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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: Victor DiPietro Family Foundation

A Employer identification number: 91-6573046

Number and street (or P O box number if mail is not delivered to street address): 16400 Southcenter Parkway — Room/suite: 308

B Telephone number (see instructions): 206-394-9630

City or town, state or province, country, and ZIP or foreign postal code: Tukwila WA 98168

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,273,934

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(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 (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	29,091	29,091		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	168,894			
	b Gross sales price for all assets on line 6a 755,691				
	7 Capital gain net income (from Part IV, line 2)		6,169		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	197,985	35,260	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	1,649	1,649		
	c Other professional fees (attach schedule) Stmt 3	9,879	5,879		4,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 4	576	576		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,104	8,104	0	4,000
	25 Contributions, gifts, grants paid	75,500			75,500
	26 **Total expenses and disbursements.** Add lines 24 and 25	87,604	8,104	0	79,500
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	110,381			
	b **Net investment income** (if negative, enter -0-)		27,156		
	c **Adjusted net income** (if negative, enter -0-)			0	

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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			
	2	Savings and temporary cash investments	54,940	27,095	27,095
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less: allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 5	704,843	781,698	781,698
	c	Investments – corporate bonds (attach schedule) See Stmt 6	299,183	343,068	343,068
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ See Statement 7)	155,840	122,073	122,073
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	1,214,806	1,273,934	1,273,934
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,214,806	1,273,934	
	30	**Total net assets or fund balances** (see instructions)	1,214,806	1,273,934	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,214,806	1,273,934	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,214,806
2	Enter amount from Part I, line 27a	2	110,381
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,325,187
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	51,253
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,273,934

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	Capital Gain Distribution			
b				
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	6,169			6,169
b				
c				
d				
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 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				6,169
b				
c				
d				
e				

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	6,169
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) (see instructions) If (loss), enter -0- 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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	79,212	1,208,627	0.065539
2011	68,630	1,171,729	0.058572
2010	59,990	1,164,848	0.051500
2009	49,764	1,061,184	0.046895
2008	47,842	981,535	0.048742

2	**Total** of line 1, column (d)	2	0.271248
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	0.054250
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,232,255
5	Multiply line 4 by line 3	5	66,850
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	272
7	Add lines 5 and 6	7	67,122
8	Enter qualifying distributions from Part XII, line 4	8	79,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter **(attach copy of letter if necessary—see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	272
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	272
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	272
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a			
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	272
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶		Refunded ▶	11	

Part VII-A 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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ None			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

				Yes	No
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 ▶ N/A

14 The books are in care of ▶ Michelle Rogge Telephone no ▶ 206-394-9630
164000 Southcenter Parkway, #308
Located at ▶ Tukwila WA ZIP+4 ▶ 98188

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

			Yes	No
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		X
	See the 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)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		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 2013?	N/A	1c		
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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
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	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Diana Lee DiPietro Tukwila 164000 Southcenter Parkway, #308 WA 98188	Trustee 1.00	0	0	0

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
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

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 (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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	1,198,280
b	Average of monthly cash balances	1b	52,740
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,251,020
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	1,251,020
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	18,765
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,232,255
6	**Minimum investment return.** Enter 5% of line 5	6	61,613

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	61,613
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 272		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	272
3	Distributable amount before adjustments Subtract line 2c from line 1	3	61,341
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	61,341
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	61,341

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	79,500
b	Program-related investments – total from Part IX-B	1b	
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	79,500
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	272
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,228

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					61,341
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only					
b Total for prior years: 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2013					
a From 2008					
b From 2009					
c From 2010	2,768				
d From 2011	10,784				
e From 2012	19,357				
f **Total** of lines 3a through e		32,909			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 79,500					
a Applied to 2012, but not more than line 2a					
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2013 distributable amount					61,341
e Remaining amount distributed out of corpus		18,159			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		51,068			
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		51,068			
10 Analysis of line 9					
a Excess from 2009					
b Excess from 2010	2,768				
c Excess from 2011	10,784				
d Excess from 2012	19,357				
e Excess from 2013	18,159				

Part XIV Private 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a 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))

N/A

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

N/A

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·

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

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
a Paid during the year See Statement 9				75,500
Total			▶ 3a	75,500
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	29,091	
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			14	6,169	162,725
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		35,260	162,725

13 **Total.** Add line 12, columns (b), (d), and (e) 13 197,985

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Diane Lee DiPietro | 6/25/2014 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
LAURA KOENIG	Laura Koenig	06/23/14	

