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Form 990-PF



Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

|                                                                                                                                                                                                                                                                                                           |  |                                                                                                                                                                                                |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>MEDINA FOUNDATION                                                                                                                                                                                                                                                                   |  | <b>A Employer identification number</b><br><br>91-0745225                                                                                                                                      |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>801 SECOND AVENUE NO 1300                                                                                                                                                                                             |  | <b>B Telephone number</b> (see instructions)<br><br>(206) 652-8780                                                                                                                             |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>SEATTLE, WA 98104                                                                                                                                                                                                             |  | <b>C</b> If exemption application is pending, check here ▶ <input type="checkbox"/>                                                                                                            |  |
| <b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | <b>D 1.</b> Foreign organizations, check here ▶ <input type="checkbox"/><br><b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/> |  |
| <b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                   |  | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>                                                                         |  |
| <b>I</b> Fair market value of all assets at end of year ( <i>from Part II, col. (c), line 16</i> )▶\$ 97,136,470                                                                                                                                                                                          |  | <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>                                                                      |  |
| <b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>( <i>Part I, column (d) must be on cash basis.</i> )                                                                                            |  |                                                                                                                                                                                                |  |

| Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small> |                                                                                                               | (a) Revenue and expenses per books                                                          | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                                            | <b>1</b> Contributions, gifts, grants, etc , received (attach schedule)                                       |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>2</b> Check ▶ <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>3</b> Interest on savings and temporary cash investments                                                   | 33                                                                                          | 33                        |                         |                                                             |
|                                                                                                                                                                                    | <b>4</b> Dividends and interest from securities. . . . .                                                      | 2,264,524                                                                                   | 2,264,578                 |                         |                                                             |
|                                                                                                                                                                                    | <b>5a</b> Gross rents . . . . .                                                                               |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Net rental income or (loss) _____                                                                    |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                                               | 3,112,052                                                                                   |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b</b> Gross sales price for all assets on line 6a<br>41,621,177                                            |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>7</b> Capital gain net income (from Part IV, line 2) . . .                                                 |                                                                                             | 3,112,250                 |                         |                                                             |
|                                                                                                                                                                                    | <b>8</b> Net short-term capital gain . . . . .                                                                |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>9</b> Income modifications . . . . .                                                                       |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>10a</b> Gross sales less returns and allowances                                                            |                                                                                             |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                                              | <b>b</b> Less Cost of goods sold . . . . .                                                                    |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>c</b> Gross profit or (loss) (attach schedule) . . . . .                                                   |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>11</b> Other income (attach schedule) . . . . .                                                            |  27,615  | 27,615                    |                         |                                                             |
|                                                                                                                                                                                    | <b>12 Total.</b> Add lines 1 through 11 . . . . .                                                             | 5,404,224                                                                                   | 5,404,476                 |                         |                                                             |
|                                                                                                                                                                                    | <b>13</b> Compensation of officers, directors, trustees, etc                                                  | 160,688                                                                                     | 16,069                    |                         | 144,619                                                     |
|                                                                                                                                                                                    | <b>14</b> Other employee salaries and wages . . . . .                                                         | 176,906                                                                                     | 8,845                     |                         | 152,254                                                     |
|                                                                                                                                                                                    | <b>15</b> Pension plans, employee benefits . . . . .                                                          | 57,432                                                                                      | 2,872                     |                         | 76,458                                                      |
|                                                                                                                                                                                    | <b>16a</b> Legal fees (attach schedule). . . . .                                                              |  320     | 0                         |                         | 320                                                         |
|                                                                                                                                                                                    | <b>b</b> Accounting fees (attach schedule). . . . .                                                           |  38,951  | 2,000                     |                         | 36,819                                                      |
|                                                                                                                                                                                    | <b>c</b> Other professional fees (attach schedule) . . . . .                                                  |  242,439 | 214,639                   |                         | 26,469                                                      |
|                                                                                                                                                                                    | <b>17</b> Interest . . . . .                                                                                  |                                                                                             | 5                         |                         |                                                             |
|                                                                                                                                                                                    | <b>18</b> Taxes (attach schedule) (see instructions)                                                          |  115,000 | 0                         |                         | 0                                                           |
|                                                                                                                                                                                    | <b>19</b> Depreciation (attach schedule) and depletion . . .                                                  |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>20</b> Occupancy . . . . .                                                                                 |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>21</b> Travel, conferences, and meetings . . . . .                                                         | 17,659                                                                                      | 0                         |                         | 17,659                                                      |
|                                                                                                                                                                                    | <b>22</b> Printing and publications . . . . .                                                                 |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>23</b> Other expenses (attach schedule). . . . .                                                           |  110,812 | 1,469                     |                         | 111,171                                                     |
|                                                                                                                                                                                    | <b>24 Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .                   | 920,207                                                                                     | 245,899                   |                         | 565,769                                                     |
|                                                                                                                                                                                    | <b>25</b> Contributions, gifts, grants paid . . . . .                                                         | 3,556,437                                                                                   |                           |                         | 3,861,935                                                   |
|                                                                                                                                                                                    | <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                                               | 4,476,644                                                                                   | 245,899                   |                         | 4,427,704                                                   |
|                                                                                                                                                                                    | <b>27</b> Subtract line 26 from line 12                                                                       |                                                                                             |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>a Excess of revenue over expenses and disbursements</b>                                                    | 927,580                                                                                     |                           |                         |                                                             |
|                                                                                                                                                                                    | <b>b Net investment income</b> (if negative, enter -0-)                                                       |                                                                                             | 5,158,577                 |                         |                                                             |
|                                                                                                                                                                                    | <b>c Adjusted net income</b> (if negative, enter -0-)                                                         |                                                                                             |                           |                         |                                                             |

| Part II Balance Sheets      |                                                                                                                                          | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )               | Beginning of year | End of year    |                       |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                             |                                                                                                                                          |                                                                                                                                   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                                        | Cash—non-interest-bearing . . . . .                                                                                               | 391,862           | 449,187        | 449,187               |
|                             | 2                                                                                                                                        | Savings and temporary cash investments . . . . .                                                                                  | 3,816,649         | 4,756,173      | 4,756,173             |
|                             | 3                                                                                                                                        | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                       |                   |                |                       |
|                             | 4                                                                                                                                        | Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                        |                   |                |                       |
|                             | 5                                                                                                                                        | Grants receivable . . . . .                                                                                                       |                   |                |                       |
|                             | 6                                                                                                                                        | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                   |                |                       |
|                             | 7                                                                                                                                        | Other notes and loans receivable (attach schedule) ▶ _____<br>Less allowance for doubtful accounts ▶ _____                        |                   |                |                       |
|                             | 8                                                                                                                                        | Inventories for sale or use . . . . .                                                                                             |                   |                |                       |
|                             | 9                                                                                                                                        | Prepaid expenses and deferred charges . . . . .                                                                                   | 7,820             | 3,504          | 3,504                 |
|                             | 10a                                                                                                                                      | Investments—U S and state government obligations (attach schedule)                                                                |                   |                |                       |
|                             | b                                                                                                                                        | Investments—corporate stock (attach schedule) . . . . .                                                                           | 46,790,191        | 59,696,809     | 59,696,809            |
|                             | c                                                                                                                                        | Investments—corporate bonds (attach schedule). . . . .                                                                            | 27,739,185        | 31,494,875     | 31,494,875            |
|                             | 11                                                                                                                                       | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____               |                   |                |                       |
|                             | 12                                                                                                                                       | Investments—mortgage loans . . . . .                                                                                              |                   |                |                       |
|                             | 13                                                                                                                                       | Investments—other (attach schedule) . . . . .                                                                                     | 12,393,360        | 698,747        | 698,747               |
|                             | 14                                                                                                                                       | Land, buildings, and equipment basis ▶ _____ 28,720<br>Less accumulated depreciation (attach schedule) ▶ _____ 28,720             |                   |                |                       |
| 15                          | Other assets (describe ▶ _____)                                                                                                          | 30,880                                                                                                                            | 37,175            | 37,175         |                       |
| 16                          | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)                                               | 91,169,947                                                                                                                        | 97,136,470        | 97,136,470     |                       |
| Liabilities                 | 17                                                                                                                                       | Accounts payable and accrued expenses . . . . .                                                                                   | 20,731            | 11,957         |                       |
|                             | 18                                                                                                                                       | Grants payable . . . . .                                                                                                          | 494,998           | 189,500        |                       |
|                             | 19                                                                                                                                       | Deferred revenue . . . . .                                                                                                        |                   |                |                       |
|                             | 20                                                                                                                                       | Loans from officers, directors, trustees, and other disqualified persons                                                          |                   |                |                       |
|                             | 21                                                                                                                                       | Mortgages and other notes payable (attach schedule) . . . . .                                                                     |                   |                |                       |
|                             | 22                                                                                                                                       | Other liabilities (describe ▶ _____)                                                                                              |                   |                |                       |
|                             | 23                                                                                                                                       | Total liabilities (add lines 17 through 22) . . . . .                                                                             | 515,729           | 201,457        |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |                                                                                                                                   |                   |                |                       |
|                             | 24                                                                                                                                       | Unrestricted . . . . .                                                                                                            | 90,654,218        | 96,935,013     |                       |
|                             | 25                                                                                                                                       | Temporarily restricted . . . . .                                                                                                  |                   |                |                       |
|                             | 26                                                                                                                                       | Permanently restricted . . . . .                                                                                                  |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.                         |                                                                                                                                   |                   |                |                       |
|                             | 27                                                                                                                                       | Capital stock, trust principal, or current funds . . . . .                                                                        |                   |                |                       |
|                             | 28                                                                                                                                       | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                    |                   |                |                       |
|                             | 29                                                                                                                                       | Retained earnings, accumulated income, endowment, or other funds                                                                  |                   |                |                       |
|                             | 30                                                                                                                                       | Total net assets or fund balances (see page 17 of the instructions) . . . . .                                                     | 90,654,218        | 96,935,013     |                       |
| 31                          | Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .                                               | 91,169,947                                                                                                                        | 97,136,470        |                |                       |

| Part III Analysis of Changes in Net Assets or Fund Balances |                                                                                                                                                                    |              |
|-------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|
| 1                                                           | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . . | 1 90,654,218 |
| 2                                                           | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 927,580    |
| 3                                                           | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 5,353,215  |
| 4                                                           | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 96,935,013 |
| 5                                                           | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 0          |
| 6                                                           | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 96,935,013 |

