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Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations) ▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS generally cannot redact the information on the form. ▶ Information about Form 990 and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2013 Open to Public Inspection
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A For the 2013 calendar year, or tax year beginning 01-01-2013 , 2013, and ending 12-31-2013			
B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization CREDIT UNIONS IN THE STATE OF WASHINGTON		D Employer identification number 91-0219435
	Doing Business As Boeing Employees' Credit Union		E Telephone number (206) 439-5700
	Number and street (or P O box if mail is not delivered to street address) PO Box 97050	Room/suite	
	City or town, state or province, country, and ZIP or foreign postal code Seattle, WA 98124		G Gross receipts \$ 529,295,862
F Name and address of principal officer Katherine Elser 12770 Gateway Dr Tukwila, WA 98168			
I Tax-exempt status ☐ 501(c)(3) ☒ 501(c) (14) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527		H(a) Is this a group return for subordinates? ☐ Yes ☒ No H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list (see instructions)	
J Website: ▶ www.becu.org		H(c) Group exemption number ▶	
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶		L Year of formation 1935	M State of legal domicile WA

Part I		Summary	
Activities & Governance	1 Briefly describe the organization's mission or most significant activities BECU is a cooperative society organized under Washington law as a nonprofit corporation for the purposes of promoting thrift among its members and creating a source of credit for them at fair and reasonable rates of interest. BECU is dedicated to the philosophy of "people helping people" and will strive to serve its members by providing superior financial products and services.		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	12
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	12
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	1,455
	6 Total number of volunteers (estimate if necessary)	6	12
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	1,520,213
	b Net unrelated business taxable income from Form 990-T, line 34	7b	887,420
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	0	0
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	516,261,333	496,415,637
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	30,203,713	32,366,772
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	119,015	229,908
		546,584,061	529,012,317
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	1,684,849	1,471,791
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	92,762,235	98,525,907
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b Total fundraising expenses (Part IX, column (D), line 25) $\rightarrow$ 0		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	310,793,611	219,579,515
	18 Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	405,240,695	319,577,213
	19 Revenue less expenses. Subtract line 18 from line 12	141,343,366	209,435,104
Net Assets or Fund Balances		Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	11,094,203,476	11,933,480,219
	21 Total liabilities (Part X, line 26)	10,175,253,253	10,793,499,358
	22 Net assets or fund balances. Subtract line 21 from line 20	918,950,223	1,139,980,861

Part II	Signature Block
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 officer) is based on all information of which preparer has any knowledge	

Sign Here	Signature of officer			2014-08-15	
	Shawn Mulqueeney Controller Type or print name and title			Date	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
	Check ☐ if self-employed		PTIN		
	Firm's name			Firm's EIN	
	Firm's address			Phone no	

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

Check if Schedule O contains a response or note to any line in this Part III ☐

BECU is a cooperative society organized under Washington law as a nonprofit corporation for the purposes of promoting thrift among its members and creating a source of credit for them at fair and reasonable rates of interest. BECU is dedicated to the philosophy of "people helping people" and will strive to serve its members by providing superior financial products and services.

If "Yes," describe these new services on Schedule O

If "Yes," describe these changes on Schedule O

4a	(Code	) (Expenses \$	including grants of \$	) (Revenue \$
	Total 843,440 members, 83,153 new members for 2013, 103,255 loans originated totaling \$5,014,638,000			

[illegible][illegible]

4e	Total program service expenses	0
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Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		No
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> 	Yes	
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		No
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		No
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> 	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		No
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> 	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> 	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> 	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		No
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i>		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		No
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	Yes	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . .	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	Yes	
3b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.		No
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	12	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	12	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	15a	Yes
15b	Other officers or key employees of the organization	15b	Yes
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	Yes
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	No

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed▶
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶Katherine Elser 12770 Gateway Drive Tukwila, WA 98168 (206) 439-5700

Check if Schedule O contains a response or note to any line in this Part VII ☐

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

Form **990** (2013)

Part VII

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	9,501,348	130,683	607,413

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3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	Yes	
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5		No

Section B. Independent Contractors

Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
DNA Brand Mechanics 1932 1st Avenue Seattle WA 98101	Branding & Advertising	6,109,651
Prime Valuation Services LLC PO Box 190 Hopkins MN 55343	Residential Property Evaluations	1,282,221
K&L Gates LLP 925 Fourth Avenue Seattle WA 98104	Legal services	862,733
Toolcase LLC 5300 DTC Pkwy Greenwood Village CO 80111	Fraud Monitoring & Detection and BSA Compliance	608,588
IMG College LLC 540 N Trade St Winston Salem NC 27101	Sponsorship Marketing	561,540

