



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

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.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation		A Employer identification number 20-5364754		
FERGUSON FOUNDATION				
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1246		Room/suite		
City or town, state or province, country, and ZIP or foreign postal code MOUNT VERNON, WA 98273				
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		B Telephone number 360-424-0833		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,599,130. (Part I, column (d) must be on cash basis.)		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
Revenue	1 Contributions, gifts, grants, etc., received			N/A
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	85,660.	75,100.	STATEMENT 1
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	21,914.		
	b Gross sales price for all assets on line 6a	171,394.		
	7 Capital gain net income (from Part IV, line 2)		21,914.	
	8 Net short-term capital gain			
	9 Income modifications			
	Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross-profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	107,574.	97,014.		
13 Compensation of officers, directors, trustees	5,615.	0.	0.	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes	4,208.	341.	0.	
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	132.	0.	0.	
24 Total operating and administrative expenses. Add lines 13 through 23	9,955.	341.	0.	
25 Contributions, gifts, grants paid	132,000.		132,000.	
26 Total expenses and disbursements. Add lines 24 and 25	141,955.	341.	132,000.	
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<34,381. >			
b Net investment income (if negative, enter -0-)		96,673.		
c Adjusted net income (if negative, enter -0-)			N/A	

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
Assets	1 Cash - non-interest-bearing	32,648.	97,733.	97,733.
	2 Savings and temporary cash investments			
	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	STMT 4	419,750.	343,604.
	b Investments - corporate stock	STMT 5	1,494,659.	1,421,325.
	c Investments - corporate bonds	STMT 6	25,005.	75,019.
	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)		1,972,062.	1,937,681.
				2,599,130.
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 ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		1,972,062.	1,937,681.
	30 Total net assets or fund balances		1,972,062.	1,937,681.
	31 Total liabilities and net assets/fund balances		1,972,062.	1,937,681.

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	1,972,062.
2 Enter amount from Part I, line 27a	2	<34,381.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	1,937,681.
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	1,937,681.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENT				
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	171,394.		149,480.		21,914.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					21,914.
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		21,914.
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	97,250.	2,298,792.	.042305
2011	109,770.	2,255,155.	.048675
2010	109,446.	2,123,693.	.051536
2009	79,431.	1,783,953.	.044525
2008	101,143.	2,179,293.	.046411

2 Total of line 1, column (d)

2 **.233452**

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 **.046690**

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 **2,524,273.**

5 Multiply line 4 by line 3

5 **117,858.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 **967.**

7 Add lines 5 and 6

7 **118,825.**

8 Enter qualifying distributions from Part XII, line 4

8 **132,000.**

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

6a 2,000.

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 2,000.

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ►

1,033. | Refunded ►

11 0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?

1b Yes No *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*1c Yes No

c Did the foundation file Form 1120-POL for this year?

2 Yes No

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

3 Yes No

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

4 Yes No

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

5 Yes No *If "Yes," attach a detailed description of the activities.*6 Yes No 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*7 Yes No

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

8 Yes No

b If "Yes," has it filed a tax return on Form 990-T for this year?

9 Yes No

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

10 Yes No *If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

11 Yes No

● By language in the governing instrument, or

12 Yes No

● 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?

13 Yes No 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*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

WA

14 Yes No 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*15 Yes No 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*16 Yes No 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	<input checked="" type="checkbox"/>
14	The books are in care of ► WILLIAM J TOOMEY, CPA Located at ► 1128 E FAIRHAVEN AVE., BURLINGTON, WA	Telephone no. ► 360-424-0833 ZIP+4 ► 98233	
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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	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. ►	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 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.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	<input checked="" type="checkbox"/>
		4b	<input checked="" type="checkbox"/>

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

►

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

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.

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

 Yes No

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

N/A

►

7b

Part VIII: Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SCOTT K FERGUSON 12454 GWEN DRIVE NO. 7 BURLINGTON, WA 98233	TRUSTEE AND PRESIDENT 0.25	1,400.	0.	0.
WILLIAM J TOOMEY PO BOX 1370 BURLINGTON, WA 98233	TRUSTEE AND TREASURER 0.75	3,715.	0.	0.
ERNA SNIPES 1505 E. SECTION STREET MOUNT VERNON, WA 98274	TRUSTEE AND SECRETARY 0.25	500.	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

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
NONE		

Total number of others receiving over \$50,000 for professional services

► 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	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	2,443,255.
b	Average of monthly cash balances	1b	119,459.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,562,714.
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	2,562,714.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,441.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,524,273.
6	Minimum investment return. Enter 5% of line 5	6	126,214.