Firm's name ▶	Shannon & Associates, LLP	PTIN	P00359444
Firm's address ▶	1851 Central Place South, Suite 225	Firm's EIN ▶	91-1125800
	Kent, WA 98030-7507	Phone no	253-852-8500

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received					
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss	
See attached Northern Trust #58675	Various	Various	Purchase					
			$ 122,087	$ 113,076	$	$	$ 9,011	
See attached Northern Trust #58675	Various	Various	Purchase					
			573,996	436,470			137,526	
See attached Norther Trust #58675	Various	Various	Purchase					
			53,439	37,251			16,188	
Total			$ 749,522	$ 586,797	$ 0	$ 0	$ 162,725	

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax preparation	$ 1,649	$ 1,649	$	$
Total	$ 1,649	$ 1,649	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Agency Fees	$ 5,879	$ 5,879	$	$
Other Professional fees	4,000			4,000
Total	$ 9,879	$ 5,879	$ 0	$ 4,000

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes Expense	$ 576	$ 576	$	$
Total	$ 576	$ 576	$ 0	$ 0

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Equity	$ 704,843	$ 781,698	Market	$ 781,698
Total	$ 704,843	$ 781,698		$ 781,698

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Fixed Income	$ 299,183	$ 343,068	Market	$ 343,068
Total	$ 299,183	$ 343,068		$ 343,068

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
Real Estate	$ 63,089	$ 50,557	$ 50,557
Commodities	92,751	71,516	71,516
Total	$ 155,840	$ 122,073	$ 122,073

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Unrealized loss on investments	$ 51,253
Total	$ 51,253

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
Catholic Community Services Seattle WA 98144	100 23rd Avenue South	509(A)(1)	Social services	1,000
Eisenhower Medical Center Rancho Mirage CA 92270	39000 Bob Hope Drive	509(A)(1)	Donation to annual fund	2,000
Fred Hutchinson Cancer Research Seattle WA 98109	1100 Fairview Ave N J5200	509(A)(1)	Cancer research	2,000
Friends of the VA Puget Sound Seattle WA 98108	1660 S Columbian Way	170(B)(1)(A)	Veterans	3,000
Highline Medical Center Foundation Burien WA 98166	16251 Sylvester Rd. SW	170(B)(1)(A)	Health Care	1,000
Medic One Foundation Seattle WA 98104	325 Ninth Ave	170(B)(1)(A)	Pre-hospital emergency care	3,000
Northwest Harvest Seatte WA 98102	PO Box 12273	170(B)(1)(A)	Food for the hungry	3,000
Providence Hospice of Seattle Seattle WA 98109	425 Pontius Ave N 300	509(A)(1)	Terminally ill patients & families	3,000
Ronald Reagan Presidential Simi Valley CA 93062	PO Box 5020	509(A)(1)	Presidential library and education	1,000
Ronald McDonald House Charities Oak Brook IL 60523	1 Kroc Dr	509(A)(1)	Shelter for children & the families	5,000
Saint Martin's Programs Lacey WA 98503	5300 Pacific Ave SE	509(A)(1)	Education	1,000
Seattle Children's Foundation Seattle WA 98105	4800 Sand Point Way NE	509(A)(1)	Health care	2,000
Seattle Christian Schools Seatac WA 98188	18301 Military Rd S	509(A)(1)	Education	10,000
St. Philomena Catholic School Des Moines WA 98198	1815 S 220th St.	170(B)(1)(A)	Education	2,000
St. Philomena Parish Des Moines WA 98198	1790 S 222nd St.	170(B)(1)(A)	Annual Catholic appeal	3,000
Swedish Medical Center Foundation Seattle WA 98122	747 Broadway	509(A)(1)	Swedish Support Fund	5,000
Swedish Medical Center Foundation Seattle WA 98122	747 Broadway	509(A)(1)	Kaplan Research Fund	5,000

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Address Relationship	Status	Purpose	Amount
Young America's Foundation Herndon VA 20170	110 Eldon Street	509(A)(1)	Training & educating young people	10,000
Green River Community College Auburn WA 98092	12401 SE 320th Street	170(b)(1)(A)	Education	6,000
Northwest Hope & Healing Foundation Seattle WA 98116	P.O. Box 16069	509(A)(1)	Healthcare	2,500
Ajia Matthew Scholarship Fund Federal Way WA 98023-4530	1600B SW Dash Point Rd,	170(B)(1)(A)	Education	2,000
Integrity Life Church Federal Way WA 98003	2020 South 314th Street	170(B)(1)(A)	Religion	2,000
Loma Linda University Children's Loma Linda CA 92354	11234 Anderson Street	509(a)(1)	Childrens Health Care	1,000
Total				75,500

