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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

OCT 1, 2012

, and ending

SEP 30, 2013

Name of foundation COLLEGE SPARK WASHINGTON		A Employer identification number 91-1215725
Number and street (or P.O. box number if mail is not delivered to street address) 190 QUEEN ANNE AVENUE NORTH	Room/suite 260	B Telephone number 206-461-5374
City or town, state, and ZIP code SEATTLE, WA 98109		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 127,276,302.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

(Part I) Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	426.	426.		
	4 Dividends and interest from securities	2,077,243.	2,504,681.		
	5a Gross rents		3,010.		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,234,056.			
	b Gross sales price for all assets on line 6a	44,397,725.			
	7 Capital gain net income (from Part IV, line 2)		8,079,642.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	10a Less Cost of goods sold				
c Gross profit or (loss)					
11 Other income	4,940.	33,997.		STATEMENT 1	
12 Total. Add lines 1 through 11	11,316,665.	10,621,756.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	208,001.	23,568.		184,433.
	14 Other employee salaries and wages	309,599.	10,767.		287,383.
	15 Pension plans, employee benefits	79,015.	5,080.		73,565.
	16a Legal fees STMT 2	1,256.	0.		1,256.
	b Accounting fees STMT 3	78,736.	24,166.		61,965.
	c Other professional fees STMT 4	278,137.	88,905.		149,873.
	17 Interest	1,812.	0.		1,812.
	18 Taxes STMT 5	215,976.	4,198.		834.
	19 Depreciation and depletion	6,511.	0.		
	20 Occupancy	73,595.	0.		73,748.
	21 Travel, conferences, and meetings	39,636.	1,083.		37,774.
	22 Printing and publications	2,219.	0.		7,069.
	23 Other expenses STMT 6	105,986.	364,522.		101,270.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,400,479.	522,289.		980,982.
	25 Contributions, gifts, grants paid	4,263,204.			3,822,526.
26 Total expenses and disbursements. Add lines 24 and 25	5,663,683.	522,289.		4,803,508.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	5,652,982.				
b Net investment income (if negative, enter -0-)		10,099,467.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,394,227.	1,244,959.	1,244,959.
	2 Savings and temporary cash investments	471,405.	2,047,667.	2,047,667.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	18,243.	15,091.	15,091.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	37,229,975.	43,202,114.	43,202,114.
	c Investments - corporate bonds STMT 8	17,559,911.	36,365,688.	36,365,688.
Liabilities	11 Investments - land, buildings, and equipment basis			
	Less accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	60,742,119.	44,385,149.	44,385,149.
	14 Land, buildings, and equipment basis 59,020.			
	Less accumulated depreciation STMT 10 43,405.	22,125.	15,615.	15,615.
	15 Other assets (describe INTEREST RECEIVABLE)	37.	19.	19.
	16 Total assets (to be completed by all filers)	117,438,042.	127,276,302.	127,276,302.
	17 Accounts payable and accrued expenses	71,199.	220,235.	
	18 Grants payable	1,602,496.	2,043,174.	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe CAPITAL LEASE PAYABLE)	19,869.	16,101.		
23 Total liabilities (add lines 17 through 22)	1,693,564.	2,279,510.		
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	115,744,478.	124,996,792.	
	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	115,744,478.	124,996,792.		
31 Total liabilities and net assets/fund balances	117,438,042.	127,276,302.		

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	115,744,478.
2 Enter amount from Part I, line 27a	2	5,652,982.
3 Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENTS	3	3,599,332.
4 Add lines 1, 2, and 3	4	124,996,792.
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	124,996,792.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 45,746,049.		37,666,407.	8,079,642.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			8,079,642.	
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2 8,079,642.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	6,425,220.	112,670,008.	.057027
2010	5,753,879.	110,753,102.	.051952
2009			
2008			
2007			
2 Total of line 1, column (d)			2 .108979
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .054490
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 125,383,964.
5 Multiply line 4 by line 3			5 6,832,172.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 100,995.
7 Add lines 5 and 6			7 6,933,167.
8 Enter qualifying distributions from Part XII, line 4			8 4,803,508.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	201,989.
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	201,989.
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	201,989.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	118,014.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	100,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	218,014.	
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	16,025.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 16,025. Refunded <input type="checkbox"/>	11	0.	

