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Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

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OMB No 1545 0052

2013

For calendar year 2013, or tax year beginning 7/01, 2013, and ending 6/30, 2014

THURSTON CHARITABLE FOUNDATION
C/O S.FINLEY, P.O. BOX 430
MILTON, WA 98354A Employer identification number
91-6055032B Telephone number (see the instructions)
(253) 952-2992

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 4,572,777.

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

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐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 (att sch)
- 2 Ck ☒ if the foundn is not req to att Sch B
- 3 Interest on savings and temporary cash investments
- 4 Dividends and interest from securities
- 5a Gross rents
- b Net rental income or (loss)
- 6a Net gain/(loss) from sale of assets not on line 10
- b Gross sales price for all assets on line 6a 3,126,473.
- 7 Capital gain net income (from Part IV, line 2)
- 8 Net short-term capital gain
- 9 Income modifications
- 10a Gross sales less returns and allowances
- b Less Cost of goods sold
- c Gross profit/(loss) (att sch)
- 11 Other income (attach schedule).

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits.

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

c Other prof fees (attach sch) SEE ST 2

17 Interest

18 Taxes (attach schedule) SEE STM 3

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

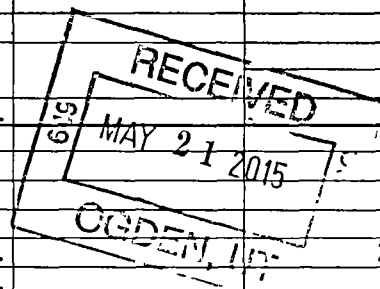
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



ADMINISTRATIVE AND EXPENSES

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	900,272.	507,758.	507,758.
	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 (attach sch) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 5	1,039,765.	1,851,896.	2,116,362.
	c Investments — corporate bonds (attach schedule)			
LIABILITIES	11 Investments — land, buildings, and equipment: basis . . . ▶			
	Less: accumulated depreciation (attach schedule) . . . ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 6 . .	1,910,640.	1,501,346.	1,948,657.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) . . . ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	3,850,677.	3,861,000.	4,572,777.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
NET FUND ASSETS	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
NET FUND ASSETS	27 Capital stock, trust principal, or current funds	3,850,677.	3,861,000.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,850,677.	3,861,000.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,850,677.	3,861,000.	

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	3,850,677.
2 Enter amount from Part I, line 27a	2	10,323.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,861,000.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,861,000.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 7				
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			
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	168,760.
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	-15,857.

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 (column (b) divided by column (c))
2012	206,525.	4,338,084.	0.047607
2011	203,222.	4,149,422.	0.048976
2010	192,669.	4,197,262.	0.045903
2009	192,525.	3,988,863.	0.048266
2008	241,506.	3,878,419.	0.062269

2 Total of line 1, column (d)	2	0.253021
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	0.050604
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,485,720.
5 Multiply line 4 by line 3	5	226,995.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,208.
7 Add lines 5 and 6	7	229,203.
8 Enter qualifying distributions from Part XII, line 4	8	210,525.

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.

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Form 990-PF (2013)

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

1 a 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 instrs)			
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	4,417.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,417.
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	4,417.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013.	6a	7,651.	
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	7,651.	
8 Enter any penalty for underpayment of estimated tax Check here <input 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,234.	
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax 3,234. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		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?		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
4 a 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?	N/A	
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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 2013 or the taxable year beginning in 2013 (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

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Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>STEVEN A. FINLEY</u> Telephone no. <u>(253) 952-2992</u> Located at <u>P.O. BOX 430 MILTON WA</u> ZIP + 4 <u>98354</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here. <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>			X

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
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>		
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.)	2 b	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 <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Form 990-PF (2013)

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)?

5b N/A

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
SEE STATEMENT 8		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		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 NONE	
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	0.

BAA

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1 a	4,104,067.
b	Average of monthly cash balances	1 b	449,963.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	4,554,030.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,554,030.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	68,310.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,485,720.
6	Minimum investment return. Enter 5% of line 5	6	224,286.

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	224,286.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	4,417.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	4,417.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	219,869.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	219,869.
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	219,869.

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	1 a	210,525.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	210,525.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	210,525.

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				219,869.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			209,745.	
b Total for prior years. 20 , 20 , 20		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008.				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4. \$ 210,525.				
a Applied to 2012, but not more than line 2a			209,745.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				780.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				219,089.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009.				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Part 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
<i>a Paid during the year</i> SEE STATEMENT ATTACHED		NONE	VARIOUS	208,000.
Total			3a	208,000.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(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					
4 Dividends and interest from securities			14		96,361.
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					168,760.
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)					265,121.
13 Total. Add line 12, columns (b), (d), and (e)				13	265,121.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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	1 a (1)	X
(2)	Other assets	1 a (2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3)	Rental of facilities, equipment, or other assets	1 b (3)	X
(4)	Reimbursement arrangements	1 b (4)	X
(5)	Loans or loan guarantees	1 b (5)	X
(6)	Performance of services or membership or fundraising solicitations...	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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.