\$100,000 of compensation from the organization ▶26

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns . . .	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f					
	g	Noncash contributions included in lines 1a-1f \$						
	h	Total. Add lines 1a-1f			0			
Program Service Revenue			Business Code					
	2a	Loan Interest Income	522130	326,299,864	326,299,864	0	0	
	b	Fee Income	522130	108,723,540	107,584,379	1,139,161	0	
	c	Broker Income	523000	5,152,460	5,152,460	0	0	
	d	Credit Life Insurance & AD&D Insurance	524298	1,926,205	1,926,205	0	0	
	e							
	f	All other program service revenue		54,313,568	54,190,803	122,765	0	
	g	Total. Add lines 2a-2f			496,415,637			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		32,366,772	0	0	32,366,772	
	4	Income from investment of tax-exempt bond proceeds . . .		0	0	0	0	
	5	Royalties		0	0	0	0	
			(i) Real	(ii) Personal				
	6a	Gross rents	203,408	33,946				
	b	Less rental expenses	231,787	51,758				
	c	Rental income or (loss)	-28,379	-17,812				
	d	Net rental income or (loss)		-46,191	-28,379	-17,812	0	
			(i) Securities	(ii) Other				
	7a	Gross amount from sales of assets other than inventory						
	b	Less cost or other basis and sales expenses						
	c	Gain or (loss)	0	0				
	d	Net gain or (loss)						
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 . . .	a					
	b	Less direct expenses	b					
	c	Net income or (loss) from fundraising events . . .						
	9a	Gross income from gaming activities See Part IV, line 19	a					
	b	Less direct expenses	b					
	c	Net income or (loss) from gaming activities . . .						
	10a	Gross sales of inventory, less returns and allowances . .	a					
	b	Less cost of goods sold	b					
	c	Net income or (loss) from sales of inventory . . .						
	Miscellaneous Revenue		Business Code					
	11a	CUSO Investments	900003	276,099	0	276,099	0	
	b							
	c							
	d	All other revenue		0	0	0	0	
	e	Total. Add lines 11a-11d			276,099			
	12	Total revenue. See Instructions			529,012,317	495,125,332	1,520,213	32,366,772

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	1,471,791			
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	0			
4	Benefits paid to or for members.	0			
5	Compensation of current officers, directors, trustees, and key employees.	10,098,364			
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7	Other salaries and wages.	70,122,145			
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	5,652,818			
9	Other employee benefits.	5,688,060			
10	Payroll taxes.	6,964,520			
11	Fees for services (non-employees):				
a	Management.	0			
b	Legal.	926,223			
c	Accounting.	1,047,555			
d	Lobbying.	0			
e	Professional fundraising services. See Part IV, line 17.	0			
f	Investment management fees.				
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	4,823,883			
12	Advertising and promotion.	13,457,571			
13	Office expenses.	15,359,757			
14	Information technology.	16,581,821			
15	Royalties.	0			
16	Occupancy.	9,313,471			
17	Travel.	987,170			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19	Conferences, conventions, and meetings.	997,712			
20	Interest.	49,994,717			
21	Payments to affiliates.	0			
22	Depreciation, depletion, and amortization.	12,509,193			
23	Insurance.	434,214			
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O).				
a	Provision for Loan Loss.	6,533,959			
b	Product Cost & Servicing.	58,782,701			
c	TCCUSF Assessment.	7,982,493			
d					
e	All other expenses.	19,847,075			
25	Total functional expenses. Add lines 1 through 24e.	319,577,213	0	0	0
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

					(A) Beginning of year		(B) End of year
Assets	1	Cash—non-interest-bearing			174,777,542	1	177,684,706
	2	Savings and temporary cash investments			586,602,737	2	1,023,277,075
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net				4	
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L				5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net			7,002,225,150	7	7,374,730,621
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges			8,797,025	9	12,578,419
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	208,168,675			
	b	Less: accumulated depreciation	10b	152,376,068	55,500,534	10c	55,792,607
	11	Investments—publicly traded securities			3,013,715,994	11	2,788,814,271
	12	Investments—other securities. See Part IV, line 11			27,048,758	12	25,978,790
	13	Investments—program-related. See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			225,535,736	15	474,623,730
	16	Total assets. Add lines 1 through 15 (must equal line 34)			11,094,203,476	16	11,933,480,219
Liabilities	17	Accounts payable and accrued expenses			112,592,453	17	116,212,311
	18	Grants payable				18	
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	25,000,000
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D			10,062,660,800	25	10,652,287,047
	26	Total liabilities. Add lines 17 through 25			10,175,253,253	26	10,793,499,358
		Organizations that follow SFAS 117 (ASC 958), check here ☐ and complete lines 27 through 29, and lines 33 and 34.					
Net Assets or Fund Balances	27	Unrestricted net assets				27	
	28	Temporarily restricted net assets				28	
	29	Permanently restricted net assets				29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ☒ and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			0	30	0
	31	Paid-in or capital surplus, or land, building or equipment fund			0	31	0
	32	Retained earnings, endowment, accumulated income, or other funds			918,950,223	32	1,139,980,861
	33	Total net assets or fund balances			918,950,223	33	1,139,980,861
	34	Total liabilities and net assets/fund balances			11,094,203,476	34	11,933,480,219

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	529,012,317
2	Total expenses (must equal Part IX, column (A), line 25)	2	319,577,213
3	Revenue less expenses Subtract line 2 from line 1	3	209,435,104
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	918,950,223
5	Net unrealized gains (losses) on investments	5	-19,634,042
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	31,229,576
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	1,139,980,861

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis	2a	No
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis	2b	Yes
2c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	Yes
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	