2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O BOX 803878
CHICAGO, IL 60680

Account Number: 23-58675
Recipient's Tax ID Number: XX-XXX3046

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
VICTOR DIPIETRO FAMILY FOUNDATION
16400 SOUTHCENTER PKWY. STE 308
TUKWILA, WA 98188-3302

2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales								
722005667	PIMCO COMMODITY REALRETURN STRATEGY FUND		PCRIX					
582 3400	01/24/2013	Various	3,924 98	3,824.32	0 00	100.66	0 00	0 00
665162467	MFB NORTHERN FUNDS ULTRA SHORT FIXED INCOME FD		NUSFX					
1 0000	03/14/2013	11/02/2012	10 22	10 23	0 00	-0 01	0 00	0 00
78463V107	MFC SPDR GOLD TR GOLD SHS		GLD					
87 0000	03/14/2013	04/20/2012	13,374.01	13,875.56	0 00	-501 55	0.00	0 00
037833100	APPLE COMPUTER INC		AAPL					
2.0000	04/29/2013	12/05/2012	863 58	1,119.88	0 00	-256 30	0 00	0 00
067383109	C R BARD INC		BCR					
41.0000	04/29/2013	Various	4,054.80	4,161.85	0 00	-107.05	0 00	0 00
126650100	CVS CORP		CVS					
30.0000	04/29/2013	08/01/2012	1,723.16	1,336.12	0 00	387 04	0 00	0 00
17275R102	CISCO SYS INC		CSCO					
317 0000	04/29/2013	Various	6,647 34	6,736 51	0 00	-89 17	0 00	0 00
263534109	E I DU PONT DE NEMOURS & CO		DD					
35 0000	04/29/2013	12/12/2012	1,877 00	1,560 65	0 00	316.35	0 00	0 00
268648102	EMC CORP MASS		EMC					
62 0000	04/29/2013	12/05/2012	1,393 73	1,551 68	0 00	-157.95	0 00	0 00

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16400 SOUTHCENTER PKWY. STE. 308
TUKWILA, WA 98188-3302

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
291011104	EMERSON ELECTRIC CO		EMR					
90 0000	04/29/2013	Various	4,957.08	4,665.91	0.00	291 17	0.00	0 00
30161N101	EXELON CORP		EXC					
143 0000	04/29/2013	Various	5,378 60	5,272.45	0.00	106.15	0 00	0 00
30219G108	EXPRESS SCRIPTS HLDG CO COM		ESRX					
48 0000	04/29/2013	Various	2,816 10	2,548 23	0 00	267.87	0.00	0 00
369604103	GENERAL ELEC CO COM		GE					
71 0000	04/29/2013	12/12/2012	1,572.73	1,550.97	0.00	21.76	0.00	0 00
458140100	INTEL CORP COM		INTC					
166 0000	04/29/2013	Various	3,939.09	4,601 41	0 00	-662 32	0 00	0 00
45865V100	#REORG/INTERCONTINEN NAME CHANGE INTERCONTI 2R1HAZ1 EFF 11-13-2013		ICE					
30 0000	04/29/2013	Various	4,849.99	3,793.56	0.00	1,056 43	0 00	0 00
580135101	MCDONALDS CORP		MCD					
33.0000	04/29/2013	08/01/2012	3,378.13	2,956.69	0 00	421.44	0 00	0 00
58933Y105	MERCK & CO INC		MRK					
163 0000	04/29/2013	Various	7,802.63	7,082.99	0 00	719 64	0 00	0 00
59156R108	METLIFE INC		MET					
115 0000	04/29/2013	Various	4,463.04	4,075.53	0 00	387 51	0 00	0 00

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VICTOR DIPIETRO FAMILY FOUNDATION
16400 SOUTHCENTER PKWY STE 308
TUKWILA, WA 98188-3302