Part VIII Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>WA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VI-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.COLLEGESPAK.ORG				
14	The books are in care of CHRISTINE MCCABE	Telephone no.	206-461-5374	
Located at 190 QUEEN ANNE AVENUE NORTH, STE 260, SEATTLE, WA		ZIP+4	98109	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

Part VII **Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ N/A**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		208,001.	8,036.	1,860.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HEATHER GINGERICH - 190 QUEEN ANNE AVENUE N, STE 260, SEATTLE, WA 98109	SENIOR PROGRAM OFFICER 40.00	109,538.	10,482.	1,080.
THAI CRAIG - 190 QUEEN ANNE AVENUE N, STE 260, SEATTLE, WA 98109	COMMUNICATION OFFICER 40.00	57,878.	5,553.	810.
RACHEL CLEMENTS - 190 QUEEN ANNE AVENUE N, STE 260, SEATTLE, WA 98109	PROGRAM OFFICER 40.00	54,896.	7,372.	1,080.
MEUY SAEPHANH - 190 QUEEN ANNE AVENUE N, STE 260, SEATTLE, WA 98109	OFFICE MANAGER 40.00	55,358.	7,344.	0.

Total number of other employees paid over \$50,000 ☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CLARK NUBER PS - 10900 NE 4TH STREET, SUITE 1700, BELLEVUE, WA 98004	ACCOUNTING SERVICES	78,737.
THE BERC GROUP - 22232 17TH AVE SE, SUITE 305, BOTHELL, WA 98201	PROGRAM EVALUATION	74,300.
R.V. KUHN & ASSOCIATES, INC. PO BOX 6989, PORTLAND, OR 97228	INVESTMENT CONSULTING	74,037.
STRATEGIES 360 1505 WESTLAKE AVE N, SEATTLE, WA 98109	COMMUNICATIONS CONSULTING	56,400.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2012)

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	61,482,599.
b	Average of monthly cash balances	1b	2,877,826.
c	Fair market value of all other assets	1c	62,932,939.
d	Total (add lines 1a, b, and c)	1d	127,293,364.
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	127,293,364.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,909,400.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	125,383,964.
6	Minimum investment return. Enter 5% of line 5	6	6,269,198.

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	6,269,198.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	201,989.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	1,363.
c	Add lines 2a and 2b	2c	203,352.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,065,846.
4	Recoveries of amounts treated as qualifying distributions	4	4,940.
5	Add lines 3 and 4	5	6,070,786.
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	6,070,786.