[illegible]

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?

b If 'Yes,' complete the following schedule

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

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.

Sign Here

 Signature of officer or trustee

Date 5-14-15

Title ASST SEC-TREAS

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature SELF-PREPARED	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Firm's name	Firm's EIN			
	Firm's address	Phone no			

BAA

Form 990-PF (2013)

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STEVEN A FINLEY	\$ 5,000.	\$ 2,500.		\$ 2,500.
TOTAL	<u>\$ 5,000.</u>	<u>\$ 2,500.</u>		<u>\$ 2,500.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 40,992.	\$ 40,992.		
TOTAL	<u>\$ 40,992.</u>	<u>\$ 40,992.</u>		<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN INCOME TAXES	\$ 781.	\$ 781.		
TOTAL	<u>\$ 781.</u>	<u>\$ 781.</u>		<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE REGISTRATION	\$ 25.			\$ 25.
TOTAL	<u>\$ 25.</u>	<u>\$ 0.</u>		<u>\$ 25.</u>

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
311 ENSCO PLC	COST	\$ 15,909.	\$ 17,282.
200 SHS APPLE INC	COST	8,654.	18,586.
332 SHS JP MORGAN CHASE	COST	14,517.	19,130.
270 SHS TARGET CORP	COST	17,162.	15,647.
205 SHS NORFOLK SOUTHERN CORP	COST	13,941.	21,121.
154 BOEING CO	COST	18,812.	19,593.
678 CSX CORP	COST	15,133.	20,889.
192 EATON CORP	COST	8,084.	14,819.
1,070 FORD MOTOR CO	COST	12,495.	18,447.
633 FREEPORT MCMORAN COPPER GOLD	COST	21,412.	23,105.
680 GENERAL ELECTRIC	COST	10,747.	17,345.
182 CATERPILLAR INC	COST	14,991.	19,778.
621 LINNCO LLC	COST	19,735.	19,431.
121 MCDONALDS CORP	COST	10,848.	12,190.
339 SANOFI ADR	COST	16,356.	18,025.
134 UNITED PARCEL SERVICE	COST	9,935.	13,756.
235 WALMART STORES INC	COST	16,689.	17,641.
347 ABBVIE INC COM	COST	18,735.	19,585.
276 AETNA INC	COST	18,414.	22,378.
64 AMAZON COM INC	COST	19,312.	20,786.
246 ANHEUSER BUSCH INBEV SA SPON	COST	25,012.	28,275.
591 AT&T INC	COST	18,965.	20,898.
215 CHICAGO BRIDGE & IRON CO N.V.	COST	12,846.	14,663.
376 CITIGROUP INC NEW	COST	18,794.	17,710.
385 COMCAST CORP CLASS A	COST	18,542.	20,667.
165 COSTCO WHOLESALE CORP NEW	COST	18,627.	19,001.
498 GENERAL MTRS CO	COST	18,815.	18,077.
248 GILEAD SCIENCE	COST	18,703.	20,562.
360 GLAXOSMITHKLINE PLC ADS	COST	18,281.	19,253.
35 GOOGLE INC CL C	COST	16,552.	20,135.
344 HSBC HOLDINGS PLC SPON ADR NEW	COST	18,745.	17,475.
183 KANSAS CY SOUTHN IND NEW	COST	18,248.	19,674.
229 PEPSICO INC NC	COST	18,666.	20,459.
74 PRECISION CASTPARTS CORP	COST	18,819.	18,678.
519 SEADRILL LTD	COST	18,594.	20,734.
1,055 TAIWAN SEMCNDCTR MFD CO LTR ADR	COST	18,245.	22,566.
534 VERIZON COMMUNICAITONS	COST	24,758.	26,129.
404 WELLS FARGO & CO NEW	COST	17,211.	21,234.
1,666 YAMANA GOLD INC	COST	17,521.	13,695.
100 MACY'S INC COM	COST	5,760.	5,802.
814.473 NAVIOS MARITIME HLDGS INC COM	COST	5,645.	8,242.
635.575 NORDIC AMERICAN TANKERS LTD NAT	COST	5,062.	6,057.
200 PROGRESSIVE CORP OHIO COM	COST	5,050.	5,072.
314.203 VALE S.A.	COST	5,017.	4,157.
250 ACTAVIS PLC	COST	53,684.	55,763.
800 ALLEGION PLC	COST	28,138.	45,344.
650 BERKSHIRE HATHAWAY INC NEW CL B	COST	75,148.	82,264.
2,500 CITIGROUP	COST	125,716.	117,750.
650 BOEING COMPANY	COST	77,324.	82,700.
1,100 DANAHER CORP	COST	76,442.	86,603.
1,000 DOW CHEMICAL	COST	49,117.	51,460.
4,400 FORD MOTOR CO COM NEW	COST	75,618.	75,856.
700 GILEAD SCIENCES INC	COST	43,851.	58,037.
50 GOOGLE INC CL A	COST	29,898.	29,234.
50 GOOGLE INC CL C	COST	29,806.	28,764.

