Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
DISCUREN CHARITABLE FOUNDATION

A Employer identification number
20-2046554

Number and street (or P O box number if mail is not delivered to street address)
1201 THIRD AVE SUITE 4900

Room/suite

B Telephone number (see instructions)
(206) 359-8574

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 981013099

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 14,395,650

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	280,071	277,536		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,041,144			
	b	Gross sales price for all assets on line 6a 4,301,603				
	7	Capital gain net income (from Part IV, line 2)		1,041,144		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,321,215	1,318,680		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	105,495	10,549		94,945
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)	29,278	2,928	0	26,350
	b	Accounting fees (attach schedule)	2,136	1,922	0	214
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	7,403	7,403		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	89,942	77,307		12,635
	24	**Total operating and administrative expenses.** Add lines 13 through 23	234,254	100,109	0	134,144
	25	Contributions, gifts, grants paid	1,792,907			1,792,907
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,027,161	100,109	0	1,927,051
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-705,946			
	b	**Net investment income** (if negative, enter -0-)		1,218,571		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	785	1,019	1,019
	2	Savings and temporary cash investments	802,681	843,087	843,087
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,555,316	7,117,061	9,247,768
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	9,598,616	4,301,667	4,303,776
	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)	12,957,398	12,262,834	14,395,650
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	12,957,398	12,262,834	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	12,957,398	12,262,834	
	31	**Total liabilities and net assets/fund balances** (see instructions)	12,957,398	12,262,834	

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	12,957,398
2	Enter amount from Part I, line 27a	2	-705,946
3	Other increases not included in line 2 (itemize) ▶	3	11,815
4	Add lines 1, 2, and 3	4	12,263,267
5	Decreases not included in line 2 (itemize) ▶	5	433
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	12,262,834

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	1,041,144
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	1,657,400	15,511,287	0 106851
2012	1,361,775	15,462,248	0 088071
2011	1,452,868	15,050,693	0 096532
2010	1,297,457	13,769,784	0 094225
2009	906,196	5,418,332	0 167246

2	**Total** of line 1, column (d).	2	0 552925
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 110585
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	15,063,331
5	Multiply line 4 by line 3.	5	1,665,778
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,186
7	Add lines 5 and 6.	7	1,677,964
8	Enter qualifying distributions from Part XII, line 4.	8	1,927,051

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	12,186
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	12,186
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	12,186
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,136		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	35,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	40,136
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	125
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	27,825
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 27,825 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ___________ **(2)** On foundation managers ▶ $ ___________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ___________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶JEAN WATSON SEC-TREAS Telephone no ▶(206) 359-8574

Located at ▶1201 THIRD AVE SUITE 4900 SEATTLE WA ZIP+4 ▶981013099

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2014, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **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 4945(d)(4)(A)? (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**		
	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? ☐ **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**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	15,292,204
b	Average of monthly cash balances		1b	518
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	15,292,722
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	15,292,722
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	229,391
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	15,063,331
6	**Minimum investment return.** Enter 5% of line 5		6	753,167

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	753,167
2a	Tax on investment income for 2014 from Part VI, line 5	2a 12,186		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	12,186
3	Distributable amount before adjustments Subtract line 2c from line 1		3	740,981
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	740,981
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	740,981

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	1,927,051
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,927,051
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	12,186
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,914,865

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				740,981
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 637,098				
b From 2010. 717,622				
c From 2011. 729,546				
d From 2012. 604,659				
e From 2013. 889,482				
f **Total** of lines 3a through e.	3,578,407			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,927,051				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				740,981
e Remaining amount distributed out of corpus	1,186,070			
5 Excess distributions carryover applied to 2014	0			0
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,764,477			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	637,098			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	4,127,379			
10 Analysis of line 9				
a Excess from 2010. . . . 717,622				
b Excess from 2011. . . . 729,546				
c Excess from 2012. . . . 604,659				
d Excess from 2013. . . . 889,482				
e Excess from 2014. . . . 1,186,070				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NA

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

NA

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

F JEAN WATSON
1201 THIRD AVE SUITE 4900
SEATTLE, WA 981013099
(206) 359-8574

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

APPLICATION FORM TO BE PROVIDED BY THE FOUNDATION

c Any submission deadlines

GRANTS ARE AWARDED QUARTERLY AND MUST BE SUBMITTED AT LEAST TWO WEEKS PRIOR TO MEETINGS

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

GRANTS ARE AWARDED ONLY TO PUBLIC CHARITIES FOR SPECIFIC PROJECTS LOCATED IN WASHINGTON WHICH ADDRESS THE NEEDS OF LITERACY, BASIC EDUCATION AND DROPOUT PREVENTION

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,792,907
b *Approved for future payment*				
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) Exclusion 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	280,071	
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			18	1,041,144	
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)				1,321,215	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,321,215