Part IV Capital Gains and Losses for Tax on Investment Income

|                                                                                                                                   |                               |                                              |                                      |                                  |
|-----------------------------------------------------------------------------------------------------------------------------------|-------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co ) |                               | (b) How acquired<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1 a                                                                                                                               | PUBLICLY TRADED SECURITIES    |                                              |                                      |                                  |
| b                                                                                                                                 | ALLIANCEBERNSTEIN HOLDING L P |                                              |                                      |                                  |
| c                                                                                                                                 | WEATHERLOW FUND OFFSHORE      | P                                            |                                      |                                  |
| d                                                                                                                                 | SCS OPPORTUNITIES FUND        | P                                            |                                      |                                  |
| e                                                                                                                                 |                               |                                              |                                      |                                  |

|                       |                                            |                                                 |                                              |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a 29,437,761          |                                            | 27,109,125                                      | 2,328,636                                    |
| b                     |                                            |                                                 | 198                                          |
| c 5,692,045           |                                            | 5,400,000                                       | 292,045                                      |
| d 6,491,371           |                                            | 6,000,000                                       | 491,371                                      |
| e                     |                                            |                                                 |                                              |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

|                          |                                      |                                               |                                                                                              |
|--------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| a                        |                                      |                                               | 2,328,636                                                                                    |
| b                        |                                      |                                               | 198                                                                                          |
| c                        |                                      |                                               | 292,045                                                                                      |
| d                        |                                      |                                               | 491,371                                                                                      |
| e                        |                                      |                                               |                                                                                              |

|                                                                                                                                                                                                                |                                                                                     |   |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|-----------|
| 2 Capital gain net income or (net capital loss)                                                                                                                                                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 3,112,250 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 . . . . . |                                                                                     | 3 |           |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2012                                                                 | 4,120,285                                | 87,916,049                                   | 0 046866                                                  |
| 2011                                                                 | 4,065,488                                | 87,887,044                                   | 0 046258                                                  |
| 2010                                                                 | 3,381,887                                | 82,252,713                                   | 0 041116                                                  |
| 2009                                                                 | 4,706,674                                | 70,919,281                                   | 0 066367                                                  |
| 2008                                                                 | 5,086,225                                | 93,939,352                                   | 0 054144                                                  |

|                                                                                                                                                                                         |   |            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 Total of line 1, column (d). . . . .                                                                                                                                                  | 2 | 0 254751   |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . . | 3 | 0 050950   |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .                                                                                                 | 4 | 92,193,101 |
| 5 Multiply line 4 by line 3. . . . .                                                                                                                                                    | 5 | 4,697,238  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                   | 6 | 51,586     |
| 7 Add lines 5 and 6. . . . .                                                                                                                                                            | 7 | 4,748,824  |
| 8 Enter qualifying distributions from Part XII, line 4. . . . .                                                                                                                         | 8 | 4,427,704  |

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

| Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)                                  |    |         |         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|---------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                              |    | 1       | 103,172 |
| Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)                                                          |    |         |         |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . . |    |         |         |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)                                     |    |         |         |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)                                                  |    | 2       | 0       |
| 3 Add lines 1 and 2. . . . .                                                                                                                                |    | 3       | 103,172 |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)                                                |    | 4       | 0       |
| 5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .                                                          |    | 5       | 103,172 |
| 6 Credits/Payments                                                                                                                                          |    |         |         |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013                                                                                         | 6a | 124,665 |         |
| b Exempt foreign organizations—tax withheld at source . . . . .                                                                                             | 6b |         |         |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                       | 6c | 5,000   |         |
| d Backup withholding erroneously withheld . . . . .                                                                                                         | 6d |         |         |
| 7 Total credits and payments Add lines 6a through 6d. . . . .                                                                                               |    | 7       | 129,665 |
| 8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached                               |    | 8       |         |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                   |    | 9       |         |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .                                                       |    | 10      | 26,493  |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax  26,493 Refunded                                                                        |    | 11      | 0       |

| Part VII-A Statements Regarding Activities                                                                                                                                                                                                                                                                                                                                |    |     |    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .                                                                                                                                                                                         |    | Yes | No |
|                                                                                                                                                                                                                                                                                                                                                                           | 1a |     | No |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .<br><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i> |    |     | No |
|                                                                                                                                                                                                                                                                                                                                                                           | 1b |     | No |
| c Did the foundation file Form 1120-POL for this year?. . . . .                                                                                                                                                                                                                                                                                                           | 1c |     | No |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation  \$ _____ 0 (2) On foundation managers  \$ _____ 0                                                                                                                                                                                           |    |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____ 0                                                                                                                                                                                                                        |    |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                                                          | 2  |     | No |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .                                                                                                                             | 3  |     | No |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .                                                                                                                                                                                                                                                                   | 4a |     | No |
| b If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .                                                                                                                                                                                                                                                                                               | 4b |     |    |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                                                    | 5  |     | No |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .                             | 6  | Yes |    |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>                                                                                                                                                                                                                               | 7  | Yes |    |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions)<br>WA _____                                                                                                                                                                                                                                                         |    |     |    |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>                                                                                                                                                    | 8b | Yes |    |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)?<br><i>If "Yes," complete Part XIV</i> . . . . .                                                                                                | 9  |     | No |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>                                                                                                                                                                                                                             | 10 |     | No |

Part VII-A

Statements Regarding Activities *(continued)*

|                                                                                                                                 |                                                                                                                                                                                                                                               |    |     |    |
|---------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 11                                                                                                                              | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).                                                      | 11 |     | No |
| 12                                                                                                                              | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)                                                      | 12 |     | No |
| 13                                                                                                                              | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                                                                           | 13 | Yes |    |
| Website address ►WWW.MEDINAFOUNDATION.ORG                                                                                       |                                                                                                                                                                                                                                               |    |     |    |
| 14                                                                                                                              | The books are in care of ►JENNIFER TEUNON Telephone no ►(206) 652-8780<br>Located at ►801 SECOND AVENUE SUITE 1300 SEATTLE WA ZIP +4 ►98104                                                                                                   |    |     |    |
| 15                                                                                                                              | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ► <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► | 15 |     |    |
| 16                                                                                                                              | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?                                                     | 16 | Yes | No |
| See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ► |                                                                                                                                                                                                                                               |    |     |    |

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

|    |                                                                                                                                                                                                                                |                                                                     |  |    |
|----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|--|----|
| 5a | During the year did the foundation pay or incur any amount to                                                                                                                                                                  |                                                                     |  |    |
|    | (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?                                                                                                                                      | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (3) Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                             | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |  |    |
|    | (4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see instructions).                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?                                                          | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
| b  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? | 5b                                                                  |  | No |
|    | Organizations relying on a current notice regarding disaster assistance check here.                                                                                                                                            |                                                                     |  |    |
| c  | If the answer is "Yes" to question 5a(4 ), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?                                                                    |                                                                     |  |    |
|    | If "Yes," attach the statement required by Regulations section 53.4945–5(d).                                                                                                                                                   |                                                                     |  |    |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                |                                                                     |  |    |
|    |                                                                                                                                                                                                                                |                                                                     |  |    |
| b  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                     | 6b                                                                  |  | No |
|    | If "Yes" to 6b, file Form 8870.                                                                                                                                                                                                |                                                                     |  |    |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                           |                                                                     |  |    |
|    |                                                                                                                                                                                                                                |                                                                     |  |    |
| b  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                        | 7b                                                                  |  |    |

Part VIII

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

|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).                     |                                                           |                                           |                                                                       |                                       |
| (a) Name and address                                                                                                         | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| See Additional Data Table                                                                                                    |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
| 2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE." |                                                           |                                           |                                                                       |                                       |
| (a) Name and address of each employee paid more than \$50,000                                                                | (b) Title, and average hours per week devoted to position | (c) Compensation                          | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| AANA LAUCKHART                                                                                                               | PROGRAM OFFICER                                           | 81,499                                    | 10,689                                                                | 0                                     |
| 801 SECOND AVE SUITE 1300<br>SEATTLE, WA 98104                                                                               | 40 00                                                     |                                           |                                                                       |                                       |
| JESSICA CASE                                                                                                                 | PROGRAM OFFICER                                           | 70,567                                    | 7,409                                                                 | 0                                     |
| 801 SECOND AVE SUITE 1300<br>SEATTLE, WA 98104                                                                               | 40 00                                                     |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
| Total number of other employees paid over \$50,000.                                                                          |                                                           |                                           |                                                                       | 0                                     |

Part VIII

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

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE". |                                |                  |
|------------------------------------------------------------------------------------------------------------------|--------------------------------|------------------|
| (a) Name and address of each person paid more than \$50,000                                                      | (b) Type of service            | (c) Compensation |
| LAIRD NORTON WEALTH MANAGEMENT                                                                                   | INVESTMENT ADVISOR & CUSTODIAN | 214,639          |
| 801 2ND AVE SUITE 1600                                                                                           |                                |                  |
| SEATTLE,WA 98104                                                                                                 |                                |                  |
|                                                                                                                  |                                |                  |
|                                                                                                                  |                                |                  |
|                                                                                                                  |                                |                  |
|                                                                                                                  |                                |                  |
|                                                                                                                  |                                |                  |
|                                                                                                                  |                                |                  |
| Total number of others receiving over \$50,000 for professional services.                                        |                                | 0                |