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
300 MCKESSON CORP	COST	\$ 54,618.	\$ 55,863.
2,200 METLIFE INC	COST	100,070.	122,232.
700 NIKE INC CL B	COST	51,639.	54,285.
1,400 PRUDENTIAL FINANCIAL INC	COST	99,786.	124,278.
600 STARBUCKS CORP	COST	46,647.	46,428.
1,400 UNTD RENTALS INC	COST	82,818.	146,622.
1,000 WALGREEN CO	COST	67,217.	74,130.
	TOTAL	\$ 1,851,896.	\$ 2,116,362.

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER PUBLICLY TRADED SECURITIES</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
4,025 SPDR S&P DIVIDEND ETF	COST	\$ 199,475.	\$ 308,275.
18,014.545 DWS RREEF GLOBAL	COST	214,374.	276,163.
8.118 SHS ISHARES IBOXX & INVTOP	COST	805.	968.
102.614 ISHARES MSCI EAFE SMALL CAP	COST	3,676.	5,430.
30.483 SHS ISHARES RUSSELL MICROCAP	COST	1,393.	2,320.
194.581 SHS ISHARES S&P AGGRESSIVE ALLO	COST	6,069.	9,182.
247.52 SHS POWERSHARES FTSE RAFI US 1500	COST	7,583.	24,963.
706.93 SHS POWERSHARES FTSE RAFI US 1000	COST	23,686.	62,521.
1018.035 POWERSHARES FTSE RAFT EMERGING	COST	16,637.	21,705.
289.796 IVY FDS ASSET STRATEGY Y	COST	7,035.	9,247.
1,089.931 SHS IVY FDS ASSET STRATEGY A	COST	22,130.	34,714.
12.477 SHS PAYDEN INVT GROUP CORE BOND	COST	136.	135.
30.718 PAYDEN INVT GROUP HIGH INCOME	COST	223.	222.
22.324 PIMCO UNCONSTRAINED BOND FUND	COST	256.	252.
249.007 SHS RIVERNORTH CORE OPPORTUNITY	COST	2,829.	3,327.
1.28 RYDEX FUNDS MGD FUTURES	COST	35.	28.
17.814 SHS TEMPLETON GLOBAL BONF FUND	COST	236.	238.
756 ISHARES MSCI USA MIN	COST	20,349.	28,138.
1708 SCHWAB US BROAD MARKET ETF	COST	55,086.	81,506.
1747 SCHWAB US LARGE CAP ETF	COST	55,636.	81,812.
340 VANGUARD SPEC DIV APPRECIATION	COST	17,199.	26,503.
404 SHS VANGUARD HIGH DIV YIELD	COST	16,036.	26,791.
946 SHS VANGUARD LARGE-CAP ETF	COST	56,167.	85,149.
828 SHS VANGUARD TOTAL STOCK MKT ETF	COST	55,209.	84,266.
1041 SHS SPDR BARCLAYS CAP INTERMEDIATE	COST	34,506.	35,873.
418 SHS VANGUARD INTER TERM CORP BD	COST	33,566.	36,182.
908 ISHARES CORE S&P TOTAL	COST	62,709.	81,375.
843 ISHARES 1-3 YEAR CREDIT BD ETF	COST	88,849.	89,088.
423 ISHARES MSCI USA VALUE FACTOR	COST	24,517.	26,776.
429 ISHRS MSCI USA QLT	COST	23,728.	24,964.
1,419 POWERSHARES MULTI STRATEGY A	COST	35,461.	35,413.
1,090 PROSHARES SHORT 20+ TREASURY	COST	31,425.	31,392.
649 PROSHARES TR INVT INT RT HG	COST	52,887.	53,353.
1,744 SPDR BARCLAYS CAPITAL SHORT	COST	53,606.	53,733.
458 VANGUARD EMERGING MARKETS	COST	35,280.	36,970.