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2015-11-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
112 FARO TECHNOLOGIES INC		2012-11-01	2014-01-02
250 FARO TECHNOLOGIES INC		2013-01-15	2014-01-02
710 ADTRAN INC		2010-11-22	2014-01-22
182 COMCAST CORP NEW CL A		2010-01-21	2014-01-24
1114 ISHARES S&P PREFERRED STOCK INDEX FUND		2012-07-19	2014-01-24
370 JOS A BANK CLOTHIERS		2012-11-29	2014-01-24
8185 922 HARBOR INTERNATIONAL FUND		2011-08-29	2014-02-24
926 271 HARBOR INTERNATIONAL FUND		2006-04-28	2014-02-24
6309 089 HARBOR INTERNATIONAL FUND		2010-12-29	2014-02-24
660 THERMON GROUP HLDGS INC COM		2013-06-10	2014-02-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,340		3,686	2,654
14,151		7,936	6,215
19,126		22,615	-3,489
9,586		2,928	6,658
42,130		43,983	-1,853
20,272		16,266	4,006
583,902		458,412	125,490
66,071		54,576	11,495
450,027		382,205	67,822
16,107		13,886	2,221

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,654
			6,215
			-3,489
			6,658
			-1,853
			4,006
			125,490
			11,495
			67,822
			2,221

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4785 166 ING GLOBAL REAL ESTATE FD-I		2011-08-29	2014-03-18
22992 481 ING GLOBAL REAL ESTATE FD-I		2010-01-21	2014-03-18
570 ATMI INC		2013-08-19	2014-03-20
50 JOS A BANK CLOTHIERS		2012-11-29	2014-03-20
240 JOS A BANK CLOTHIERS		2013-01-30	2014-03-20
90 POWELL INDUSTRIES INC		2013-05-08	2014-03-26
200 POWELL INDUSTRIES INC		2010-11-22	2014-03-26
175 BIO RAD LABS INC		2010-11-22	2014-04-15
460 OPLINK COMMUNICATIONS INC NE W		2010-11-22	2014-04-23
415 OPLINK COMMUNICATIONS INC NE W		2010-11-22	2014-04-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
89,913		75,410	14,503
432,029		320,831	111,198
19,357		14,022	5,335
3,211		2,198	1,013
15,411		9,651	5,760
5,757		4,253	1,504
12,794		6,799	5,995
21,110		16,576	4,534
7,908		8,090	-182
7,054		7,299	-245

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			14,503
			111,198
			5,335
			1,013
			5,760
			1,504
			5,995
			4,534
			-182
			-245

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
310 MDU RESOURCES GRP INC		2013-12-19	2014-05-02
190 MDU RESOURCES GRP INC		2010-11-22	2014-05-02
1125 MASIMO CORPORATION		2012-04-19	2014-05-06
700 K12 INC COM		2014-01-09	2014-05-14
170 K12 INC COM		2014-03-20	2014-05-14
630 STERIS CORPORATION		2010-11-22	2014-05-19
54 AT&T INC		2010-01-21	2014-05-27
33 ABBVIE INC		2010-10-08	2014-05-27
33 AIR PRODUCTS & CHEMICALS INC		2006-11-14	2014-05-27
22 AIR PRODUCTS & CHEMICALS INC		2010-01-21	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,061		9,184	1,877
6,779		3,909	2,870
26,114		24,883	1,231
16,141		15,902	239
3,920		3,611	309
33,527		21,695	11,832
1,896		1,392	504
1,780		908	872
3,917		2,285	1,632
2,611		1,777	834

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,877
			2,870
			1,231
			239
			309
			11,832
			504
			872
			1,632
			834

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
20 AMERICAN TOWER REIT INC		2012-05-10	2014-05-27
40 APACHE CORP		2007-06-19	2014-05-27
6 APPLE, INC		2012-12-03	2014-05-27
134 BAKER HUGHES INC COM		2012-03-15	2014-05-27
17 BLACKROCK, INC		2010-06-18	2014-05-27
90 CVS HEALTH CORPORATION		2012-05-11	2014-05-27
9 CHEVRON CORPORATION		2010-01-21	2014-05-27
16 CHEVRON CORPORATION		2005-11-02	2014-05-27
25 CHUBB CORP		2010-06-18	2014-05-27
99 CISCO SYSTEMS INC		2008-07-10	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,780		1,356	424
3,594		3,496	98
3,737		3,530	207
9,361		6,371	2,990
5,168		2,708	2,460
6,933		4,110	2,823
1,105		691	414
1,965		932	1,033
2,311		1,325	986
2,443		1,386	1,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			424
			98
			207
			2,990
			2,460
			2,823
			414
			1,033
			986
			1,057

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
29 COMCAST CORP NEW CL A		2010-01-21	2014-05-27
72 DANAHER CORP DEL COM		2005-11-02	2014-05-27
62 WALT DISNEY CO		2010-01-21	2014-05-27
2865 33 DOMINI SOCIAL EQUITY FUND		2012-08-21	2014-05-27
150 EMC CORP		2013-07-17	2014-05-27
62 FRANKLIN RESOURCES INC		2006-07-17	2014-05-27
181 GENERAL ELECTRIC CO COM		2010-01-21	2014-05-27
106 INTEL CORP COM		2013-09-25	2014-05-27
10 INTERNATIONAL BUSINESS MACH		1966-03-18	2014-05-27
4 INTERNATIONAL BUSINESS MACH		1965-11-01	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,504		467	1,037
5,653		1,913	3,740
5,174		1,911	3,263
80,000		59,169	20,831
3,976		3,812	164
3,399		1,712	1,687
4,799		2,923	1,876
2,809		2,516	293
1,844		86	1,758
738		33	705