Part IX-A

Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| 1 HOMELESSNESS INITIATIVE EVALUATION & PLANNING                                                                                                                                                                                                        | 12,401   |
| 2 DOMESTIC VIOLENCE INITIATIVE (\$1,466) AND SITE VISIT EXPENSES                                                                                                                                                                                       | 6,829    |
| 3                                                                                                                                                                                                                                                      |          |
| 4                                                                                                                                                                                                                                                      |          |

Part IX-B

Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| 1 N/A                                                                                                            | 0      |
| 2                                                                                                                | 0      |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See page 24 of the instructions.                                          |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3.                                                                                    | 0      |

Part X

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

|   |                                                                                                                    |    |            |
|---|--------------------------------------------------------------------------------------------------------------------|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |    |            |
| a | Average monthly fair market value of securities. . . . .                                                           | 1a | 86,168,870 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 4,426,012  |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 3,002,175  |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 93,597,057 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . . | 1e | 0          |
| 2 | Acquisition indebtedness applicable to line 1 assets. . . . .                                                      | 2  | 0          |
| 3 | Subtract line 2 from line 1d. . . . .                                                                              | 3  | 93,597,057 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 1,403,956  |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 92,193,101 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 4,609,655  |

Part XI

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

|    |                                                                                                           |    |           |
|----|-----------------------------------------------------------------------------------------------------------|----|-----------|
| 1  | Minimum investment return from Part X, line 6. . . . .                                                    | 1  | 4,609,655 |
| 2a | Tax on investment income for 2013 from Part VI, line 5. . . . .                                           | 2a | 103,172   |
| b  | Income tax for 2013 (This does not include the tax from Part VI ). . . . .                                | 2b |           |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 103,172   |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 4,506,483 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  | 0         |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 4,506,483 |
| 6  | Deduction from distributable amount (see instructions). . . . .                                           | 6  | 0         |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | 7  | 4,506,483 |

Part XII

Qualifying Distributions (see instructions)

|                                                                                                                                                                                              |                                                                                                                                                              |    |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----------|
| 1                                                                                                                                                                                            | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes                                                                    |    |           |
| a                                                                                                                                                                                            | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .                                                                         | 1a | 4,427,704 |
| b                                                                                                                                                                                            | Program-related investments—total from Part IX-B. . . . .                                                                                                    | 1b | 0         |
| 2                                                                                                                                                                                            | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .                                           | 2  |           |
| 3                                                                                                                                                                                            | Amounts set aside for specific charitable projects that satisfy the                                                                                          |    |           |
| a                                                                                                                                                                                            | Suitability test (prior IRS approval required). . . . .                                                                                                      | 3a |           |
| b                                                                                                                                                                                            | Cash distribution test (attach the required schedule). . . . .                                                                                               | 3b |           |
| 4                                                                                                                                                                                            | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                                    | 4  | 4,427,704 |
| 5                                                                                                                                                                                            | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . . | 5  | 0         |
| 6                                                                                                                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .                                                                                      | 6  | 4,427,704 |
| Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years |                                                                                                                                                              |    |           |

Part XIII

Undistributed Income (see instructions)

|                                                                                                                                                                                     | (a)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7                                                                                                                                |               |                            |             | 4,506,483   |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                               |               |                            |             |             |
| a Enter amount for 2012 only. . . . .                                                                                                                                               |               |                            | 4,217,101   |             |
| b Total for prior years 20____, 20____, 20____                                                                                                                                      |               | 0                          |             |             |
| 3 Excess distributions carryover, if any, to 2013                                                                                                                                   |               |                            |             |             |
| a From 2008. . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2009. . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2010. . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| e From 2012. . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e. . . . .                                                                                                                                              | 0             |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 4,427,704                                                                                                            |               |                            |             |             |
| a Applied to 2012, but not more than line 2a                                                                                                                                        |               |                            | 4,217,101   |             |
| b Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               | 0                          |             |             |
| c Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| d Applied to 2013 distributable amount. . . . .                                                                                                                                     |               |                            |             | 210,603     |
| e Remaining amount distributed out of corpus                                                                                                                                        | 0             |                            |             |             |
| 5 Excess distributions carryover applied to 2013<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                              | 0             |                            |             | 0           |
| 6 Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 0             |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               | 0                          |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               | 0                          |             |             |
| d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .                                                               |               |                            |             | 4,295,880   |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .                                  | 0             |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .                                                                                | 0             |                            |             |             |
| 9 Excess distributions carryover to 2014.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 0             |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2009. . . .                                                                                                                                                           |               |                            |             |             |
| b Excess from 2010. . . .                                                                                                                                                           |               |                            |             |             |
| c Excess from 2011. . . .                                                                                                                                                           |               |                            |             |             |
| d Excess from 2012. . . .                                                                                                                                                           |               |                            |             |             |
| e Excess from 2013. . . .                                                                                                                                                           |               |                            |             |             |

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

AANA LAUCKHART PROGRAM OFFICER  
801 SECOND AVENUE SUITE 1300  
SEATTLE, WA 98104  
(206) 652-8785

b

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

SEE STATEMENT 14 AND WWW.MEDINAFOUNDATION.ORG

c

Any submission deadlines

NO APPLICATION DEADLINES

d

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

SEE STATEMENT 14 AND WWW.MEDINAFOUNDATION.ORG

Part XV

Supplementary Information (continued)

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

| Recipient                                                                                                    | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|--------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                          |                                                                                                           |                                |                                  |           |
| a Paid during the year<br>See Additional Data Table                                                          |                                                                                                           |                                |                                  |           |
| Total . . . . .                                                                                              |                                                                                                           |                                | 3a                               | 3,861,935 |
| b Approved for future payment<br>LOPEZ ISLAND FAMILY RESOURCE CENTER<br>PO BOX 732<br>LOPEZ ISLAND, WA 98261 | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                | 10,000    |
| MOTHER MENTORS OF WHIDBEY ISLAND<br>PO BOX 92<br>LANGLEY, WA 982600092                                       | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                | 10,000    |
|                                                                                                              |                                                                                                           |                                |                                  |           |
| Total . . . . .                                                                                              |                                                                                                           |                                | 3b                               | 20,000    |