Additional Data

Software ID: 13000241
Software Version: v1.00
EIN: 91-0219435
Name: CREDIT UNIONS IN THE STATE OF WASHINGTON

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Desiree Serr Board of Directors Member	6 0	X						0	0	0
Michael Sweeney Board of Directors Chairperson	7 0	X						0	0	0
Brian Abeel Board of Directors & Chair of Supervisory Committee Member	6 0	X						0	0	0
Michelle Eten Board of Directors & Supervisory Committee Member	6.5 0	X						0	0	0
Porsche Everson Board of Directors Member	6 0	X						0	0	0
Denis Farmer Board of Directors Member	6 0	X						0	0	0
Robin Krueger Board of Directors & Supervisory Committee Member	6.5 0	X						0	0	0
Roger Mauldin Board of Directors Member	6 0	X						0	0	0
Jim Wadhvani Board of Directors Member & Supervisory Committee Member	6.5	X						0	0	0
David Yonce Board of Directors Vice Chairperson	6.5 0	X						0	0	0
Parker Cann SVP/General Counsel/Corporate Secretary	40 0	X		X				461,870	0	21,471
Katherine Elser CFO/SVP Finance & Admin/Corporate Treasurer	40 0	X		X				399,103	0	20,601
John Porter CEO/President	40 0			X				803,166	0	26,505
Weldon Leonardson CIO/SVP of Information Technology	40 0			X				419,136	0	20,273
Michael Strand SVP of Member Operations	40 0			X				399,004	0	17,142
Tom Berquist SVP of Member Strategies	40 0			X				371,251	0	20,482
Grace Semingsen SVP of Member Solutions	40 0			X				663,850	0	22,992
Anne Shannon SVP Human Resources	40 0			X				352,286	0	22,068
Michael Quamma VP Treasury	40 0				X			265,362	0	20,051
Jesse Douglas VP Program Management	40 0				X			238,027	0	15,204
Carolyn Cereghino VP BECU Investment Services	40 0				X			233,234	0	17,553
Stephen Black VP of Marketing & Community Affairs	40 0				X			232,121	0	16,161
Gregg Kats VP of Facilities & Risk Management	40 0				X			221,385	0	20,187
Kyle Welsh VP Technology Services	40 0				X			221,186	0	18,118
Anastasia Wyss-Schoenborn VP Member Solutions	40 0				X			223,885	0	19,903

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Melanie Walsh	40				X			225,916	0	15,161
VP Member Care	0				X			215,683	0	15,340
Susan Kydd	40				X			226,557	0	29,129
VP/Chief Audit Executive	0				X			200,930	0	21,852
Shawn Mulqueeny	40				X			221,108	0	14,453
VP/Controller	0				X			205,666	0	21,918
Howard Wu	40				X			187,120	0	15,625
VP Virtual Banking	0				X			234,871	0	19,253
Carol Friend	40				X			202,379	0	16,083
VP Portfolio Management	0				X			190,124	0	13,861
Angela Ursino	40						X	306,360	0	0
VP Talent Management	0							0	0	0
Robert Stroup	40							0	0	0
VP Member Strategies	0							296,526	0	6,537
William Taylor	40			X				228,480	0	18,707
Director/Associate General Counsel	0			X				210,515	0	17,879
Brian Locke	40				X			206,298	0	14,672
Financial Advisor	0				X			193,755	0	19,798
Todd Crawford	40							181,353	0	14,822
Financial Advisor	0					X		176,773	0	15,162
Gary Oakland	0							86,068	130,683	18,450
Former President/CEO	0									
Debra Somberg	6	X								
Board of Directors Member	0	X								
Bill Longbrake	6	X								
Board of Directors Member	0			X						
Douglas Marshall	40			X						
SVP Digital Product Management	0				X					
Mark Thompson	40				X					
VP Compliance	0				X					
Pamela O'Conner	40				X					
VP Total Rewards	0				X					
Boyd Vanderleest	40				X					
VP Lending	0					X				
Michael Rackner	40					X				
Director/Investment Services Sales	0					X				
Dana Gray	40				X					
VP Business Services	0					X				
Jaime Suarez	40					X				
Financial Advisor	0				X					
Linda Davenport	40				X					
VP Trust Services	0				X					

SCHEDULE C

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.**
▶ **See separate instructions. ▶ Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Open to Public Inspection

If the organization answered "Yes" to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes" to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes" to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization
CREDIT UNIONS IN THE STATE OF WASHINGTON

Employer identification number
91-0219435

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1

Provide a description of the organization’s direct and indirect political campaign activities in Part IV

2

Political expenditures

▶ \$ 10,200

3

Volunteer hours

0

Part I-B Complete if the organization is exempt under section 501(c)(3).

1

Enter the amount of any excise tax incurred by the organization under section 4955

▶ \$

2

Enter the amount of any excise tax incurred by organization managers under section 4955

▶ \$

3

If the organization incurred a section 4955 tax, did it file Form 4720 for this year?

☐ Yes

☐ No

4a

Was a correction made?

☐ Yes

☐ No

b

If "Yes," describe in Part IV

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1

Enter the amount directly expended by the filing organization for section 527 exempt function activities

▶ \$ 10,200

2

Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities

▶ \$ 0

3

Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b

▶ \$ 10,200

4

Did the filing organization file **Form 1120-POL** for this year?