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
665162566	MFB NORTHN MULTIMGR SMALL CAP FD		NMMSX					
40 9500	04/29/2013	12/19/2012	437 35	399 67	0 00	37 68	0 00	0 00
665162574	MFB NORTHN MULTIMGR MID CAP FD		NMMCX					
139 7300	04/29/2013	12/19/2012	1,857.01	1,665.53	0.00	191 48	0 00	0 00
717081103	PFIZER INC COM		PFE					
368 0000	04/29/2013	Various	11,216 38	8,946 54	0 00	2,269 84	0.00	0 00
740189105	PRECISION CASTPARTS CORP		PCP					
10 0000	04/29/2013	Various	1,872 64	1,588 04	0 00	284.60	0 00	0 00
790849103	ST JUDE MEDICAL INC		STJ					
95 0000	04/29/2013	Various	3,931 02	4,072 01	0 00	-140.99	0 00	0.00
806857108	SCHLUMBERGER LTD ISIN #AN8068571086		SLB					
13.0000	04/29/2013	05/22/2012	959 25	875 28	0 00	83 97	0 00	0 00
855244109	STARBUCKS CORP		SBUX					
100 0000	04/29/2013	Various	6,071 86	4,532.55	0.00	1,539 31	0 00	0 00
91324P102	UNITEDHEALTH GROUP INC		UNH					
28.0000	04/29/2013	11/16/2012	1,675 76	1,450.29	0 00	225 47	0 00	0 00
G29183103	EATON CORP PLC COM USD0 50		ETN					
87.0000	04/29/2013	12/03/2012	5,302 53	4,486 05	0 00	816 48	0 00	0 00

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
H5833N103	#REORG/NOBLE STOCK MERGER NOBLE CO 2R1JA21 EFF 11-20-2013		NE					
132.0000	04/29/2013	Various	4,923.47	4,830.34	0 00	93 13	0 00	0 00
665162475	MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD		NMMGX					
153.3100	09/06/2013	Various	2,731 98	2,762.57	0.00	-30.59	0 00	0 00
665162723	MFB NORTHN FDS SMALL CAP INDEX FD		NSIDX					
648 2700	11/25/2013	04/29/2013	8,032 00	6,690.15	0.00	1,341 85	0 00	0 00
33939L605	MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD							
2 0000	12/11/2013	01/24/2013	50.00	52.46	0.00	-2 46	0 00	0 00
Total Short Term Sales			**122,087.46**	**113,076.02**	**0.00**	**9,011.44**	**0.00**	**0.00**
Long Term Sales								
25746U109	DOMINION RES INC VA NEW		D					
25 0000	01/10/2013	09/14/2010	1,303.56	1,102.16	0 00	201 40	0 00	0 00
25746U109	DOMINION RES INC VA NEW		D					
36 0000	01/11/2013	Various	1,881 94	1,582.01	0 00	299 93	0 00	0 00
25746U109	DOMINION RES INC VA NEW		D					
13 0000	01/14/2013	Various	681 95	569.71	0 00	112 24	0 00	0 00
25746U109	DOMINION RES INC VA NEW		D					
19 0000	01/15/2013	Various	995.39	825.12	0 00	170 27	0 00	0 00

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
25746U109	DOMINION RES INC VA NEW		D					
3 0000	01/16/2013	11/18/2010	157 50	128.47	0 00	29.03	0 00	0 00
459200101	INTL BUSINESS MACHINES CORP		IBM					
4.0000	01/16/2013	02/02/2009	768 42	364.44	0.00	403.98	0 00	0 00
459200101	INTL BUSINESS MACHINES CORP		IBM					
3.0000	01/16/2013	09/01/2011	576.31	512 75	0.00	63 56	0 00	0 00
478366107	JOHNSON CONTROLS INC		JCI					
105.0000	01/16/2013	09/10/2009	3,310 47	2,795 50	0 00	514 97	0 00	0 00
478366107	JOHNSON CONTROLS INC		JCI					
1.0000	01/16/2013	09/01/2011	31 53	31 13	0 00	0 40	0 00	0 00
665162442	MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND		NMHYX					
50.0000	01/24/2013	02/01/2010	551 00	513 50	0 00	37.50	0 00	0 00
665162475	MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD		NMMGX					
141.0000	01/24/2013	Various	2,639 52	2,453.82	0 00	185 70	0 00	0 00
665162566	MFB NORTHN MULTIMGR SMALL CAP FD		NMMSX					
33.0000	01/24/2013	04/26/2010	339.24	314.82	0.00	24 42	0 00	0 00
665162574	MFB NORTHN MULTIMGR MID CAP FD		NMMCX					
127 0000	01/24/2013	Various	1,597 66	1,392.18	0 00	205 48	0 00	0 00

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2013 Tax Information Statement

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Sales are listed at Gross Proceeds less commissions and option premiums