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,037
			3,740
			3,263
			20,831
			164
			1,687
			1,876
			293
			1,758
			705

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
32 KRAFT FOODS GROUP		2012-11-27	2014-05-27
2568 938 THE YACKTMAN FUND		2012-02-14	2014-05-27
1553 074 THE YACKTMAN FUND		2011-11-30	2014-05-27
172 MICROSOFT CORP		2005-11-02	2014-05-27
109 MONDELEZ INTERNATIONAL INC		2011-12-08	2014-05-27
60 NOVARTIS A G SPONSORED ADR		2010-01-21	2014-05-27
11 ORACLE CORP COM		2005-11-02	2014-05-27
259 ORACLE CORP COM		2007-06-19	2014-05-27
54 PEPSICO INC		2010-01-21	2014-05-27
50 PROCTER & GAMBLE CO COM		2010-01-21	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,860		1,436	424
62,322		46,883	15,439
37,678		27,117	10,561
6,856		4,555	2,301
4,076		2,576	1,500
5,395		3,220	2,175
459		138	321
10,819		5,175	5,644
4,668		3,311	1,357
4,013		2,998	1,015

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			424
			15,439
			10,561
			2,301
			1,500
			2,175
			321
			5,644
			1,357
			1,015

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
77 QUALCOMM INC COM		2007-06-19	2014-05-27
28 SPDR S&P BIOTECH ETF		2010-01-21	2014-05-27
157 CHARLES SCHWAB CORP		2009-03-20	2014-05-27
87 UTILITIES SELECT SECTOR SPDR FUND		2010-01-21	2014-05-27
70 STRYKER CORP		2010-01-21	2014-05-27
196 SUNCOR ENERGY INC		2011-07-21	2014-05-27
34 TJX COMPANIES INC		2012-11-27	2014-05-27
17 UNION PACIFIC CORP		2013-11-20	2014-05-27
38 UNITED PARCEL SERVICE INC CL B		2010-01-21	2014-05-27
50 UNITED TECHNOLOGIES CORP COM		2005-11-02	2014-05-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,178		3,298	2,880
3,686		1,550	2,136
4,000		2,198	1,802
3,660		2,667	993
5,608		3,838	1,770
7,525		8,139	-614
1,858		1,477	381
3,348		2,702	646
3,916		2,281	1,635
5,790		2,546	3,244

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,880
			2,136
			1,802
			993
			1,770
			-614
			381
			646
			1,635
			3,244

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
32 UNITEDHEALTH GROUP INC		2011-08-25	2014-05-27
150 VF CORPORATION		2008-11-07	2014-05-27
113 VALERO ENERGY CORP		2013-10-28	2014-05-27
65 WELLS FARGO & CO		2010-06-18	2014-05-27
21 ACCENTURE PLC F		2009-06-24	2014-05-27
84 COVIDIEN PLC		2013-07-17	2014-05-27
19 EATON CORP PLC		2012-12-01	2014-05-27
41 EATON CORP PLC		2012-12-01	2014-05-27
780 ARTHROCARE CORPORATION		2013-05-13	2014-05-30
750 THE FINISH LINE		2013-08-16	2014-05-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,532		1,448	1,084
9,423		1,912	7,511
6,085		4,499	1,586
3,269		1,821	1,448
1,678		663	1,015
6,021		5,083	938
1,411		970	441
3,045		2,092	953
37,635		27,394	10,241
21,506		16,246	5,260

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,084
			7,511
			1,586
			1,448
			1,015
			938
			441
			953
			10,241
			5,260

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
690 TRIMBLE NAVIGATION		2010-11-22	2014-06-18
1376 039 BROWN CAPITAL MGMT SMALL CO INST CLASS		2011-01-06	2014-06-19
742 BROWN CAPITAL MGMT SMALL CO INST CLASS		2011-08-29	2014-06-19
1 769 BROWN CAPITAL MGMT SMALL CO INST CLASS		2012-02-14	2014-06-19
301 KRAFT FOODS GROUP		2012-11-27	2014-06-20
27 KRAFT FOODS GROUP		2011-12-08	2014-06-20
290 CAL-MAINE FOODS INC		2013-06-26	2014-07-08
1200 WOLVERINE WORLD WIDE INC		2012-10-16	2014-07-22
82 AIR PRODUCTS & CHEMICALS INC		2006-11-14	2014-08-01
8 APACHE CORP		2007-06-19	2014-08-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,391		12,684	13,707
99,818		60,356	39,462
54		33	21
128		85	43
18,157		13,509	4,648
1,629		1,035	594
21,636		13,428	8,208
29,407		26,230	3,177
10,832		5,678	5,154
801		699	102

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			13,707
			39,462
			21
			43
			4,648
			594
			8,208
			3,177
			5,154
			102

