH WHIDBEY GOOD CHEER INC PO BOX 144 LANGLEY, WA 98260	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	100.
SPECIAL OLYMPICS WASHINGTON 1809 7TH AVE STE 1509 SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	18.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
ST. GEORGE'S COPTIC ORTHODOX CHURCH PO BOX 876 KIRKLAND, WA 98083		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
ST. JAMES EPISCOPAL CHURCH 24447 94TH AVE S KENT, WA 98030		N/A	PC:509(A)(1)	ST. JAMES RED CROSS SHELTER PROJECT	3,000.
SUQUAMISH UNITED CHURCH OF CHRIST-- SUQUAMISH COMMUNITY KITCHEN 18732 DIVISION AVE NE SUQUAMISH, WA 98392		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
SUSAN G. KOMEN BREAST CANCER FOUNDATION 112 5TH AVE N SEATTLE, WA 98109		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	213.
SWEDISH MEDICAL CENTER FOUNDATION 747 BROADWAY SEATTLE, WA 98122		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	100.
TACOMA AREA COALITION OF INDIVIDUALS WITH DISABILITIES 6315 S 19TH ST TACOMA, WA 98466		N/A	PC:509(A)(2)	EMERGENCY PREPAREDNESS FOR INDIVIDUALS WITH DISABILITIES PROJECT	2,000.
TACOMA ART MUSEUM 1701 PACIFIC AVE TACOMA, WA 98402		N/A	PC:509(A)(2)	LIFE SAVING PROTOCOL PROJECT	2,000.

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TENNIS OUTREACH PROGRAMS OF PUGET SOUND 10822 117TH PL NE KIRKLAND, WA 98033	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
THE BOEING EMPLOYEES CHOIR 19251 98TH AVE S RENTON, WA 98055	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	750.
THE HYDROPLANE AND RACEBOAT MUSEUM 5917 S 196TH ST KENT, WA 98032	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
THE MOUNTAINS TO SOUND GREENWAY TR 911 WESTERN AVE STE 203 SEATTLE, WA 98104	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	38.
THE MOUNTAINS TO SOUND GREENWAY TR 911 WESTERN AVE STE 203 SEATTLE, WA 98104	N/A	PC:509(A)(1)	MIDDLE FORK SNOQUALMIE VISITOR SAFETY IMPROVEMENTS PROJECT	2,500.
THE NATURE CONSERVANCY OF WASHINGTON 1917 1ST AVE SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	150.
THE SALVATION ARMY - EVERETT CORPS COMMUNITY CENTER PO BOX 1184 EVERETT, WA 98206	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	60.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SALVATION ARMY NORTHWEST DIVISIONAL HEADQUARTERS 111 QUEEN ANNE AVE N, STE 300 SEATTLE, WA 98109	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
THE SEATTLE ACADEMY OF ARTS AND SCIENCES 1432 15TH AVE SEATTLE, WA 98122	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	75.
THORP MILL TOWN HISTORICAL PRESERVATION SOCIETY PO BOX 7 THORP, WA 98946	N/A	PC:509(A)(1)	MONITORED FIRE ALARM SYSTEM PROJECT	3,500.
TIBETAN ASSOCIATION OF WASHINGTON PO BOX 77623 SEATTLE, WA 98177	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
TOGETHER CENTER 16225 NE 87TH ST STE A-5 REDMOND, WA 98052	N/A	PC:509(A)(2)	FRONT DOOR SERVICES - MULTIPLE LANGUAGE INFORMATION SCREEN PROJECT	2,000.
TOGETHER 418 CARPENTER RD SE STE 203 LACEY, WA 98503	N/A	PC:509(A)(1)	FAMILY LIBRARY NIGHTS PROJECT	1,000.
TREEHOUSE 2100 24TH AVE S STE 200 SEATTLE, WA 98144	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	425.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	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
UNITED WAY OF CENTRAL WASHINGTON 116 S 4TH ST YAKIMA, WA 98901		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	6,000.
UNITED WAY OF CHELAN & DOUGLAS COUNTIES PO BOX 488 WENATCHEE, WA 98807		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	6,000.
UNITED WAY OF COWLITZ COUNTY 1338 COMMERCE AVE STE 201 LONGVIEW, WA 98632		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	2,500.
UNITED WAY OF ISLAND COUNTY PO BOX 798 OAK HARBOR, WA 98277		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	10,000.
UNITED WAY OF KING COUNTY 720 2ND AVE SEATTLE, WA 98104		N/A	PC:509(A)(1)	TO SUPPORT KING/KITSAP COUNTY RED CROSS \$20,000; \$30,000 UNRESTRICTED PROJECT	50,000.
UNITED WAY OF KITSAP COUNTY 645 4TH ST STE 100 BREMERTON, WA 98337		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	20,000.
UNITED WAY OF LEWIS COUNTY 450 NW PACIFIC AVE CHEHALIS, WA 98532		N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	5,000.
Total from continuation sheets					