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	4,803,508.
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	4,803,508.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,803,508.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				6,070,786.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	251,202.			
e From 2011	885,844.			
f Total of lines 3a through e	1,137,046.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	4,803,508.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				4,803,508.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,137,046.			1,137,046.
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				130,232.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
OFFICE OF SUPERINTENDENT OF PUBLIC INSTR. P.O. BOX 47200 OLYMPIA, WA 98504-7200	N/A	170(C)(1)	CRI EVAL YEAR 4	143,500.
OFFICE OF SUPERINTENDENT OF PUBLIC INSTR. P.O. BOX 47200 OLYMPIA, WA 98504-7200	N/A	170(C)(1)	CRI ADMIN YR 3-6	225,000.
SEATTLE UNIVERSITY 901 12TH AVENUE SEATTLE, WA 98122-1090	N/A	509(A)(1) OR (A)(2)	TRUSTEE DISCRETIONARY GRANT	150,000.
SPOKANE FALLS COMMUNITY COLLEGE 3410 W. FORT GEORGE WRIGHT DR. SPOKANE, WA 99224	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
WASHINGTON STUDENT ACHIEVEMENT COUNCIL 917 LAKERIDGE WAY SW P.O. BOX 43430 OLYMPIA, WA 98504-3430	N/A	170(C)(1)	THEWASHBOARD.ORG PHASE III	160,000.
Total SEE CONTINUATION SHEET(S)			3a	3,822,526.
b Approved for future payment				
NORTHEAST WA EDUCATIONAL SVC DISTRICT 101 4202 SOUTH REGAL STREET SPOKANE, WA 99223	N/A	170(C)(1)	FASTTRACK TO COLLEGE	40,832.
SELKIRK SCHOOL DISTRICT PO BOX 129 METALINE FALLS, WA 99153	N/A	170(C)(1)	SMALL RURAL SCHOOL ACHIEVEMENT MODEL	66,000.
VANCOUVER SCHOOL DISTRICT 2901 FALK ROAD VANCOUVER, WA 98661	N/A	170(C)(1)	COLLEGE READY ACCESS	92,000.
Total SEE CONTINUATION SHEET(S)			3b	1,684,944.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	426.		
4 Dividends and interest from securities	525990	6,712.	14	2,070,453.		78.
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory	525990	11,882.	18	9,222,174.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a GRANT REFUND			01	4,940.		
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		18,594.		11,297,993.		78.
13 Total. Add line 12, columns (b), (d), and (e)					13	11,316,665.

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

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	FROM SCHEDULE K-1s	P	VARIOUS	VARIOUS
c	CHAMPLAIN SMALL CAP FUND	P	VARIOUS	VARIOUS
d	PLATTE RIVER FUND, L.P.	P	VARIOUS	VARIOUS
e	RESEARCH AFFILIATED FUNDAMENTAL INDEX L.P.	P	VARIOUS	VARIOUS
f	HARRIS AURORA OFFSHORE FUND	P	VARIOUS	VARIOUS
g	PRISMA SPECTRUM FUND	P	VARIOUS	VARIOUS
h	GOLDMAN SACHS VINTAGE FUND IV	P	VARIOUS	VARIOUS
i	CHAMPLAIN SMALL CAP FUND	P	VARIOUS	VARIOUS
j	RESEARCH AFFILIATED FUNDAMENTAL INDEX L.P.	P	VARIOUS	VARIOUS
k	CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
l				
m				
n				
o				

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	15,900,338.		14,575,218.	1,325,120.
b	1,793,710.			1,793,710.
c	2,600,000.		1,974,969.	625,031.
d	12,245,568.		10,371,441.	1,874,127.
e	2,900,000.		2,278,388.	621,612.
f	5,000,000.		4,008,868.	991,132.
g	5,000,000.		4,457,523.	542,477.
h	149,329.			149,329.
i	9,246.			9,246.
j	75,207.			75,207.
k	72,651.			72,651.
l				
m				
n				
o				