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
62 APACHE CORP		2005-11-02	2014-08-01
80 BAKER HUGHES INC COM		2012-03-15	2014-08-01
55 BAKER HUGHES INC COM		2010-01-21	2014-08-01
94 CVS HEALTH CORPORATION		2012-05-11	2014-08-01
200 INTEL CORP COM		2013-09-25	2014-08-01
200 MICROSOFT CORP		2005-11-02	2014-08-01
240 SUNCOR ENERGY INC		2011-07-21	2014-08-01
197 VALERO ENERGY CORP		2013-10-28	2014-08-01
100 COVIDIEN PLC		2013-07-17	2014-08-01
630 K12 INC COM		2014-03-20	2014-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,211		4,142	2,069
5,442		3,803	1,639
3,741		2,604	1,137
7,179		4,292	2,887
6,728		4,747	1,981
8,536		5,296	3,240
9,547		9,966	-419
9,872		7,844	2,028
8,621		6,052	2,569
14,379		13,381	998

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,069
			1,639
			1,137
			2,887
			1,981
			3,240
			-419
			2,028
			2,569
			998

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
220 OSI SYSTEMS INC		2010-11-22	2014-08-28
134 ANALOGIC CORPORATION		2012-12-13	2014-09-15
346 ANGIODYNAMICS, INC		2010-11-22	2014-09-15
219 ARCTIC CAT INC		2014-08-28	2014-09-15
214 BARNES GROUP INC		2014-06-18	2014-09-15
195 BILL BARRETT CORP		2012-03-19	2014-09-15
435 BOSTON PRIVATE FINANCIAL HOLDINGS		2013-06-07	2014-09-15
135 BRINKS COMPANY COM		2013-10-03	2014-09-15
178 CLECO CORPORATION		2014-06-17	2014-09-15
201 THE CHILDREN'S PLACE INC		2013-09-13	2014-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,212		7,895	7,317
9,565		9,390	175
4,616		4,900	-284
7,890		8,106	-216
7,098		8,241	-1,143
4,159		5,809	-1,650
5,455		4,362	1,093
3,545		3,721	-176
9,815		9,303	512
10,542		11,243	-701

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			7,317
			175
			-284
			-216
			-1,143
			-1,650
			1,093
			-176
			512
			-701

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
137 CLARCOR INC		2014-05-30	2014-09-15
570 CLOUD PEAK ENERGY INC		2013-03-18	2014-09-15
435 COMSTOCK RESOURCES INC		2013-04-11	2014-09-15
104 DEALERTRACK TECHNOLOGIES INC		2014-05-13	2014-09-15
364 ENTEGRIS INC		2014-05-14	2014-09-15
92 EURONET WORLDWIDE INC		2014-04-23	2014-09-15
417 EVERBANK FINANCIAL CORP		2014-06-20	2014-09-15
140 THE FINISH LINE		2013-08-16	2014-09-15
356 FIRSTMERIT CORP		2011-04-05	2014-09-15
153 HAEMONETICS CORP		2010-11-22	2014-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,731		8,028	703
7,604		11,020	-3,416
9,094		7,376	1,718
4,716		4,127	589
4,328		4,008	320
4,510		4,134	376
7,823		8,411	-588
4,395		3,033	1,362
6,504		6,244	260
5,483		4,505	978

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			703
			-3,416
			1,718
			589
			320
			376
			-588
			1,362
			260
			978

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
904 HARMONIC, INC		2012-05-17	2014-09-15
155 HAYNES INT'L INC (NEW)		2013-11-26	2014-09-15
214 HILL-ROM HOLDINGS INC		2014-02-03	2014-09-15
125 INNOPHOS HOLDINGS INC		2013-05-08	2014-09-15
714 INVESTORS BANCORP INC NEW		2012-11-05	2014-09-15
209 ITRON INC COM		2014-05-06	2014-09-15
230 LSB INDS INC		2010-11-22	2014-09-15
267 LASALLE HOTEL PPTY SH BEN IN T		2012-12-14	2014-09-15
141 MDU RESOURCES GRP INC		2010-11-22	2014-09-15
331 MICROSEMI CORP		2013-10-17	2014-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,842		3,807	2,035
8,013		8,256	-243
9,313		7,648	1,665
7,354		6,625	729
7,448		4,813	2,635
8,537		7,971	566
8,669		5,085	3,584
9,409		6,394	3,015
4,075		2,901	1,174
8,510		8,431	79

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,035
			-243
			1,665
			729
			2,635
			566
			3,584
			3,015
			1,174
			79

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
295 MISTRAS GROUP INC		2013-05-10	2014-09-15
135 NETGEAR INC		2010-11-22	2014-09-15
598 NORTHFIELD BANCORP INC		2013-07-05	2014-09-15
88 OSI SYSTEMS INC		2010-11-22	2014-09-15
527 OLD NATIONAL BANCORP COM		2010-11-22	2014-09-15
139 PTC INC		2010-11-22	2014-09-15
132 POST PROPERTIES INC		2013-12-20	2014-09-15
150 POWELL INDUSTRIES INC		2014-08-12	2014-09-15
109 REGAL BELOIT CORPORATION		2014-04-15	2014-09-15
168 ROFIN-SINAR TECHNOLOGIES INC		2014-03-26	2014-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,165		6,004	161
4,433		4,335	98
8,103		7,080	1,023
5,799		3,158	2,641
7,130		5,314	1,816
5,461		3,023	2,438
6,831		5,956	875
7,714		7,882	-168
7,584		8,000	-416
3,955		4,085	-130