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
722005667	PIMCO COMMODITY REALRETURN STRATEGY FUND		PCRIX					
1274 0200	01/24/2013	Various	8,586.93	7,846 57	0 00	740 36	0 00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
56.0000	02/22/2013	Various	1,647 87	805 51	0.00	842 36	0 00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
20 0000	02/22/2013	Various	588 52	549 66	0.00	38.86	0 00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
50.0000	02/25/2013	02/02/2009	1,468 99	712.29	0.00	756.70	0.00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
12 0000	02/26/2013	02/02/2009	346 58	170.95	0.00	175.63	0 00	0 00
110122108	BRISTOL MYERS SQUIBB CO		BMY					
169 0000	03/14/2013	Various	6,461.91	4,977 83	0.00	1,484.08	0 00	0 00
665162442	MFB NORTHERN FUNDS MULTI MANAGER HIGH YIELD OPPORTUNITY FUND		NMHYX					
15.0000	03/14/2013	02/01/2010	165 60	154 05	0 00	11 55	0 00	0 00
665162475	MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD		NMMGX					
4 0000	03/14/2013	12/21/2010	76 08	69.60	0.00	6.48	0.00	0 00
665162483	MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD		NMMEX					
10 0000	03/14/2013	12/21/2010	191 00	225 20	0 00	-34 20	0 00	0 00

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2013 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 23-58675
Recipient's Tax ID Number: XX-XXX3046

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
VICTOR DIPIETRO FAMILY FOUNDATION
16400 SOUTHCENTER PKWY. STE. 308
TUKWILA, WA 98188-3302

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
665162558	MFB NORTHN MULTI-MANAGER INTL EQTY FD FD		NMIEX					
679 0000	03/14/2013	09/01/2011	6,776 42	6,219 62	0.00	556.80	0.00	0.00
665162566	MFB NORTHN MULTIMGR SMALL CAP FD		NMMSX					
2 0000	03/14/2013	04/26/2010	21 64	19 08	0.00	2 56	0 00	0 00
665162574	MFB NORTHN MULTIMGR MID CAP FD		NMMCX					
4 0000	03/14/2013	11/29/2011	53.60	43.44	0 00	10 16	0 00	0 00
665162665	MFB NORTHN FDS SMALL CAP CORE FD		NSGRX					
2 0000	03/14/2013	12/16/2010	36 72	28 94	0.00	7 78	0 00	0 00
665162806	MFB NORTHERN FDS FIXED INCOME FD		NOFIX					
16 0000	03/14/2013	11/04/2011	168 32	168 80	0.00	-0 48	0 00	0 00
G2554F113	COVIDIEN PLC USD0.20(POST CONSLDTN)		COV					
22 0000	03/14/2013	Various	1,443 99	1,092 43	0.00	351.56	0.00	0 00
G2554F113	COVIDIEN PLC USD0 20(POST CONSLDTN)		COV					
3.0000	03/14/2013	02/17/2011	196 91	153 37	0 00	43.54	0 00	0 00
655044105	NOBLE ENERGY INC COM		NBL					
17 0000	04/23/2013	04/16/2009	1,873.31	1,007 68	0 00	865 63	0 00	0 00
655044105	NOBLE ENERGY INC COM		NBL					
5.0000	04/23/2013	09/01/2011	550 97	440 38	0 00	110 59	0 00	0 00

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68389X105	ORACLE CORPORATION		ORCL					
40 0000	04/23/2013	10/04/2010	1,306 85	1,089.31	0 00	217.54	0 00	0 00
68389X105	ORACLE CORPORATION		ORCL					
10 0000	04/23/2013	11/29/2011	326 71	299 10	0 00	27.61	0 00	0 00
655044105	NOBLE ENERGY INC COM		NBL					
11 0000	04/24/2013	04/16/2009	1,235.63	652 02	0 00	583 61	0 00	0 00
025816109	AMERICAN EXPRESS CO		AXP					
77.0000	04/29/2013	Various	5,222.78	3,399 80	0.00	1,822.98	0 00	0 00
025816109	AMERICAN EXPRESS CO		AXP					
35 0000	04/29/2013	Various	2,374 00	1,797.49	0 00	576.51	0 00	0 00
030420103	AMERICAN WTR WKS CO INC NEW COM		AWK					
65 0000	04/29/2013	Various	2,690.28	2,169.30	0.00	520 98	0 00	0 00
031162100	AMGEN INC		AMGN					
59 0000	04/29/2013	Various	6,311.08	3,977.86	0.00	2,333 22	0 00	0 00
037833100	APPLE COMPUTER INC		AAPL					
25.0000	04/29/2013	Various	10,794.76	1,690 70	0.00	9,104.06	0 00	0 00
037833100	APPLE COMPUTER INC		AAPL					
4 0000	04/29/2013	09/01/2011	1,727 16	1,529 87	0.00	197 29	0 00	0 00