☒ Yes

☐ No

5

Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
See Additional Data Table				

Part II-A

Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A
- Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B
- Check ☐ if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount Enter the amount from the following table in both columns															
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a If zero or less, enter -0-															
i Subtract line 1f from line 1c If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		☐ Yes ☐ No													

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B

Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a	Volunteers?			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c	Media advertisements?			
d	Mailings to members, legislators, or the public?			
e	Publications, or published or broadcast statements?			
f	Grants to other organizations for lobbying purposes?			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?			
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i	Other activities?			
j	Total. Add lines 1c through 1i.			
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b	If "Yes," enter the amount of any tax incurred under section 4912.			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912.			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

1	Were substantially all (90% or more) dues received nondeductible by members?	1	Yes	No
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2		
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?	3		

Part III-B

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV

Supplemental Information

Provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, line 2, and Part II-B, line 1. Also, complete this part for any additional information.

Return Reference	Explanation
Schedule C, Part I-A, Line 1	During 2013, BECU contributed primarily to the election campaigns of various individuals running for Washington State elected positions

Part IV

Explanation

Additional Data

Software ID: 13000241

Software Version: v1.00

EIN: 91-0219435

Name: CREDIT UNIONS IN THE STATE OF WASHINGTON

Form 990, Schedule C, Part 1-C, Line 5

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's own internal funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
People for Zach Hudgins	13725 56th S Tukwila, WA 98138	810555017	350	0
Friends of Santos	9806 61st Ave S Seattle, WA 98118	911913482	350	0
Citizens for Pam Roach	531 Wetmore Ave Everett, WA 98201	263590667	450	0
Committee to Re-Elect Tracie Eide	34618 11th Pl S Suite 100 Federal Way, WA 98003	030430031	500	0
Steve Kirby Campaign	9415 Tacoma Ave S Tacoma, WA 98444	711000906	500	0
Committee to Elect Steve Hobbs	3309 114th Dr NE Lake Stevens, WA 98258	204733784	750	0
Citizens for Christopher Hurst	62504 Indian Summer Way Enumclaw, WA 98022	010841227	500	0
Committee to Elect Jim Honeyford	PO Box 844 Sunnyside, WA 98944	911561953	450	0
Committee to Elect Cary Condotta	PO Box 3001 Wenatchee, WA 98807	710896890	300	0
Friends of Larry Springer	700 20th Ave W Kirkland, WA 98033	830382872	500	0
Committee to Re-Elect Ed Orcutt	PO Box 1280 Kalama, WA 98625	900038949	300	0
Friends for Cindy Ryu	PO Box 33548 Seattle, WA 98133	202771557	500	0
Committee to Re-Elect Brian Blake	PO Box 1541 Longview, WA 98632	870699800	250	0
Committee to Elect Kevin Parker	Po Box 198 Spokane, WA 99210	260348064	350	0
Friends of David Sawyer	1002 S 94th St Tacoma, WA 98444	453660584	500	0
Friends of Cyrus	929 109th Ave NE Bellevue, WA 98004	900791775	350	0
Friends of Joe Fain	PO Box 7809 Covington, WA 98042	271654871	750	0
Citizens for Andy Hill	23515 NE Novelty Hill Rd Suite B221 170 Redmond, WA 98053	272057163	450	0
Friends of Rueven Carlyle	PO Box 9100 Seattle, WA 98109	261852908	350	0
thannger for State Reporesentative	PO Box 834 Sequim, WA 98382	272555702	300	0
Friends of Chris Reykdal	855 Trosper Rd Suite 108-117 Tumwater, WA 98512	271751460	300	0
Citizens for Kochmar	PO Box 3676 Federal Way, WA 98063	911826508	250	0
Bruce Chandler Campaign	PO Box 1108 Zillah, WA 98953	912066326	250	0
Committee to Re-Elect Terry Nealey	PO Box 7 Dayton, WA 99328	262195116	300	0
Committee to Re-Elect JT Wilcox	PO Box 78606 Seattle, WA 98178	270758934	350	0

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions. ▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization CREDIT UNIONS IN THE STATE OF WASHINGTON	Employer identification number 91-0219435
--	--

Part I

Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes☐ No	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes☐ No	

Part II

Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or education)☐ Preservation of an historically important land area
☐ Protection of natural habitat☐ Preservation of a certified historic structure
☐ Preservation of open space

2

Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a	Total number of conservation easements
b	Total acreage restricted by conservation easements
c	Number of conservation easements on a certified historic structure included in (a)
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶_____

4

Number of states where property subject to conservation easement is located ▶_____

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶_____

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes☐ No

9

In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b

If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

- 3

Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other
- 4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII and complete the following table
- c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance
- | | |
|----|--------|
| | Amount |
| 1c | |
| 1d | |
| 1e | |
| 1f | |
- 2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

☐

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2

Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a

Board designated or quasi-endowment
- b

Permanent endowment
- c

Temporarily restricted endowment

The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- (i) unrelated organizations

3a(i)

Yes

No

(ii) related organizations

3a(ii)