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,325,120.
b			1,793,710.
c			625,031.
d			1,874,127.
e			621,612.
f			991,132.
g			542,477.
h			149,329.
i			9,246.
j			75,207.
k			72,651.
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) ... { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } ...	2	8,079,642.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLLEGE ACCESS NOW P.O. BOX 22999 SEATTLE, WA 98122-0999	N/A	509(A)(1) OR (A)(2)	COLLEGE ACCESS NOW STRATEGIC GROWTH INITIATIVE	25,000.
PACIFIC LUTHERAN UNIVERSITY 12180 PARK STREET TACOMA, WA 98447-0003	N/A	509(A)(1) OR (A)(2)	PLU SCAFFOLDING PROJECT	27,944.
YMCA OF SNOHOMISH COUNTY 2720 ROCKEFELLER AVE EVERETT, WA 98201	N/A	509(A)(1) OR (A)(2)	CASINO ROAD YOUTH DEVELOPMENT CENTER	60,000.
PARTNERSHIP FOR LEARNING 520 PIKE STREET SEATTLE, WA 98101	N/A	509(A)(1) OR (A)(2)	COMMON CORE PUBLIC COMMUNICATION PLAN	90,000.
PARTNERSHIP FOR LEARNING 520 PIKE STREET SEATTLE, WA 98101	N/A	509(A)(1) OR (A)(2)	POLLING PROJECT	55,000.
WASHINGTON STATE UNIVERSITY 423 NEILL HALL P.O. BOX 643140 PULLMAN, WA 99164	N/A	170(C)(1)	WA ST ED. ACCESS COALITION FOR HB1079 STUDENTS	30,408.
ACHIEVING THE DREAM, INC. 8455 COLESVILLE ROAD SUITE 900 SILVER SPRING, MD 20910	N/A	509(A)(1) OR (A)(2)	ACHIEVING THE DREAM - PHASE II	71,700.
RAINIER VALLEY COOPERATIVE PRESCHOOL 1720 SOUTH FOREST STREET SEATTLE, WA 98144	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	100.
KCSARC P.O. BOX 300 SEATTLE, WA 98057	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	100.
LEWIS AND CLARK COLLEGE 0615 SW PALATINE HILL ROAD MSC 57 PORTLAND, OR 97219-7899	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	250.
Total from continuation sheets				3,069,026.