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

| (a) Name and address                             | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| ADRIENNE QUINN                                   | FORMER EXECUTIVE DIRECTOR<br>40 00                        | 135,656                                   | 15,884                                                                | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| JENNIFER TEUNON                                  | EXECUTIVE DIRECTOR<br>40 00                               | 9,148                                     | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| PIPER HENRY KELLER                               | PRESIDENT<br>10 00                                        | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| GAIL GANT                                        | VICE PRESIDENT<br>5 00                                    | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| PATRICIA HENRY                                   | SECRETARY<br>5 00                                         | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| JEAN GARDNER                                     | TREASURER<br>5 00                                         | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| HALEH CLAPP                                      | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| JAMES N CLAPP II                                 | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| MARGARET CLAPP                                   | TRUSTEE<br>10 00                                          | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| MATTHEW N CLAPP JR                               | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| TAMSIN CLAPP                                     | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| STEPHEN GANT                                     | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| JILL GARDNER                                     | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| MARION CLAPP RAWLINSON                           | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |
| ELIZABETH WILLIAMS                               | TRUSTEE<br>5 00                                           | 0                                         | 0                                                                     | 0                                     |
| 801 SECOND AVENUE SUITE 1300<br>SEATTLE,WA 98104 |                                                           |                                           |                                                                       |                                       |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                                         | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                                          |           |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                                                                          |           |
| ABUSED DEAF WOMEN'S ADVOCACY SERVICES 8623 ROOSEVELT WAY NE SEATTLE,WA 98115                                           | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 30,000    |
| ABUSED DEAF WOMEN'S ADVOCACY SERVICES 8623 ROOSEVELT WAY NE SEATTLE,WA 98115                                           | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | STABLE HOUSING INITIATIVE                                                                | 12,000    |
| ALLIANCE FOR A BETTER COMMUNITY PO BOX 821 RAYMOND,WA 98577                                                            | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 5,000     |
| ALZHEIMER'S ASSOCIATION WESTERN & CENTRAL WA NORTH TOWER 100 W HARRISON STREET N200 SEATTLE,WA 98119                   | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING, IN HONOR OF GREG BARLOW                                               | 5,000     |
| AMERICA SCORES SEATTLE 2450 6TH AVE S SUITE 203 SEATTLE,WA 98134                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 15,000    |
| API CHAYA PO BOX 14047 SEATTLE,WA 98114                                                                                | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | STABLE HOUSING INITIATIVE                                                                | 20,000    |
| ARC OF KING COUNTY 233 6TH AVE N SEATTLE,WA 98109                                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 25,000    |
| ARTS CORPS 4408 DELRIDGE WAY SW SUITE 110 SEATTLE,WA 981061348                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | CREATIVE SCHOOLS INITIATIVE                                                              | 15,000    |
| BELLARMINE PREPARATORY SCHOOL 2300 S WASHINGTON TACOMA,WA 984051399                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING, IN HONOR OF GOVERNOR GARDNER                                          | 10,000    |
| BEYOND SURVIVAL 313 SOUTH I STREET ABERDEEN,WA 98520                                                                   | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 10,000    |
| BIKE WORKS SEATTLE 3715 SOUTH HUDSON STREET SUITE 111 SEATTLE,WA 98118                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING SUPPORT                                                                | 20,000    |
| BOY SCOUTS OF AMERICA PACIFIC HARBORS COUNCIL 4802 SOUTH 19TH ST TACOMA,WA 98405                                       | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | PARTNERS FOR SUCCESS                                                                     | 20,000    |
| BOYS & GIRLS CLUB OF THE LONG BEACH PENINSULA PO BOX 1172 LONG BEACH,WA 98631                                          | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 25,000    |
| BOYS & GIRLS CLUBS OF THE OLYMPIC PENINSULA PO BOX 4167 SEQUIM,WA 98382                                                | NONE                                                                                                      | INDIVIDUAL                     | ONE INDIVIDUAL RECEIVED A GRANT FOR THE 2013 EVANS SCHOOL NONPROFIT LEADERSHIP INSTITUTE | 3,100     |
| BOYS & GIRLS CLUBS OF THE OLYMPIC PENINSULA PO BOX 4167 SEQUIM,WA 98382                                                | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                        | 25,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                          | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution   | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                    |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                    |           |
| BOYS & GIRLS CLUBS OF THURSTON COUNTY 905 24TH WAY SW SUITE A2 OLYMPIA,WA 98502                                        | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 35,000    |
| BRIDGE DISABILITY MINISTRIES 12356 NORTHUP WAY SUITE 103 BELLEVUE,WA 980051956                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 15,000    |
| BRIGID COLLINS FAMILY SUPPORT CENTER 1231 N GARDEN ST STE 200 BELLINGHAM,WA 98225                                      | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 30,000    |
| BUILDING CHANGES 2014 E MADISON STE 200 SEATTLE,WA 98122                                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 50,000    |
| CASA LATINA 317 - 17TH AVENUE S SEATTLE,WA 98144                                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 25,000    |
| CATHERINE PLACE 923 SOUTH 8TH STREET TACOMA,WA 98405                                                                   | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 10,000    |
| CCS - BENEDICT HOUSE CCS SW HEADQUARTERS TACOMA,WA 98405                                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | BENEDICT HOUSE                     | 25,000    |
| CCS - DREXEL HOUSE CCS SW HEADQUARTERS 1323 SOUTH YAKIMA AVE TACOMA,WA 98405                                           | NONE                                                                                                      | PC 509(A)(1) OR (A){           | EMERGENCY SHELTER                  | 25,000    |
| CCS - FEED THE HUNGRY PO BOX 1734 ABERDEEN,WA 98520                                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A){           | FEED THE HUNGRY                    | 8,000     |
| CCS - GRAYS HARBOR YOUTH CENTER PO BOX 1734 ABERDEEN,WA 98520                                                          | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GRAYS HARBOR YOUTH CENTER          | 10,000    |
| CCS - GROUNDWORK CCS HEADQUARTERS 100-23RD AVE S SEATTLE,WA 981442302                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GROUNDWORK PROJECT                 | 10,000    |
| CCS - HOMEARISEREACH OUT CCS HEADQUARTERS 100-23RD AVE S SEATTLE,WA 981442302                                          | NONE                                                                                                      | PC 509(A)(1) OR (A){           | HOME ARISE REACH OUT               | 20,000    |
| CCS - HOPE HOUSE 1133 RAILROAD AVE STE 100 BELLINGHAM,WA 98225                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                  | 10,000    |
| CCS - HOSPITALITY KITCHEN CCS SW HEADQUARTERS 1323 YAKIMA AVES TACOMA,WA 98405                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | HOSPITALITY KITCHEN                | 10,000    |
| CCS - KATHERINE'S HOUSE CCS HEADQUARTERS 100-23RD AVE S SEATTLE,WA 98144                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | KATHERINE'S HOUSE AND RITA'S HOUSE | 20,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                    | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                                                   | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                                                    |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                                                                                    |           |
| CCS - LAZARUS DAY CENTER 416 - 2ND AVENUE SEATTLE,WA 981940741                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | LAZARUS DAY CENTER                                                                                 | 10,000    |
| CCS - PHOENIX HOUSING NETWORK 7050 SOUTH G STREET TACOMA,WA 98408                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | PHOENIX HOUSING NETWORK                                                                            | 25,000    |
| CCS - SACRED HEART SHELTER 232 WARREN AVENUE N SEATTLE,WA 98109                                                        | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| CCS - SOUTHWEST WA 100 23RD AVE S SEATTLE,WA 981442302                                                                 | NONE                                                                                                      | INDIVIDUAL                     | ONE INDIVIDUAL RECEIVED A GRANT FOR THE 2013 EVANS SCHOOL NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE | 3,100     |
| CCS - ST MARTIN DE PORRES SHELTER 1561 ALASKAN WAY S SEATTLE,WA 98134                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | HOUSING CASE MANAGEMENT                                                                            | 47,000    |
| CCS - ST MARTIN DE PORRES SHELTER 1561 ALASKAN WAY S SEATTLE,WA 98134                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | ST MARTIN DE PORRES SHELTER                                                                        | 20,000    |
| CCS - TACOMA AVENUE SHELTER CCS SW HEADQUARTERS 1323 S YAKIMA AVE S TACOMA,WA 98405                                    | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | TACOMA AVENUE SHELTER                                                                              | 20,000    |
| CCS - THE COMMUNITY KITCHEN 2940 LIMITED LANE NW OLYMPIA,WA 98502                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | THE COMMUNITY KITCHEN                                                                              | 7,000     |
| CCS - YOUTH TUTORING PROGRAM CCS HEADQUARTERS 100 23RD AVE S SEATTLE,WA 98144                                          | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 15,000    |
| CCSCHS - NOEL HOUSE 118 BELL STREET SEATTLE,WA 98121                                                                   | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| CCSCHS - ROSE OF LIMA 118 BELL STREET SEATTLE,WA 98121                                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 10,000    |
| CENTER FOR HUMAN SERVICES 17018 15TH AVE NE SHORELINE,WA 98155                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 35,000    |
| CHILD CARE RESOURCES 1225 S WELLER ST STE 300 SEATTLE,WA 98144                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 40,000    |
| CHILDREN'S HOME SOCIETY OF WASHINGTON 3300 NE 65TH STREET SEATTLE,WA 981150190                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | NORTH SEATTLE & SOUTH KING COUNTY FAMILY CENTERS                                                   | 35,000    |
| COASTAL HARVEST PO BOX 616 HOQUIAM,WA 98550                                                                            | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                                    | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |           |
| COCOON HOUSE 2929 PINE ST<br>EVERETT, WA 98201                                                                         | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | PROJECT SAFE PILOT               | 30,400    |
| COMMUNITIES IN SCHOOLS OF<br>WASHINGTON 1010 S 336TH<br>STREET SUITE 205<br>FEDERAL WAY, WA 98003                      | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 63,000    |
| COMMUNITY ACTION OF SKAGIT<br>COUNTY 330 PACIFIC PLACE<br>MOUNT VERNON, WA 98273                                       | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 35,000    |
| COMMUNITY SCHOOLS<br>COLLABORATION 16256<br>MILITARY ROAD S STE 102<br>SEATAC, WA 98188                                | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 40,000    |
| CONGREGATIONS FOR THE<br>HOMELESS 2650 148TH AVE SE<br>STE 202<br>BELLEVUE, WA 98007                                   | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 15,000    |
| CRISIS CLINIC 9725 3RD AVENUE<br>NE SUITE 300<br>SEATTLE, WA 98115                                                     | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | KING COUNTY 2-1-1                | 25,000    |
| DOMESTIC VIOLENCE & SEXUAL<br>ASSAULT SERVICES OF WHATCOM<br>COUNTY 1407 COMMERCIAL ST<br>BELLINGHAM, WA 98225         | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | STABLE HOUSING<br>INITIATIVE     | 20,000    |
| EASTSIDE ACADEMY 1717<br>BELLEVUE WAY NE<br>BELLEVUE, WA 98004                                                         | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 25,000    |
| EXODUS HOUSING PO BOX 1006<br>SUMNER, WA 98390                                                                         | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 25,000    |
| EXPRESS ADVANTAGE 1741 - 4TH<br>AVE S SUITE A<br>SEATTLE, WA 98134                                                     | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING<br>SUPPORT     | 175,000   |
| FAMILIES UNLIMITED NETWORK<br>PO BOX 65672<br>UNIVERSITY PLACE, WA 98464                                               | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 10,000    |
| FAMILYWORKS PO BOX 31112<br>SEATTLE, WA 98103                                                                          | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 20,000    |
| FIRST PLACE PO BOX 22536<br>SEATTLE, WA 98122                                                                          | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 20,000    |
| FIRST STEP FAMILY SUPPORT<br>CENTER 331 E 6TH ST<br>PORT ANGELES, WA 98362                                             | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING<br>SUPPORT     | 20,000    |
| FRIENDS OF YOUTH 13116 NE<br>132ND ST<br>KIRKLAND, WA 98034                                                            | NONE                                                                                                      | PC 509(A)(1)<br>OR (A){        | GENERAL OPERATING                | 30,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                                                               | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                                                                |           |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                                                                                                |           |
| FRIENDSHIP HOUSE PO BOX 517<br>MT VERNON, WA 982730517                                                                 | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 15,000    |
| FRIENDSHIP HOUSE PO BOX 517<br>MT VERNON, WA 982730517                                                                 | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | HUNGER TO HOPE CAPITAL<br>CAMPAIGN                                                                             | 15,000    |
| GARDEN RAISED BOUNTY 2016<br>ELLIOTT AVE NW<br>OLYMPIA, WA 98502                                                       | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 30,000    |
| HAND IN HAND 14 EAST CASINO<br>ROAD SUITE E<br>EVERETT, WA 98208                                                       | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | SAFE PLACE EXPANSION                                                                                           | 17,500    |
| HEALTHY FAMILIES OF CLALLAM<br>COUNTY 1210 EAST FRONT<br>STREET SUITE C<br>PORT ANGELES, WA 983624325                  | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 25,000    |
| HEARING SPEECH & DEAFNESS<br>CENTER 1625 19TH AVE<br>SEATTLE, WA 98122                                                 | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | EARLY LEARNING &<br>LANGUAGE INTERVENTION<br>SERVICES FOR CHILDREN<br>WITH COMMUNICATION<br>CHALLENGES         | 15,000    |
| HELPING HAND HOUSE PO BOX<br>710<br>PUYALLUP, WA 983710184                                                             | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 50,000    |
| HILLTOP ARTISTS IN RESIDENCE<br>PO BOX 6829<br>TACOMA, WA 98417                                                        | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | ARTS CONNECT                                                                                                   | 13,000    |
| HOPE IN CHRIST MINISTRIES 837<br>- 4TH STREET<br>BREMERTON, WA 98337                                                   | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 30,000    |
| HOPELINK 10675 WILLOWS ROAD<br>NE 275<br>REDMOND, WA 98052                                                             | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 65,000    |
| HOPEWORKS SOCIAL<br>ENTERPRISES 5830 EVERGREEN<br>WAY<br>EVERETT, WA 98203                                             | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 50,000    |
| HOSPITALITY HOUSE 15003 14TH<br>AVE SW<br>BURIEN, WA 98166                                                             | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 15,000    |