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			161
			98
			1,023
			2,641
			1,816
			2,438
			875
			-168
			-416
			-130

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
325 ROLLINS INC		2010-11-22	2014-09-15
155 SM ENERGY CO		2013-03-18	2014-09-15
382 SCIQUEST INC		2014-06-27	2014-09-15
168 SILGAN HOLDINGS INC		2013-12-23	2014-09-15
397 SYKES ENTERPRISES INC		2010-11-22	2014-09-15
120 UMB FINANCIAL CORPORATION		2012-12-04	2014-09-15
28 UMB FINANCIAL CORPORATION		2012-12-03	2014-09-15
237 WEST PHARMACEUTICALS SERVICE S		2010-11-22	2014-09-15
148 WINNEBAGO INDUSTRIES INC		2013-12-23	2014-09-15
233 WOODWARD INC COM		2010-11-22	2014-09-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,805		5,780	4,025
13,423		9,053	4,370
6,429		6,575	-146
8,362		7,972	390
8,122		7,090	1,032
6,899		5,117	1,782
1,610		1,194	416
10,297		4,536	5,761
3,638		4,038	-400
11,871		7,523	4,348

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,025
			4,370
			-146
			390
			1,032
			1,782
			416
			5,761
			-400
			4,348

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
143 HELEN OF TROY LIMITED		2014-01-24	2014-09-15
447 HAEMONETICS CORP		2010-11-22	2014-09-25
414 MDU RESOURCES GRP INC		2010-11-22	2014-10-03
581 ACCENTURE PLC F		2009-06-24	2014-10-09
193 APACHE CORP		2005-11-02	2014-10-21
220 APACHE CORP		2006-11-14	2014-10-21
745 BAKER HUGHES INC COM		2010-01-21	2014-10-21
624 CHEVRON CORPORATION		2005-11-02	2014-10-21
415 SUNCOR ENERGY INC		2011-07-21	2014-10-21
898 SUNCOR ENERGY INC		2013-05-15	2014-10-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,800		8,091	-291
15,298		13,161	2,137
11,254		8,517	2,737
45,439		18,349	27,090
14,443		12,892	1,551
16,463		14,275	2,188
39,918		35,271	4,647
71,473		36,348	35,125
14,229		17,233	-3,004
30,789		28,476	2,313

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-291
			2,137
			2,737
			27,090
			1,551
			2,188
			4,647
			35,125
			-3,004
			2,313

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
660 VALERO ENERGY CORP		2013-10-28	2014-10-21
1014 ANGIODYNAMICS, INC		2010-11-22	2014-10-23
395 BRINKS COMPANY COM		2013-10-03	2014-10-30
3 181 AMG YACKTMAN FUND - SVC		2012-02-14	2014-11-04
3966 648 AMG YACKTMAN FUND - SVC		2011-11-30	2014-11-04
003 BROWN CAPITAL MGMT SMALL CO INST CLASS		2012-02-14	2014-11-04
671 589 BROWN CAPITAL MGMT SMALL CO INST CLASS		2011-01-06	2014-11-04
300 WEST PHARMACEUTICALS SERVICE S		2010-11-22	2014-11-06
398 CHARLES SCHWAB CORP		2009-03-20	2014-11-14
395 COMSTOCK RESOURCES INC		2013-04-11	2014-11-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
31,582		26,278	5,304
16,631		14,361	2,270
7,977		10,888	-2,911
80		58	22
99,920		69,258	30,662
50,000		29,457	20,543
15,184		5,742	9,442
11,478		5,573	5,905
4,380		6,698	-2,318

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,304
			2,270
			-2,911
			22
			30,662
			20,543
			9,442
			5,905
			-2,318

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
880 COMSTOCK RESOURCES INC		2013-04-08	2014-11-25
17402 945 THIRD AVENUE REAL ESTATE VAL		2014-03-18	2014-12-05
270 NETGEAR INC		2010-11-22	2014-12-12
125 NETGEAR INC		2012-07-27	2014-12-12
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,758		13,649	-3,891
569,424		520,000	49,424
9,278		8,669	609
4,295		4,001	294
			178,900

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-3,891
			49,424
			609
			294

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GREG COY 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	DIRECTOR AND PROGRAM MANAGER 23	89,487		
POLLY M OLSEN 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	DIRECTOR 2	8,004		
MARTHA ASHENFELTER 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	DIRECTOR 2	8,004		
COLONEL F BETZ 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	PRESIDENT 0	0		
ROBERT S MUCKLESTONE 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	VICE PRES 0	0		
F JEAN WATSON 1201 THIRD AVE SUITE 4900 SEATTLE, WA 981013099	SEC/TREAS 1	0		