Yes

No

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b

Yes

No

4

Describe in Part XIII the intended uses of the organization's endowment funds
- Part VI Land, Buildings, and Equipment.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.
- | Description of property | (a) Cost or other basis (investment) | (b)Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|--------------------------------|------------------------------|----------------|
| 1a Land | 0 | 9,277,392 | | 9,277,392 |
| b Buildings | 0 | 46,347,406 | 27,253,730 | 19,093,676 |
| c Leasehold improvements | 0 | 24,893,611 | 17,739,313 | 7,154,298 |
| d Equipment | 0 | 122,290,083 | 106,579,651 | 15,710,432 |
| e Other | 0 | 5,360,183 | 803,374 | 4,556,809 |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) | | | | 55,792,607 |
- Schedule D (Form 990) 2013

Part XI

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)		5	

Part XII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)		5	

Part XIII

Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Return Reference	Explanation
Schedule D, Part X, Line 2	The Credit Union is exempt by statute from federal income taxes under the provisions of Section 501 of the Internal Revenue Code of 1954, however, the Credit Union's unrelated business income and subsidiaries are subject to federal income taxes. There were no significant income taxes for the years ended December 31, 2013 or 2012. Accounting principles prescribe a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The Credit Union had no unrecognized tax positions at December 31, 2013 or 2012. It is the Credit Union's policy to record any penalties or interest arising from federal or state taxes as a component of non interest expense. The Credit Union files exempt organization and unrelated business income tax returns with the federal jurisdiction. The Credit Union is no longer subject to United States federal income tax examination by tax authorities for the years ended before December 31, 2010.

[illegible]

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization
CREDIT UNIONS IN THE STATE OF WASHINGTON

Employer identification number
91-0219435

Part I General Information on Grants and Assistance

1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No

2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2

Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

36

3

Enter total number of other organizations listed in the line 1 table

3

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Schedule I, Part I, Line 2	BECU generally asks each of our non-profit grant or donation recipients to provide a brief report Periodically, BECU will conduct on site visits of grant recipients as well BECU's gift matching guidelines require the donee organization to provide proof of receipt of funds and their tax identification number

Additional Data

Software ID: 13000241
Software Version: v1.00
EIN: 91-0219435
Name: CREDIT UNIONS IN THE STATE OF WASHINGTON

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Newrizons Federal Credit Union 120 Firman St Hoquiam, WA 98550	91-0814137	501c1	40,000	0			Financial Support
Express Credit Union PO Box 94286 Seattle, WA 98124	91-0573334	501c14	168,500	0			Financial Support
Tulip Co-op Credit Union PO box 1243 Olympia, WA 98507	42-1607163	501c14	30,000	0			Financial Support
Antioch University 2326 6th Avenue Seattle, WA 98121	31-0536640	501c3	13,000	0			Donation/Employee Gift Match
BECU Foundation 12770 Gateway Dr Tukwila, WA 98168	91-1703337	501c3	20,308	42,971	Actual Cost	Donation of consulting services	Cash contributions are in support of BECU Foundation scholarships and non-cash consulting services donated provide administrative operations for the BECU Foundation
Capitol Hill Housing 1402 3rd Ave Suite 200 Seattle,WA 98101	27-1682190	501c3	20,000	0			Housing Grant
Community Frameworks 409 Pacific Ave Suite 105 Bremerton, WA 98337	91-0933023	501c3	20,000	0			Housing Grant
Community Schools Collaboration 137 SW 154th St Burien, WA 98166	20-0139255	501c3	10,567	0			Donation and Employee Gift Match
Express Advantage 1741 4th Ave S Seattle,WA 98134	61-1575044	501c3	32,325	0			Donation & Employee Gift Match
Forterra 901 5th Ave Suite 2200 Seattle,WA 98164	94-3112461	501c3	30,425	0			Donation & Employee Gift Match

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Friends of the Children PO box 22801 Seattle,WA 98122	91-2047030	501c3	10,000	0			Donation
Habitat for Humanity Seattle-King County 560 Naches Ave SW Renton,WA 98057	91-1342397	501c3	51,405	0			Donation & Employee Gift Match
Homesight 5117 Rainier Ave S Seattle,WA 98118	94-3117253	501c3	10,000	0			Donation
Housing Hope 5830 Evergreen Way Everett,WA 98203	94-3060709	501c3	41,575	0			Donation & Employee Gift Match
Impact Capital 401 2nd Ave Suite 301 Seattle,WA 98104	94-3196958	501c3	50,000	0			Community Development Grant - Housing initiatives
Interim Community Development Association 310 Maynard Ave S Seattle,WA 98104	91-1071277	501c3	10,675	0			Donation & Employee Gift Match
iQ for Kids PO Box 1739 Vancouver,WA 98668	20-3988310	501c3	5,820	0			Donation
Junior Achievement 1700 Westlake Ave N Suite 400 Seattle,WA 98109	91-0604913	501c3	55,825	0			Donation & Employee Gift Match
King County Explorer Search & Rescue PO Box 1266 North Bend,WA 98045	91-1433442	501c3	10,000	0			Donation
Lifelong AIDS Alliance 1002 E Seneca St Seattle,WA 98122	91-1215715	501c3	31,465	0			Housing Grant & Employee Gift Match