| INTERIM COMMUNITY<br>DEVELOPMENT ASSOCIATION<br>308 6TH AVE S<br>SEATTLE, WA 98104                                     | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 25,000    |
| JUMPING MOUSE CHILDREN'S<br>CENTER 1809 SHERIDAN STREET<br>PORT TOWNSEND, WA 98368                                     | NONE                                                                                                      | INDIVIDUAL                     | ONE INDIVIDUAL RECEIVED<br>A GRANT FOR THE 2013<br>EVANS SCHOOL NONPROFIT<br>EXECUTIVE LEADERSHIP<br>INSTITUTE | 3,100     |
| KINDERING CENTER 16120 NE<br>8TH ST<br>BELLEVUE, WA 98008                                                              | NONE                                                                                                      | PC 509(A)(1)<br>OR (A)(        | GENERAL OPERATING                                                                                              | 50,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                                                | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                 | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                                                  |           |
| KING COUNTY SEXUAL ASSAULT RESOURCE CENTER PO BOX 300 RENTON, WA 980570300                                             | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 30,000    |
| KITSAP ADULT CENTER FOR EDUCATION 616 FIFTH ST BREMERTON, WA 98337                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 15,000    |
| LASA PO BOX 98619 LAKEWOOD, WA 98496                                                                                   | NONE                                                                                                      | PC 509(A)(1) OR (A){           | PRAIRIE OAKS AFFORDABLE HOUSING COMPLEX & CLIENT SERVICES CENTER | 25,000    |
| LIFEWIRE PO BOX 6398 BELLEVUE, WA 980080398                                                                            | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 40,000    |
| LIFEWIRE PO BOX 6398 BELLEVUE, WA 980080398                                                                            | NONE                                                                                                      | PC 509(A)(1) OR (A){           | STABLE HOUSING INITIATIVE                                        | 20,000    |
| LITTLE BIT THERAPEUTIC RIDING CENTER 18669 NE 106TH ST REDMOND, WA 98052                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 50,000    |
| LOPEZ ISLAND FAMILY RESOURCE CENTER PO BOX 732 LOPEZ ISLAND, WA 98261                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 15,000    |
| LOW INCOME HOUSING INSTITUTE 2407 1ST AVE STE 200 SEATTLE, WA 98121                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A){           | URBAN REST STOP (URS) CENTERS                                    | 30,000    |
| LUMMI YOUTH ACADEMY 2330 LUMMI VIEW DRIVE BELLINGHAM, WA 98226                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 15,000    |
| LUTHERAN COMMUNITY SERVICES 115 NE 100TH STREET SUITE 200 SEATTLE, WA 98125                                            | NONE                                                                                                      | PC 509(A)(1) OR (A){           | PERMANENCY PLANNING FOSTER CARE                                  | 25,000    |
| MARY'S PLACE PO BOX 1711 SEATTLE, WA 98111                                                                             | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 20,000    |
| MASON COUNTY SHELTER 216 N FIRST STREET PO BOX 1777 SHELTON, WA 98584                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | MASON COUNTY EMERGENCY HOMELESS SHELTER CAPITAL PROJECT          | 30,000    |
| MERCY HOUSING NORTHWEST 2505 3RD AVE STE 204 SEATTLE, WA 98121                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 55,000    |
| MOTHER MENTORS OF WHIDBEY ISLAND PO BOX 92 LANGLEY, WA 982600092                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                | 10,000    |
| NATIONAL PARK FOUNDATION 1201 EYE STREET NW 550B WASHINGTON, DC 20005                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, EUGENE F QUINN MEMORIAL                       | 10,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                  | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                                                   | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                                                    |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                                                                                    |           |
| NOOKSACK INDIAN TRIBE PO BOX 157 5016 DEMING ROAD DEMING,WA 98244                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | VETERAN'S PROGRAM                                                                                  | 2,500     |
| NORTH KITSAP FISHLINE PO BOX 1517 POULSBO,WA 98370                                                                     | NONE                                                                                                      | INDIVIDUAL                     | ONE INDIVIDUAL RECEIVED A GRANT FOR THE 2013 EVANS SCHOOL NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE | 3,100     |
| NORTH KITSAP FISHLINE PO BOX 1517 POULSBO,WA 98370                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 20,000    |
| NORTHWEST FAMILY LIFE 11320 ROOSEVELT WAY NE SEATTLE,WA 98125                                                          | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 10,000    |
| NORTHWEST HARVEST PO BOX 12272 SEATTLE,WA 98102                                                                        | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 50,000    |
| NORTHWEST PARKINSON'S FOUNDATION 400 MERCER ST 504 SEATTLE,WA 98109                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING, IN HONOR OF GOVERNOR GARDNER                                                    | 20,000    |
| NORTHWEST YOUTH SERVICES 1020 N STATE STREET BELLINGHAM,WA 982255012                                                   | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| OCEAN SHORES FOOD BANK PO BOX 1293 OCEAN SHORES,WA 985699901                                                           | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING, IN HONOR OF GREG BARLOW                                                         | 5,000     |
| OLIVE CREST 515 116TH AVE NE STE 174 BELLEVUE,WA 98004                                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | SAFE FAMILIES FOR CHILDREN                                                                         | 25,000    |
| OLYMPIC PENINSULA YMCA 302 S FRANCIS STREET PORT ANGELES,WA 98362                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| OPERATION SACK LUNCH PO BOX 4128 SEATTLE,WA 98194                                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 30,000    |
| PARENT TRUST FOR WASHINGTON CHILDREN 2200 RAINIER AVE S SEATTLE,WA 98144                                               | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 25,000    |
| PEACE COMMUNITY CENTER 2106 SOUTH CUSHMAN AVE TACOMA,WA 98405                                                          | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                                                                                  | 15,000    |
| PHILANTHROPY NORTHWEST 2101 4TH AVE SUITE 650 SEATTLE,WA 98121                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | 21ST CENTURY CAMPAIGN                                                                              | 25,000    |
| PHILANTHROPY NORTHWEST 2101 4TH AVE SUITE 650 SEATTLE,WA 98121                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | 2013 MEMBERSHIP                                                                                    | 12,235    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                                    | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution              | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                               |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                               |           |
| PIERCE COUNTY ALLIANCE 510 TACOMA AVENUE SOUTH TACOMA,WA 98402                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | FOSTER YOUTH TRANSITIONAL CARE SPECIALIST     | 24,000    |
| PLYMOUTH HOUSING GROUP 2113 3RD AVENUE SEATTLE,WA 98121                                                                | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 75,000    |
| PLYMOUTH HOUSING GROUP 2113 3RD AVENUE SEATTLE,WA 98121                                                                | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, IN HONOR OF ADRIENNE QUINN | 3,000     |
| POWERFUL SCHOOLS 3401 RAINIER AVE S SUITE C SEATTLE,WA 98144                                                           | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 50,000    |
| REAL CHANGE 219 FIRST AVE S 220 SEATTLE,WA 98104                                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 30,000    |
| RENTON AREA YOUTH & FAMILY SERVICES PO BOX 1510 RENTON,WA 98057                                                        | NONE                                                                                                      | PC 509(A)(1) OR (A){           | SPARK T H I S PROGRAM                         | 25,000    |
| RESCUE MISSION PO BOX 1912 TACOMA,WA 984011912                                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 35,000    |
| ROTARY FIRST HARVEST PO BOX 94117 SEATTLE,WA 98124                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 35,000    |
| SEATTLE ARTS AND LECTURES 105 S MAIN ST STE 201 SEATTLE,WA 98104                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | WRITERS IN THE SCHOOLS                        | 15,000    |
| SHARED HOUSING SERVICES 901 S 11TH STREET TACOMA,WA 98405                                                              | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 15,000    |
| SOCIAL VENTURE PARTNERS 1601 2ND AVE STE 605 SEATTLE,WA 98101                                                          | NONE                                                                                                      | PC 509(A)(1) OR (A){           | 2013 MEMBERSHIP                               | 6,000     |
| SOLID GROUND 1501 N 45TH ST SEATTLE,WA 981036708                                                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 55,000    |
| SOUTHWEST YOUTH & FAMILY SERVICES 4555 DELRIDGE WAY SW SEATTLE,WA 981061379                                            | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 60,000    |
| ST THOMAS EPISCOPAL CHURCH PO BOX 124 MEDINA,WA 980390124                                                              | NONE                                                                                                      | PC 509(A)(1) OR (A){           | CAPITAL CAMPAIGN FOR NEW COMMUNITY CENTER     | 100,000   |
| SUMMER SEARCH 1109 FIRST AVE STE 205 SEATTLE,WA 98101                                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                             | 25,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                               | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                                                                   | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                                                                    |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                                                                                    |           |
| TACOMA AREA YOUTH FOR CHRIST PO BOX 834 TACOMA,WA 98401                                                                | NONE                                                                                                      | PC 509(A)(1) OR (A){           | TILlicum YOUTH & FAMILY CENTER                                                                     | 15,000    |
| TECHNOLOGY ACCESS FOUNDATION 605 SW 108TH STREET SEATTLE,WA 98146                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 50,000    |
| THE BOILER ROOM PO BOX 1659 PORT TOWNSEND,WA 98368                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 10,000    |
| THE SEATTLE FOUNDATION 1200 5TH AVE 1300 SEATTLE,WA 98101                                                              | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GIVEBIG                                                                                            | 25,000    |
| THE SHAREHOUSE 5706 SECOND AVE SOUTH SEATTLE,WA 98108                                                                  | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 10,000    |
| THRIVE BY FIVE WASHINGTON 1111 THIRD AVENUE SUITE 210 SEATTLE,WA 98101                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 50,000    |
| TODDLER LEARNING CENTER PO BOX 633 OAK HARBOR,WA 98277                                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 10,000    |
| TOGETHER 418 CARPENTER RD SE STE 203 LACEY,WA 98503                                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A){           | AFTER-SCHOOL AND TUTORING PROGRAMS                                                                 | 15,000    |
| TURNING POINTE DOMESTIC VIOLENCE SERVICES PO BOX 2014 SHELTON,WA 98584                                                 | NONE                                                                                                      | INDIVIDUAL                     | ONE INDIVIDUAL RECEIVED A GRANT FOR THE 2013 EVANS SCHOOL NONPROFIT EXECUTIVE LEADERSHIP INSTITUTE | 3,100     |
| TURNING POINTE DOMESTIC VIOLENCE SERVICES PO BOX 2014 SHELTON,WA 98584                                                 | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 20,000    |
| UNIVERSITY OF PUGET SOUND 1500 N WARNER STREET 1080 TACOMA,WA 984161080                                                | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, IN HONOR OF GOVERNOR GARDNER                                                    | 15,000    |
| VINE MAPLE PLACE PO BOX 1092 MAPLE VALLEY,WA 98038                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 35,000    |
| VISION HOUSE PO BOX 2951 RENTON,WA 98059                                                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                                                                  | 40,000    |
| WASHINGTON CONTEMPORARY BALLET 8315 27TH STREET WEST UNIVERSITY PLACE,WA 98466                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | BALLET FOR CHILDREN WITH SPECIAL NEEDS                                                             | 5,000     |
| WASHINGTON MESA UNIVERSITY OF WASHINGTON 394 SCHMITZ HALL BOX 355845 SEATTLE,WA 981955845                              | NONE                                                                                                      | PC 509(A)(1) OR (A){           | SEATTLE AND TACOMA/SOUTH PUGET SOUND MESA CENTERS                                                  | 45,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                                                                    | 3,861,935 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution                    | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                                     |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                                     |           |
| WASHINGTON WOMEN'S EMPLOYMENT & EDUCATION 3516 SOUTH 47TH ST 205 TACOMA,WA 98409                                       | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                   | 30,000    |
| WELLSPRING FAMILY SERVICES 1900 RAINIER AVE S SEATTLE,WA 98144                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                   | 50,000    |
| WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD STE 300 JACKSONVILLE,FL 32256                                                | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, IN HONOR OF GREG BARLOW          | 5,000     |
| YMCA OF GREATER SEATTLE 909 FOURTH AVENUE SEATTLE,WA 98104                                                             | NONE                                                                                                      | PC 509(A)(1) OR (A){           | YOUTH SUMMER LEARNING PROGRAMS AT MATT GRIFFIN YMCA | 30,000    |
| YMCA OF PIERCE & KITSAP COUNTIES 1614 S MILDRED STREET SUITE 1 TACOMA,WA 98465                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | TEEN LATE NITE                                      | 25,000    |
| YMCA OF PIERCE & KITSAP COUNTIES 1614 S MILDRED STREET SUITE 1 TACOMA,WA 98465                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, IN HONOR OF GOVERNOR GARDNER     | 5,000     |
| YOUNG LIFE CAPERNAUM PO BOX 55998 SEATTLE,WA 98155                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING                                   | 15,000    |
| YOUTHCARE 2500 NE 54TH STREET SEATTLE,WA 981053142                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | PROJECT SAFE PILOT                                  | 80,200    |
| YOUTHCARE 2500 NE 54TH STREET SEATTLE,WA 981053142                                                                     | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING, IN HONOR OF ADRIENNE QUINN       | 3,000     |
| YWCA BELLINGHAM 1026 NORTH FOREST ST BELLINGHAM,WA 98225                                                               | NONE                                                                                                      | PC 509(A)(1) OR (A){           | GENERAL OPERATING-HOMELESS HOUSING PROGRAM          | 25,000    |
| YWCA OF BELLINGHAM 4120 MERIDIAN SUITE 220 BELLINGHAM,WA 98226                                                         | NONE                                                                                                      | PC 509(A)(1) OR (A){           | STABLE HOUSING INITIATIVE                           | 20,000    |
| YWCA OF KITSAP COUNTY PO BOX 559 BREMERTON,WA 98310                                                                    | NONE                                                                                                      | PC 509(A)(1) OR (A){           | STABLE HOUSING INITIATIVE                           | 20,000    |
| YWCA OF OLYMPIA 220 UNION AVE SE OLYMPIA,WA 98501                                                                      | NONE                                                                                                      | PC 509(A)(1) OR (A){           | EXPANSION OF STRATEGIC PLAN, GENERAL OPERATING      | 17,600    |
| YWCA OF SEATTLE-KING COUNTY-SNOHOMISH COUNTY 1118 FIFTH AVENUE SEATTLE,WA 98101                                        | NONE                                                                                                      | PC 509(A)(1) OR (A){           | YOUNG PARENT PROGRAM                                | 30,000    |
| YWCA OF SEATTLE-KING COUNTY-SNOHOMISH COUNTY 1118 FIFTH AVENUE SEATTLE,WA 98101                                        | NONE                                                                                                      | PC 509(A)(1) OR (A){           | STABLE HOUSING INITIATIVE                           | 20,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                                     | 3,861,935 |

