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## Return of Private Foundation

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury  
Internal Revenue ServiceDo 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](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning SEP 1, 2013, and ending AUG 31, 2014

Name of foundation  
**THE HERBERT JONES FOUNDATION**  
**C/O KEYBANK PRIVATE BANK, TRUST OFFICER**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**601 108TH AVE NE, SUITE 260**

City or town, state or province, country, and ZIP or foreign postal code  
**BELLEVUE, WA 98004**

**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, col (c), line 16) **J** Accounting method ☒ Cash ☐ Accrual  
Other (specify) \_\_\_\_\_  
\$ **12,745,436.** (Part I, column (d) must be on cash basis)

**A** Employer identification number  
**94-3124801**

**B** Telephone number  
**425-709-4209**

**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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		80,155.	80,155.		STATEMENT 1
4 Dividends and interest from securities		182,713.	182,713.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		518,224.			
b Gross sales price for all assets on line 6a		3,449,198.			
7 Capital gain net income (from Part IV, line 2)			518,224.		
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 or (loss)					
11 Other income		1,279.	1,279.		STATEMENT 3
12 Total. Add lines 1 through 11		782,371.	782,371.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,759.	1,380.		1,379.
c Other professional fees STMT 5		65,290.	60,290.		0.
17 Interest					
18 Taxes STMT 6		10,720.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		1,968.	621.		1,347.
24 Total operating and administrative expenses. Add lines 13 through 23		80,737.	62,291.		2,726.
25 Contributions, gifts, grants paid		396,246.			396,246.
26 Total expenses and disbursements. Add lines 24 and 25		476,983.	62,291.		398,972.
27 Subtract line 26 from line 12		305,388.			
a Excess of revenue over expenses and disbursements			720,080.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions

1

7010 2780 0001 3728 2422

313)

J-44

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		715,989.	148,340.	148,340.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations STMT 8		461,334.	260,089.	254,423.
	b	Investments - corporate stock STMT 9		3,447,753.	3,783,117.	6,287,561.
	c	Investments - corporate bonds STMT 10		252,998.	1,160,976.	1,182,686.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		4,112,370.	3,943,310.	4,872,426.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		8,990,444.	9,295,832.	12,745,436.	
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				
	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 ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		8,990,444.	9,295,832.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		8,990,444.	9,295,832.		
31	Total liabilities and net assets/fund balances		8,990,444.	9,295,832.		

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	8,990,444.
2	Enter amount from Part I, line 27a	2	305,388.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,295,832.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,295,832.

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,449,198.		2,930,974.	518,224.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			518,224.

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	518,224.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

**Part 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	545,746.	11,075,913.	.049273
2011	526,806.	10,510,665.	.050121
2010	599,717.	11,076,860.	.054141
2009	484,211.	10,506,499.	.046087
2008	546,058.	9,565,317.	.057087

2 Total of line 1, column (d)	2	.256709
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	.051342
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,050,799.
5 Multiply line 4 by line 3	5	618,712.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,201.
7 Add lines 5 and 6	7	625,913.
8 Enter qualifying distributions from Part XII, line 4 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	8	398,972.

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**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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	14,402.
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	14,402.
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	14,402.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,480.	
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	8,480.	
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	5,922.	
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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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**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>▶ HTTP://WWW.HBJFOUNDATION.COM</b>		X	
14	The books are in care of <b>▶ KEYBANK NATIONAL ASSOCIATION</b> Telephone no <b>▶ 425-709-4209</b> Located at <b>▶ 601 - 108TH AVE NE, SUITE 260, BELLEVUE, WA</b> ZIP+4 <b>▶ 98004</b>			
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 <b>▶ 15</b> N/A			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <b>▶</b>		Yes	No 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
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input 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 <b>N/A</b> <input type="checkbox"/>	1b	
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? <b>N/A</b>	1c	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 <b>▶</b>		
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 ) <b>N/A</b>	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 <b>▶</b>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <b>N/A</b>	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

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**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)?

☐ 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.

(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 12		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

▶ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

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

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**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	11,852,001.
b	Average of monthly cash balances	1b	382,313.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,234,314.
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	12,234,314.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	183,515.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,050,799.
6	Minimum investment return. Enter 5% of line 5	6	602,540.

**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	602,540.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	14,402.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,402.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	588,138.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	588,138.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	588,138.

**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	398,972.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	398,972.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	398,972.

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.