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Magnuson Community Garden 6344 NE 74th St Suite 104 Seattle,WA 98115	91-2168172	501c3	10,000	0			Donation
Mercy Housing Northwest 2505 3rd Ave Suite 204 Seattle,WA 98121	91-1546525	501c3	20,000	0			Housing Grant
Museum of Flight 9404 East Marginal Way S Seattle,WA 98108	91-0785826	501c3	10,850	0			Donation & Employee Gift Match
National Institute for State Credit Union Examination 1655 N Ft Meyer Dr Suite 650 Arlington,VA 22209	54-1205520	501c3	10,000	0			Donation
National Federaton of the Blind of Washington PO box 2516 Seattle,WA 98111	91-1155110	501c3	10,000	0			Donation
Northwest Credit Union Association 18000 International Blvd Suite 350 SeaTac,WA 98188	91-0460483	501c3	90,000	0			Donation
Outdoors for All Foundation 6344 NE 74th St Suite 102 Seattle,WA 98115	91-1085999	501c3	10,000	0			Donation
Plymouth Housing Group 2113 3rd Ave Seattle,WA 98121	91-1122621	501c3	14,100	0			Donation & Employee Gift Match
Real Escape from the Sex Trade 24 Roy St Box 256 Seattle,WA 98109	45-3531020	501c3	15,000	0			Donation
Rebuilding Together South Sound 1423 East 29th St Tacoma,WA 98404	91-2147601	501c3	20,855	0			Donation & Employee Gift Match

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Seattle University PO Box 222000 Seattle,WA 98122	91-0565006	501c3	85,000	0			Donaton
Seattle's Union Gospel Mission PO Box 202 Seattle,WA 98111	91-0595029	501c3	7,410	0			Employee Gift Match
Sibling House 10454 NE 112th St Kirkland,WA 98033	91-1867732	501c3	10,000	0			Donation
Standup for Kids PO Box 22146 Seattle,WA 98122	33-0414855	501c3	10,000	0			Donation
The Goodtimes Project 24439 NE 19th St Sammamish,WA 98074	46-2489916	501c3	15,000	0			Donation
The Seattle Foundation 1200 5th Ave Suite 1300 Seattle,WA 98101	91-6013536	501c3	25,000	0			Donation
Washington Business Week 33305 1st Ave S Suite 5-212 Federal Way,WA 98003	91-1048245	501c3	11,100	0			Donation
Wellspring Family Services 1900 Rainier Ave S Seattle,WA 98144	91-0567261	501c3	20,000	0			Housing Grant
Worldwide Foundation for Credit Unions 5710 Mineral Point Rd Madison,WI 53705	39-1383650	501c3	15,000	0			Donation Disaster Relief

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
CREDIT UNIONS IN THE STATE OF WASHINGTON

Employer identification number
91-0219435

Part I

Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☒ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☒ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)		
b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.	Yes	
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	Yes	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☒ Compensation committee ☒ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:		
a Receive a severance payment or change-of-control payment?		No
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	Yes	
c Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		No
Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a The organization?		
b Any related organization? If "Yes," to line 5a or 5b, describe in Part III.		
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a The organization?		
b Any related organization? If "Yes," to line 6a or 6b, describe in Part III.		
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.		
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.		
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table								

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
Schedule J, Part I, Line 1a	Travel for companions was paid in certain pre-approved circumstances for the CEO and SVPs. Membership fees for Michael Strand to Rainier Golf & Country Club, membership fees for Weldon Leonardson to Columbia Tower Club and membership fees for Linda Davenport to Harbor Club.
Schedule J, Part I, Line 3	Market compensation data will be gathered for the President's position and the other executive positions by the Senior Vice President of Human Resources as part of the annual compensation analysis. The compensation data for the President's position will be provided to the Compensation Committee for developing a recommendation to the Board of Directors regarding any compensation adjustment. The Compensation Committee may engage third party consultants to assist with the CEO compensation review and recommendations. The executive compensation data will be provided to the President for determining adjustments for the other executive positions. The market data will also be used to determine any changes or adjustments for the executive compensation package. The compensation data will be gathered using a variety of industry survey sources and data segments which are then validated by a third party. BECU's compensation program is administered by the Human Resources Department and is audited by BECU's Audit Services Department.
Schedule J, Part I, Line 4	The following individuals participated in a non-qualified supplemental retirement plan "SERP" in 2013: John Porter, Parker Cann, Weldon Leonardson, Michael Strand, Katherine Elser, Tom Berquist, Grace Semingsen, Anne Shannon, and Doug Marshall.