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
1,086 VANGUARD SHORT-TERM CORPORATE	COST	\$ 86,858.	\$ 87,282.
300.31 ISHARES US HOME CONSTRUCTION ETF	COST	6,612.	7,448.
350 ISHARES NASDAQ BIOTECHNOLOGY ETF	COST	69,963.	89,961.
2,000 SPDR S&P REGL BANKING ETF	COST	74,996.	80,640.
88 TORTOISE ENERGY INFRASTRUCTURE CORP	COST	4,123.	4,352.
	TOTAL	<u>\$ 1,501,346.</u>	<u>\$ 1,948,657.</u>

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	50 ISHARES IBOXX & INVTOP	PURCHASED	VARIOUS	9/16/2013
2	50 ISHARES MICROCAP	PURCHASED	5/11/2010	9/16/2013
3	100 ISHARES S&P AGGRESSIVE ALLOCATION	PURCHASED	5/11/2010	9/16/2013
4	1,100 RIVERNORTH CORE OPPORTUNITY	PURCHASED	VARIOUS	9/12/2013
5	235 RYDEX FDS MGD FUTURES	PURCHASED	VARIOUS	9/18/2013
6	415 PAYDEN CORE BOND FUND	PURCHASED	VARIOUS	9/13/2013
7	1,050 PAYDEN HIGH INCOME FUND	PURCHASED	VARIOUS	9/12/2013
8	600 PIMCO UNCONSTRAINED BOND FUND	PURCHASED	VARIOUS	9/13/2013
9	710 TEMPLETON GLOBAL BOND FUND	PURCHASED	VARIOUS	9/18/2013
10	700 AMERICAN TOWER CORP	PURCHASED	8/13/2012	2/28/2014
11	600 ANADARKO PETROLEUM	PURCHASED	10/17/2013	2/06/2014
12	7,500 AQUA AMER INC	PURCHASED	VARIOUS	10/10/2013
13	8,800 BANK OF AMERICA	PURCHASED	3/05/2013	5/09/2014
14	2,500 CATAMARAN CORP	PURCHASED	VARIOUS	9/08/2013
15	3,800 COCA COLA	PURCHASED	3/05/2013	10/04/2013
16	600 SPLUNK INC	PURCHASED	3/20/2014	4/16/2014
17	430 STRATASYS LTD	PURCHASED	11/06/2013	3/09/2014
18	6,700 SYMANTEC CORP	PURCHASED	7/01/2013	3/26/2014
19	4,200 WHOLE FOODS MARKET INC	PURCHASED	3/05/2013	3/13/2014
20	9,047 TORTOISE ENERGY	PURCHASED	VARIOUS	9/17/2013
21	8,936.61 PIMCO UNCONSTRICTED BOND FUND	PURCHASED	VARIOUS	8/06/2013
22	2,400 INGERSOLL RAND	PURCHASED	12/22/2013	3/31/2014
23	807 3-D SYSTEMS CORP	PURCHASED	11/06/2013	3/14/2014
24	600 YY INC	PURCHASED	3/20/2014	4/10/2014
25	214 APACHE CORP	PURCHASED	VARIOUS	9/03/2013
26	13 APPLE INC	PURCHASED	10/19/2010	1/03/2014
27	59 APPLE INC	PURCHASED	VARIOUS	6/12/2014
28	215 BAKER HUGHES	PURCHASED	3/29/2012	7/11/2013
29	44 BLACKROCK INC	PURCHASED	VARIOUS	7/11/2013
30	166 BOEING CO	PURCHASED	VARIOUS	9/16/2013
31	279 CANADIAN NATIONALAD	PURCHASED	4/09/2012	7/29/2013
32	450 CARNIVAL CP	PURCHASED	VARIOUS	8/25/2013
33	121 CATERPILLAR INC	PURCHASED	6/26/2013	5/23/2014
34	47 CHICAGO BRIDGE & IRON	PURCHASED	8/30/2013	1/02/2014
35	25 CHICAGO BRIDGE & IRON	PURCHASED	2/01/1966	3/19/2014
36	603 COCA COLA	PURCHASED	9/03/2013	6/12/2014