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BALLARD FOOD BANK 5130 LEARY AVE NW SEATTLE, WA 98107	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	250.
COMMUNITY CENTER FOR EDUCATION RESULTS 2100 24TH AVE S, STE 340 SEATTLE, WA 98144	N/A	509(A)(1) OR (A)(2)	COLLEGE BOUND SENIORS SUPPORT SERVICES	100,000.
KPLU- FM 12180 PARK AVE S TACOMA, WA 98447	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	100.
TACOMA URBAN LEAGUE P.O. BOX 110667 TACOMA, WA 98411	N/A	509(A)(1) OR (A)(2)	TRUSTEE DISCRETIONARY GRANT	25,000.
UNIVERSITY OF PUGET SOUND 1500 N. WARNER #1080 TACOMA, WA 98416-1080	N/A	509(A)(1) OR (A)(2)	TRUSTEE DISCRETIONARY GRANT	25,000.
NORTHWEST EDUCATION LOAN ASSOCIATION C/O USA FUNDS P.O. BOX 6028 INDIANAPOLIS, IN 46206	N/A	509(A)(1) OR (A)(2)	SCHOLARSHIP COALITION PHASE III GRANT	51,145.
COLLEGE SUCCESS FOUNDATION 1605 NW SAMMAMISH ROAD SUITE 100 ISSAQUAH, WA 98027	N/A	509(A)(1) OR (A)(2)	WCAN CONFERENCE SUPPORT 2013	15,000.
NORTHWEST INDIAN COLLEGE 2522 KWINA ROAD BELLINGHAM, WA 98226	N/A	509(A)(1) OR (A)(2)	HERITAGE HIGH SCHOOL READING AND COLLEGE READINESS PROJECT	15,000.
GIRL SCOUTS OF WESTERN WASHINGTON 601 VALLEY STREET SEATTLE, WA 98109	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	468.
OFFICE OF SUPERINTENDENT OF PUBLIC INSTR. P.O. BOX 47200 OLYMPIA, WA 98504-7200	N/A	170(C)(1)	CRI AVID AND RIGOR DISTRICT GRANTS YR 3-6	504,270.
Total from continuation sheets.				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OFFICE OF SUPERINTENDENT OF PUBLIC INSTR. P.O. BOX 47200 OLYMPIA, WA 98504-7200	N/A	170(C)(1)	CRI NAV AND RIGOR DISTRICT GRANTS YR 3-6	522,685.
YWCA SEATTLE, KING CO. & SNOHOMISH CO. 1118 FIFTH AVENUE SEATTLE, WA 98101	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	219.
GREEN RIVER COMMUNITY COLLEGE 12401 SE 320TH STREET AUBURN, WA 98092	N/A	170(C)(1)	ENGLISH WRITING PLACEMENT USING HS TRANSCRIPT	20,314.
SPOKANE FALLS COMMUNITY COLLEGE 3410 W. FORT GEORGE WRIGHT DR. SPOKANE, WA 99224	N/A	170(C)(1)	SPOKANE FALLS CC/SPOKANE PUB SCHOOLS MATH READINESS	34,166.
WASHINGTON STATE UNIVERSITY 423 NEILL HALL P.O. BOX 643140 PULLMAN, WA 99164	N/A	170(C)(1)	CLASP	18,210.
BELLINGHAM TECHNICAL COLLEGE 3028 LINDBERGH AVENUE BELLINGHAM, WA 98225	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
CLOVER PARK TECHNICAL COLLEGE 4500 STEILACOOM BLVD. SW LAKEWOOD, WA 98499	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
EDMONDS COMMUNITY COLLEGE 20000 68TH AVE W LYNNWOOD, WA 98036-5999	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
EVERETT COMMUNITY COLLEGE 2000 TOWER STREET EVERETT, WA 98201-1390	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
LOWER COLUMBIA COLLEGE 1600 MAPLE STREET LONGVIEW, WA 98632	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SKAGIT VALLEY COLLEGE 2405 EAST COLLEGE WAY MOUNT VERNON, WA 98273-5899	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
SPOKANE FALLS COMMUNITY COLLEGE 3410 W. FORT GEORGE WRIGHT DR. SPOKANE, WA 99224	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
WHATCOM COMMUNITY COLLEGE 237 W. KELLOGG ROAD BELLINGHAM, WA 98226	N/A	170(C)(1)	ACHIEVING THE DREAM - PHASE II	75,000.
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE BOX 359504 SEATTLE, WA 98195-3765	N/A	170(C)(1)	TRUSTEE DISCRETIONARY GRANT	100,000.
GRAYS HARBOR COLLEGE 1620 EDWARD P. SMITH DRIVE ABERDEEN, WA 98520	N/A	170(C)(1)	USING HS TRANSCRIPTS FOR COLLEGE MATH PLACEMENT	13,200.
LEAGUE OF EDUCATION VOTERS FOUNDATION 2734 WESTLAKE AVENUE N SEATTLE, WA 98103	N/A	509(A)(1) OR (A)(2)	CLOSING THE SCHOOLS TO PRISON PIPELINE IN WA STATE	40,000.
NORTHEAST WA EDUCATIONAL SVC DISTRICT 101 4202 SOUTH REGAL STREET SPOKANE, WA 99223	N/A	170(C)(1)	FASTTRACK TO COLLEGE	109,168.
NORTHWEST INDIAN COLLEGE 2522 KWINA ROAD BELLINGHAM, WA 98226	N/A	509(A)(1) OR (A)(2)	ACHIEVING THE DREAM - PHASE II	75,000.
PUGET SOUND EDUCATIONAL SERVICE DISTRICT 800 OAKESDALE AVENUE SW RENTON, WA 98057	N/A	170(C)(1)	PUGET SOUND COLLEGE SUCCESS PROJECT	30,000.
SELKIRK SCHOOL DISTRICT PO BOX 129 METALINE FALLS, WA 99153	N/A	170(C)(1)	SMALL RURAL SCHOOL ACHIEVEMENT MODEL	33,000.
Total from continuation sheets				