Additional Data

Software ID: 13000241

Software Version: v1.00

EIN: 91-0219435

Name: CREDIT UNIONS IN THE STATE OF WASHINGTON

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
John Porter CEO/President	(i)	548,077	241,739	13,350	8,750	17,755	829,671	0
	(ii)	0	0	0	0	0	0	0
Grace Semingsen SVP of Member Solutions	(i)	249,731	104,927	309,192	7,646	15,346	686,842	0
	(ii)	0	0	0	0	0	0	0
Parker Cann SVP/General Counsel/Corporate Secretary	(i)	324,231	131,699	5,940	9,792	11,679	483,341	0
	(ii)	0	0	0	0	0	0	0
Weldon Leonardson CIO/SVP of Information Technology	(i)	274,769	116,154	28,213	8,368	11,905	439,409	0
	(ii)	0	0	0	0	0	0	0
Katherine Elser CFO/SVP Finance & Admin/Corporate Treasurer	(i)	281,500	116,154	1,449	8,575	12,026	419,704	0
	(ii)	0	0	0	0	0	0	0
Michael Strand SVP of Member Operations	(i)	281,500	116,154	1,350	6,684	10,458	416,146	0
	(ii)	0	0	0	0	0	0	0
Tom Berquist SVP of Member Strategies	(i)	260,692	109,245	1,313	7,867	12,615	391,732	0
	(ii)	0	0	0	0	0	0	0
Anne Shannon SVP Human Resources	(i)	247,615	102,768	1,903	7,585	14,484	374,355	0
	(ii)	0	0	0	0	0	0	0
Gary Oakland Former President/CEO	(i)	0	306,360	0	0	0	306,360	0
	(ii)	0	0	0	0	0	0	0
Douglas Marshall SVP Digital Product Management	(i)	177,885	116,149	2,493	0	6,537	303,064	0
	(ii)	0	0	0	0	0	0	0
Michael Quamma VP Treasury	(i)	214,356	49,742	1,264	3,551	16,500	285,413	0
	(ii)	0	0	0	0	0	0	0
Jesse Douglas VP Program Management	(i)	188,328	45,533	4,166	5,875	9,329	253,231	0
	(ii)	0	0	0	0	0	0	0
William Taylor Director/Associate General Counsel	(i)	197,380	34,722	2,769	6,141	13,112	254,124	0
	(ii)	0	0	0	0	0	0	0
Carolyn Cereghino VP BECU Investment Services	(i)	185,019	46,575	1,640	5,763	11,789	250,786	0
	(ii)	0	0	0	0	0	0	0
Stephen Black VP of Marketing & Community Affairs	(i)	184,752	46,464	905	4,375	11,786	248,282	0
	(ii)	0	0	0	0	0	0	0
Mark Thompson VP Compliance	(i)	197,157	28,537	2,786	6,771	11,936	247,187	0
	(ii)	0	0	0	0	0	0	0
Shawn Mulqueeney VP/Controller	(i)	182,252	43,470	835	17,500	11,629	255,686	0
	(ii)	0	0	0	0	0	0	0
Melanie Walsh VP Member Care	(i)	180,048	45,281	586	6,760	8,402	241,077	0
	(ii)	0	0	0	0	0	0	0
Anastasia Wyss-Schoenborn VP Member Solutions	(i)	178,726	44,066	1,093	6,684	13,219	243,788	0
	(ii)	0	0	0	0	0	0	0
Gregg Kats VP of Facilities & Risk Management	(i)	177,094	42,817	1,474	7,392	12,796	241,573	0
	(ii)	0	0	0	0	0	0	0

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
Kyle Welsh VP Technology Services	(i)	177,592	43,018	577	5,652	12,466	239,305	0
	(ii)	0	0	0	0	0	0	0
Carol Friend VP Portfolio Management	(i)	175,839	42,713	2,556	5,275	9,178	235,561	0
	(ii)	0	0	0	0	0	0	0
Susan Kydd VP/Chief Audit Executive	(i)	171,800	41,491	2,392	5,398	9,942	231,023	0
	(ii)	0	0	0	0	0	0	0
Pamela O'Conner VP Total Rewards	(i)	188,254	19,890	2,371	4,502	13,377	228,394	0
	(ii)	0	0	0	0	0	0	0
Boyd Vanderleest VP Lending	(i)	179,543	25,783	972	6,160	8,512	220,970	0
	(ii)	0	0	0	0	0	0	0
Angela Ursino VP Talent Management	(i)	165,023	39,750	893	6,143	15,775	227,584	0
	(ii)	0	0	0	0	0	0	0
Brian Locke Financial Advisor	(i)	87,825	113,657	897	6,044	10,039	218,462	0
	(ii)	0	0	0	0	0	0	0
Howard Wu VP Virtual Banking	(i)	161,121	39,345	463	5,157	16,695	222,781	0
	(ii)	0	0	0	0	0	0	0
Michael Rackner Director/Investment Services Sales	(i)	127,783	65,153	819	4,351	15,447	213,553	0
	(ii)	0	0	0	0	0	0	0
Todd Crawford Financial Advisor	(i)	94,278	95,299	548	5,679	8,181	203,985	0
	(ii)	0	0	0	0	0	0	0
Robert Stroup VP Member Strategies	(i)	151,916	34,090	1,114	3,474	12,151	202,745	0
	(ii)	0	0	0	0	0	0	0
Dana Gray VP Business Services	(i)	180,000	0	1,353	4,569	10,252	196,174	0
	(ii)	0	0	0	0	0	0	0
Jaime Suarez Financial Advisor	(i)	59,879	116,713	181	5,290	9,872	191,935	0
	(ii)	0	0	0	0	0	0	0
Linda Davenport VP Trust Services	(i)	73,613	12,000	455	1,852	6,201	94,121	0
	(ii)	85,709	44,563	411	2,871	7,526	141,080	0