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**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				588,138.
2 Undistributed Income, if any, as of the end of 2013				
a Enter amount for 2012 only			143,763.	
b Total for prior years		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 ▶ \$ 398,972.				
a Applied to 2012, but not more than line 2a			143,763.	
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				255,209.
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 instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				332,929.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	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				

---

N/A

- foundation, and the ruling is effective for 2013, enter the date of the ruling

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- b 85% of line 2a

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c

- (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**

at any time during the year-see instructions.)

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 13

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

- c Any submission deadlines**

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

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
BAINBRIDGE GRADUATE INSTITUTION	NONE	EDUCATION	ON RAMP	19,000.
CENTRAL WASHINGTON UNIVERSITY	NONE	EDUCATION	CENTER FOR ENTREPRENEURSHIP	15,000.
EDC TEAM JEFFERSON	NONE	EDUCATION	BUSINESS PLANNING COURSE	14,000.
NW ENTREPRENEUR NETWORK	NONE	EDUCATION	ENTREPRENEURIAL UNIVERSITY	20,000.
NW INNOVATION RESOURCE CENTER	NONE	EDUCATION	REAL WORLD EXPERIENCE	25,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>396,246.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	80,155.	
		14	182,713.	
		14	1,279.	
		18	518,224.	
	0.		782,371.	0.
			13	782,371.



**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	KEY BANK #9340 - SEE ATTACHED		VARIOUS	VARIOUS
b	KEY BANK #9340 2 - SEE ATTACHED		VARIOUS	VARIOUS
c	FANNIE MAE - 100,000		VARIOUS	10/15/13
d	ESCROW LEHMAN BROS HOLDING - RETURN OF CAPITAL AD		VARIOUS	04/03/14
e	EATON CORP PLC - RETURN OF CAPITAL ADJUSTMENT		VARIOUS	02/24/14
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,769,412.		1,445,230.	324,182.
b 1,579,786.		1,384,367.	195,419.
c 100,000.		99,544.	456.
d		1,028.	-1,028.
e		805.	-805.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			324,182.
b			195,419.
c			456.
d			-1,028.
e			-805.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	518,224.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE HERBERT JONES FOUNDATION  
C/O KEYBANK PRIVATE BANK, TRUST OFFICER 94-3124801

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NW SCHOOL FOR HEARING-IMPAIRED CHILDREN	NONE	EDUCATION	ANNUAL CONTRIBUTION	30,746.
PACIFIC LUTHERAN UNIVERSITY	NONE	EDUCATION	BUSINESS PLAN AWARDS	12,500.
SEATTLE PACIFIC UNIVERSITY	NONE	EDUCATION	SOCIAL VENTURE COMPETITION	10,000.
SEATTLE UNIVERSITY	NONE	EDUCATION	BUSINESS PLAN AWARDS	10,000.
SEATTLE UNIVERSITY	NONE	EDUCATION	JONES PROGRESS AWARDS	20,000.
SEATTLE UNIVERSITY	NONE	EDUCATION	NEXT GENERATION ROUNDTABLE	9,000.
UNIVERSITY OF PUGET SOUND	NONE	EDUCATION	TACOMA ENTREPRENEURSHIP	20,000.
UNIVERSITY OF WASHINGTON	NONE	EDUCATION	BUSINESS PLAN COMPETITION	26,000.
UNIVERSITY OF WASHINGTON	NONE	EDUCATION	MILESTONE AWARDS	80,000.
UNIVERSITY OF WASHINGTON BOTHELL	NONE	EDUCATION	ENTREPRENEURIAL FELLOWSHIP	15,000.
Total from continuation sheets				303,246.



**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF WASHINGTON LAW SCHOOL	NONE	EDUCATION	ENTREPRENEURIAL LAW CLINIC	30,000.
WASHINGTON STATE UNIVERSITY	NONE	EDUCATION	BUSINESS PLAN AWARDS	25,000.
WHITWORTH UNIVERSITY	NONE	EDUCATION	INLAND BUSINESS PLAN COMP	15,000.
Total from continuation sheets				