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	126,214.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	967.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	967.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	125,247.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	125,247.
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	125,247.

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	132,000.
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	132,000.
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	967.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	131,033.

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				125,247.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
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		3,670.		
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 132,000.			0.	
a Applied to 2012, but not more than line 2a				
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				125,247.
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))		6,753.		
6 Enter the net total of each column as indicated below:		0.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		10,423.		
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		0.		0.
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		10,423.		
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010		3,670.		
c Excess from 2011				
d Excess from 2012				
e Excess from 2013		6,753.		

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ►
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
	b 85% of line 2a					
	c Qualifying distributions from Part XII, line 4 for each year listed					
	d Amounts included in line 2c not used directly for active conduct of exempt activities					
	e Qualifying distributions made directly for active conduct of exempt activities.					
	Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
	a "Assets" alternative test - enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
	b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
	c "Support" alternative test - enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c. Any submission deadlines:

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

[Part XV] Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WESTERN WASHINGTON UNIVERSITY 516 HIGH STREET BELLINGHAM, WA 98225	NONE	OTHER PUBLIC CHARITY	SCHOLARSHIPS FOR POST-SECONDARY EDUCATION	5,000.
UNIVERSITY OF WASHINGTON FOUNDATION BOX 359505 SEATTLE, WA 98195	NONE	OTHER PUBLIC CHARITY	SCHOLARSHIPS FOR POST-SECONDARY EDUCATION	15,000.
BELLINGHAM TECHNICAL COLLEGE FOUNDATION 3028 LINDBERGH AVENUE BELLINGHAM, WA 98225	NONE	OTHER PUBLIC CHARITY	SCHOLARSHIPS FOR POST-SECONDARY EDUCATION	10,000.
KCTS 9 401 MERCER STREET SEATTLE, WA 98109	NONE	OTHER PUBLIC CHARITY	SUPPORT FOR PUBLIC TELEVISION	2,000.
MICHIGAN STATE UNIVERSITY 220 TROWBRIDGE ROAD EAST LANSING, MI 48824	NONE	OTHER PUBLIC CHARITY	SCHOLARSHIPS FOR POST-SECONDARY EDUCATION	10,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 132,000.
b Approved for future payment				
NONE				
Total				► 3b 0.

FERGUSON FOUNDATION

20-5364754

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a
b
c
d
e
f

g Fees and contracts from government agencies

2 Membership dues and assessments**3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****5 Net rental income or (loss) from real estate:**

a Debt-financed property
b Not debt-financed property

6 Net rental income or (loss) from personal property**7 Other investment income****8 Gain or (loss) from sales of assets other than inventory****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue:**

a
b
c
d
e

12 Subtotal. Add columns (b), (d), and (e)

14 85,660.

13 Total. Add line 12, columns (b), (d), and (e)

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

34 21,914.

13 107,574.

0.

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4&8	THE FOUNDATION INVESTS IN DIVIDEND PAYING STOCKS AND BONDS WITH YIELDS TO SUPPORT THE FOUNDATION'S CHARITABLE PURPOSE

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?

a. Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

of which preparer has any
BEST DEN

Signature of officer or trustee

2

114

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

Signature of officer or trustee		Date	Title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN	
	WILLIAM J. TOOMEY	<i>William J. Toomey</i>	1/29/14	P00283704		
	Firm's name ► WILLIAM J. TOOMEY, C.P.A.			Firm's EIN ► 26-1687071		
Firm's address ► PO BOX 1370 BURLINGTON, WA 98233-0617			Phone no. 360-424-0833			