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Northwest Maritime Center Kaci Cronkhite - Managing Director PO BOX 82 Port Townsend, WA 98368	NONE	PC	7TH GRADE MARITIME PROGRAM	10,000
Community Schools Collaboration 137 SW 154TH STREET Burien, WA 98166	NONE	PC	CSC COLLEGE READINESS	40,000
COMMON THREADS FARM 516 E NORTH STREET BELLINGHAM, WA 98225	NONE	PC	GROW FOR IT	30,000
Communites in Schools of Spokane County 905 W RIVERSIDE SUITE 314 Spokane, WA 99201	NONE	PC	CHAMPIONS MENTORING	40,000
WHALE TRAILS 6523 CALIFORNIA AVE SW 410 SEATTLE, WA 98136	NONE	PC	KIDS MAKING A DIFFERRENCE	18,000
URBAN AMERICAN INDIAN ALASKA NATIVE EDUCATION ALLIANCE P O BOX 25142 SEATTLE, WA 981652042	NONE	PC	SEATTLE CLEAR SKY NATIVE	20,000
The Edge Foundation 2017 FAIRVIEW AVE E SUITE 1 Seattle, WA 98102	NONE	PC	FIRST CREEK MIDDLE SCHOOL	30,000
SCHOOLS OUT WASHINGTON 801 23RD AVE S SUITE A SEATTLE, WA 98144	NONE	PC	PROGRAM FEED YOUR BRAIN	55,000
PIERCE COUNTY LIBRARY FOUNDATION 3005 112TH ST E TACOMA, WA 98446	NONE	PC	BLOCK PLAY	40,000
Lake Washington Schools Foundation PO BOX 83 Redmond, WA 98073	NONE	PC	LOOKING INTO THE NEEDS OF	45,000
Communities in Schools of Whatcom County PO BOX 6071 Bellingham, WA 98227	NONE	PC	MIDDLE SCHOOL RESOURCE	18,000
Summer Search 1109 1ST AVE SUITE 205 Seattle, WA 98101	NONE	PC	SUPPORT SERVICES	45,000
NORTH KITSAP SCHOOLS FOUNDATION P O BOX 1702 POULSBO, WA 98370	NONE	PC	ROLLING	9,375
Nature Vision Inc 22509 STATE ROUTE 9 SE Woodinville, WA 98072	NONE	PC	NATURE DISCOVERIES OUTREACH	40,000
PACIFIC EDUCATION INSTITUTE 724 COLUMBIA ST NW OLYMPIA, WA 98501	NONE	PC	PEI COSTAL K-12 FIELDSTREM	35,000
Total . . . . ▶ 3a				1,792,907

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Rochester Organization of Familes PO BOX 312 Rochester, WA 98579	NONE	PC	KID'S PLACE AFTER SCHOOL &	48,000
LA IGLESIA ESPISCOPAL DE LA RESURRECTION 415 S 18TH ST MOUNT VERNON, WA 98274	NONE	PC	RESURRECTION DAY CAMP 2014	46,000
Boys & Girls Club of King County 603 STEWART ST SUITE 300 Seattle, WA 98101	NONE	PC	STUDY SQUAD	30,000
Atlantic Street Center 2103 S ATLANTIC STREET Seattle, WA 98144	NONE	PC	SUMMER ACADEMY PROGRAM	50,000
Children's Home Society of Washington 1612 PENNY LANE Walla Walla, WA 993624474	NONE	PC	ACADEMICS FUN CLUB/FARM	45,000
Volunteers of America Western Washington PO BOX 839 Everett, WA 98206	NONE	PC	MENTORING CHILDREN OF	45,000
Clallam County Family YMCA 302 S FRANCIS STREET Port Angeles, WA 98362	NONE	PC	AFTER THE BELL PROJECT	60,000
Skagit Valley College Foundation 2405 EAST COLLEGE WAY Mount Vernon, WA 98273	NONE	PC	HEAD START TEACHING	26,032
COMMUNITY YOUTH SERVICES 711 STATE AVE NE OLYMPIA, WA 98506	NONE	PC	BRIDGE PROGRAM	10,000
Granite Falls School District 205 N ALDER AVE Granite Falls, WA 98252	NONE	PC	MENTOR PROGRAM	25,000
Mary Walker School District PO BOX 159 Springdale, WA 99173	NONE	PC	RURAL ALLIANCE FOR COLLEGE	50,000
SOUTHWEST YOUTH AND FAMILY SERVICES DELRIDGE WAY SW SEATTLE, WA 98106	NONE	PC	FUTURES	40,000
Port Gamble S'Klallam Fdn 31912 LITTLE BOSTON ROAD NE Kingston, WA 98346	NONE	PC	WOLFE SUMMER EXPERIENCE	40,000
Port Townsend Marine Science Center 532 BATTERY WAY Port Townsend, WA 98368	NONE	PC	WHALES OF THE SALISH SEA	22,500
Big Brothers Big Sisters of SW Washington 1801 BLACK LAKE BLVD SW Olympia, WA 98512	NONE	PC	SCHOOL-BASED MENTORING FOR	30,000
Total . . . . ▶ **3a**				1,792,907