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

| Recipient                                                   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|-------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                         |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                        |                                                                                                           |                                |                                  |           |
| YWCA OF TACOMA & PIERCE COUNTY 405 BROADWAY TACOMA,WA 98402 | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | STABLE HOUSING INITIATIVE        | 20,000    |
| ZENO 1404 EAST YESLER WAY SUITE 204 SEATTLE,WA 98122        | NONE                                                                                                      | PC 509(A)(1) OR (A)(           | GENERAL OPERATING                | 25,000    |
| <b>Total . . . . .</b>                                      |                                                                                                           |                                | <b>▶ 3a</b>                      | 3,861,935 |

**TY 2013 Accounting Fees Schedule**

**Name:** MEDINA FOUNDATION

**EIN:** 91-0745225

| Category        | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING FEES | 38,951 | 2,000                    |                        | 36,819                                      |

**TY 2013 General Explanation Attachment****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| Identifier | Return Reference                           | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                         |
|------------|--------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | FORM 990-PF,<br>PART VII-B,<br>QUESTION 1A | (3) - A DISQUALIFIED PERSON FURNISHES FACILITIES TO THE FOUNDATION FREE OF CHARGE. THIS ACTIVITY IS NOT AN ACT OF SELF-DEALING AS CODIFIED IN I R C SECTION 4941(D)(2)(C) (4) - THE FOUNDATION REIMBURSES BOARD MEMBERS FOR TRAVEL RELATED TO THE FOUNDATION BUSINESS. THESE SERVICES ARE NECESSARY IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE AND ARE NOT CONSIDERED AN ACT OF SELF DEALING UNDER I R C SECTION 4941(D)(2)(C) |