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNITED WAY OF PIERCE COUNTY PO BOX 22156 TACOMA, WA 98401	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25,000.
UNITED WAY OF SKAGIT COUNTY PO BOX 451 BURLINGTON, WA 98233	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	20,000.
UNITED WAY OF SNOHOMISH COUNTY 3120 MCDUGALL AVE EVERETT, WA 98201	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	21,000.
UNITED WAY OF THURSTON COUNTY 1211 4TH AVE E STE 101 OLYMPIA, WA 98506	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25,000.
UNITED WAY OF WALLA WALLA COUNTY PO BOX 1134 WALLA WALLA, WA 99362	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	2,500.
UNITED WAY OF WHATCOM COUNTY 1511 CORNWALL AVE BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	20,000.
UNIVERSITY OF WASHINGTON - DEPARTMENT OF COMMUNICATIONS BOX 353740 SEATTLE, WA 98195	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	500.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

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)					
UNIVERSITY OF WASHINGTON FOUNDATION - SEATTLE 4333 BROOKLYN AVE NE, BOX 359505 SEATTLE, WA 98195	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	675.
VALHALLA CANINE RESCUE PO BOX 1092 GRAHAM, WA 98338	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
VILLAGE THEATRE 303 FRONT ST N ISSAQUAH, WA 98027	N/A		PC:509(A)(1)	VILLAGE THEATRE'S SAFETY PROGRAM AND EMERGENCY PREPAREDNESS PLAN PROJECT	2,500.
VIRGINIA MASON MEDICAL CENTER, BAILEY-BOUSHAY HOUSE DIVISION PO BOX 1930, M.S.: D1-M.P. SEATTLE, WA 98111	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	375.
VISION HOUSE PO BOX 2951 RENTON, WA 98056	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
VOICE OF VASHON PO BOX 2397 VASHON, WA 98070	N/A		PC:509(A)(1)	IMPROVED COVERAGE: VASHON EMERGENCY BROADCAST SYSTEM PROJECT	5,000.
VOLUNTEERS OF AMERICA INC - WESTERN WASHINGTON PO BOX 839 EVERETT, WA 98206	N/A		PC:509(A)(1)	GENERAL & UNRESTRICTED	350.

Total from continuation sheets

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WASHINGTON ELKS THERAPY PROGRAM FOR CHILDREN INC PO BOX 110760 TACOMA, WA 98411	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	52.
WASHINGTON ENVIRONMENTAL COUNCIL 1402 3RD AVE STE 1400 SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	38.
WASHINGTON INFORMATION NETWORK 2-1-1 23130 224TH PL SE STE 103 MAPLE VALLEY, WA 98038	N/A	PC:509(A)(1)	WASHINGTON INFORMATION NETWORK 2-1-1 DISASTER RESPONSE FOR PIERCE AND THURSTON COUNTY PROJECT	20,000.
WASHINGTON NATIVE PLANT SOCIETY 6310 NE 74TH ST STE 215E SEATTLE, WA 98115	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	188.
WASHINGTON STATE UNIVERSITY FOUNDATION PO BOX 641927 PULLMAN, WA 99164	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	225.
WASHINGTON TRAILS ASSOCIATION 705 2ND AVE STE 300 SEATTLE, WA 98104	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	368.
WELLSPRING FAMILY SERVICES 1900 RAINIER AVE S SEATTLE, WA 98144	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	50.
Total from continuation sheets				

Part XV Supplementary Information (continued)**3a** Grants and Contributions Paid During the Year

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)					
WESTGATE CHAPEL 22901 EDMONDS WAY EDMONDS, WA 98020	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		125.
WHATCOM COUNTY SEARCH AND RESCUE COUNCIL 1041 W SMITH RD BELLINGHAM, WA 98226	N/A	PC:509(A)(1)	SWIFTWATER RESCUE ROPE, COMMUNICATIONS AND WATER/GROUND SAFETY EQUIPMENT/K9 TRAINING		15,000.
WHATCOM HUMANE SOCIETY 2172 DIVISION ST BELLINGHAM, WA 98226	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		50.
WHATCOM VOLUNTEER CENTER 301 W HOLLY ST STE M-06 BELLINGHAM, WA 98225	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		100.
WHIDBEY ANIMALS IMPROVEMENT FOUNDATION PO BOX 1108 COUPEVILLE, WA 98239	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		850.
WHITE CENTER EMERGENCY FOOD ASSOCIATION 10829 8TH AVE SW SEATTLE, WA 98146	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		900.
WOLF HAVEN INTERNATIONAL 3111 OFFUT LAKE RD SE TENINO, WA 98589	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED		20.
Total from continuation sheets					