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NORTH CASCADES INSTITUTE 810 STATE ROUTE 20 SEDROWOOLLEY, WA 98284	NONE	PC	MOUNTAIN SCHOOL FIELD	50,000
THE CHILD CARE ACTON COUNCIL OF THURSTON COUNTY 3729 GRIFFIN LANE OLYMPIA, WA 98501	NONE	PC	RAISING A READER	30,000
Together 418 CARPENTER ROAD SE SUITE 203 Lacey, WA 98503	NONE	PC	EVERGREEN VILLAGES	50,000
CATHOLIC COMMUNITY SERVICES OF WESTERN WASHINGTON 1902 2ND AVE SEATTLE, WA 98101	NONE	PC	YOUTH TUTORING PROGRAM	20,000
Communities in Schools of Lakewood 6402 100TH STREET SW Lakewood, WA 98499	NONE	PC	S K I L L AFTER SCHOOL	35,000
Hope in Christ Ministries 837 4TH STREET Bremerton, WA 98337	NONE	PC	DROP-OUT PREVENTION &	65,000
Peace Community Center 2106 S CUSHMAN AVENUE Tacoma, WA 98405	NONE	PC	HILLTOP SCHOLARS MIDDLE	50,000
Readiness to Learn WHIDBEY FD PO BOX 346 Langley, WA 98260	NONE	PC	EDUCATIONAL SUPPORT FOR	50,000
Animals as Natural Therapy 721 VANWYCK ROAD Bellinhgham, WA 98226	NONE	PC	LEARNING LIFE PROJECT	40,000
Friends of the Children of King County PO BOX 22801 Seattle, WA 98122	NONE	PC	ENABLING VULNERABLE YOUTH	50,000
WASHINGTON STATE FAMILY AND COMMUNITY P O BOX 77367 SEATTLE, WA 98177	NONE	PC	PARENTNET MULTICULTURAL	50,000
BOYS AND GIRLS CLUBS OF THURSTON COUNTY 2200 CONGER AVE NW OLYMPIA WASHINGTON, WA 98502	NONE	PC	GET GOOD GRADES	35,000
COMMUNITIES IN SCHOOLS OF TACOMA 708 G STREET TACOMA, WA 98405	NONE	PC	READY SET READ	35,000
WENATCHEE SCHOOL DISTRICT NO 246 ATTN SUPERINTENDENT BRIAN FLONES 235 SUNSET AVENUE WENATCHEE, WA 98801	NONE	PC	WENATCHEE HIGH SCHOOL	20,000
CHILDREN'S MUSEUM OF TACOMA 1501 PACIFIC AVENUE TACOMA, WA 98402	NONE	PC	PLAY TO LEARN	30,000
Total . . . . ▶ **3a**				1,792,907

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
University of Washington Foundation 1900 COMMERCE STREET Tacoma, WA 984023100	NONE	PC	MATH, SCIENCE & LEADERSHIP	50,000
Communities in Schools of Federal Way PO BOX 3440 Federal Way, WA 98063	NONE	PC	OUTREACH COORDINATOR MODEL	50,000
Olive Crest 515 116TH AVE NE SUITE 174 Bellevue, WA 98004	NONE	PC	FAMILY RESOURCE CENTER	40,000
Total . . . . ▶ **3a**				1,792,907

TY 2014 Accounting Fees Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE & REVIEW	2,136	1,922		214

TY 2014 Investments Corporate Stock Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HAYNES INTL INC NEW	19,412	22,068
LSB INDS INC	14,925	21,222
OSI SYSTEMS INC	9,223	18,188
OLD NATL BANCORP	15,559	22,960
POWELL INDUSTRIES	17,740	21,591
ROLLINS INC	16,894	31,445
UMB FINANCIAL CORP	17,185	24,633
WOODWARD INC	21,817	33,575
SYKES ENTERPRISES	19,149	27,296
BILL BARRETT CORP	13,769	6,492
FIRSTMERIT CORP	18,261	19,721
HILL-ROM HOLDINGS INC	20,503	28,558
INVESTORS BANCORP INC	14,096	23,471
BOSTON PRIVATE	12,785	17,174
CLOUD PEAK ENERGY	27,877	15,331
INNOPHOS HOLDINGS	18,452	21,334
MICROSEMI CORP	23,419	27,500
MISTRAS GROUP INC	16,326	15,855
NORTHFIELD BANCORP	20,104	25,930
POST PROPERTIES INC	17,507	22,803
SILGAN HLDGS INC	23,347	26,371
WINNEBAGO INDS	11,786	9,400
HELEN OF TROY LTD	21,250	27,130
ANALOGIC CORPORATION	23,114	33,083
ARCTIC CAT INC	23,664	22,756
CLECO CORPORATION	26,782	28,470
CLARCOR INC	23,340	26,856
HARMONIC INC	11,142	18,548
ITRON INC COM	23,302	25,839
KITE REALTY GROUP TRUST	11,101	13,220