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
37	579 CONAGRA FOODS INC	PURCHASED	9/25/2013	2/11/2014
38	270 DUKE ENERGY	PURCHASED	VARIOUS	2/27/2014
39	340 EMC CORP MASS	PURCHASED	VARIOUS	7/11/2013
40	378 ENI SPA	PURCHASED	VARIOUS	2/28/2014
41	156 EXPRESS SCRIPTS	PURCHASED	12/06/2012	7/11/2013
42	77 F5 NETWORKS	PURCHASED	5/31/2012	7/10/2013
43	94 FEDEX CORP	PURCHASED	12/06/2012	8/26/2013
44	212 FOMENTO ECONOMICO	PURCHASED	3/20/2014	5/07/2014
45	3 GOOGLE INC	PURCHASED	3/05/2013	1/03/2014
46	18 GOOGLE INC	PURCHASED	VARIOUS	6/12/2014
47	94 IBM	PURCHASED	9/03/2013	4/14/2014
48	156 HESS CORPORATION	PURCHASED	4/09/2012	7/19/2013
49	172 HONEYWELL INTERNATIONAL	PURCHASED	4/15/2011	7/15/2013
50	45 IBM	PURCHASED	12/20/2013	7/09/2013
51	376 ISHARES BARCLAYS	PURCHASED	VARIOUS	10/01/2013
52	296 ISHARES BARCLAYS	PURCHASED	VARIOUS	10/01/2013
53	207 ISHARES CORE MSCI	PURCHASED	11/16/2012	1/06/2014
54	533 ISHARES CORE MSCI	PURCHASED	VARIOUS	3/20/2014
55	676 ISHARES EM MKTS	PURCHASED	VARIOUS	5/20/2014
56	627 ISHARES EMERG MKTS CP BOND	PURCHASED	9/10/2012	11/13/2013
57	306 ISHARES EMERG MKTS DIV	PURCHASED	9/10/2012	12/02/2013
58	450 ISHARES IBOXB INVEST GR	PURCHASED	VARIOUS	11/13/2013
59	474 ISHARES LEHMAN CREDIT BOND	PURCHASED	VARIOUS	11/13/2013
60	181 ISHARES MSCI EMERG MKTS	PURCHASED	12/02/2013	1/06/2014
61	447 ISHARES MSCI EMERG MKTS	PURCHASED	12/02/2013	1/24/2014
62	73 ISHARES RUSSELL 1000	PURCHASED	9/24/2010	1/06/2014
63	746 ISHARES RUSSELL 1000	PURCHASED	VARIOUS	3/20/2014
64	766 ISHARES RUSSELL 3000	PURCHASED	VARIOUS	7/29/2013
65	133 JOHNSON & JOHNSON	PURCHASED	3/21/2011	7/16/2013
66	300 JOHNSON CONTROLS	PURCHASED	VARIOUS	7/11/2013
67	1,422 MARKET VECTORS EMERGING MKTS	PURCHASED	VARIOUS	1/27/2014
68	250 METLIFE	PURCHASED	5/01/2013	7/11/2013
69	434 MICROSOFT CORP	PURCHASED	10/12/2010	8/27/2013
70	33 NORFOLK SOUTHERN	PURCHASED	3/06/2012	1/02/2014
71	599 PFIZER INC	PURCHASED	VARIOUS	5/05/2014
72	593 POTASH CORP	PURCHASED	8/05/2013	6/17/2014
73	258 QUALCOMM	PURCHASED	VARIOUS	10/16/2013
74	246 POWERSHARES EM MKT	PURCHASED	5/14/2013	10/16/2013
75	792 POWERSHARES S&P 500	PURCHASED	VARIOUS	7/29/2013
76	282 ROYAL BANK OF CANADA	PURCHASED	VARIOUS	6/25/2014
77	269 ROYAL DUTCH SHELL	PURCHASED	8/22/2013	2/19/2014
78	401 THE MOSIAC CO	PURCHASED	8/08/2013	2/11/2014
79	864 SCHWAB EM MKTS	PURCHASED	VARIOUS	9/03/2013
80	176 SCHWAB US BROAD MKT	PURCHASED	9/24/2010	1/06/2014
81	660 SCHWAB US DVD EQUITY	PURCHASED	10/31/2011	9/03/2013
82	166 SCHWAB US LARGE CAP	PURCHASED	9/24/2010	1/06/2014
83	275 SPDR BARCLAYS CAP INTER	PURCHASED	11/03/2010	1/24/2014
84	1,119 BARCLAYS CAPITAL EMERG	PURCHASED	VARIOUS	2/21/2014
85	574 SPDR EM MKTS DIV	PURCHASED	VARIOUS	12/02/2013
86	154 TARGET CORP	PURCHASED	VARIOUS	7/11/2013
87	609 VANGUARD FTSE DEV MKTS	PURCHASED	1/24/2014	3/24/2014
88	182 VANGUARD INTERMEDIATE TERM	PURCHASED	9/24/2010	1/24/2014
89	49 VANGUARD LARGE CAP ETF	PURCHASED	9/24/2010	1/08/2014
90	254 VANGUARD MSCI EMERG MKTS	PURCHASED	10/06/2010	1/06/2014
91	647 VANGUARD MSCI EMERG MKTS	PURCHASED	VARIOUS	2/10/2014
92	56 VANGUARD TOTAL STOCK MKT	PURCHASED	9/24/2010	1/08/2014