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons
▶ Complete if the organization answered
"Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

OMB No 1545-0047
2013
Open to Public Inspection

Name of the organization
CREDIT UNIONS IN THE STATE OF WASHINGTON

Employer identification number
91-0219435

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

2 Enter the amount of tax incurred by organization managers or disqualified persons during the year under section 4958 ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?	(i) Written agreement?	
			To	From			Yes	No		Yes	No
Total ▶ \$											

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) CO-OP Financial Services	BECU CEO Porter Benson is Board Member	5,667,506	ATM Remote Services Fees		No
(2) Member Loyalty Group	BECU Officer Grace Semingsen is Board Chairperson	178,290	Customer Loyalty Metrics		No
(3) Credit Union Student Choice	BECU Officer Tom Berquist is Board Member	466,835	Student loan origination & management		No
(4) Northwest Credit UnionAlliance	BECU Officer Grace Semingsen is Board Member	173,399	Net ATM interchange expense		No

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions)

Return Reference	Explanation
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SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization CREDIT UNIONS IN THE STATE OF WASHINGTON	Employer identification number 91-0219435
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990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part V, Line 3b	BECU has filed IRS Form 8868 requesting an automatic 6 month extension to file the 2013 990-T The extended due date to file the 2013 990-T is November 15, 2014
Form 990, Part VI, Section A, Line 6	BECU is a cooperative society organized under Washington law as a nonprofit corporation for the purposes of promoting thrift among its members and creating a source of credit for them at fair and reasonable rates of interest Membership at BECU is limited to those persons listed in the Field of Membership Appendix to the Bylaws At all meetings each member with one or more fully paid shares will have one vote subject to certain conditions
Form 990, Part VI, Section A, Line 7a	BECU is a cooperative society organized under Washington law as a nonprofit corporation for the purposes of promoting thrift among its members and creating a source of credit for them at fair and reasonable rates of interest Membership at BECU is limited to those persons listed in the Field of Membership Appendix to the Bylaws At all meetings each member with one or more fully paid shares will have one vote subject to certain conditions
Form 990, Part VI, Section B, Line 11b	CFO and Controller review Form 990 prior to filing A copy of the final version of the Form 990 is distributed to each board member before it is filed for informational purposes
Form 990, Part VI, Section B, Line 12c	The Board along with all employees affirms their adherence to BECU's conflict of interest requirements in writing on a yearly basis (called "Annual Code of Ethics Affirmation" form) Audit Services and Security Risk monitor for ethics violations through anonymous hot lines and emails The Audit Committee issues a yearly "whistleblower" letter to all employees encouraging them to report any fraud or abuse by employees or Board Members Also, along with the yearly re-affirmation of our Code of Ethics, there is a required ethics refresher course The Code of Ethics policy outlines who and how conflicts are determined and requirements for disclosure and recusal if there is an actual or perceived conflict
Form 990, Part VI, Section B, Line 15	BECU's executive compensation process includes the following Annual market analysis which benchmarks each executive position with similar positions in national and regional surveys The data for the President/CEO position is provided to the Compensation Committee of the Board of Directors for adjustment recommendation and approval to the Board of Directors The data for the senior executive positions is provided to the President/CEO for any recommended adjustments The President/CEO determines annual salary adjustments for each executive by considering responsibilities of the position, individual's experience, performance, career progress and development within the executive salary range market analysis is performed each year in the fall BECU's compensation program is administered by the Human Resources Department and is audited by BECU's Audit Services Department
Form 990, Part VI, Section C, Line 19	BECU's Bylaws, Corporate Governance Overview and financial reports are posted and available to the public on the becu.org website BECU's financial data is also available to the public via the NCUA website
Form 990, Part XI, Line 9	Other Comprehensive Income Pension & SERP benefit plans

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
CREDIT UNIONS IN THE STATE OF WASHINGTON

Employer identification number
91-0219435

Part I Identification of Disregarded Entities

Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) BECU Foundation 12770 Gateway Drive Tukwila, WA 98168 91-1703337	Scholarships	WA	501(c)(3)	9 PF	N/A		

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
(1) BECU Trust Company 12770 Gateway Drive Tukwila, WA 98168 16-1653592	Trust Services	WA	Boeing Employees' Credit Union	C	869,336	0	100 %	Yes	
(2) Chantable Lead Unitrust 12770 Gateway Drive Tukwila, WA 98168	Charitable to NCUF	WA	Boeing Employees' Credit Union	T				Yes	

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

Yes

No

1a Yes

1b Yes

1c No

1d No

1e No

1f No

1g No

1h No

1i No

1j Yes

1k No

1l Yes

1m No

1n Yes

1o Yes

1p No

1q Yes

1r No

1s Yes

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) BECU Foundation	b	63,279	Actual amount
(2) BECU Trust Company	a-iv	33,937	Actual amount per contractual agreement
(3) BECU Trust Company	q	292,756	Total of actual amount of vendor payments processed

Schedule R (Form 990) 2013

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
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