Part XV Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WOMEN'S FUNDING ALLIANCE 500 UNION ST SEATTLE, WA 98101	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	125.
WORLD IS FUN 7551 15TH AVE NW STE B SEATTLE, WA 98117	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	25.
WORLD VISION 34834 WEYERHAEUSER WAY S FEDERAL WAY, WA 98001	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	800.
WORLD VISION 34834 WEYERHAEUSER WAY S FEDERAL WAY, WA 98001	N/A	PC:509(A)(1)	REMOTE EMERGENCY PREPAREDNESS AND RESPONSE PROJECT	10,000.
WOUNDED WARRIOR PROJECT INC - WA CHAPTER 2223 ALASKAN WAY, #220 SEATTLE, WA 98121	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	30.
YOUNG MEN'S CHRISTIAN ASSOCIATION OF PIERCE AND KITSAP COUNTIES 4717 S. 19TH ST, STE 201 TACOMA, WA 98405	N/A	PC:509(A)(1)	YMCA CAMP SEYMOUR TWO-WAY RADIO COMMUNICATION UPGRADE PROJECT	5,000.
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF OLYMPIA 220 UNION AVE SE OLYMPIA, WA 98501	N/A	PC:509(A)(2)	THE OTHER BANK FORKIDS HYGIENE KITS PROJECT	5,000.
Total from continuation sheets				

Part VII Supplementary Information (continued)**3a Grants and Contributions Paid During the Year**

Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF SEATTLE-KING COUNTY-SNOHOMISH CO 1118 5TH AVE SEATTLE, WA 98101	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	743.
YOUTH EASTSIDE SERVICES 999 164TH AVE NE BELLEVUE, WA 98008	N/A	PC:509(A)(1)	YES YOUTH ANTI-VIOLENCE INITIATIVES TEEN DATING VIOLENCE & ANTI-BULLYING PROGRAMS PROJECT	5,000.
YOUTHNET PO BOX 217 MOUNT VERNON, WA 98273	N/A	PC:509(A)(1)	GENERAL & UNRESTRICTED	13.
YWCA OF SEATTLE-KING COUNTY- SNOHOMISH COUNTY 1118 5TH AVE SEATTLE, WA 98101	N/A	PC:509(A)(2)	GENERAL & UNRESTRICTED	245.

Total from continuation sheets

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
RETURNED GRANTS	38.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	38.	0.		

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	28,358.	28,358.		0.
TO FORM 990-PF, PG 1, LN 16C	28,358.	28,358.		0.

FORM 990-PF	TAXES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	11,397.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,397.	0.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	35.	0.		35.
ADMINISTRATIVE FEES	107,119.	0.		107,119.
BANK FEES	25.	25.		0.
TO FORM 990-PF, PG 1, LN 23	107,179.	25.		107,154.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
57,852 SHS AMERICAN EUROPACIFICGROWTH CLASS F	2,560,846.	2,823,196.
252,885 SHS BLACKROCK TOTAL RETURN PORTFOLIO	2,838,265.	2,882,889.
65,875 SHS DODGE & COX FUNDS INTERNATIONAL STOCK FUND	2,614,240.	2,835,271.
140132 SHS JPMORGAN HIGH YIELD BOND FUND SELECT	1,032,000.	1,118,252.
371,168 SHS PIMCO TOTAL RETURN FUND	3,965,728.	3,967,785.
89,933 SHS T ROWE PRICE INSTITUTIONAL LARGE CAP GROWTH FUND	1,680,861.	2,451,567.
35,599 SHS VANGUARD INFLATION-PROTECTED SEC FD-AD	863,175.	906,706.
76,926 SHS DFA U.S. LARGE CAP VALUE PORTFOLIO	1,388,654.	2,432,385.
15,526 SHS VANGUARD 500 IDX FD SIGNAL SHS	1,409,891.	2,184,769.
35,549 SHS VANGUARD SMALL CAP INDEX FUND SIGNAL SHARES	952,305.	1,688,231.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,305,965.	23,291,051.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT	
ANDY W. WAPPLER 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	PRESIDENT/CHAIRMAN/DIRECTOR 1.00	0.	0.	0.
MARLA D. MELLIES 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
DANIEL A. DOYLE 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	VICE PRESIDENT/DIRECTOR 1.00	0.	0.	0.
DONALD E. GAINES 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	DIRECTOR/TREASURER 1.00	0.	0.	0.
PAUL M. WIEGAND 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	DIRECTOR/SECRETARY 1.00	0.	0.	0.
SANDRA CARSON 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	EXECUTIVE DIRECTOR 1.00	0.	0.	0.
BRANDON LOHSE 501 SILVERSIDE ROAD STE 123 WILMINGTON, DE 19809	DIRECTOR/TREASURER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GENERAL EXPLANATION

STATEMENT 7

FORM 990-PF, PART VII-B, LINE 1A(3)

PUGET SOUND ENERGY, A SUBSTANTIAL CONTRIBUTOR, PROVIDED THE ADMINISTRATIVE SERVICES OF AN EMPLOYEE FOR FOUNDATION BUSINESS. THE EMPLOYEE'S SERVICES WERE PROVIDED FREE OF CHARGE. THIS ACTIVITY IS NOT AN ACT OF SELF-DEALING AS CODIFIED IN I.R.C. SECTION 4941(D)(2)(C).