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TUKWILA, WA 98188-3302

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
088606108	BHP LTD SPONSORED ADR		BHP					
45 0000	04/29/2013	Various	3,024.82	3,006.19	0.00	18 63	0 00	0 00
088606108	BHP LTD SPONSORED ADR		BHP					
3 0000	04/29/2013	09/01/2011	201 66	254.11	0.00	-52 45	0.00	0 00
126650100	CVS CORP		CVS					
104 0000	04/29/2013	Various	5,973.62	4,661 41	0.00	1,312 21	0.00	0 00
166764100	CHEVRONTEXACO CORP COM		CVX					
70.0000	04/29/2013	Various	8,474.00	4,872 72	0 00	3,601.28	0 00	0 00
166764100	CHEVRONTEXACO CORP COM		CVX					
1 0000	04/29/2013	09/01/2011	121 06	99 43	0 00	21.63	0 00	0.00
177376100	CITRIX SYS INC		CTXS					
39.0000	04/29/2013	07/22/2010	2,430 42	1,814.63	0 00	615 79	0 00	0 00
177376100	CITRIX SYS INC		CTXS					
4 0000	04/29/2013	09/01/2011	249.27	238.74	0 00	10.53	0 00	0 00
191216100	COCA COLA CO		KO					
181 0000	04/29/2013	Various	7,609.06	6,257.23	0 00	1,351.83	0 00	0 00
22160K105	COSTCO WHSL CORP NEW		COST					
50 0000	04/29/2013	Various	5,429.38	2,770.59	0 00	2,658 79	0 00	0 00

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TUKWILA, WA 98188-3302

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22160K105	COSTCO WHSL CORP NEW		COST					
17.0000	04/29/2013	Various	1,845 99	1,230.56	0.00	615 43	0 00	0 00
235851102	DANAHER CORP		DHR					
156 0000	04/29/2013	Various	9,391 00	4,425.96	0.00	4,965 04	0 00	0 00
254687106	WALT DISNEY CO		DIS					
80 0000	04/29/2013	Various	5,037 49	1,997.17	0.00	3,040 32	0 00	0 00
254687106	WALT DISNEY CO		DIS					
12.0000	04/29/2013	09/01/2011	755 62	403 30	0.00	352.32	0 00	0 00
263534109	E I DU PONT DE NEMOURS & CO		DD					
60 0000	04/29/2013	03/22/2010	3,217.72	2,242.11	0 00	975.61	0.00	0 00
263534109	E I DU PONT DE NEMOURS & CO		DD					
6 0000	04/29/2013	09/01/2011	321 77	288.52	0 00	33.25	0 00	0 00
268648102	EMC CORP MASS		EMC					
233 0000	04/29/2013	Various	5,237.72	4,559.20	0.00	678 52	0 00	0.00
268648102	EMC CORP MASS		EMC					
5 0000	04/29/2013	11/29/2011	112.40	112 50	0 00	-0 10	0 00	0 00
30219G108	EXPRESS SCRIPTS HLDG CO COM		ESRX					
62 0000	04/29/2013	Various	3,637.46	3,198 95	0 00	438 51	0 00	0 00

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TUKWILA, WA 98188-3302

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30231G102	EXXON MOBIL CORP COM		XOM					
103.0000	04/29/2013	Various	9,101.90	6,469 14	0.00	2,632.76	0 00	0 00
30231G102	EXXON MOBIL CORP COM		XOM					
10.0000	04/29/2013	09/01/2011	883.68	739 76	0 00	143 92	0 00	0 00
354613101	FRANKLIN RESOURCES INC		BEN					
26 0000	04/29/2013	01/12/2010	4,022 14	2,872.29	0.00	1,149 85	0 00	0 00
354613101	FRANKLIN RESOURCES INC		BEN					
19.0000	04/29/2013	Various	2,939 26	2,464 23	0 00	475 03	0 00	0 00
369604103	GENERAL ELEC CO COM		GE					
205 0000	04/29/2013	Various	4,540.98	2,871 64	0 00	1,669 34	0 00	0 00
369604103	GENERAL ELEC CO COM		GE					
45 0000	04/29/2013	09/01/2011	996.80	733 55	0 00	263 25	0.00	0 00
38259P508	GOOGLE INC CL A		GOOG					
5.0000	04/29/2013	04/16/2009	4,100.41	1,934 53	0.00	2,165 88	0 00	0 00
38259P508	GOOGLE INC CL A		GOOG					
4 0000	04/29/2013	01/13/2012	3,280.32	2,499.10	0 00	781.22	0 00	0 00
437076102	HOME DEPOT INC		HD					
152 0000	04/29/2013	Various	11,221 90	6,794.45	0.00	4,427.45	0 00	0 00