FERGUSON FOUNDATION

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 1000 SH PACCAR			P	08/04/03	01/07/13
b 1000 SH PACCAR			P	08/04/03	03/13/13
c PASADENA TX LT GO 4.5% 2/15/23			P	12/12/07	02/15/13
d NEVADA ST MUN BD BK 4.625% 8/1/28			P	12/12/07	03/22/13
e NEVADA ST WTR POLLTN 4.625% 8/1/23			P	12/12/07	08/01/13
f SEATTLE WA MUN & PWR REV 5% 11/04/28			P	12/12/07	11/01/13
g					
h					
i					
j					
k					
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 46,252.		36,667.			9,585.
b 50,142.		36,667.			13,475.
c 30,000.		30,178.			<178. >
d 10,000.		10,040.			<40. >
e 15,000.		15,279.			<279. >
f 20,000.		20,649.			<649. >
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					9,585.
b					13,475.
c					<178. >
d					<40. >
e					<279. >
f					<649. >
g					
h					
i					
j					
k					
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	21,914.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } 3				N/A	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
D.A. DAVIDSON	85,660.	0.	85,660.
TOTAL TO FM 990-PF, PART I, LN 4	85,660.	0.	85,660.

FORM 990-PF	TAXES	STATEMENT	2
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	341.	341.		0.
EXCISE TAXES PAID	3,867.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,208.	341.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES AND FEES	45.	0.		0.
POSTAGE	87.	0.		0.
TO FORM 990-PF, PG 1, LN 23	132.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 4

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	X		122,103.	128,635.
SEE ATTACHED SCHEDULE		X	221,501.	221,537.
TOTAL U.S. GOVERNMENT OBLIGATIONS			122,103.	128,635.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			221,501.	221,537.
TOTAL TO FORM 990-PF, PART II, LINE 10A			343,604.	350,172.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	1,421,325.	2,084,765.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,421,325.	2,084,765.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	75,019.	66,460.
TOTAL TO FORM 990-PF, PART II, LINE 10C	75,019.	66,460.

George B. and Ruth Elizabeth Ferguson Foundation
 EIN 20-5364754
 Attachments to Form 990
 Return of Private Foundation
 2013 - See Statement 4

Form 990, Page 2, Part II, Item 10a, Investments - US and State Government Obligations

		End of Year	
		Book Value	Market Value
100,000.00	US Treasury Bond, 6.25%, matures 8-15-23	\$ 121,617	\$ 128,469
25,000.00	GNMA P152278, zero coupon, matures 2016	486	166
	Total US Government Securities	\$ 122,103	\$ 128,635
30,000.00	Allen Tx, 4.3%, matures 8-15-21	30,155	31,085
30,000.00	Arlington Tex Ind Sch Dist 4.125%, matures 8-15-21	29,704	30,842
20,000.00	Central PugetWA Regl Tran, 4.75%, matures 2-1-28	20,105	20,042
20,000.00	King Cnty Wash Swr Rev, 4.5%, matures 1-1-32	19,739	20,000
20,000.00	Klein Tex Indpt Sch Dist, 4.5%, matures 1-7-05	19,844	21,347
10,000.00	Lanse Creuse MI Pub Sch, 6.543%, matures 5/1/35	10,060	10,203
20,000.00	Lewis Cnty WA Pub Hosp, 6.875%, matures 12/01/35	20,552	20,006
20,000.00	Port of Bellingham Tax Build Amer, 6.25%, matures 12/01/25	20,005	21,306
10,000.00	Puerto Rico Cmwth UTGO, 5.125%, matures 7-1-37	10,005	6,165
20,000.00	Tacoma Wash, 5.0%, matures 12-1-26	20,838	20,882
20,000.00	WA St Hlth Care Facs Auth Rev, 5.5%, matures 8-15-42	20,494	19,659
	Total State Obligations	\$ 221,501	\$ 221,537
	Total Value of US Government and State Obligations	\$ 343,604	\$ 350,172