## Account Statement

HERBERT B JONES FOUNDATION M/AG 40-10-424-0809340

September 1, 2013 - February 28, 2014

### Realized Gain/Loss from Sales

Description	Settle date	Trade date	Units sold	Tax cost	Proceeds	Short-term gain/loss	Long-term gain/loss
HARBOR INTERNATIONAL FD	1/16	1/15	-5,362 34	-\$351,233 34	\$381,637 81	\$30,404 47	\$0 00
EXPRESS SCRIPTS HOLDING CO	1/21	1/15	-1,101 00	-61,706 37	80,644 75	0 00	18,938 38
EXXON MOBIL CORP	1/21	1/15	-1,304 00	-45,691 44	129,380 62	0 00	83,689 18
INTERCONTINENTALEXCHANGE GRP INC	1/21	1/15	-360 00	-49,968 00	75,854 88	25,886 88	0 00
ISHARES MSCI EMERGING MKTS INDEX	1/21	1/15	-1,740 00	-83,886 45	69,792 79	0 00	-14,093 66
ISHARES CORE S&P MID-CAP ETF	1/21	1/15	-1,115 00	-83,633 39	150,321 23	0 00	66,687 84
ISHARES BARCLAYS MBS BOND FUND	1/21	1/15	-4,745 00	-514,444 92	499,887 96	0 00	-14,556 96
NEWMONT MINING CORP	1/21	1/15	-2,585 00	-114,745 05	61,394 23	0 00	-53,350 82
PEPSICO INC	1/21	1/15	-980 00	-50,087 31	81,211 67	0 00	31,124 36
SCHLUMBERGER LTD	1/21	1/15	-680 00	-32,182 46	60,329 02	0 00	28,146 56
STERICYCLE INC	1/21	1/15	-1,000 00	-21,564 00	117,298 45	0 00	95,734 45
TARGET CORP	1/21	1/15	-1,000 00	-36,087 00	61,658 92	0 00	25,571 92
<b>Total Realized Gain/Loss from Sales</b>				<b>-\$1,445,229 73</b>	<b>\$1,769,412 33</b>	<b>\$56,291 35</b>	<b>\$267,891 25</b>

This is for informational purposes only and is not tax advice. Please see your tax advisor for tax advice.



## Account Statement

HERBERT B JONES FOUNDATION M/AG 0809340  
March 01, 2014 - August 31, 2014

### Realized Gain/Loss from Sales

Base Currency USD

Description	Settle Date	Trade Date	Units Sold	Proceeds	Tax Cost	Short Term Gain/Loss	Long Term Gain/Loss
NOVARTIS AG ADR	04/07/2014	04/02/2014	1 180 0000	99,714 04	-64 770 20	0 00	34 943 84
WALT DISNEY CO COM	04/07/2014	04/02/2014	-1 700 0000	138 982 97	58,427 64	0 00	80,555 33
SUNTRUST BANKS INC COM	04/07/2014	04/02/2014	-2 115 0000	85 105 71	-57,410 99	0 00	27,694 72
COLGATE PALMOLIVE CO COM	04/07/2014	04/02/2014	-2 250 0000	144 603 85	82 941 30	0 00	61,662 55
EUROPEAN INVESTMENT BANK NOTE DTD 04/08/09 3 00% DUE 04/08/14	04/07/2014	04/03/2014	-250 000 0000	249 997 50	-250,137 50	0 00	-140 00
INTERNATIONAL BUSINESS MACHS COM	07/02/2014	06/27/2014	-400 0000	72 714 55	-76,812 00	0 00	-4 097 45
AMAZON COM INC COM	07/02/2014	06/27/2014	-50 0000	16 242 12	-19,741 00	-3 498 88	0 00
FREDDIE MAC NOTE DTD 07/16/04 5 00% DUE 07/15/14			-100 000 0000	100 000 00	101 701 30	0 00	1 701 30
FEDERATED PRIME OBLIGATIONS FUND INSTITUTIONAL SHARES	Various	Various	672 425 3500	672,425 35	-672 425 35	0 00	0 00
<b>Total Realized Gain/Loss from Sales</b>				<b>\$1,579,786.09</b>	<b>\$-1,384,367.28</b>	<b>\$-3,498.88</b>	<b>\$188,917.69</b>

*This is for informational purposes only and is not tax advice. Please see your tax advisor for tax advice.*