Part XV: Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
STATE BOARD FOR COMMUNITY & TECH COLLEGES PO BOX 42495 OLYMPIA, WA 98504-2495	N/A	170(C)(1)	ACHIEVING THE DREAM - EVALUATION	50,000.
UNIVERSITY OF TEXAS - PAN AMERICAN 1201 WEST UNIVERSITY DRIVE EDINBURG, TX 78539-2999	N/A	170(C)(1)	DAVID EVALUATION YEARS 3-6	12,350.
VANCOUVER SCHOOL DISTRICT 2901 FALK ROAD VANCOUVER, WA 98661	N/A	170(C)(1)	COLLEGE READY ACCESS	58,000.
PUGET SOUND BLOOD CENTER 921 TERRY AVENUE SEATTLE, WA 98104-1256	N/A	509(A)(1) OR (A)(2)	EMPLOYEE MATCHING PROGRAM	100.
BELLEVUE COLLEGE 3000 LANDERHOLM CIRCLE SE BELLEVUE, WA 98007	N/A	170(C)(1)	JUMP START TO COLLEGE	50,000.
STAND FOR CHILDREN LEADERSHIP CENTER 3240 EASTLAKE AVENUE EAST, SUITE 100 SEATTLE, WA 98102	N/A	509(A)(1) OR (A)(2)	CCSS PUBLIC AWARENESS AND COMMUNICATIONS CAMPAIGN	50,000.
CLOVER PARK TECHNICAL COLLEGE FOUNDATION 4500 STEILACOOM BLVD SW LAKEWOOD, WA 98499	N/A	509(A)(1) OR (A)(2)	THE HIGH SCHOOL TO COLLEGE MATH TRANSITION	49,950.
EDMONDS COMMUNITY COLLEGE 20000 68TH AVE W LYNNWOOD, WA 98036-5999	N/A	170(C)(1)	YOUR FUTURE NOW	67,466.
ACADEMIC LINK OUTREACH PO BOX 1292 MUKILTEO, WA 98275	N/A	509(A)(1) OR (A)(2)	THE PATH TO COLLEGE SUCCESS	38,463.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BELLEVUE COLLEGE 3000 LANDERHOLM CIRCLE SE BELLEVUE, WA 98007	N/A	170(C)(1)	JUMP START TO COLLEGE	100,000.
CLOVER PARK TECHNICAL COLLEGE FOUNDATION 4500 STEILACOOM BLVD SW LAKEWOOD, WA 98499	N/A	509(A)(1) OR (A)(2)	THE HIGH SCHOOL TO COLLEGE MATH TRANSITION	99,720.
WENATCHEE SCHOOL DISTRICT PO BOX 1767 WENATCHEE, WA 98801	N/A	170(C)(1)	COLLEGE MENTORSHIP	139,392.
FOUNDATION FOR SEATTLE COMMUNITY COLLEGES 1500 HARVARD AVE SEATTLE, WA 98122	N/A	170(C)(1)	SEATTLE HIGH SCHOOL TO COLLEGE TRANSITION SYSTEM	150,000.
BELLINGHAM PUBLIC SCHOOLS 1306 DUPONT STREET BELLINGHAM, WA 98225-3118	N/A	170(C)(1)	SHUKSAN MIDDLE SCHOOL GRANT	150,000.
ACHIEVING THE DREAM, INC. 8455 COLESVILLE ROAD SUITE 900 SILVER SPRING, MD 20910	N/A	509(A)(1) OR (A)(2)	ACHIEVING THE DREAM INITIATIVE	737,000.
PACIFIC LUTHERAN UNIVERSITY 12180 PARK AVE S TACOMA, WA 98447-0003	N/A	170(C)(1)	TRUSTEE DISCRETIONARY GRANT	25,000.
WASHINGTON SCHOOL PRINCIPALS EDUCATION FOUNDATION 1021 8TH AVE SE OLYMPIA, WA 98501-1515	N/A	170(C)(1)	CCSS PRINCIPALS PROFESSIONAL DEVELOPMENT	85,000.
Total from continuation sheets				1,486,112.

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER PARTNERSHIP INCOME	0.	33,997.		
GRANT REFUND	4,940.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	4,940.	33,997.		