George B. and Ruth Elizabeth Ferguson Foundation

EIN 20-5364754

Attachments to Form 990

Return of Private Foundation

2013 - See Statement 5

Form 990, Page 2, Part II, Item 10b, Investments - corporate stocks

Description	No Shares	End of Year	
		Book Value	Market Value
A T & T Inc	2000	\$ 52,062	\$ 70,320
Altria Group Inc	2000	51,105	76,780
American Electric Power Co	1000	43,275	46,740
American Electric Power Co	1000	43,200	46,740
B & G Foods Inc	5000	94,331	169,550
Blackrock Credit Allocation	2000	26,205	26,120
Brown Forman	750	28,719	56,678
Brown Forman	250	7,800	18,893
Brown Forman	500	18,259	37,785
Chevron	225	14,801	28,105
Chevron	275	19,597	34,350
Chevron	500	49,755	62,455
ConocoPhillips	200	10,437	14,130
Conoco Phillips	300	10,638	21,195
Conoco Phillips	500	30,666	35,325
Consolidated Edison	400	13,925	22,112
Consolidated Edison	1600	64,439	88,448
Duke Energy Corp	1333	59,752	91,990
Duke Energy Corp	667	43,947	46,030
Encana Corp	2000	56,222	36,100
Nordstrom	1000	30,698	61,800
Paccar	13000	476,666	769,210
Power Shares ETF	2000	36,305	33,880
PPL Corporation	1000	28,795	30,090
PPL Corporation	1000	28,555	30,090
Verizon Communications	2000	65,305	98,280
Weyerhaeuser Co	1000	15,865	31,570
Total Value of Corporate Stocks		\$ 1,421,325	\$ 2,084,765

George B. and Ruth Elizabeth Ferguson Foundation
EIN 20-5364754
Attachments to Form 990
Return of Private Foundation
2013 - See Statement 6

Form 990, Page 2, Part II, Item 10c, Investments - Corporate Bonds

		End of Year
	Book Value	Market Value
1,000 00	Aflac Inc, 5 5%, Matures 9/15/52	\$ 25,005
1,000 00	Firstmerit Corporation (FMERL) 5 875% Ser A	\$ 25,007
1,000 00	Pitney Bowes Inc (pbi P) 6 7% sr notes 3/7/43	\$ 25,007
		\$ 75,019
		\$ 66,460

Page 1 of 1



Washington Nonprofit Corporation

See attached detailed instructions

Standard Filing Fee \$20.00

PL. # 1085
10/29/13

Filing Fee with Expedited Service \$70.00

This Box For Office Use Only

UBI Number:

ARTICLES OF AMENDMENT

Chapter 24.03 RCW

SECTION 1

NAME OF CORPORATION: (as currently recorded with the Office of the Secretary of State)

George B. and Ruth Elizabeth Ferguson Foundation

SECTION 2

ARTICLES OF AMENDMENT WERE ADOPTED BY: (please check and complete one of the following)

The amendment was adopted by a meeting of members held: (Date) October 29, 2013
A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

The amendment was adopted by a consent in writing and signed by all members entitled to vote.

There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held: (Date) _____

SECTION 3

AMENDMENTS TO ARTICLES ON FILE: (if necessary, attach additional information)

The name of the organization is chaged to the FERGUSON FOUNDATION.

SECTION 4

EFFECTIVE DATE OF ARTICLES OF AMENDMENT: (please check one of the following)

Upon filing by the Secretary of State

Specific Date: _____ (Specified effective date must be within 30 days AFTER the Articles of Amendment have been filed by the Office of the Secretary of State)

SECTION 5

SIGNATURE: (see instructions page)

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

William J. Ferguson, Treasurer
Signature Printed Name and Title 10/29/13 Date 360-424-0833 Phone

Corporations Division - Registration Data Search

FERGUSON FOUNDATION

[Purchase Documents for this Corporation »](#)

UBI Number	602778833
Category	REG
Profit/Nonprofit	Nonprofit
Active/Inactive	Active
State Of Incorporation	WA
WA Filing Date	11/08/2007
Expiration Date	11/30/2014
Inactive Date	
Duration	Perpetual
Registered Agent Information	
Agent Name	William Toomey
Address	1128 E FAIRHAVEN AVE
City	BURLINGTON
State	WA
ZIP	98233
Special Address Information	
Address	PO Box 1246
City	MOUNT VERNON
State	WA
Zip	98273

Governing Persons

Title	Name	Address
President	Ferguson, Scott	12454-7 GWEN DRIVE BURLINGTON, WA 98233
Secretary	Snipes, Erna	1505 E Section Street MOUNT VERNON, WA 98274
Treasurer	TOOMEY, WILLIAM	3581 N WOODLAND DR MOUNT VERNON, WA 98274

[Purchase Documents for this Corporation »](#)