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
KEY BANK - TAXABLE INTEREST	80,155.	80,155.	
TOTAL TO PART I, LINE 3	80,155.	80,155.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KEY BANK - DIVIDENDS	182,713.	0.	182,713.	182,713.	
TO PART I, LINE 4	182,713.	0.	182,713.	182,713.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION LITIGATION SETTLEMENT PROCEEDS	1,279.	1,279.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,279.	1,279.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	2,759.	1,380.		1,379.
TO FORM 990-PF, PG 1, LN 16B	2,759.	1,380.		1,379.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KEY BANK FEES	65,290.	60,290.		0.
TO FORM 990-PF, PG 1, LN 16C	65,290.	60,290.		0.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES PAID	10,720.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,720.	0.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP - ASSOCIATION OF SMALL FOUNDATIONS	725.	0.		725.
WASHINGTON STATE FILING FEES	25.	12.		13.
FIDELITY BOND INSURANCE PREMIUM	1,200.	600.		600.
MISCELLANEOUS EXPENSES	18.	9.		9.
TO FORM 990-PF, PG 1, LN 23	1,968.	621.		1,347.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. AGENCY BOND	X		0.	0.
US TREASURY BONDS/NOTES	X		260,089.	254,423.
TOTAL U.S. GOVERNMENT OBLIGATIONS			260,089.	254,423.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			260,089.	254,423.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	3,783,117.	6,287,561.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,783,117.	6,287,561.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,160,976.	1,182,686.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,160,976.	1,182,686.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS	COST	2,328,575.	2,432,249.
U.S. MUTUAL FUNDS	COST	626,872.	1,283,722.
FOREIGN MUTUAL FUNDS	COST	987,863.	1,112,405.
MISCELLANEOUS ASSETS	COST	0.	44,050.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,943,310.	4,872,426.

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FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL BAUER C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
BILL ERWERT C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
TERRY SMITH C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
TOM CRHA C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
TAMMY MILLER C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
TERI TINGVALL C/O KEYBANK NATIONAL ASSOCIATION, 601 - 108TH AVE NE, SUITE 260 BELLEVUE, WA 98004	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

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

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

HERBERT B. JONES FOUNDATION C/O KEYBANK NATIONAL ASSOCIATION,  
601 - 108TH AVENUE NE, SUITE 260  
BELLEVUE, WA 98004

FORM AND CONTENT OF APPLICATIONS

SEE GRANT APPLICATION FORM ATTACHED.

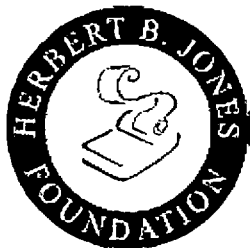
ANY SUBMISSION DEADLINES

APRIL 1

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION PROMOTES ENTREPRENEURISM AND SMALL BUSINESS THROUGH THE INITIAL AND TEMPORARY SUPPORT OF NEW BUSINESS PROGRAMS MANAGED BY POST-SECONDARY EDUCATIONAL ENTITIES IN THE STATE OF WASHINGTON. SEE MISSION STATEMENT ON GRANT APPLICATION.





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## HERBERT JONES FOUNDATION GRANT APPLICATION

### MISSION STATEMENT

The Herbert B. Jones Foundation believes that entrepreneurship and small business are the backbone for the strength of our economic system. We promote this belief through the initial and temporary support of new business programs managed by post-secondary educational entities in the state of Washington.

We desire the business community to be a vibrant and productive environment and the recipients of the Foundation's support to positively impact our greater business community.

### GUIDELINES

- Grant requests will be for fiscal years, starting September 1
- Grant requests are due by the first Monday in April.
- Maximum 2 requests for consideration: a. A request can contain two or more inter-related, dependent segments. b. Each segment must show its need for other segments' accomplishment
- The minimum font size: 11
- Grants funds will not be provided for equipment, capital projects, gifts, endowments, or food costs

- Applicants must adhere strictly to format
- Please provide (6) stapled copies to: Herbert B. Jones Foundation c/o Key Private Bank, 601 108th Ave NE Suite 260, Bellevue, WA, 98004
- The Foundation may make inquiries before, and will formally respond within 8 weeks

**APPLICATION FORMAT (Maximum 2 pages)**

Name of Organization/Amount Requested/Time Period Requested  
Description/summary of program

- Goals/objectives of program; i.e. how do these relate to HBJ mission statement?
- Results expected; i.e. how do the results satisfy HBJ goals?
- Target population; i.e. who benefits?
- Key staff and number of students to be involved
- Plan for measuring program results; i.e. how do you know you have succeeded?

**PROGRAM BUDGET (MAXIMUM 1 PAGE)**

- Detailed itemization of costs for each program and HBJ's funding portion
- Other funding resources; participant payments, grants, gifts, other
- Timetable of anticipated organizational expenditures

**APPENDIX (NOT REQUIRED IF PREVIOUSLY PROVIDED)**

- Resume summary page (no more than ½ a page for each)
- History and mission of the organization

- Board and affiliations
- Overall Structure; description of sub-unit utilizing grant
- Evidence that your organization is a qualified tax-exempt organization capable of receiving grants from a private foundation

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