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2013 Tax Information Statement

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TUKWILA, WA 98188-3302

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
459200101	INTL BUSINESS MACHINES CORP		IBM					
26 0000	04/29/2013	02/02/2009	5,168.16	2,368.86	0 00	2,799.30	0.00	0 00
46625H100	J P MORGAN CHASE & CO		JPM					
145 0000	04/29/2013	Various	7,078.74	3,970 51	0 00	3,108 23	0.00	0 00
46625H100	J P MORGAN CHASE & CO		JPM					
53 0000	04/29/2013	Various	2,587 40	2,161 04	0 00	426 36	0 00	0 00
580135101	MCDONALDS CORP		MCD					
41 0000	04/29/2013	Various	4,197 07	3,476.45	0 00	720 62	0 00	0 00
637071101	NATIONAL-OILWELL INC		NOV					
65.0000	04/29/2013	Various	4,299.00	2,051 20	0 00	2,247.80	0 00	0 00
637071101	NATIONAL-OILWELL INC		NOV					
4.0000	04/29/2013	09/01/2011	264 55	263.86	0 00	0 69	0.00	0 00
654106103	NIKE INC CLASS B		NKE					
62.0000	04/29/2013	12/08/2009	3,884 21	1,978 41	0 00	1,905.80	0 00	0 00
654106103	NIKE INC CLASS B		NKE					
4.0000	04/29/2013	02/17/2011	250.59	172.15	0 00	78.44	0 00	0 00
655844108	NORFOLK SOUTHN CORP COM		NSC					
72.0000	04/29/2013	Various	5,519 39	4,858 63	0 00	660 76	0 00	0 00

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TUKWILA, WA 98188-3302

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
665162566	MFB NORTHN MULTIMGR SMALL CAP FD		NMMSX					
2047 2300	04/29/2013	Various	21,864.44	15,374.54	0 00	6,489.90	0 00	0 00
665162574	MFB NORTHN MULTIMGR MID CAP FD		NMMCX					
3145.3400	04/29/2013	Various	41,801 52	23,738.22	0.00	18,063 30	0 00	0 00
670346105	NUCOR CORP		NUE					
64.0000	04/29/2013	02/06/2012	2,757 69	2,888 99	0.00	-131 30	0 00	0 00
681919106	OMNICOM GRP INC COM		OMC					
76 0000	04/29/2013	Various	4,569.02	3,486 80	0 00	1,082 22	0.00	0 00
681919106	OMNICOM GRP INC COM		OMC					
20 0000	04/29/2013	09/01/2011	1,202.37	800.83	0 00	401.54	0.00	0 00
68389X105	ORACLE CORPORATION		ORCL					
166 0000	04/29/2013	10/04/2010	5,356 69	4,520.66	0 00	836.03	0 00	0 00
740189105	PRECISION CASTPARTS CORP		PCP					
14 0000	04/29/2013	Various	2,621 69	2,362.13	0 00	259 57	0 00	0 00
742718109	PROCTER & GAMBLE CO		PG					
47 0000	04/29/2013	02/02/2009	3,646 17	2,475 49	0 00	1,170.68	0 00	0 00
747525103	QUALCOMM INC		QCOM					
140 0000	04/29/2013	Various	8,667.19	7,395 02	0 00	1,272 17	0 00	0 00

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806857108	SCHLUMBERGER LTD ISIN #AN8068571086		SLB					
49 0000	04/29/2013	Various	3,615.63	4,416 59	0.00	-800.96	0 00	0.00
828806109	SIMON PPTY GROUP INC NEW		SPG					
36.0000	04/29/2013	Various	6,322.18	3,163 47	0 00	3,158 71	0 00	0.00
902973304	US BANCORP DEL NEW		USB					
149 0000	04/29/2013	Various	4,964 57	3,204 27	0.00	1,760 30	0 00	0 00
902973304	US BANCORP DEL NEW		USB					
25.0000	04/29/2013	09/01/2011	832 98	573.76	0 00	259 22	0 00	0 00
913017109	UNITED TECHNOLOGIES CORP		UTX					
39 0000	04/29/2013	Various	3,565 30	2,045.13	0.00	1,520 17	0.00	0 00
913017109	UNITED TECHNOLOGIES CORP		UTX					
4 0000	04/29/2013	09/01/2011	365 67	294.03	0.00	71 64	0.00	0 00
91324P102	UNITEDHEALTH GROUP INC		UNH					
58 0000	04/29/2013	12/15/2009	3,471 22	1,810 92	0.00	1,660.30	0 00	0 00
91324P102	UNITEDHEALTH GROUP INC		UNH					
11.0000	04/29/2013	09/01/2011	658.33	522 87	0 00	135 46	0 00	0 00
918204108	V F CORP		VFC					
49 0000	04/29/2013	Various	8,586.56	5,152 86	0 00	3,433 70	0 00	0 00