FORM 990-PF	LEGAL FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,256.	0.		1,256.
TO FM 990-PF, PG 1, LN 16A	1,256.	0.		1,256.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING, TAX, AND AUDIT FEES	78,736.	24,166.		61,965.
TO FORM 990-PF, PG 1, LN 16B	78,736.	24,166.		61,965.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEES	88,905.	88,905.		0.
PROGRAM CONSULTANTS	126,659.	0.		81,859.
OTHER CONSULTING	62,573.	0.		68,014.
TO FORM 990-PF, PG 1, LN 16C	278,137.	88,905.		149,873.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	215,142.	0.		0.
STATE TAX	624.	0.		624.
PERSONAL PROPERTY TAX	210.	0.		210.
FOREIGN INCOME TAX	0.	4,198.		0.
TO FORM 990-PF, PG 1, LN 18	215,976.	4,198.		834.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FACILITATION & PROGRAM DEVELOPMENT	27,547.	0.		26,739.
SUPPLIES & EQUIPMENT	17,321.	0.		14,874.
TELEPHONE & INTERNET	9,700.	33.		9,372.
DUES & SUBSCRIPTIONS	12,334.	0.		12,320.
OTHER EMPLOYEE EXPENSE	13,502.	0.		13,009.
INSURANCE	11,363.	0.		11,363.
ADVERTISING	7,980.	0.		7,980.
POSTAGE	1,866.	88.		1,500.
BANK FEES	3,600.	0.		3,600.
BOARD MISC. EXPENSE	773.	260.		513.
PARTNERSHIP EXPENSES	0.	364,141.		0.
TO FORM 990-PF, PG 1, LN 23	105,986.	364,522.		101,270.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD GROWTH INDEX FUND	0.	0.
VANGUARD TOTAL INTERNATIONAL STOCK	8,585,852.	8,585,852.
VANGUARD TOTAL STOCK MARKET INDEX FUND	11,847,571.	11,847,571.
DODGE & COX INTERNATIONAL STOCK FUND	9,944,578.	9,944,578.
E.I.I. GLOBAL PROPERTY INSTITUTIONAL	3,678,120.	3,678,120.
PIMCO ALL ASSET FUND	4,607,444.	4,607,444.
FIDELITY STRATEGIC REAL RETURN FUND	4,538,549.	4,538,549.
TOTAL TO FORM 990-PF, PART II, LINE 10B	43,202,114.	43,202,114.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO TOTAL RETURN FUND	5,955,106.	5,955,106.
DODGE & COX INCOME FUND	5,968,036.	5,968,036.
PIMCO ALL ASSET ALL AUTHORITY FUND	12,147,280.	12,147,280.
STONE HARBOR LOCAL MARKET FUND	12,295,266.	12,295,266.
TOTAL TO FORM 990-PF, PART II, LINE 10C	36,365,688.	36,365,688.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RESEARCH AFFILIATED FUNDAMENTAL INDEX L.P.	FMV	11,860,204.	11,860,204.
PLATTE RIVER FUND, LP	FMV	1.	1.
CHAMPLAIN SMALL CAP FUND	FMV	7,878,241.	7,878,241.
RREEF AMERICA REIT	FMV	5,775,999.	5,775,999.
CONTRARIAN DISTRESSED REAL ESTATE DEBT FUND, LP	FMV	1,575,700.	1,575,700.
HARRIS AURORA OFFSHORE FUND	FMV	6,069,309.	6,069,309.
PRISMA SPECTRUM FUND	FMV	6,176,025.	6,176,025.
DRUM SPECIAL SITUATION PARTNERS III	FMV	1,286,557.	1,286,557.
NORTHGATE PRIVATE EQUITY PARTNERS III FUND	FMV	717,221.	717,221.
NORTHGATE VENTURES PARTNERS III FUND	FMV	444,344.	444,344.
NORTHERN TRUST PRIVATE EQUITY	FMV	1,331,489.	1,331,489.
GOLDMAN SACHS VINTAGE FUND IV	FMV	1,270,059.	1,270,059.
TOTAL TO FORM 990-PF, PART II, LINE 13		44,385,149.	44,385,149.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	5,129.	5,129.	0.
PROPERTY, PLANT & EQUIPMENT	21,624.	21,624.	0.
COMPUTERS	10,367.	8,959.	1,408.
COPIER LEASE	21,900.	7,693.	14,207.
TOTAL TO FM 990-PF, PART II, LN 14	59,020.	43,405.	15,615.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEVEN C. PUMPHREY 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	CHAIR 4.00	0.	0.	0.
BRIAN BENZEL 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	VICE CHAIR 4.00	0.	0.	0.
CHIO FLORES 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
BOB GILB 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
TREVOR L.T. GREENE 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
JEAN HERNANDEZ 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
JESUS HERNANDEZ 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
DENNY HURTADO 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
KRIS LAMBRIGHT 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
FAITH LI PETTIS 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 4.00	0.	0.	0.
CHRISTIE QUERNA 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.