| Identifier | Return Reference                  | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|------------|-----------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | FORM 990-PF, PART XV, LINE 2B, 2D | <p>FUNDING GUIDELINES THE MEDINA FOUNDATION IS A FAMILY FOUNDATION THAT WORKS TO FOSTER POSITIVE CHANGE IN THE GREATER PUGET SOUND AREA. IN HONORING THE VISION OF OUR FOUNDER, NORTON CLAPP, THE MEDINA FOUNDATION ASPIRES TO IMPROVE LIVES BY FUNDING HUMAN SERVICE ORGANIZATIONS THAT PROVIDE DIRECT SUPPORT TO PUGET SOUND RESIDENTS. OUR ACTIVITIES ARE BASED ON THE FOLLOWING SET OF SHARED VALUES - COMPASSION- INNOVATION- INTEGRITY- STEWARDSHIP- LEADERSHIP. THE MEDINA FOUNDATION TAKES INTO CONSIDERATION MANY QUALITIES OF AN ORGANIZATION WHEN CONDUCTING GRANT REVIEWS. WE LOOK FOR ORGANIZATIONS THAT BOTH ENGAGE IN STRATEGIC PLANNING TO MEET WELL-MAPPED ORGANIZATIONAL GOALS AND SHOW POSITIVE RESULTS THROUGH THEIR PROGRAMS. WE FEEL ORGANIZATIONS THAT ARE DRIVEN BY STRONG LEADERSHIP, AN ENGAGED BOARD AND A DEDICATED EXECUTIVE DIRECTOR AND STAFF, HAVE A HIGH LIKELIHOOD OF SUCCESS. GRANT AMOUNTS AWARDED REFLECT BOTH THE NEEDS OF THE NONPROFIT AND THE FOUNDATION'S DESIRE TO SEE A DIVERSIFIED FUNDING BASE. TYPICALLY, THIS MEANS THAT OUR GRANTS ARE NO MORE THAN 10% OF AN OPERATING OR CAPITAL BUDGET. WE DO CONSIDER MAKING EXCEPTIONS FOR INNOVATIVE START-UPS. SINCE GRANT SIZES VARY WIDELY, PLEASE REVIEW THE GRANTS LIST TO GET A SENSE OF THE SIZE AND TYPES OF GRANTS THAT WE HAVE RECENTLY AWARDED. THE FOUNDATION MAKES GRANTS TO ORGANIZATIONS QUALIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) AND CLASSIFIED AS PUBLIC CHARITIES (NOT PRIVATE FOUNDATIONS) UNDER SECTION 509(A). NO GRANTS ARE MADE TO RELIGIOUS INSTITUTIONS FOR RELIGIOUS PURPOSES OR TO ARTS, HEALTH CARE RELATED OR ENVIRONMENTAL PROGRAMS. FUNDING AREAS WE FOCUS ON IMPROVING THE LIVES OF PUGET SOUND RESIDENTS BY FUNDING PROGRAMS THAT HELP PEOPLE ACHIEVE SELF-SUFFICIENCY. OUR PRIMARY AREAS OF FUNDING INCLUDE - HOUSING &amp; HOMELESSNESS - HOUSING AND RELATED SERVICES TO SUPPORT THOSE IN NEED, INCLUDING PROGRAMS THAT HELP PEOPLE BECOME SELF-SUFFICIENT - YOUTH DEVELOPMENT - PROGRAMS WORKING WITH AT-RISK YOUTH, SUCH AS MENTORING AND TUTORING- HUNGER - PROGRAMS WORKING TO ALLEVIATE HUNGER- EDUCATION - BIRTH TO 12TH-GRADE EDUCATIONAL OPPORTUNITIES, ADULT LITERACY AND OTHER PROGRAMS THAT ENHANCE ACADEMIC SKILLS- FAMILY SUPPORT - PROGRAMS FOR THOSE SUFFERING FROM THE EFFECTS OF DOMESTIC VIOLENCE, SERVICES FOR THOSE WITH DISABILITIES, SUBSTANCE ABUSE PREVENTION AND TREATMENT PROGRAMS, AND OTHER HUMAN SERVICES - ECONOMIC DEVELOPMENT - PROGRAMS WORKING TO HELP PEOPLE BECOME ECONOMICALLY SELF-SUFFICIENT. GEOGRAPHIC FUNDING REGION THE MEDINA FOUNDATION FUNDS IN THE FOLLOWING GREATER PUGET SOUND COUNTIES OF WASHINGTON STATE: CLALLAM, GRAYS HARBOR, ISLAND, JEFFERSON, KING, KITSAP, MASON, PACIFIC, PIERCE, SAN JUAN, SKAGIT, SNOHOMISH, THURSTON AND WHATCOM. APPLICATION ASSISTANCE AFTER REVIEWING THE GRANT GUIDELINES, APPLICATION PROCESS AND FREQUENTLY ASKED QUESTIONS, FEEL FREE TO CONTACT THE FOUNDATION IF YOU NEED ASSISTANCE OR ARE STILL UNSURE WHETHER YOUR ORGANIZATION MIGHT BE ELIGIBLE FOR FUNDING. AANA LAUCKHART PROGRAM OFFICER (206) 652-8785 INFO@MEDINAFOUNDATION.ORG</p> |

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| <b>Name of Bond</b>            | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|--------------------------------|-----------------------------------|------------------------------------------|
| BLACKROCK STRATEGIC INCOME OPP | 4,119,204                         | 4,119,204                                |
| PIMCO FLOATING INCOME FUND     | 1,055,389                         | 1,055,389                                |
| RIDGEWORTH SEIX FLOATING FUND  | 2,132,419                         | 2,132,419                                |
| ARTIO GLOBAL HIGH INCOME       | 0                                 | 0                                        |
| DRIEHAUS ACTIVE INCOME FUND    | 3,339,978                         | 3,339,978                                |
| EATON VANCE MULTI STRATEGY     | 10,419,239                        | 10,419,239                               |
| PIMCO TOTAL RETURN BOND FUND   | 7,821,420                         | 7,821,420                                |
| WILLIAM BLAIR BOND FUND        | 2,607,226                         | 2,607,226                                |

TY 2013 Investments Corporate  
Stock Schedule

Name: MEDINA FOUNDATION  
EIN: 91-0745225

| Name of Stock                              | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------------------|------------------------|-------------------------------|
| 93 SHS ASTON RIVER RD FUND                 | 1,256                  | 1,256                         |
| 929309 SHS ASTON/LAKE PARTNERS LASSO       | 12,517,797             | 12,517,797                    |
| 53097 SHS GOLDMAN SACHS COMMODITY STRATEGY | 301,062                | 301,062                       |
| 7947 SHS ISHARES MSCI EAFE INDEX FUND      | 0                      | 0                             |
| 8400 SHS ISHARES RUSSELL 2000 GROWTH       | 1,138,284              | 1,138,284                     |
| 29450 SHS LONGLEF PARTNERS SMALL CAP FUND  | 955,961                | 955,961                       |
| 4522 SHS PIMCO COMMODITY RR                | 24,830                 | 24,830                        |
| 120686 SHS VANGUARD INST'L INDEX FUND      | 20,429,769             | 20,429,769                    |
| 186965 SHS VANGUARD MID-CAP INDEX FUND     | 5,623,898              | 5,623,898                     |
| 13023 SHS VANGUARD SMALL CAP ETF           | 0                      | 0                             |
| 8934 SHS WISDOMTREE INT'L SMALL CAP        | 562,931                | 562,931                       |
| 109924 SHS ABERDEEN EMERGING MKTS          | 1,590,594              | 1,590,594                     |
| 47353 SHS DRIEHAUS INT'L SMALL CAP         | 513,302                | 513,302                       |
| 68140 SHS EATON VANCE PARAMETRIC           | 3,324,573              | 3,324,573                     |
| 70513 SHS HARBOR INT'L FUND                | 5,007,156              | 5,007,156                     |
| 121831 SHS U.S. GLOBAL RESOURCES FUND      | 1,133,026              | 1,133,026                     |
| 124783 SHS WILLIAM BLAIR EMERGING MKTS     | 1,669,599              | 1,669,599                     |
| 355 SHS SCHLUMBERGER LTD                   | 0                      | 0                             |
| 1657 SHS AFLAC INC                         | 110,688                | 110,688                       |
| 4329 SHS AXA ADR                           | 120,736                | 120,736                       |
| 263 SHS METTLER-TOLEDO INTERNATIONAL INC   | 63,801                 | 63,801                        |
| 861 SHS PHILIP MORRIS INTERNATIONAL        | 75,019                 | 75,019                        |
| 868 SHS ADIDAS AG SPONS ADR                | 55,752                 | 55,752                        |
| 1582 SHS FUJI HEAVY INDUS UNSPONS ADR      | 90,997                 | 90,997                        |
| 1987 SHS GRUPO TELEVISA SA DE CV ADR       | 0                      | 0                             |
| 4901 SHS HENNES & MAURITZ AB- UNSPONS ADR  | 0                      | 0                             |
| 1568 SHS HONDA MTR LTD ADR                 | 64,837                 | 64,837                        |
| 3128 SHS INDITEX UNSPONS ADR               | 103,287                | 103,287                       |
| 948 SHS MAGNA INTERNATIONAL INC CL A       | 77,793                 | 77,793                        |
| 675 SHS NASPERS LTD SPONS ADR              | 0                      | 0                             |

| Name of Stock                               | End of Year Book Value | End of Year Fair Market Value |
|---------------------------------------------|------------------------|-------------------------------|
| 1640 SHS SWATCH GROUP AG UNSPONS ADR        | 54,448                 | 54,448                        |
| 649 SHS TOYOTA MTR CORP SPONSD ADR          | 79,126                 | 79,126                        |
| 1362 SHS VOLKSWAGEN AG SPONS ADR            | 76,871                 | 76,871                        |
| 1553 SHS WAL MART DE MEXICO SPONS ADR       | 40,564                 | 40,564                        |
| 207 SHS BRITISH AMERN TOB PLC SPNS ADR      | 22,236                 | 22,236                        |
| 7659 SHS CARREFOUR SA SPONS ADR             | 60,353                 | 60,353                        |
| 1867 SHS COCA-COLA HELLENIC BTTLG SPONS ADR | 54,460                 | 54,460                        |
| 860 SHS COMPANHIA DE BEBIDAS PR SPONS ADR   | 0                      | 0                             |
| 2986 SHS COMPASS GROUP PLC SPONS ADR        | 48,161                 | 48,161                        |
| 298 SHS DIAGEO PLC ADR                      | 39,461                 | 39,461                        |
| 800 SHS HENKEL AG & CO KGAA SPONS ADR       | 93,344                 | 93,344                        |
| 815 SHS L'OREAL CO UNSPONS ADR              | 28,647                 | 28,647                        |
| 1403 SHS KONINKLIJKE AHOLD SPONS ADR        | 0                      | 0                             |
| 902 SHS NESTLE SA SPONS ADR FOR REG         | 66,378                 | 66,378                        |
| 1569 SHS RECKITT BENCKISER GROUP SPONS ADR  | 25,245                 | 25,245                        |
| 1196 SHS SABMILLER PLC SPONS ADR            | 61,331                 | 61,331                        |
| 1042 SHS CANADIAN NATURAL RESOURCES         | 35,261                 | 35,261                        |
| 403 SHS ECOPETROL SPONS ADR                 | 0                      | 0                             |
| 1941 SHS ENBRIDGE INCORPORATED              | 84,783                 | 84,783                        |
| 888 SHS IMPERIAL OIL LTD                    | 39,276                 | 39,276                        |
| 664 SHS ROYAL DUTCH SHELL PLC-SPONS ADR     | 49,873                 | 49,873                        |
| 1087 SHS WOODSIDE PETROLEUM SPONS ADR       | 37,745                 | 37,745                        |
| 4009 SHS ALLIANZ SE SPONS ADR               | 72,683                 | 72,683                        |
| 3458 SHS BANCO BILBAO VIZCAYA-SPONS ADR     | 0                      | 0                             |
| 1992 SHS BANCO SANTANDER CHILE SPONS ADR    | 0                      | 0                             |
| 938 SHS BANCOLOMBIA SPONS ADR               | 45,981                 | 45,981                        |
| 4545 SHS BARCLAYS PLC ADR                   | 82,401                 | 82,401                        |
| 2990 SHS BNP PARIBAS ADR                    | 117,208                | 117,208                       |
| 1988 SHS HSBC HOLDINGS PLC-SPONS ADR        | 109,598                | 109,598                       |
| 3278 SHS MUENCHENER UNSPONS ADR             | 72,896                 | 72,896                        |