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LASALLE HOTEL PPTY SH BEN INT	18,751	31,688
SANCHEZ ENERGY CORP	15,460	8,361
SM ENERGY	23,890	17,554
SCIQUEST INC	23,510	20,779
TIME INC	14,089	14,520
TRINITY INDUSTRIES	11,650	11,557
BARNES GROUP INC	24,106	23,168
CHILDRENS PLACE INC	30,501	33,573
DEALERTRACK TECHNOLOGIES INC	12,143	13,559
ENTEGRIS INC	11,737	14,082
EURONET WORLDWIDE INC	12,042	14,713
EVERBANK FINANCIAL CORP	24,668	23,310
FINISH LINE	8,881	9,967
PERNIX THERAPEUTICS HOLDINGS I	10,696	12,395
PTC INC	8,831	14,880
REGAL BELOIT CORP	23,561	24,139
ROFIN-SINAR TECHNOLOGIES	11,964	14,155
WEST PHARMACEUTICALS SERVICES	7,522	20,923
GOLDMAN SACHS TAX FREE MM FUND	158,131	158,131
COVIDIEN PLC	31,039	68,732
EATON CORP PLC	32,709	43,562
AT&T INC	32,338	52,602
ABBVIE INC	16,071	38,217
AIR PRODUCTS & CHEMICALS INC	24,351	59,855
AMERICAN TOWER REIT INC	19,187	27,975
APPLE INC	44,073	63,358
BLACKROCK INC	28,357	63,646
CVS HEALTH CORP	30,480	64,528
CHUBB CORP	21,361	41,698
CISCO CORP	29,708	59,023

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GUGGENHEIM SOLAR ETF	60,470	54,287
COMCAST CORP NEW CL A	17,570	63,347
DANAHER CORP DEL COM	22,004	70,968
EMC CORP	34,977	73,993
WALT DISNEY CO	26,825	84,394
EBAY INC	36,109	38,386
FIRST TRUST GLOBAL WIND	120,955	114,677
FRANKLIN RESOURCES INC	20,655	41,417
GENERAL ELECTRIC CO COM	35,950	56,251
HOME DEPOT INC COM	19,821	26,033
INTEL CORP COM	27,916	50,806
INTERNATIONAL BUSINESS MACH	2,637	50,699
METLIFE INC	28,298	40,081
MICROSOFT CORP	35,457	63,683
MONDELEZ INTERNATIONAL INC	25,567	39,304
NOVARTIS A G SPONSORED ADR	35,747	61,712
ORACCLE CORP COM	23,349	83,599
PEPSICO INC	45,746	72,622
PFIZER INC COM	28	52,893
PROCTER & GAMBLE CO COM	41,689	67,224
QUALCOMM INC COM	42,588	73,512
SDR S&P BIOTECH ETF	21,477	72,346
SCHWAB CORP	18,903	48,032
UTILITIES SELECT SECTOR SPDR F	44,129	76,260
STRYKER CORP	31,135	63,767
TJX COMPANIES INC	36,753	58,019
UNION PACIFIC CORP	36,710	55,038
UNITED PARCEL SERVICE INC CL B	28,256	52,695
UNITED TECHNOLOGIES CORP COM	20,262	45,770
UNITEDHEALTH GROUP INC	28,830	64,394

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VF CORPORATION	13,382	78,645
WELLS FARGO & CO	31,376	65,729
AMG YACKTMAN FUND SVC	377,626	543,296
BROWN CAPITAL MGMT SMALL CO IN	151,606	249,520
EATON VANCE TAX-MANAGED EMERGI	544,032	553,411
HARBOR INTERNATIONAL FUND	1,207,227	1,515,609
MFS INTERNATIONAL	1,100,000	1,068,448
DOMINI INTL SOCIAL EQ FUND	47,000	45,398
DOMINI SOCIAL EQUITY FUND	684,683	862,402
FIRST EAGLE	309,000	299,187
MATTHES ASIA DIVIDEND FUND	323,000	344,681
PNC FINANCIAL SERVICES GROUP	41,678	61,763

TY 2014 Investments - Other Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD S/T INVESTMENT FUND	AT COST	154,269	156,317
VANGUARD INFL - ADM	AT COST	146,405	154,607
VANGUARD GNMA FD-ADM	AT COST	1,098,092	1,115,163
VANGUARD I-T INV GRD	AT COST	1,170,331	1,172,401
PIMCO COMMODITY REAL RETURN	AT COST	462,063	306,220
Q-BLK STRATEGIC PARTNERS	AT COST	800,000	940,167
GOLDMAN STRATEGIC	AT COST	470,507	458,901

TY 2014 Legal Fees Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	29,278	2,928		26,350

TY 2014 Other Decreases Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Amount
MISCELLANEOUS ADJUSTMENTS/ROUNDING	433

TY 2014 Other Expenses Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	3,848	0		3,848
PROGRAM MGMT FEES	1,853	0		1,853
INVESTMENT MANAGEMENT FEE PCTC	69,339	62,405		6,934
INVT MGMT FEE KENNEDY	14,902	14,902		0

TY 2014 Other Increases Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Description	Amount
ACCRUED INCOME IN 2013 REC'D IN 2014	11,815

TY 2014 Taxes Schedule

Name: DISCUREN CHARITABLE FOUNDATION

EIN: 20-2046554

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	7,403	7,403		0