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
93	518 VODAPHONE GRP	PURCHASED	VARIOUS	9/03/2013
94	30 WALGREEN CO	PURCHASED	8/27/2013	1/02/2014
95	329 WALGREEN CO	PURCHASED	8/27/2013	2/11/2014
96	488 WHOLE FOODS MARKET INC	PURCHASED	5/07/2013	6/12/2014
97	620 WISDOMTREE EMERG MKTS	PURCHASED	VARIOUS	1/24/2014
98	419 WISDOMTREE EM CORP BOND	PURCHASED	9/04/2012	10/15/2013

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	5,600.		4,802.	798.				\$ 798.
2	3,364.		2,266.	1,098.				1,098.
3	4,200.		3,093.	1,107.				1,107.
4	13,794.		9,268.	4,526.				4,526.
5	4,980.		6,378.	-1,398.				-1,398.
6	4,324.		4,091.	233.				233.
7	7,466.		6,688.	778.				778.
8	6,640.		6,672.	-32.				-32.
9	9,308.		9,098.	210.				210.
10	55,999.		49,298.	6,701.				6,701.
11	47,999.		57,491.	-9,492.				-9,492.
12	179,997.		175,854.	4,143.				4,143.
13	129,797.		99,861.	29,936.				29,936.
14	112,370.		131,768.	-19,398.				-19,398.
15	143,334.		147,581.	-4,247.				-4,247.
16	33,513.		51,836.	-18,323.				-18,323.
17	47,185.		49,876.	-2,691.				-2,691.
18	125,109.		150,858.	-25,749.				-25,749.
19	222,276.		181,116.	41,160.				41,160.
20	274,885.		237,369.	37,516.				37,516.
21	100,358.		102,424.	-2,066.				-2,066.
22	136,182.		110,396.	25,786.				25,786.
23	49,807.		49,933.	-126.				-126.
24	38,369.		48,724.	-10,355.				-10,355.
25	18,284.		18,759.	-475.				-475.
26	7,121.		3,938.	3,183.				3,183.
27	5,443.		2,553.	2,890.				2,890.
28	10,480.		8,720.	1,760.				1,760.
29	11,827.		7,698.	4,129.				4,129.
30	19,092.		13,636.	5,456.				5,456.
31	8,554.		8,856.	-302.				-302.
32	16,901.		19,064.	-2,163.				-2,163.
33	12,580.		10,017.	2,563.				2,563.
34	3,833.		2,808.	1,025.				1,025.
35	2,166.		1,494.	672.				672.
36	24,427.		22,821.	1,606.				1,606.
37	16,796.		17,706.	-910.				-910.
38	19,039.		17,478.	1,561.				1,561.
39	8,323.		8,418.	-95.				-95.
40	18,195.		17,311.	884.				884.
41	10,097.		8,352.	1,745.				1,745.
42	5,555.		7,686.	-2,131.				-2,131.
43	10,590.		8,370.	2,220.				2,220.
44	20,718.		18,804.	1,914.				1,914.
45	3,336.		2,399.	937.				937.

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
46	10,061.		7,379.	2,682.				\$ 2,682.
47	18,577.		17,259.	1,318.				1,318.
48	11,440.		8,858.	2,582.				2,582.
49	14,138.		9,868.	4,270.				4,270.
50	8,604.		8,644.	-40.				-40.
51	39,521.		39,536.	-15.				-15.
52	31,871.		31,487.	384.				384.
53	9,871.		9,915.	-44.				-44.
54	24,757.		26,557.	-1,800.				-1,800.
55	34,333.		34,706.	-373.				-373.
56	31,036.		32,886.	-1,850.				-1,850.
57	15,150.		15,814.	-664.				-664.
58	51,097.		49,281.	1,816.				1,816.
59	50,667.		49,603.	1,064.				1,064.
60	10,164.		10,641.	-477.				-477.
61	24,200.		26,279.	-2,079.				-2,079.
62	7,441.		4,627.	2,814.				2,814.
63	77,829.		55,314.	22,515.				22,515.
64	77,094.		59,988.	17,106.				17,106.
65	12,011.		7,832.	4,179.				4,179.
66	10,951.		10,135.	816.				816.
67	32,037.		37,266.	-5,229.				-5,229.
68	11,957.		9,582.	2,375.				2,375.
69	14,564.		10,645.	3,919.				3,919.
70	3,014.		2,177.	837.				837.
71	18,019.		15,876.	2,143.				2,143.
72	22,356.		17,511.	4,845.				4,845.
73	17,765.		17,035.	730.				730.
74	5,446.		6,187.	-741.				-741.
75	25,700.		19,744.	5,956.				5,956.
76	19,741.		16,837.	2,904.				2,904.
77	19,483.		17,127.	2,356.				2,356.
78	19,221.		17,466.	1,755.				1,755.
79	19,665.		24,005.	-4,340.				-4,340.
80	7,829.		4,826.	3,003.				3,003.
81	21,774.		16,969.	4,805.				4,805.
82	7,226.		4,517.	2,709.				2,709.
83	9,292.		9,240.	52.				52.
84	32,260.		33,967.	-1,707.				-1,707.
85	22,954.		27,024.	-4,070.				-4,070.
86	11,172.		8,432.	2,740.				2,740.
87	24,652.		24,639.	13.				13.
88	15,299.		14,800.	499.				499.
89	4,132.		2,563.	1,569.				1,569.
90	9,991.		11,884.	-1,893.				-1,893.
91	24,469.		27,928.	-3,459.				-3,459.
92	5,339.		3,275.	2,064.				2,064.
93	18,242.		15,138.	3,104.				3,104.
94	1,701.		1,431.	270.				270.
95	20,505.		15,694.	4,811.				4,811.
96	20,744.		18,896.	1,848.				1,848.
97	27,360.		32,166.	-4,806.				-4,806.
98	31,538.		32,628.	-1,090.				-1,090.