COLLEGE SPARK WASHINGTON

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CHRIS REYKDAL 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
JOHN ROSE 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	SECRETARY 4.00	0.	0.	0.
ED TAYLOR 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TRUSTEE 2.00	0.	0.	0.
DEBORAH J. WILDS 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	TREASURER 4.00	0.	0.	0.
K.J. GUS KRAVAS (THRU 4/2013) 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	FORMER CHAIR 4.00	0.	0.	0.
CHRISTINE A. MCCABE 190 QUEEN ANNE AVENUE N, STE 260 SEATTLE, WA 98109	EXECUTIVE DIRECTOR 50.00	208,001.	8,036.	1,860.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

208,001.	8,036.	1,860.
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

COLLEGE SPARK WASHINGTON
190 QUEEN ANNE AVENUE NORTH, SUITE 260
SEATTLE, WA 98109

TELEPHONE NUMBER

206-461-5374

FORM AND CONTENT OF APPLICATIONS

EACH FALL, COLLEGE SPARK PUBLISHES A REQUEST-FOR-PROPOSALS DESCRIBING THE TYPE OF PROJECTS FOR WHICH IT WILL ACCEPT APPLICATIONS THAT YEAR. APPLICANTS MUST COMPLETE LETTERS-OF-INTEREST USING COLLEGE SPARK'S ONLINE COMMUNITY GRANTS SYSTEM. COLLEGE SPARK DOES NOT ACCEPT APPLICATIONS SUBMITTED THROUGH OTHER METHODS. PLEASE NOTE UNSOLICITED APPLICATIONS ARE NOT ACCEPTED OUTSIDE THE DEADLINES FOR THE COMMUNITY GRANTS PROGRAM.

ANY SUBMISSION DEADLINES

PLEASE SEE OUR WEBSITE AT WWW.COLLEGESPAK.ORG FOR MORE INFORMATION REGARDING APPLICATION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE DETAILED COMMUNITY GRANTS REQUEST-FOR-PROPOSALS AVAILABLE AT WWW.COLLEGESPAK.ORG SETS FORTH THE REQUIREMENTS FOR CONSIDERATION OF GRANT PROPOSALS, INCLUDING ELIGIBILITY CRITERIA FOR ORGANIZATIONS WITH A STAFFED PRESENCE IN WASHINGTON STATE, APPROPRIATE METHODS TO ENSURE PROJECTS SERVE LOW-INCOME STUDENTS, AND EXPECTED OUTCOMES THAT PROPOSALS MUST BE DESIGNED TO ACHIEVE.

990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS PART XVII, LINE 1, COLUMN (D)	STATEMENT 13
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NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NW FINANCIAL ASSOC EMPLOY BEN TRUST

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

PAYMENT FOR EMPLOYEE BENEFITS INSURANCE PLANS

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

WASHINGTON BANKERS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

MEMBERSHIP DUES