| Name of Stock                                 | End of Year Book Value | End of Year Fair Market Value |
|-----------------------------------------------|------------------------|-------------------------------|
| 4208 SHS PRUDENTIAL PLC-ADR                   | 189,360                | 189,360                       |
| 10670 SHS TURKIYE GARANTI BANKASI SPONS ADR   | 0                      | 0                             |
| 1885 SHS UNITED OVERSEAS BANK-SPONS ADR       | 63,374                 | 63,374                        |
| 1373 SHS ZURICH INSURANCE GROUP SPONS ADR     | 0                      | 0                             |
| 1064 SHS COVIDIEN PLC                         | 72,458                 | 72,458                        |
| 2701 SHS CSL LTD UNSPONS ADR                  | 83,110                 | 83,110                        |
| 761 SHS ESSILOR INTL ADR                      | 40,736                 | 40,736                        |
| 1106 SHS FRESENIUS MEDICAL CARE AG AND CO ADR | 0                      | 0                             |
| 954 SHS LUXOTTICA GROUP SPA                   | 51,440                 | 51,440                        |
| 981 SHS MERCK KGAA UNSPONS ADR                | 58,811                 | 58,811                        |
| 445 SHS NOVARTIS AG SPONSORED ADR             | 35,769                 | 35,769                        |
| 250 SHS NOVO-NORDISK A S SPONS ADR            | 46,190                 | 46,190                        |
| 1203 SHS ROCHE HLDG LTD SPONS ADR             | 84,451                 | 84,451                        |
| 848 SHS SMITH & NEPHEW PLC-ADR                | 60,836                 | 60,836                        |
| 326 SHS AAC TECH HLDGS UNSPONS ADR            | 15,961                 | 15,961                        |
| 2644 SHS ABB LTD-SPON ADR                     | 70,225                 | 70,225                        |
| 1338 SHS ADECCO SA UNSPONS ADR                | 53,293                 | 53,293                        |
| 594 SHS EMBRAER SA ADR                        | 0                      | 0                             |
| 3131 SHS FANUC CORP UNSPONS ADR               | 96,153                 | 96,153                        |
| 1845 SHS GIVAUDAN SA UNSPONS ADR              | 52,804                 | 52,804                        |
| 982 SHS JGC CORP UNSPONS ADR                  | 76,694                 | 76,694                        |
| 3155 SHS KOMATSU LTD SPONS ADR                | 64,930                 | 64,930                        |
| 1354 SHS LVMH MOET HENNESSY LOUIS UNSPONS ADR | 49,556                 | 49,556                        |
| 1029 SHS RYANAIR HLDGS PLC SPONS ADR          | 48,291                 | 48,291                        |
| 3151 SHS SANDVIK AB ADR                       | 44,555                 | 44,555                        |
| 504 SHS SIEMENS A G SPONSORED ADR             | 69,809                 | 69,809                        |
| 1793 SHS SKF AB SPONS ADR                     | 47,407                 | 47,407                        |
| 1133 SHS TECHNIP ADR                          | 27,373                 | 27,373                        |
| 364 SHS WPP PLC SPONS ADR                     | 41,809                 | 41,809                        |
| 505 SHS DASSAULT SYS S A SPNS ADR             | 62,772                 | 62,772                        |

| Name of Stock                             | End of Year Book Value | End of Year Fair Market Value |
|-------------------------------------------|------------------------|-------------------------------|
| 3457 SHS FLEXTRONICS INTL LTD             | 26,861                 | 26,861                        |
| 639 SHS GEMALTO SPONS ADR                 | 35,516                 | 35,516                        |
| 835 SHS SAP AKTIENGESELLSCHAFT SPNS ADR   | 72,762                 | 72,762                        |
| 2356 SHS SINGAPORE TELECOM SPONS ADR      | 68,560                 | 68,560                        |
| 3817 SHS TAIWAN SEMICONDUCTOR SPONS ADR   | 66,568                 | 66,568                        |
| 3971 SHS TOKYO ELECTRON LTD UNSPONS ADR   | 54,919                 | 54,919                        |
| 3584 SHS MTN GROUP LTD SPONS ADR          | 75,264                 | 75,264                        |
| 4343 SHS TURKCELL ILETISIM HIZM SPONS ADR | 57,979                 | 57,979                        |
| 581 SHS BASF SE SPONS ADR                 | 62,626                 | 62,626                        |
| 712 SHS BAYER AG ADR                      | 101,104                | 101,104                       |
| 784 SHS BHP BILLITON LTD ADR              | 53,469                 | 53,469                        |
| 1593 SHS ISRAEL CHEMICALS LTD UNSPONS ADR | 0                      | 0                             |
| 1191 SHS KUBOTA LTDSPONSD SDR             | 99,568                 | 99,568                        |
| 1748 SHS L'AIR LIQUIDE ADR                | 49,591                 | 49,591                        |
| 2543 SHS NITTO DENKO CORP-UNSPONS ADR     | 54,242                 | 54,242                        |
| 337 SHS RIO TINTO PLC SPNSD ADR           | 19,017                 | 19,017                        |
| 528 SHS SOCIEDAD QUIMICA MINERA SPONS ADR | 0                      | 0                             |
| 2570 SHS SVENSKA CELLULOSA AB-SPONS ADR   | 79,362                 | 79,362                        |
| 700 SHS SYNGENTA AG ADR                   | 55,956                 | 55,956                        |
| 2375 SHS VODAFONE GROUP ADR               | 0                      | 0                             |

**TY 2013 Investments - Other Schedule****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| Category / Item                | Listed at Cost or<br>FMV | Book Value | End of Year Fair<br>Market Value |
|--------------------------------|--------------------------|------------|----------------------------------|
| GAM US INSTITUTIONAL DIVERSITY | FMV                      | 66,297     | 66,297                           |
| SCS OPPORTUNITIES FUND         | FMV                      | 632,450    | 632,450                          |
| WEATHERLOW FUND                | FMV                      | 0          | 0                                |

## TY 2013 Legal Fees Schedule

**Name:** MEDINA FOUNDATION

**EIN:** 91-0745225

| Category   | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------|--------|--------------------------|------------------------|---------------------------------------------|
| LEGAL FEES | 320    | 0                        |                        | 320                                         |

TY 2013 Other Assets Schedule

**Name:** MEDINA FOUNDATION

**EIN:** 91-0745225

| Description                     | Beginning of Year -<br>Book Value | End of Year - Book<br>Value | End of Year - Fair<br>Market Value |
|---------------------------------|-----------------------------------|-----------------------------|------------------------------------|
| DIVIDENDS & INTEREST RECEIVABLE | 30,880                            | 37,175                      | 37,175                             |

**TY 2013 Other Expenses Schedule****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| Description      | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|------------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| INSURANCE        | 5,626                             | 0                        |                     | 5,626                                    |
| OFFICE EXPENSES  | 25,716                            | 0                        |                     | 26,695                                   |
| TECHNOLOGY       | 17,026                            | 0                        |                     | 17,026                                   |
| TRUSTEES EXPENSE | 29,382                            | 1,469                    |                     | 28,762                                   |
| PARKING EXPENSE  | 13,832                            | 0                        |                     | 13,832                                   |
| PROGRAM EXPENSE  | 19,230                            | 0                        |                     | 19,230                                   |

**TY 2013 Other Income Schedule****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| Description                     | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|---------------------------------|-----------------------------------|--------------------------|---------------------|
| ADJUSTMENT TO REVENUE PER BOOKS | 3,278                             | 0                        | 3,278               |
| CLASS ACTION SETTLEMENT INCOME  | 27,031                            | 27,031                   | 27,031              |
| CO-OP DISTRIBUTION              | 584                               | 584                      | 584                 |
| OTHER INVESTMENT INCOME         | -3,278                            |                          | -3,278              |

TY 2013 Other Increases Schedule

**Name:** MEDINA FOUNDATION

**EIN:** 91-0745225

| Description                    | Amount    |
|--------------------------------|-----------|
| UNREALIZED GAIN ON INVESTMENTS | 5,353,215 |

**TY 2013 Other Professional Fees Schedule****Name:** MEDINA FOUNDATION**EIN:** 91-0745225

| Category                | Amount  | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------------|---------|--------------------------|------------------------|---------------------------------------------|
| OTHER PROFESSIONAL FEES | 27,800  | 0                        |                        | 26,469                                      |
| INVESTMENT FEES         | 214,639 | 214,639                  |                        | 0                                           |

**TY 2013 Taxes Schedule**

**Name:** MEDINA FOUNDATION

**EIN:** 91-0745225

| Category     | Amount  | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------|---------|--------------------------|------------------------|---------------------------------------------|
| EXCISE TAXES | 115,000 | 0                        |                        | 0                                           |