THURSTON CHARITABLE FOUNDATION

91-6055032

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
							TOTAL	\$ 168,760.

STATEMENT 8
 FORM 990-PF, PART VIII, LINE 1
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
SEVERT W. THURSTON, JR. 11200 SE SIXTH STREET BELLEVUE, WA 98004	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
ROBERT H. THURSTON 86 PINE STREET SEATTLE, WA 98101	VICE PRESIDENT 0	0.	0.	0.
SUSAN E. THURSTON P.O. BOX 1707 SUN VALLEY, ID 83353	SECRETARY 0	0.	0.	0.
SHERRIE TOSSELL 1908 VIA ESTUDILLO PALOS VERDES, CA 90274	TREASURER 0	0.	0.	0.
STEVEN A. FINLEY P.O. BOX 430 MILTON, WA 98354	ASST SEC-TREAS 0	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
1	Alki K-5 STEM School at Boren 5950 Delridge Way SW Seattle, WA 98106	2,000
2	Alzheimer's Association 100 W Harrison St, N200 Seattle, WA 98119	2,000
3	American Diabetes Research Foundation 1701 North Beauregard Street Alexandria, VA 22311	1,000
4	Animal Shelter of Wood River Valley P.O. Box 1496 Hailey, ID 83333-1496	500
5	Baptist Haiti Mission 118 Courtland Rockford, MI 39341	1,000
6	Bellevue Art Museum 510 Bellevue Way NE Bellevue, WA 98004	41,000
7	Bellevue Schools Foundation P.O Box 40644 Bellevue, WA 98015-4644	1,000
8	The Boys and Girls Club of Los Angeles Harbor 1200 S Cabrillo Avenue San Pedro, CA 90731	1,000
9	Child Evangelism Fellowship Los Angeles Chapter Mrs. Dorothy Dixon 1133 W 57th St Los Angeles, CA 90037	3,500

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
10	Child Evangelism Fellowship Mrs. Claudia Calderon P.O. Box 93336 Los Angeles, CA 90093	7,000
11	Children's Orthopedic Hospital M/S S-200 P.O. Box 5371 Seattle, WA 98145-5005	2,000
12	City of Hope 1309 114th Ave SE, Suite 201 Bellevue, WA 98004	1,000
13	Columbia Land Trust 1351 Officers' Row Vancouver, WA 98661	3,000
14	Compassion & Choices P.O. Box 101810 Denver, CO 80250-1810	1,000
15	Cornish School Office of Institutional Advancement 1000 Lenora St, 7th Floor Seattle, WA 98102	5,000
16	Cystic Fibrosis Foundation Washington Chapter 520 Pike Street, Suite 1075 Seattle, WA 98101-3909	2,500
17	Detlef Schremph Foundation 1904 Third Ave, Suite 339 Seattle, WA 98101	2,000

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
18	Doors of Hope Women's Shelter 525 N Broad Ave Wilmington, CA 90744	1,000
19	Eastside Heritage Center P.O. Box 40535 Bellevue, WA 98015	1,000
20	The English Speaking Union 144 E 39th Street New York, NY 10016	1,000
21	Equine Voices Rescue & Sanctuary P.O. Box 1685 Green Valley, AZ 85622	500
22	Evergreen Hospice Health Care 12040 NE 128th, MS #5 Kirkland, WA 98034	1,000
23	Family Stations, Inc. 290 Hegenberger Road Oakland, CA 94621	500
24	Help the Homeless Help Themselves Ms Kathy Bradford, Treasurer 4876 Browndeer Lane RPV, CA 98275	1,000
25	His Nesting Place Dr. & Mrs. Al Howard Founders and Directors 350 East Market Street Long Beach, CA 90805	1,000