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92343V104	VERIZON COMMUNICATIONS		VZ					
74.0000	04/29/2013	Various	3,944.11	2,743.24	0.00	1,200 87	0 00	0 00
949746101	WELLS FARGO & CO NEW		WFC					
175.0000	04/29/2013	Various	6,627 10	4,014 87	0.00	2,612 23	0 00	0 00
949746101	WELLS FARGO & CO NEW		WFC					
72 0000	04/29/2013	Various	2,726 58	2,271.52	0 00	455 06	0 00	0 00
G2554F113	COVIDIEN PLC USD0.20(POST CONSLDTN)		COV					
48.0000	04/29/2013	Various	3,018.17	1,810.46	0.00	1,207.71	0 00	0 00
665162475	MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD		NMMGX					
1807.3300	09/06/2013	Various	32,206 52	19,202.08	0 00	13,004.44	0 00	0 00
665162475	MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD		NMMGX					
1339.9500	09/06/2013	04/20/2012	23,877 84	23,234 64	0 00	643 20	0 00	0 00
665162558	MFB NORTHN MULTI-MANAGER INTL EQTY FD FD		NMIEX					
4615 1000	09/06/2013	Various	46,704.83	39,003 78	0 00	7,701.05	0 00	0 00
665162558	MFB NORTHN MULTI-MANAGER INTL EQTY FD FD		NMIEX					
1467.2100	09/06/2013	04/20/2012	14,848 17	13,278 23	0.00	1,569.94	0 00	0 00
665162483	MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD		NMMEX					
1037.1700	09/23/2013	Various	19,810 01	21,686.90	0.00	-1,876 89	0 00	0 00

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665162665	MFB NORTHN FDS SMALL CAP CORE FD		NSGRX					
329 5800	09/23/2013	12/16/2010	6,852 00	4,769.04	0.00	2,082.96	0.00	0 00
665162806	MFB NORTHERN FDS FIXED INCOME FD		NOFIX					
2016.0900	09/23/2013	11/04/2011	20,423 00	21,269.74	0 00	-846 74	0 00	0 00
665162483	MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD		NMMEX					
456 0800	11/25/2013	Various	8,729.30	8,711.03	0 00	18 27	0.00	0 00
665162483	MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD		NMMEX					
141 2600	11/25/2013	Various	2,703.69	2,572.53	0 00	131.16	0 00	0 00
665162806	MFB NORTHERN FDS FIXED INCOME FD		NOFIX					
3023.5100	11/25/2013	Various	30,870.00	31,811.96	0.00	-941 96	0 00	0 00
33939L605	MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD							
413.0000	12/11/2013	Various	10,324.83	10,279.04	0.00	45.79	0.00	0 00
33939L605	MFC FLEXSHARES TR IBOXX 5 YR TARGET DURATION TIPS INDEX FD							
23 0000	12/11/2013	04/20/2012	574 99	594.33	0.00	-19 34	0 00	0 00
Total Long Term Sales			**573,996.42**	**436,469.55**	**0 00**	**137,526.88**	**0.00**	**0.00**
Long Term 28% Sales								
78463V107	MFC SPDR GOLD TR GOLD SHS		GLD					
205 0000	01/24/2013	Various	33,147.22	24,572.30	0 00	8,574.92	0 00	0 00

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THE NORTHERN TRUST COMPANY
P.O BOX 803878
CHICAGO, IL 60680

Account Number: 23-58675
Recipient's Tax ID Number: XX-XXX3046

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
VICTOR DIPIETRO FAMILY FOUNDATION
16400 SOUTHCENTER PKWY STE 308
TUKWILA, WA 98188-3302

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
78463V107	MFC SPDR GOLD TR GOLD SHS		GLD					
132 0000	03/14/2013	Various	20,291 60	12,678 69	0.00	7,612 91	0 00	0 00
Total Long Term 28% Sales			**53,438.82**	**37,250.99**	**0 00**	**16,187.83**	**0.00**	**0 00**

This is important tax information and is being furnished to you