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
26	House of Yahweh P.O. Box 1089 Lawndale, CA 90260	2,000
27	JesusOnLine Mr. Larry Chapman, President P.O. Box 1373 Mukilteo, WA 98275	4,000
28	Junior Achievement of Washington 1700 Westlake Ave N, Suite 400 Seattle, WA 98109	2,000
29	Kirkland Arts Center 620 Market Street Kirkland, WA 98033	11,000
30	Kirkland Interfaith Transitional Housing 125 State Street S Kirkland, WA 98033	1,000
31	KPLU Radio 88.5 FM Pacific Lutheran University 12180 Park Ave S Tacoma, WA 98447-0885	2,000
32	Love INC South Bay Ms Maria Evans, President P.O. Box 6442 San Pedro, CA 90734-6442	3,500
33	Medic One Foundation MS 359747 325 9th Ave Seattle, WA 98104-2420	6,000

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
34	Menlo College 1000 El Camino Real Atherton, CA 94027	2,000
35	Mercy Ships P.O. Box 1930 Lindale, TX 75771	1,000
36	Millionair Club Charity 2515 Western Ave Seattle, WA 98121-1387	500
37	MOHAI Museum of History and Industry P.O. Box 80816 Seattle, WA 98108	1,000
38	Norris Center for the Performing Arts Mr Dick Moe 27570 Crossfield Drive Rolling Hills Estates, CA 90274	2,000
39	Norris Center for the Performing Arts Ms. Barbara Davis BRAVO! Coordinator 27570 Crossfield Drive Rolling Hills Estates, CA 90274	1,000
40	Our Lady of Sorrows Schools 5239 SE Woodstock Blvd Portland, OR 97206	1,000
41	Overlake Medical Center Foundation 1035 116th Ave. N.E. Bellevue, WA 98004	2,500

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
42	Pacific Science Center 200 2nd Ave. N. Seattle, WA 98109-9980	500
43	P.A.W.S. P.O. Box 1037 Lynnwood, WA 98046	2,500
44	Pioneer Montessori School P.O Box 1809 Ketchum, ID 83340	1,000
45	PNW Ballet 301 Mercer St. Seattle, WA 98109-9984	3,500
46	Purnell School 51 Pottersville Road Pottersville, NJ 07979	2,000
47	Rolling Hills Covenant Church P.O. Box 527 Wheaton, IL 60189	5,000
48	Romanian Missionary Society P.O. Box 527 Wheaton, IL 60189	1,000
49	Rotary Club of Palos Verdes Peninsula Fdn P.O. Box 296 Palos Verdes Estates, CA 90274	1,000
50	SAMBICA 4114 W Lake Sammamish Parkway SE Bellevue, WA 98008	5,000

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
51	Sea Shepherds P.O. Box 2616 Friday Harbor, WA 98250	2,000
52	Seattle Art Museum P.O. Box 22000 Seattle, WA 98122-9700	7,500
53	Seattle Opera P.O. Box 9248 Seattle, WA 98109-0248	4,000
54	Seattle Symphony P.O. Box 21906 Seattle, WA 98111-2906	2,500
55	Smile Train P.O. Box 96210 Washington D.C. 20090-6210	1,000
56	South Bay Wildlife Rehabilitaion 26363 Silver Spur Road Rancho Palos Verdes, CA 90275	1,000
57	St. Thomas Episcopal Church P.O. Box 1240 Ketchum, ID 83340	500
58	Sun Valley Center for the Arts P.O. Box 656 Sun Valley, ID 83353	1,000
59	Suyama Space 2324 2nd Ave Seattle, WA 98121	1,000

THURSTON CHARITABLE FOUNDATION
91-6055032
Contributions 6-30-2014

	<u>Organization</u>	<u>Amount</u>
60	The 700 Club The Christian Broadcasting Network 977 Centerville Turnpike Virginia Beach, VA 23463	2,000
61	Through the Bible Radio Network P.O. Box 7100 Pasadena, CA 91101	500
62	Town Hall Seattle Wier Harman, Excutive Director 1119 8th Ave Seattle, WA 98101	2,000
63	U of W Foundation Burke Museum Association P.O. Box 353010 Seattle, WA 98195	1,500
64	U of W Medicine Advancement P.O. Box 358045 Seattle, WA 98195	26,000
65	University of Washington Foster School of Business Mackenzie Hall Box 353200 Seattle, WA 98195-3200	2,000
66	Washington Policy Center P.O. Box 3643 Seattle, WA 98124-3643	1,000
67	Washington State University College of Business, Office of the Dean P.O. Box 644750 Pullman, WA 99164-4750	5,000

TOTAL	<hr/>	\$ 208,000
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